



BY-LAWS OF THE PENSIONERS' CHAPTER OF THE SOCIETY OF UNITED PROFESSIONALS

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PURPOSE
This document describes the By-Laws of the Pensioners' Chapter of the Society of United Professionals.

EXCEPTIONS
None.

AUTHORIZATION	
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DOCUMENT RELATIONSHIP	
Receives authority from:	See Minutes of Annual General Meeting, Item No. 10 – i, May 8, 2008. Amended at AGM May 7, 2010, Minutes Item No. 10 – ii. Further amended at AGM May 5, 2011, Minutes Item No. 5 Further amended at AGM May 3, 2012, Minutes Item No. 5 Further amended at AGM May 8, 2014, Minutes Item No. 11 Further amended at AGM May 5, 2016, Minutes Item No. 11 Further amended at AGM May 25, 2017, Minutes Item No. 13A&C Further amended at AGM October 28, 2020, Minutes Item No. 1
Review Date:	2 Years



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ARTICLE 1

NAME AND AFFILIATION:

- 1.1 Name:** The name of the organization is the Pensioners' Chapter of the Society of United Professionals.
- 1.1.1** Should there be a conflict between the provisions of these Bylaws and the Constitution of the Society of United Professionals, the Society's constitution shall prevail.
- 1.1.2** The Pensioners' Chapter shall be a self-funding organization with its own budget, bank accounts and financial obligations. The Society of United Professionals shall be under no obligation to provide funds to the Chapter and neither the Chapter nor its members shall have any authority to bind the Society to any legal obligation. The Society may, however, make voluntary donations to the Chapter.
- 1.1.3** The Pensioners' Chapter may use trademarks, logos or other intellectual property of the Society only on the written permission of the Society President in the manner approved by the President.
- 1.2 Head Office:** The provincial headquarters will be the same as that of the Society of United Professionals, currently 2239 Yonge St., Toronto, Ontario, M4S 2B5.
- 1.3 Object:**
- 1.3.1** The prime objective of the Chapter is to protect and further the interests of the Society of United Professionals' pensioners and of the Society itself. In order to do this, the Chapter may:
- Promote, encourage, foster and defend the principles of democracy in the economic, social and political life of Canada for Pensioners and their spouses.
 - Monitor collective bargaining trends, social, economic, educational, legislative and political events of interest to Pensioners and their spouses.
 - Provide support and/or resources when requested by the Society.
 - Publish and distribute printed material as may, from time to time, be desirable to further the aims and objectives of the membership.



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- Collect and document the concerns of the Chapter and its Members, and act upon them.
- Petition legislators for the introduction and enactment of legislation on measures to improve the health and welfare of all retired persons. All such petitions should have the prior approval of the Executive of the Chapter.
- Co-operate with other organizations with similar objectives.
- Make representations to the Executive Board and Society Council on Chapter members' concerns.

1.3.2 The Chapter shall represent its members, as allowed by the Executive Board of the Society of United Professionals, in the ways listed below. The Chapter will maintain the required confidentiality of all information it receives while exercising these rights. The Chapter shall choose appropriate representatives for itself.

a) Grievances: Chapter members can grieve matters for which they retain rights - pensions, and health and dental benefits. They do so through the Vice President of the local from which they retired. Our members are subject to the same processes which that local uses to run grievances for its active members.

b) Bargaining: The Chapter has access to the teams that each local establishes for Collective Agreement renewal bargaining, i.e. Chapter representatives are normally invited to one bargaining team preparation session to provide our members' wishes for pension, and health and dental benefit matters. The reps remain available to provide advice and feedback during bargaining itself at the bargaining team's request.

c) Pensioner Representation: A Chapter representative should normally be invited by each LVP to all joint or tripartite pension meetings to understand the status of the pension plan and to provide feedback there. The rep provides a report to the Chapter Executive to keep it informed.

d) Insolvency Representation: Chapter members, and others eligible for Chapter membership, will normally be represented by Society legal counsel in employer insolvencies. The Chapter shall be kept informed of all developments as they become known to the Society. If the law requires or counsel advises that an actual conflict exists between the interests of employees and former employees, then the Chapter may facilitate separate representation for its affected members and others with a common interest, either court-defined or as otherwise deemed appropriate.



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ARTICLE 2

MEMBERSHIP

- 2.1 Qualifications:** Membership of the Chapter is available to: (1) A retired member in good standing, of a bargaining unit, which is represented by the Society of United Professionals, and in receipt of a pension and/or health benefits. (2) A spouse who is a beneficiary in receipt of a pension and/or health benefits of a deceased retired member. (3) A person who was a Society member but prior to retirement held a position which was removed from the Society jurisdiction, and subsequently joined the Society Pensioners' Chapter prior to July 17, 2007.
- 2.1.1 Retired Member:** (1) Pensioner receiving a pension from one of the Society-represented companies. (2) Former employee who elected a commuted value pension and is receiving health benefits from one of the Society-represented companies.
- 2.2 Rights of Membership:**
- 2.2.1** Voting: (a) To vote for any candidates standing for elective office with the Chapter. (b) To vote for amendments to the Chapter By-Laws.
- 2.2.2** To nominate any person as a candidate within the established procedure for "nomination".
- 2.2.3** To stand for election to any elective office and to be eligible for appointment to any appointive position, and to be eligible to serve on any committee of the Chapter.
- 2.2.4** To attend any Chapter meeting held in the province at their own expense.
- 2.2.5** To receive any publications distributed by the Chapter.
- 2.2.6** To have the right to place a bargaining submission before the Society for its consideration for it to become a bargaining item.
- 2.3 Associate Member:** (1) A person who was a Society member but prior to retirement held a position which was removed from the Society jurisdiction. (2) A person who was a Management Function member of one of the Society-represented employers at time of retirement. Person (1) and (2) may have his/her name advanced by a member of the Executive Committee for acceptance of becoming a Chapter Associate member by the Executive Committee.



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2.3.1 An Associate Chapter Member is entitled to all the privileges listed in these by-laws except under section 2.2.1 (b) and 2.2.3. However, the Associate member may be appointed to serve on committees.

2.4 Dues:

2.4.1 The fee for individual retiree, associate member or spouse shall be determined by the membership at a General Meeting, payable to the Treasurer of the Society Pensioners' Chapter and due January 1 annually. The fee shall be waived for the first year of membership.

2.4.2 A retiree may have the fee, upon request, deducted from his pension cheque if the appropriate arrangements can be made with the respective pension plan.

2.5 Member Pending Retirement:

1) A Society member on a bridge to retirement. (2) A Society member on LTD. Persons (1) and (2) may have their names advanced by a member of the Executive Committee for acceptance of becoming a Chapter Member Pending Retirement by the Executive Committee.

2.5.1 A Member Pending Retirement is entitled to the privileges listed under sections 2.2.4 to 2.2.6 in these by-laws. However, the Member Pending Retirement may be appointed to serve on committees.

2.5.2 There is no fee for a Member Pending Retirement.

2.6 Member with a Deferred Pension:

A Society member who terminates their employment before they are eligible for a pension is eligible to become a Member with a Deferred Pension of the Pensioners' Chapter.

2.6.1 A Member with a Deferred Pension is entitled to the same privileges as a Member Pending Retirement (section 2.5.1)

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2.7 Member Responsibilities:

Because the Chapter is a self-funding organization operated by volunteers, each Member is responsible for pursuing their own benefit complaints (pension, health & dental, etc.) with the relevant authorities (H&D service provider, pension administrator, pension trustee, former employer, etc.) until an intractable impasse is reached, at which point the Chapter will begin to provide assistance. Careful documentation of a Member's actions in pursuing their complaint is necessary to allow the Chapter to expeditiously provide that assistance.

2.8 Member of a Wound Up Pension Plan:

A person who was eligible for membership in the Chapter under other clauses of this Article 2 but whose pension plan has been wound up is eligible to become a Member of a Wound Up Pension Plan of the Pensioners' Chapter.

2.8.1 A Member of a Wound Up Pension Plan is entitled to all the member privileges listed in these by-laws except Sections 1.3.2 a) and 2.2.6.

2.8.2 The fee for a Member of a Wound Up Pension Plan shall be 25% of the fee determined in Section 2.4.1.



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ARTICLE 3

OFFICERS OF THE CHAPTER

- 3.1 Officers:** The Officers of the Society Pensioners' Chapter are President, Immediate Past President, Vice-President, Secretary, Treasurer and five Directors.
- 3.2 Tenure:**
- 3.2.1 All Officers will be elected for a two-year term. No named Officer (President, Vice-president, Secretary, or Treasurer) shall be elected for more than two consecutive terms in the same office. For clarity, Directors do not have term constraints, and Immediate Past President is an ex-officio position.
- 3.3 Duties:**
- 3.3.1 The President shall, when present, preside at all regular meetings of the Chapter. The President is charged with the management and supervision of the business and operation of the Chapter. The President shall sign all official documents.
- 3.3.2 The Society Pensioners' Chapter President or designate may attend all Executive Board meetings of the Society of United Professionals with voice but no vote and at no cost to the Society.
- 3.3.3 The Vice-President shall exercise the duties and powers of the President during the absence or inability of the President.
- 3.3.4 The Secretary or designate shall be responsible for ensuring the recording of all facts and minutes of all proceedings. The Secretary shall be custodian of all records, correspondence and other documents.
- 3.3.5 The Treasurer shall keep full and accurate accounts of all receipts and disbursements of the Chapter. The Treasurer shall deposit monies in the name and to the credit of the Chapter in such financial institution as designated by the Executive Committee. The Treasurer will issue an annual financial statement. The Chapter fiscal year is from May 1 to the following April 30.
- 3.3.6 Directors shall serve as a member of the Executive Committee and serve on Committees or perform such other duties as assigned by the President.



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- 3.3.7 One Officer of the Chapter may attend Executive Board meetings of the Society. Two Officers of the Chapter may attend the Society Council. They would have voice but no vote and be at no cost to the Society.
- 3.3.8 All Chapter Officers should be available to perform their duties in named offices as described above, and/or other duties, activities, or projects as assigned through Executive Committee or sub-committees. When an Officer knows he/she will be unavailable for a period, he/she should inform the Executive Committee as soon as reasonably possible, and propose, for Executive Committee concurrence, an alternate (normally another Officer) to continue the duties in their absence, or an alternative way for their duties to be accomplished.
- 3.3.9 If an Officer is unavailable for two or more Executive Committee meetings without arrangements for continuation of duties, Executive Committee will discuss how to ensure the necessary continuation of duties at its next meeting. Executive Committee may declare an office vacant if an Officer is unavailable for at least four regularly scheduled or three consecutive Executive Committee meetings during a term without having proposed arrangements for continuation of duties. By-law 3.8 would then apply.
- 3.4 **Signing Authority:** All Officers can have expenditure approval and signing authority for the Chapter (except for their own expenditures or cheques). Cheques shall have two signatures, one of which will normally be that of the Treasurer. All expenditures over \$100 except normal operating expenses (e.g. travel to regular meetings, newsletter reproduction & postage) require prior approval by the Executive Committee; electronic approval is acceptable.
- 3.5 **Oath of Office:** All Officers of the Chapter before assuming office shall take the following oath:
 “I _____ do most sincerely and solemnly promise and declare that I will truly and faithfully and to the best of my ability perform the duties my office as prescribed in the By-Laws, and will support and promote the objects, principles and policies of the Chapter and the Society.”
- 3.6 **Leaving Office:** Chapter Officers and Chairpersons will surrender all books, records, membership files and other properties of the Chapter and of the Society.



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- 3.7 Vacancies in Office:** The vacancy of the President shall be immediately filled by the Vice-President until a meeting of the Executive Committee decides which current Officer will serve for the balance of the respective term. A vacancy of any other Officer shall be filled by appointment of the President or interim President, with the approval of the remaining Chapter Executive Committee, for the balance of the respective term. Any person filling a vacancy in an elected office shall be eligible for nomination to that office for two full terms thereafter.



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ARTICLE 4

EXECUTIVE COMMITTEE:

- 4.1 Composition:** The Executive Committee of the Chapter comprises the Officers of the Chapter and the President of the Society of United Professionals.
- 4.2 The President of the Society** of United Professionals, or Designate: The President of the Society of United Professionals or designate may attend all Chapter meetings with voice and vote.
- 4.3 Duties:** The Executive Committee of the Chapter shall manage, supervise and coordinate the activities and programs on behalf of the Chapter and of the Society. The Executive Committee of the Chapter may deny membership for conduct unbecoming and/or prejudicial to the interest of the Chapter or the Society. The Executive Committee may not commit the Chapter to any financial obligations beyond the existing funds of the Chapter.
- 4.4 Meetings:** A meeting of the Executive Committee of the Chapter may be held at any place in the province of Ontario. A majority of members of the Committee forms a quorum required to transact business. Meetings may be formally called by the President or Vice-President of the Chapter or by the President of the Society of United Professionals.
- 4.5 Voting:** Questions arising at any Executive Committee of the Chapter meeting shall be decided by a majority vote.
- 4.6 Sub-Committees:** The Executive Committee of the Chapter may form sub-committees as it sees fit to assist in the business of the Chapter, subject to ratification by the membership.



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ARTICLE 5

PARLIAMENTARY PROCEDURE:

- 5.1 Authority:** All Chapter meetings and recorded votes shall be conducted in accordance with the Chapter By-Laws and any other matter not covered by the By-Laws shall be covered by Robert's Rules of Order.

ARTICLE 6

BY-LAW AMENDMENTS:

- 6.1 Amendments:** The Chapter General Meeting may amend the By-Laws by a two-thirds majority vote subject to ratification by the Society Board.
- 6.1.1** Any member may submit a proposed amendment to the Chapter Secretary. The submission shall include a written explanation of the purpose or benefit of program change.
- 6.1.2** The membership shall be informed of any approved change in the By-Laws.
- 6.1.3** Editorial changes and corrections may be made by the Executive Committee. Such revisions will not be subject to a vote at the Chapter General Meeting, but will be reported to the next such meeting and to the Society Executive Board.

ARTICLE 7

GENERAL MEETING AND ELECTIONS:

- 7.1 General Meeting of Pensioners' Chapter:**
- 7.1.1** The General Meeting of the Pensioners' Chapter shall be held every year prior to the Society Council.
- 7.1.2** The location of the General Meeting will be determined by the current Executive Committee at least six months prior to the meeting.
- 7.1.3** The purpose of the General Meeting will be to conduct the following business:



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- Election of Officers
- By-Law Changes (if any)
- Approval of Budget and dues changes (if any)
- Any Other Business arising from the objectives of the chapter.

7.1.4 The minutes of the Annual General Meeting will be distributed to the general membership after each General Meeting in a timely fashion.

7.1.5 Arrangements for the Annual General Meeting shall provide for participation via electronic means by members who are not present. Examples of such provisions include webcasting the meeting, accepting questions via e-mail and the voting procedures in sections 7.3.4 and 7.3.5.

7.2 Election Procedure:

7.2.1 Elections of Officers will be made at the General Meeting of the Chapter every two years.

7.2.2 Nominations for these Officer positions will be made at the above General Meeting. Associate members are ineligible to be nominated; however, they may nominate other eligible members.

7.2.3 No member may be nominated for more than one elected position as listed below in the Chapter at one time.

- President
- Vice-President
- Secretary
- Treasurer

Unsuccessful candidates for the four elected positions listed above will be eligible to be nominated for the Director positions.



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7.2.4 The election will be a two-step process:

- First Step: Nominations and elections will be held for President, Vice-President, Secretary and Treasurer, one at a time in the order as listed above in Section 7.2.3.
- Second Step: Nominations and election will be held for five Directors at the same time. Each member in attendance will vote for five candidates. The five candidates with the highest, second highest, third highest, fourth highest, and fifth highest number of votes will be declared elected.

7.2.5 The President of Society (or designate) shall chair the election process for the Officers of the Pensioners' Chapter.

7.3 Voting

7.3.1 All votes at the Annual General meeting shall be by show of hands (or equivalent) except as noted below.

7.3.2 All elections shall be carried out by secret ballot.

7.3.3 Any voting member can request to have a vote performed by secret ballot. The chairman must then conduct an open vote to determine if the vote shall be open or secret. If a majority of the voting members vote for a secret ballot, then the vote shall be performed by secret ballot.

7.3.4 Electronic voting shall be allowed on all open ballots. Electronic voters must be verifiable as Chapter members in good standing. The mechanism for the voting shall be determined prior to the meeting and approved by an open vote at the meeting.

7.3.5 Electronic voting on secret ballots shall be allowed only if there is a method in place to ensure the anonymity of the voter or if the voter agrees by email to allow the vote counter to know their vote.