

Constitution of the Clinical Teachers' Association at the University of Manitoba (CTAM)

ARTICLE 1 - NAME

1.1 This organization shall be known as CLINICAL TEACHERS' ASSOCIATION AT THE UNIVERSITY OF MANITOBA and hereinafter shall be referred to as "CTAM."

ARTICLE 2 - OBJECTIVES

2.1 The purpose of CTAM is to:

- 1) promote the welfare of academic clinicians, who have clinical, teaching, research/scholarly, and/or administrative responsibilities with Geographical Full-Time [GFT] appointments, contracted with and/or employed at the University of Manitoba and at the Winnipeg Regional Health Authority, Joint Operating Division (JOD) or any other institutions at which GFTs work ~~— University of Manitoba and The Winnipeg Regional Health Authority shall be referred to as the "JOD;"~~
- 2) advocate for, and bargain collectively, terms and conditions of contracts or employment, including remuneration (excluding fee-for-service and related arrangements) and working conditions on behalf of clinicians at the University of Manitoba and the Winnipeg Regional Health Authority ~~JOD~~ and/or other institutions;
- 3) protect and promote academic freedom while advancing teaching, scholarship, and research at the University of Manitoba and the Winnipeg Regional Health Authority ~~JOD~~ and/or other institutions;
- 4) facilitate the exchange of ideas between CTAM and the broader university and medical communities, as well as with the general public;
- 5) ~~—~~encourage co-operation with other elements of the academic staff of the University of Manitoba and the Winnipeg Regional Health Authority or other institutions ~~this JOD~~ as well as with the academic staff of other Medical Schools and Universities;
- 6) advance the interests of CTAM and its affiliates.

ARTICLE 3 - AFFILIATIONS

3.1 CTAM may affiliate with other organizations whose objectives are broadly consistent with its own.

ARTICLE 4 - MEMBERSHIP

4.1 Full Membership in CTAM is open to all GFT academic physicians, GFT clinical psychologists, and other non-physician GFTs contracted with and/or employed by the University of Manitoba and the Winnipeg Regional Health Authority, JOD or other institutions and other such employees, or categories of employees, as may be invited to membership by action of the Membership. Department Heads, the Dean, Associate Deans, and Assistant Deans are excluded from membership while they serve in these administrative roles. The extension of membership shall require approval by 2/3 of the members voting at a duly advertised general meeting of CTAM.

4.2 Any academic clinician of the University of Manitoba and the Winnipeg Regional Health Authority, JOD or other institutions is eligible for membership in CTAM and shall be admitted to membership upon signing an application for membership.

4.3 Membership shall continue until a change of status results in ineligibility for membership in CTAM. Members on recognized leave from the University of Manitoba and the Winnipeg Regional Health Authority, JOD and other institutions are eligible to maintain their membership in CTAM during the period of leave.

4.5. Once an individual has signed a membership form and ~~paid the joining fee~~, he/she shall not have to renew that form again, even if there is an interruption of her/his contracts. For purposes of representing a member in resolving a grievance matter arising from their contracts with and/or employment at the University of Manitoba and the Winnipeg Regional Health Authority or other institutions, JOD, the CTAM shall continue to support said member until the matter is dropped by the member or resolved to CTAM's satisfaction.

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4.6. Any member may withdraw from membership upon written notice to the Secretary of CTAM.

ARTICLE 5 - DUES

5.1 Annual dDues will be determined by the members in a duly constituted meeting. Proposed changes to the level of dues are to be made by the Executive, with notice of the proposed change circulated to the members of CTAM in writing at least 10 days before the meeting. 50% plus one of those voting at the meeting shall be sufficient to approve a change. New members will have the annual dues waived for the year in which they join CTAM

ARTICLE 6 - EXECUTIVE COMMITTEE

6.1 The Executive Committee of CTAM shall consist of eight members:

- 1) President
- 2) Vice President
- 3) Treasurer

4) Secretary

5) Past-President

6) 3 Members-at-large with a Past-President or 4 Members-at-large if there is a vacancy in the position of Past-President

6.2 The following members of the Executive Committee (President, Vice President, Treasurer, Secretary, and Members-at-large) shall be elected at the Annual General Meeting, as required. Terms in office shall be for two years and shall commence immediately following the elections held at CTAM's spring meeting. Executive Committee members are eligible for re-election for a limit of two consecutive terms for the same office. Terms for the first Executive Committee positions are indicated in Article 14.3.

6.3 Any member in good standing may be nominated to stand for election to the Executive Committee. Nominations submitted to the Secretary more than 10 days in advance of the Annual General Meeting shall be circulated to the membership prior to the meeting. Nominations may also be made by a motion from the floor at the Annual General Meeting.

6.4 Elections shall be conducted by an open vote following the close of nominations for each position. Elections shall generally proceed in the following order: President, Vice President, Treasurer, Secretary, and Members-at-large. In the event of a tie vote between two candidates, a coin toss or some other mutually satisfactory method shall be used to resolve the matter. Only members of CTAM in good standing shall be entitled to vote.

6.5 In the event that an office becomes vacant, the vacancy can be temporarily filled by the Executive Committee, consistent with the eligibility requirements described in 6.3 above and the transition requirements described at 7.2.1 below. The individual appointed to fill the vacant position shall continue in this capacity until an individual is elected to the vacant office by action of the membership at the next Annual General Meeting.

ARTICLE 7 - DUTIES OF THE EXECUTIVE COMMITTEE

7.1 The President shall:

- 1) preside at all meetings of CTAM and at meetings of the Executive Committee;
- 2) enforce CTAM's Constitution and By-Laws, be responsible for the smooth and efficient operation of CTAM;
- 3) co-sign all cheques with the Treasurer and sign all contracts approved by the Executive Committee;
- 4) set the agenda for meetings of CTAM and Executive Committee;
- 5) represent CTAM in its dealings with affiliated organizations, or designate another to serve in this capacity;

6) be the official spokesperson of CTAM or designate another to serve in this capacity.

7.2 The Vice President shall:

- 1) perform the duties of the President in his/her absence or disability or refusal to act. In cases of vacancy, the Vice President shall succeed to the office of President until the election of a new President;
- 2) fulfill the duties assigned by either the President or the Executive Committee;
- 3) oversee the communications activities of CTAM.

7.3 The Treasurer shall:

- 1) be responsible for the care and custody of the funds and assets of CTAM according to accepted practice;
- 2) present an account of CTAM's finances at each General Meeting;
- 3) maintain books of account and make these available for inspection to the members of CTAM on request;
- 4) arrange for audits of CTAM accounts, as necessary;
- 5) co-sign all cheques with the President.

7.4 The Secretary shall:

- 1) issue notices for meetings of CTAM and the Executive Committee;
- 2) maintain all records, documents and correspondence of CTAM;
- 3) keep the minutes of CTAM and Executive Committee meetings.

7.5 The Executive Committee shall:

- 1) administer the affairs of CTAM between general meetings of the membership;
- 2) make or cause to be made for CTAM, in its name, any kind of contract which CTAM may lawfully enter into;
- 3) determine the charge for, and appoint members to, the standing and ad hoc committees of CTAM;
- 4) develop general advocacy positions, and ensure that the membership is appropriately consulted and informed at all stages of consultation and/or negotiation with the University of Manitoba and the Winnipeg Regional Health Authority or other institutions~~JOD~~;

ARTICLE 8 - COMMITTEES

8.1 Standing Committees may only be established or abolished by a two-thirds majority vote at a general meeting of CTAM, following no fewer than 10 days' notice of motion.

8.2 The Chairperson of each standing committee, or his/her designate, shall report to the Executive Committee as requested and to the general membership on activities of the committee at least once a year at the Annual General Meeting.

8.3 *Ad hoc* committees may be established or abolished by a majority vote at any Executive Committee or general meeting of CTAM.

8.4 Standing Committee members shall be appointed by the Executive Committee in consultation with the appointed Chair of that committee. Each Standing Committee shall meet at the call of its Chair or at the call of any three of its members.

ARTICLE 9 - MEETINGS OF CTAM

9.1. The Annual General Meeting of CTAM will generally be held in the spring of each year. The preliminary agenda will be posted on the CTAM website 7 days prior to the meeting date.

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9.2 Special meetings of CTAM and meetings of the Executive Committee shall be held at the call of the President.

9.3 The President shall call a meeting of CTAM within 21 days of the receipt of a written request of 20% of the members of CTAM, or any four members of the Executive Committee.

9.4 Failure of a member to receive notification of meeting will not invalidate any proceedings taken thereat.

ARTICLE 10 - QUORUM

10.1 Quorum for a meeting of CTAM shall be 20 members or 10% of the membership, whichever is less. If, at a meeting, it is established that there is no quorum, at the next duly advertised meeting a quorum will be deemed to exist no matter how many attend.

Comment [SS1]: 10 non executive committee members and 5 executive members

10.2 At Executive Committee meetings, five members of the Committee shall constitute a quorum.

10.3 At Committee meetings, a majority of the serving members of the committee shall constitute a quorum.

ARTICLE 11 - VOTING AND PARLIAMENTARY PROCEDURES

11.1 The Chairperson of a meeting of CTAM shall not vote, except to create or break a tie. In the case of a tie vote, the motion shall be held to fail.

11.2 The Chairperson of a meeting of the Executive Committee shall have a regular vote, provided that he/she is a voting member of the Executive Committee. In the case of a tie vote, the motion shall be held to fail.

11.3 The Chairperson of an ad hoc or standing committee of CTAM shall have a regular vote. In the case of a tie vote, the motion shall be held to fail.

11.4 Open votes may be cast in person at the meeting or electronically upto 7 days following the meeting. The result of the vote will be determined at that time and results posted on the website.

11.4.5 Robert's Rules of Order (Newly Revised) shall govern CTAM in any matters wherein they are not superseded by this Constitution, special rules of order, and such other policies as may be approved by the membership at a meeting of CTAM.

ARTICLE 12 - REVISION OF CONSTITUTION

12.1 Amendments to this Constitution may be approved by the membership at any meeting of CTAM in which there are at least 40 members or 20% of the membership, whichever is less. Proposed amendments must be forwarded to the Secretary in time for them to be circulated to the members, at least, 10 days before the meeting at which the amendments shall be considered. Constitutional changes must be ratified by a two-third vote of the members attending said meeting.

Comment [SS2]: Votes to amend the constitution may be called when at least 20 members who are not members of the executive committee are in attendance of a meeting of CTAM. Proposed changes can be ratified by 50% plus 1 votes (in person or electronic) with a minimum of 20% of member casting a vote.

ARTICLE 13 - FINANCIAL MATTERS

13.1 Every member of the Executive Committee who has, directly or indirectly, any interest in a contract or transaction to which CTAM is, or is to be, a party, other than as a member of CTAM, shall declare his/her interest in such contract or transaction.

13.2 Except for reasonable expenses officers, committee members, and other members volunteering their time shall not generally be remunerated for their activities on behalf of CTAM.

13.3 Every officer or other person undertaking any action or liability on behalf of CTAM, either within the scope of his/her office or with the express authority of CTAM shall be indemnified and saved harmless out of the funds of CTAM from and against:

- 1) any and all costs, charges, and expenses sustained or incurred in relation to the affairs of CTAM, and
- 2) any and all costs, charges, damages, and expenses sustained or incurred with respect to any action, suit, or proceeding brought against her/him for any act or thing done or permitted by him/her in the execution of her/his duties, unless such

costs, charges, damages, or expenses are occasioned by her/his own willful neglect or default.

13.4 The property and assets of CTAM shall belong to CTAM as an entity; shall not constitute the property of any individual, and no member shall have any claim upon the property and assets of CTAM on ceasing to be a member or at any time thereafter.

13.5 In the event of the dissolution or wind-up of CTAM, all assets shall be assigned to a successor organization of academic staff at the University of Manitoba and the Winnipeg Regional Health Authority or other institutions~~JOD~~. Should a successor organization not exist at the time of dissolution or wind-up, the assets shall be transferred to a person or corporation designated by the Executive Committee as trustee. The trustee shall pay all liabilities and hold all remaining assets on terms and conditions established by the Executive Committee pending the establishment of a successor organization. Should no successor organization be established within two years of wind-up of CTAM, any remaining assets of CTAM shall be turned over to the University Medical Group.

ARTICLE 14 - TRANSITIONAL PROVISIONS

14.1 The founding meeting of CTAM shall be initially chaired by an individual acceptable to the majority of those attending that meeting. The items of business for that first meeting shall be, in order:

- 1) Approval of the Constitution
- 2) Election of Executive Committee
- 3) Setting of Dues

14.2 Candidates for the first Executive Committee positions shall be nominated from the floor. The election process used at this meeting shall be consistent with Article 6.4. Those elected at this meeting shall assume office immediately upon their election and hold office until any successors are installed immediately following elections held at the next Annual General Meeting during the spring of 2012.

14.3 The initial terms of officers for the first Executive Committee will be the following:

- 1) President – 2 years
- 2) Vice-President – 1 year
- 3) Treasurer – 2 years
- 4) Secretary – 1 year
- 5) 2 Members-at-large – 2 years
- 6) 2 Members-at-large – 1 year

Draft amendment for consideration by the CTAM Membership at the Annual General Meeting
on ~~June 16, 2015~~ May 15, 2017