



The Postdoctoral Fellows Association of the University of Alberta

BYLAWS

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Article 1: PREAMBLE

1.1 The following articles set forth the Bylaws of The Postdoctoral Fellows Association of the University of Alberta. These shall have precedence over any other approved policies, rules, or regulations of the Association should any conflict arise among governing documents.

1.2 Definitions

In these Bylaws, the following words have these meanings.

- The “Association” refers to the Postdoctoral Fellows Association of the University of Alberta.
- The “PSLA” refers to the Post-secondary Learning Act
- The “LRC” refers to the Alberta Labour Relations Code.
- The “University” refers to the University of Alberta.
- “Postdoctoral fellow” refers to any person holding a postdoctoral appointment or occupying a postdoctoral position at the University, including (but not limited to): postdoctoral scholars, postdoctoral fellows, postdoctoral researchers, postdoctoral associates, and guest postdoctoral fellows.
- The “Executive” refers to the Executive Council of the Association, comprised of the Executive Officers who are current members of the Association elected by their peers to the highest positions of authority in the Association, as defined in Article 6.1.
- “Officer” means any Executive Council Officer of the Association.
- “Bylaws” refers to the Bylaws of the Association.
- “Member” means a member of the Association.
- “AGM” refers to the Annual General Meeting of the Association
- “SGM” refers to a Special General Meeting of the Association.
- “CRO” refers to the Chief Returning Officer
- “Fiscal year” refers to the period over which annual financial statements are calculated.
- All references to days mean "calendar" days unless otherwise indicated.
- “Policy” refers to a plan of action or guidelines developed by the Association.
- A “majority vote” means 50% plus one of the eligible votes cast.
- “Special Resolution” means a resolution which must be sent to members a minimum of 21 days in advance of a General Meeting and which requires a vote of not less than 75% of those present and voting to carry.

1.3 Interpretation of Bylaws

The following rules of interpretation must be applied in interpreting these Bylaws.

- Singular and Plural: words indicating the singular number also include the plural, and vice-versa.
- Corporation: words indicating persons also include corporations.
- Headings are for convenience only and do not affect the interpretation of these Bylaws.
- Liberal Interpretation: these Bylaws must be interpreted broadly and generously.

Article 2: NAME

2.1 The name of the Association is “The Postdoctoral Fellows Association of the University of Alberta”, which may also be known or referred to as the Association or PDFA.

Article 3: AUTHORITY

- 3.1 The authority of the Association and the contents of these Bylaws are granted and governed, respectively, by the *Post-secondary Learning Act (PSLA)* and the *Labour Relations Code (LRC)* of Alberta.
- 3.1.1 The minimum requirements for provisions set forth in these Bylaws are governed by Section 92.2(1) of the *PSLA*, which must be adhered to at all times.
- 3.1.2 the Association was established and incorporated by order of the Lieutenant Governor in the Council of Alberta on May 29, 2018 (as per Section 92.1 of the *PSLA*) and thus the corporation and its Bylaws are not governed by the *Societies Act* or the *Companies Act*, as incorporation occurred independently of those pieces of legislation.
- 3.1.3 These Bylaws, serve as the official documents governing the affairs of the Association, as per Section 92.2 of the *PSLA*.
- 3.1.4 The *LRC* deems the Association a trade union for the purposes of acting as the bargaining agent for the University postdoctoral fellows (Section 58.5(2)), and provides exclusive authority for the Association to bargain collectively on behalf of the University postdoctoral fellows and bind them by a collective agreement (Sections 58.5(1)(c)).
- 3.1.5 The collective bargaining authority of the Association is subject to the future effects of the application of Divisions 4 to 9 of Section 58.2(2) of the *LRC*.
- 3.1.6 No collective agreement will be entered into by the Association unless it has been ratified by a majority of those members casting ballots, following information meeting(s) with the membership.

Article 4: VISION AND MISSION

4.1 Vision

The vision of the Association is one of a strong community in which postdoctoral fellows are provided fair and reasonable compensation and benefits for their work, a supportive social network, effective career and professional development opportunities, and rights and privileges similar to those provided to other key groups (e.g., students, graduate students, faculty members, and support staff) engaged in academia and research at the University.

4.2 Mission

The overarching mission of the Association is the betterment of the postdoctoral experience at the University. Toward that goal, the Association will advocate for improvements in the University's policies related to postdoctoral training, working conditions, collective bargaining, and labour relations based on input from members of the Association and work to strengthen the postdoctoral community at the University by enhancing engagement in University governance, organizing events and initiatives to increase social support and wellbeing, and providing services to our members.

The Association shall pursue its mission by:

- a. collecting data regarding the experiences and views of our members via surveys and other means to ensure appropriate representation of their interests, where possible;
- b. acting, based on that data, as the collective voice for our members in discussions with the University administration regarding postdoctoral policy, guidelines, and services at the University;
- c. acting as the primary liaison between the postdoctoral community and the administration of the University on matters relating to working conditions, labour relations, and training opportunities;
- d. acting as the exclusive bargaining agent for all postdoctoral fellows of the University;
- e. collaborating with the Postdoctoral Office, the Office of the Vice-President (Research), and other groups on campus to promote and develop effective training and career and professional development opportunities for postdoctoral fellows;
- f. holding career and professional development events for members;
- g. creating or identifying and sharing information and resources of relevance and/or utility to the postdoctoral community at the University;
- h. recruiting and nominating postdoctoral representatives for academic councils and committees as required and facilitating communication among postdoctoral representatives across the University campus;
- i. promoting postdoctoral engagement in events or initiatives in the wider the University community;
- j. building and maintaining a strong, caring and supportive postdoctoral community by providing peer support for members and facilitating communication and interaction among members via social and networking events and other initiatives; and
- k. raising awareness of the contributions of postdoctoral fellows to the University and to the general public.

Article 5: MEMBERSHIP

5.1 General

- 5.1.1 Any individual holding a postdoctoral appointment or occupying a postdoctoral position at the University shall be considered a member of the Association, regardless of the specific source(s) of funding for that individual's salary or stipend, nationality or immigration status, or the duration and full- or part-time nature of their contract.
- 5.1.2 Membership in the Association is non-transferable and ceases immediately upon the date that an individual ceases to hold a postdoctoral appointment or occupy a postdoctoral position at the University for any reason, including death.
- 5.1.3 Members shall be considered to be 'in good standing', when they have paid their dues in full and have not violated the Bylaws of the Association.

5.2 Membership Dues

- 5.2.1 The Association is empowered to levy a mandatory membership fee to be paid by all members

- 5.2.2 The rate of membership dues can be changed only by a majority vote of members casting ballots, following consultation/information meetings with the membership.
- 5.2.3 Membership dues will be deducted from employee's base pay, as outlined in the collective agreement, and remitted to the Association on a monthly basis.
- 5.2.4 Any member unable to remit Association dues through the employer will be subject to a membership fee as established by the PDF/A.
- 5.2.5 Any member who owes the Association membership dues may have their rights and privileges suspended until such time as the debt is paid in full or appropriate arrangements for periodic payment have been made and approved by the Executive Council.

5.3 Rights and Privileges of Members

- 5.3.1 Any Member of the Association in good standing shall have the right to:
 - a. receive notice of any General Meeting of the Association via email;
 - b. attend and speak at any General Meeting of the Association;
 - c. nominate themselves or other members for positions on the Association Executive Council;
 - d. be nominated and elected to positions on the Association Executive Council;
 - e. cast one (1) vote on each question or motion in any election, referendum, or general meeting of the Association;
 - f. inspect electronic copies of any of the Association's governing documents, meeting minutes, annual financial statements, or other books/records of the Association that are not classified as confidential by these Bylaws or an order of the Executive Council once per fiscal year;
 - g. participate in any consultations related to collective bargaining;
 - h. petition the Executive Council regarding any matter related to the mission of the Association;
 - i. move a motion, in accordance with the Procedure on the Removal of an Executive Officer, for the removal or impeachment of any member of the Association Executive Council; and
 - j. propose an amendment to these Bylaws, in accordance with the guidelines for amendments set out in Article 11.
- 5.3.2 The Executive Council may, at its discretion, establish additional privileges associated with membership, which are not considered rights and may therefore be altered or rescinded by a majority vote of the Council at any time.

5.4 Obligations of Members

Members of the Association shall have the following obligations:

- a. to recognize and observe the Bylaws of the Association;
- b. to recognize and respect the right of the Association to adopt and enforce reasonable rules regarding the responsibilities of membership.

5.5 Withdrawal, Suspension and Expulsion of Members

- 5.5.1 Any Member who fails to pay (or make acceptable payment arrangements for) the full amount of membership dues owed to the Association by the due

date, may have all of their rights and privileges as a member of the Association suspended by order of the Executive Council until payment is received or appropriate arrangements for periodic payments have been made.

- 5.5.2 An individual may have their membership suspended or revoked if found to have deliberately contravened these Bylaws or the policies of the Association following an appeal to the general membership.

5.6 Liability of Members

- 5.6.1 Regardless of how a member ceases to be a member, they remain liable for any debts owed to the Association at the date of ceasing to be a member.
- 5.6.2 Former members have no continuing obligations to the Association with the exception of Article 5.6.1.
- 5.6.3 No member is, in their individual capacity, liable for any debt or liability of the Association.

Article 6: GOVERNANCE

6.1 Composition of the Executive Council

- 6.1.1** The Executive Council of the Association shall be comprised of 10 elected officials, also known as “Executive Officers” of the Association, listed in Article 6.1.1.1 who shall be elected as described in Article 7.

6.1.1.1 The elected positions on the Executive Council shall include the following:

- a. President;
- b. Vice President Internal;
- c. Vice President External;
- d. Vice President Communications;
- e. Vice President Operations;
- f. Vice President Finance; and
- g. Members-at-Large (up to four).

6.1.2 Powers and Responsibilities

6.1.2.1 The Executive Council is empowered as the sole governing body of the Association, with exclusive authority to manage the business, operations, and affairs of the Association and shall be ultimately responsible for ensuring the continuity of the Association and for pursuing the vision and mission of the Association.

6.1.2.2 Decisions made by the Executive Council in accordance with these Bylaws, or any policy documents made and approved in accordance with these Bylaws, are binding on all Members and Officers of the Association.

6.1.2.3 The powers and authorities of the Executive Council shall include, but not be limited to:

- a. collective bargaining with the University on behalf of members
- b. collecting input from members to ensure appropriate representation of their interests when advocating on their behalf

- c. to formulate policies and procedures regarding issues affecting the Association, provided always that such policies and procedures are consistent with the Bylaws, which will then be presented as resolutions at General Meetings
- d. to administer the Association in keeping with the spirit and intent of the Bylaws and manage the general interest of the Association and its members between General Meetings
- e. management of all business and affairs of the Association, including the maintenance of funds, finances, assets, accounts, and records of the Association.
- f. protection of members with respect to privacy and liability;
- g. protection of the Association with respect to confidentiality and liability;
- h. to consider, approve, and recommend the annual operating budget of the Association prior to general membership approval at the Annual General Meeting.
- i. to recommend to a General Meeting the appointment of the auditors of the Association and ensure that the books of the Association are audited each year, or as often as required during the year.
- j. to hire, oversee, and assess any employees, contractors, or external agencies for the performance of specific tasks or services.
- k. to appoint members to any other committees or bodies as required.
- l. fulfil the duties and responsibilities associated with their particular position on the Executive Council.
- m. to consider all matters placed on the agenda by Executive Council members for such meetings.

6.1.3 Details of Roles

- a. The President shall
 - supervise and guide the affairs and actions of the Executive Council;
 - engage in all negotiations done on behalf of the Association or its members, including collective bargaining;
 - chair all meetings of the Association, unless delegated to another Officer;
 - be an *ex officio* member of all Committees of the Association;
 - act as the spokesperson for the Association; and
 - be primarily responsible for ensuring the effective and efficient functioning of the Executive Council and the Association and for ensuring the continuity of the Association.
- b. The Vice President Internal shall
 - act as the primary liaison between the Executive Council of the Association and the faculties, departments, institutes, and offices internal to the University;
 - organize any social events for the Association;
 - perform duties as assigned by the President; and
 - in case of vacancy in the position of the president and in the event that no other member of the Executive Council is nominated, become the interim president until the next election is held.

- c. The Vice President External shall
 - act as the primary liaison between the Executive Council of the Association and any individuals, organizations, or groups external to the Association and the University, including other postdoctoral Associations at the provincial and national levels.
- d. The Vice President Communications shall
 - be responsible for communicating the affairs of the Association and the Executive Council to the membership via email and posts on the Association website and social media accounts.
- e. The Vice President Operations shall
 - organize Executive Council meetings as well as meetings of the general membership;
 - organize the records and minutes for all meetings of the Association and the Executive Council; and
 - manage the storage of and access to all official records of the Association and the Executive Council.
- f. The Vice President Finance shall
 - conduct all financial transactions on behalf of the Association;
 - manage all of the Association's financial accounts including the maintenance and storage of and access to financial records;
 - be responsible for developing the annual budget of the Association in consultation with other members of the Executive Council;
 - present an annual budget at the AGM; and
 - prepare all financial records, with assistance from other members of the Executive Council or outside contractors as deemed necessary by the Executive Council, in accordance with Article 9.
- g. The Members-at-Large shall
 - counsel President and Vice Presidents; and
 - organize and support subcommittees as required;

6.1.4 Terms of Office

- 6.1.4.1 Executive Officers shall hold their elected positions until the subsequent election.
- 6.1.4.2 Executive Officers can resign from their position on the Executive Council at any point, by submitting an electronic or paper letter of resignation to the President or informing the Executive Council in person at any Executive Council meeting with reasonable advance notice.
- 6.1.4.3 If a position, other than the Presidency, is left unfilled following an election or vacated for any reason prior to the end of a member's elected term, the Executive Council may appoint any current member of the Association in good standing to fill that position until the next election, pursuant to the Executive Council Election Policy.

6.1.5 Remuneration of Executive Officers

- 6.1.5.1 The Executive Officers will be remunerated for the time and effort they contribute to the Association and the value of that

remuneration will be set by a separate policy document entitled the Executive Remuneration Schedule.

- 6.1.5.2 Changes to the Executive Remuneration Schedule must be presented to the membership for approval at a General Meeting.
- 6.1.5.3 Remuneration will be given to officers that have attended at least 50% of Executive Council meetings.

Article 7: Executive Council Elections

- 7.1 Members of the Executive Council will be elected every year as per the Executive Council Election Policy.
- 7.2 Only members in good standing are eligible to be nominated or self-nominated for any position on the Executive Council.

Article 8: MEETINGS

8.1 Executive Council Meetings

- 8.1.1 The Executive Council shall establish and hold a regular standing meeting once each calendar month.
- 8.1.2 Quorum for Executive Council meetings will be 50% +1 of the current Executive Officers
- 8.1.3 Any Executive Council meeting that fails to meet quorum may be cancelled at the discretion of the Chair. Should the Chair decide to hold the meeting, the meeting shall be for discussion purposes only.
- 8.1.4 All Executive Officers have the right to cast one (1) vote on any motion or decision being considered by the Executive Council, with the exception of the Chair, who only casts a vote to break ties in Executive Council and General Meetings of the Association.
- 8.1.5 In the absence of a Bylaw or approved policy that states otherwise, all motions considered by the Association Executive Council in a regular meeting shall require 50% +1 of the votes cast in order to pass.
- 8.1.6 Executive Council meetings will be called by the President. Where two or more members of the Executive Council make a request in writing for a special meeting, the President will call a special meeting.
- 8.1.7 The first meeting of the Executive Council following annual elections will include:
 - a. Formal transfer of power from the outgoing Executive Council to the incoming Executive Council.
 - b. Setting the time, dates, and location for regular meetings.
 - c. Review and signing of the Code of Conduct by members of the Executive Council.
 - d. Review of the PDFA bylaws and policies.
 - e. Appointment of signing authority and other administrative matters.

8.2 General Membership Meetings

- 8.2.1 The Association Annual General Meeting (AGM) shall be held in August
- 8.2.2 Notice of all General Meetings will be communicated to all members a minimum of 21 days before the meeting.

- 8.2.3 The AGM shall include presentations from the Executive Council reviewing:
 - a. activities and events of the Association since the previous AGM;
 - b. policy changes implemented since the previous AGM;
 - c. the current financial statements of the Association, audited and signed by the Association's auditor;
 - d. nominations and procedures for any upcoming elections or referenda; and
 - e. any motions being brought to the general membership for approval.
- 8.2.4 The AGM shall include a vote from the membership to approve the annual financial statements and the proposed budget.
- 8.2.5 Quorum for the AGM will be 3% of the Association
- 8.2.6 Each member gets 1 vote on a given question or motion, with the exception of the President, whose vote is reserved for breaking ties.
- 8.2.7 In the absence of a Bylaw or approved policy that states otherwise, all motions considered by the members of the Association at an AGM shall require 50% +1 of the votes cast in order to pass.
- 8.2.8 The Executive Council shall recommend that any decision requiring member approval be brought to a General Meeting or sent to the membership through a vote.
- 8.2.9 A Special General Meeting (SGM) of the Association may be called by a majority vote of the Executive Council.
- 8.2.10 The SGM may be held in conjunction with referenda to facilitate the sharing of information, provide a forum for voting, or promote engagement by members.

8.3 Disruption of Proceedings

- 8.3.1 Any member who disrupts the proceedings of any meeting of the Association, without just cause, may be expelled by a majority vote of the Executive Officers in attendance.

8.4 All PDF/A meetings will follow Roberts' Rules of Order.

Article 9: MANAGEMENT

9.1 Legal and Financial Authority

- 9.1.1 The President and Vice President Finance acting jointly have authority to open, manage, or close any financial accounts related to the Association or sign financial contracts or agreements on behalf of the Association.
- 9.1.2 Any financial transaction will require the authorization of two signing authorities of the Association.
- 9.1.3 Approval of the membership shall be required for any transactions valued at \$50,000 or more.
- 9.1.4 Any and all physical property shall remain the sole property of the Association and the use or access to said property shall be governed solely by regulations established by the Executive Council.
- 9.1.5 The Association may borrow, raise, or secure the payment of money for carrying out its object, as it deems fit and in particular, by the issue of debentures. This power will only be exercised under the authority of the

Association, and in no instance will debentures be issued or money borrowed without the sanction of a special resolution.

9.2 The fiscal year of the Association will be July 1 to June 30.

9.3 Minutes from all Executive Council and General Meetings must be approved before entering the official record of the Association.

9.4 Financial records and audit

9.4.1 Financial documents and records of the Association shall be treated as confidential and stored in a secure location.

9.4.2 Financial statements or records that are prepared by the VP Finance for sharing with the general membership must be approved by the Executive Council prior to dissemination to the members.

9.4.3 The President and Vice President Finance shall have unfettered access to all of the financial records of the Association. Other elected officials, employees, or agents may be provided access to any or all of the Association's financial documents for a period of time as deemed necessary by the Executive Council.

9.4.4 Members may review the adopted minutes, approved budget, and audited financial statements of the Association at any time during normal working hours at the Association's offices, provided reasonable notice is given to the officer having control of said records and a satisfactory time is arranged.

9.4.5 **Audit of Accounts**

a. The financial accounts of the Association will be audited at the end of each fiscal year.

b. That audited financial report shall be presented to members at the AGM.

9.4.6 **Indemnities**

a. No member, Executive Officer, employee, or agent of the Association is, in the member's individual capacity, liable for a debt or liability of the Association or will incur a liability or debt for the Association.

b. These Bylaws provide no protection to Officers, employees, or volunteers who commit acts of fraud, dishonesty, and/or bad faith.

Article 10: Collective Bargaining

10.1 Collective bargaining will be carried out in accordance with the provisions of the Alberta Labour Relations Code, as applicable, and the Collective Agreement.

10.2 No collective agreement will be entered into by the Association unless it has been ratified by a majority of those active members casting ballots in an electronic vote, following information meetings with the membership.

10.3 The provisions of clause 10.2 will not apply to a Collective Agreement which results from the implementation of a binding arbitration award.

10.4 Only members in good standing will have voting rights with respect to any matter affecting the bargaining unit.

10.5 There will be a special bargaining fund and the spending of the fund monies will be authorized by the Executive Council upon recommendation from a duly appointed Strike

Committee of PDFA members and staff.

Article 11: Amendment of the BYLAWS

- 11.1 These Bylaws may only be amended by a special resolution
- 11.2 Special resolutions to amend the Bylaws must be delivered to the Association a minimum of 30 days prior to a General Meeting.