

DALHOUSIE PROFESSIONAL AND MANAGERIAL GROUP
CONSTITUTION AND BYLAWS

1. NAME

The name of this Group is the "Dalhousie Professional and Managerial Group" (DPMG).

2. PURPOSES

The Dalhousie Professional and Managerial Group was formed circa 1980 to ascertain and promote the interests of employees who perform administrative, professional, or managerial functions at the University. Members of the Group play an integral role in the effective functioning of the University and the achievement of its goals.

DPMG members have legally enforceable individual contracts of employment but incorporated into these contracts, after consultation with the Group through the DPMG Executive Committee, are some common terms and conditions of employment. The University consults with the Group on policy decisions with respect to compensation, hiring policies, terms and conditions of employment, the working environment, and related matters affecting the membership.

The purposes of the Group are:

- (a) to have a common voice for members on any subject of concern;
- (b) to collectively promote the interests of the members;
- (c) to foster and facilitate cooperative and productive employment relations with the University;
- (d) to promote communication between the University and members, between groups outside the university and members, and among members, in order to facilitate the free exchange of ideas for the common good.

3. LOCALITY OF OPERATION

The operations of the Group are to be carried on at Dalhousie University, and elsewhere as the interests of the Group require.

A Memorandum of Understanding (MOU) between the DPMG and the University is in place to further define the relationship between the University and the Group (see Appendix I). Under this MOU, a Joint Consultative Committee comprised of members of the DPMG Executive and senior representatives of the University has been established to further facilitate cooperative and productive employment relations.

BYLAWS

1. DEFINITIONS

In these Bylaws, unless the context otherwise requires:

- (a) "Group" means the Dalhousie Professional and Managerial Group
- (b) "Mail" means campus mail and/or email
- (c) "Quorum" means 30 members
- (d) "Ordinary resolution" means a motion passed by members in a General Meeting by a simple majority of the votes cast in person
- (e) "Special resolution" means a motion passed by at least 75% of the members present who, being entitled to do so, vote in person at a meeting:
 - i. with notice (as the Bylaws provide) of not less than 7 calendar days, including the text of the motion being proposed; OR
 - ii. with notice of less than 7 calendar days only if the requirement of notice is waived by means of 75% voting members' agreement in the form of their signatures to a document of waiver
- (f) "University" means Dalhousie University
- (g) "Year" means July 1 to June 30 and "annual" refers to such year; "fiscal year" means April 1 to March 31

2. MEMBERSHIP

2.1. Eligibility

The following provisions shall govern eligibility for membership:

- (a) membership shall be open to all university employees in the administrative classification levels, including provisional;
- (b) a person who has been assigned an administrative classification level but is funded by a body external to the university shall be eligible for membership, provided more than 50% of their salary is paid by the university;
- (c) membership shall be voluntary;

2.2 Restrictions

The right to vote, to hold office and to serve on committees shall be restricted to members of the Group;

2.3 Termination of Membership

A person shall cease to be a member if:

- (a) employment with the university is terminated; or
- (b) employment with the university is in a position other than those described as eligible in Bylaw 2.1 herein; or
- (c) written resignation is submitted to the DPMG Secretary.

3. MEETINGS

Meetings shall be held throughout the year, including the Annual General Meeting in June of each year, and no less than two General Meetings of the members. A Special Meeting may be called by the Executive by giving seven (7) calendar days' notice or by any member provided that it is supported by a petition to the President including the signatures of no less than 30 members of the Group.

4. EXECUTIVE

4.1. Composition

The Executive shall consist of a President, a Vice-President, a Secretary, a Treasurer, and the Past-President;

4.2. Term of Office

With the exception of the Past-President, all Executive positions shall be for 2 years, with alternating terms (President and Vice President in one year, Secretary and Treasurer in the alternate year); a position may be held for a maximum of 2 consecutive terms. The Past-President term shall be 1 year;

4.3. Responsibilities of Executive

The Executive shall:

- (a) be responsible for directing the activities of the Group subject to the provisions of the Constitution and Bylaws and following policies agreed to by the membership;
- (b) report to the Group regularly, and as circumstances warrant;
- (c) have the powers of the Group between meetings, including interim committee appointments;
- (d) hold in confidence any information relating to employee performance, salaries, complaints, and any other such matters deemed relevant by the Executive, and shall discuss these matters only in closed sessions with the minutes available only to Executive members. The minutes of closed sessions shall identify the substance of the points raised, without naming the speakers;
- (e) be responsible for communication between the Group and senior representatives of the University;
- (f) appoint new Executive member(s) from amongst the membership if a vacancy should arise between Annual General Meetings; and
- (g) be available to rule on any questions of conflict of interest and to possibly determine the best means to manage any conflict of interest (see Appendix II);

4.4. Eligibility

Any member of the Executive who ceases to be eligible for membership in the Group will automatically forfeit the right to hold office;

4.5. Duties of Executive

The duties of the Executive shall be as follows:

- (a) the President shall:

- i.) facilitate communication between the University senior administration and the Group;
- ii.) call and preside at all meetings of the Group and of the Executive;
- iii.) be a steward of the Constitution, Bylaws and all documents pertaining to the Group, ensuring that the Constitution and Bylaws are kept current through regular review every 5th year (years ending in "0" or "5");
- iv.) issue, or cause to be issued, notices required by these Bylaws;
- v.) supervise the keeping and custody of all records of the Group, other than financial records;
- vi.) keep, or cause to be kept, a register and shall enter, or cause to be entered therein, the names of the members of the Group, including the full name, occupation and department of every such person;
- vii.) represent the interests of the membership at meetings of the Joint Consultative Committee (JCC);

(b) the Vice-President shall:

- i.) have the powers and perform the duties of the President in the absence or in the event of vacancy in the office of the President;
- ii.) represent the interests of the membership at meetings of the JCC;
- iii.) act as liaison with and report to the Executive concerning the standing committees and serve as ex- officio member of each of the standing committees;
- iv.) perform such duties as may be assigned from time to time by the President and/or the Executive;

(c) the Secretary shall:

- i.) have the powers and perform the duties of the President in the absence of the President and Vice-President;
- ii.) keep, or cause to be kept, minutes of all meetings of the Executive and the Group;
- iii.) perform such duties as may be assigned from time to time by the President or the Executive;

- (d) the Treasurer shall:
 - i.) formulate and administer rules and regulations for the collection, banking, appropriation and distribution of funds of the Group;
 - ii.) keep, or cause to be kept, a proper record of the financial operations of the Group;
 - iii.) after the close of each fiscal year but prior to the Annual General Meeting, prepare and present to the Executive year-end financial statements;
- (e) the Past-President shall:
 - i.) provide advice and guidance to newly-elected members of the Executive.

4.6. Operations of Executive

The following provisions shall govern the operations of the Executive:

- (a) three members of the Executive shall constitute a quorum;
- (b) a decision or resolution of the majority of the Executive present and constituting a quorum is a decision or resolution of the Executive, except where otherwise provided;
- (c) each member of the Executive, except the President, has one vote;
- (d) if the votes of the Executive are equally divided, the President has the deciding vote;
- (e) a meeting of the Executive may be held at any time at the call of the President or upon the request of any two members of the Executive;
- (f) the Executive shall meet as a Committee at least once a month, unless no pressing business as determined by the Executive.
- (g) there shall be two signing officers including the President and/or the Vice-President, and the Treasurer or Secretary.

4.7. Removal from Office

A member of the Executive may be removed from office by special resolution and another member may be elected or, by ordinary resolution, appointed to serve during the balance of the term.

5. COMMITTEES

5.1. Term of Office

A position on a standing, ad-hoc or university committee may be held for a maximum of two consecutive terms; a position on the Joint Consultative Committee (JCC) is held on the basis of the DPMG member's Executive position (Presidency or Vice-Presidency);

5.2 Default of Duties

- (a) In the event of default of duties of any committee, the Executive may deliberate and assume the duties and responsibilities of the committee;
- (b) In the event of default of duties of any committee member, the Executive has the power to appoint interim members.

5.3 Vacancy Appointment

In the event of a vacancy, a member may be elected at a General Meeting of the Group to complete the original term; or, the Executive may appoint a replacement to serve out the rest of the term.

5.4 Committees and Conflict of Interest

For the purposes of this document, conflict of interest is best described as a convergence of a Group member's career interests with his or her volunteer committee interests, such that an independent observer might reasonably question whether the Group member's volunteer committee actions or decisions are improperly influenced by considerations of personal career gain or loss. Members who serve on committees are asked to avoid conflict of interest situations, further described in Appendix II. The Executive Committee will rule on any questions of conflict of interest and will determine the best means to manage any conflict of interest.

6. DPMG STANDING COMMITTEES

6.1. Standing Committees

- (a) Nominating Committee (*see Terms of Reference*)
- (b) Communications Committee (*see Terms of Reference*)
- (c) Membership Outreach Committee (*see Terms of Reference*)
- (d) Professional Development Committee (*see Terms of Reference*)

6.2. Appointment to Standing Committees

The DPMG Nominating Committee shall present nominations of members to the DPMG Standing Committees for approval at a regular meeting of the DPMG.

6.3. Terms of Service on Standing Committees

Members of Standing Committees shall be appointed for staggered terms except where the terms of reference specify otherwise.

6.4 Terms of Reference

Further information about each of these committees can be found in their Terms of Reference. The Terms of Reference for DPMG are documented and can be found on the DPMG website.

6.5 Reporting

The Chair, elected by the members of each Committee at their first meeting, will be reported to the Executive by September. The Chair of each committee shall submit to the Vice-President, before the Annual General Meeting, a report of activities of the committee for the period ending May 31 each year, and from time to time at the request of the Executive. Each Committee shall be required to provide a written report, available to all members, at the Annual General Meeting each year, and/or on the website. Committee representatives may provide updates to the membership at any General Meeting of the Group, with the permission of the Executive.

7. GROUP REPRESENTATION ON UNIVERSITY COMMITTEES

7.1 Terms of Appointment

There shall be the following representatives on university committees:

- (a) Joint Occupational Health and Safety Committee (*see Terms of Reference*)
- (b) Transportation and Security Committee (*see Terms of Reference*)
- (c) Employee Benefits Committee (*see Terms of Reference*)
- (d) Job Evaluation Appeals Committee (*see Terms of Reference*)
- (e) Advisory Committee on Sexual Harassment (*see Terms of Reference*)
- (f) Employment Equity Council (*see Terms of Reference*)
- (g) Pension Advisory Committee (*see Terms of Reference*)

7.2 Terms of Reference

Further information about each of these committees can be found in their Terms of Reference. The Terms of Reference for University Committees are documented and can be found on the DPMG website.

7.3 Appointment to University Committees

The DPMG Nominating Committee shall present nominations of members to University Committees for approval at a regular meeting of the DPMG.

7.4 Terms of Service on Standing Committees

Members of University Committees shall be appointed for terms as specified in their respective terms of reference.

7.5 Responsibilities of Representatives

Representatives shall exercise their powers and duties on university committees only in accordance with the directions of the Executive and in so doing shall:

- (a) consult with the Executive before meetings of university committees so that the Executive's direction may be sought for the items set out in the agenda of said meetings;
- (b) refrain from exercising their powers and duties at meetings of university committees on matters for which they have not received directions from the Executive, until such time as those directions have been received;

7.6 Duties of Representatives

Representatives shall:

- (a) speak for the Group at meetings of university committees; and
- (b) cast votes for the Group at such meetings;

7.7 Reporting

The representative of each committee shall submit to the Vice-President, before the Annual General Meeting, a report of activities of the committee for the period ending May 31 each year, and from time to time at the request of the Executive. Each Committee shall be required to provide a written report, available to all members, at the Annual General Meeting each year, and/or on the website. Committee representatives may provide updates to the membership at any General Meeting of the Group, with the permission of the Executive.

8. AD-HOC COMMITTEES

8.1 Establishment

- (a) By ordinary resolution, the Group may establish ad hoc committees from time to time, as necessary;
- (b) The Executive may establish ad hoc committees from time to time, as necessary.

9. JOINT CONSULTATIVE COMMITTEE (JCC)

The Joint Consultative Committee (JCC) is a committee comprised of half DPMG-appointed representatives and half University President-appointed representatives; DPMG representatives will include the DPMG President and Vice-President;

9.1 Terms of Reference

The terms of reference for the JCC, as well as the Memorandum of Understanding between the University and DPMG, are documented and attached as Appendix I.

The JCC can appoint ad-hoc working groups that may include representatives from DPMG.

10. ELECTIONS

The following provisions shall govern elections of the Executive, members of the standing and ad-hoc committees and representatives to university committees:

- (a) All DPMG members shall be notified by the Nominating Committee of upcoming committee vacancies and the nomination process.
- (b) Information about nominees shall be gathered and disseminated to members as part of the voting process.
- (c) The Nominating Committee will receive all nominations. In the event that no candidate has nominated themselves for a position, DPMG members may be approached directly by a member of the Executive or the Nominating Committee to ask them to consider nominating themselves.
- (d) Voting results will be received by the President before they are disclosed to the Group.

- (e) The candidates receiving the highest vote totals shall be declared elected. Results of the election shall be communicated to all DPMG members prior to July 1.
- (f) Those elected will normally take office on July 1.

11. AMENDMENTS TO CONSTITUTION AND BYLAWS

- (a) The adoption, amendment or repeal of the Constitution and Bylaws may be proposed by the Executive or 30 members;
- (b) The adoption, amendment or repeal of the Constitution and Bylaws shall be by special resolution;
- (c) Notice of a proposal to adopt, amend or repeal the Constitution and Bylaws (which notice shall contain the particulars of the proposal) shall be filed with the Secretary and must be distributed by e-mail to all members not less than 7 calendar days before any General Meeting at which the motion will be considered.

12. INTERPRETATION

- (a) In the Constitution and Bylaws words importing the singular include the plural and vice versa;
- (b) Robert's Rules of Order (Poor House Press 1982 or later edition) shall govern the Dalhousie Professional and Managerial Group in all procedural matters not otherwise covered by the Constitution and Bylaws;
- (c) The interpretation of all procedural matters resides with the President;
- (d) All questions affecting the interpretation of the provisions of the Constitution and Bylaws shall be determined by the Executive, and such decisions shall be final and binding.

July 1, 1987 Adopted
November 18, 1988 amended
November 12, 1989 amended
June 24, 1993 amended
June 29, 1999 amended
May 21, 2003 amended

May 18, 2006 amended
May 21, 2007 amended
June 19, 2008 amended
May 5, 2011 amended
October 30, 2014 amended

APPENDIX I

Dalhousie Professional and Managerial Group

CONSTITUTION AND BYLAWS MEMORANDUM OF UNDERSTANDING

Between

DALHOUSIE UNIVERSITY

and

THE DALHOUSIE PROFESSIONAL AND MANAGERIAL GROUP

concerning

THE STATUS OF THE PROFESSIONAL AND MANAGERIAL GROUP

and

ITS RELATIONSHIP TO THE UNIVERSITY

INTRODUCTION

The Dalhousie Professional and Managerial Group (DPMG) was formed circa 1980 as the Dalhousie University Administrative Group (DUAG) to ascertain and promote the interests of administrators who perform professional or managerial functions at the University. DUAG was renamed the DPMG circa 2008. Members of the DPMG have legally enforceable individual contracts of employment but incorporated into these contracts, after consultation with the DPMG Executive, are some common terms and conditions of employment.

As administrators, members of the DPMG play an integral role in the effective functioning of the University and the achievement of its goals. The relationship between the DPMG and the University is based upon goodwill, mutual respect, and a commonality of interests. As part of this cooperative relationship the Group depends on the direct and informal access its Executive has to the University President and other senior administrative officers of the University about issues of concern. The University, for its part, consults with the DPMG on policy decisions with respect to compensation, hiring policies, terms and conditions of employment, the working environment, and related matters affecting the membership.

The goal of the DPMG and the Administration is to foster and facilitate cooperative and productive employment relations. To further this goal, a Joint Consultative Committee comprised of members of both groups has been established. Terms of Reference for the Committee are appended to this document.

DPMG SERVICE

Members of the Executive and Committees of DPMG are required to spend time on Group matters during and outside normal working hours. This includes such matters as Executive and General Meetings, meetings with administrative officers of the University and attendance at conferences and

proceedings on campus and elsewhere. Department Heads will recognize the legitimacy and importance of their role as representatives and ensure that it is possible for them to carry out their responsibilities, as required. Senior university administrators will endeavor to communicate the legitimacy and value of these contributions to the Dalhousie community. DPMG representatives will recognize the need to avoid unnecessary disruption to normal operating routines.

REPRESENTATION ON UNIVERSITY BODIES

It is agreed that:

- a) the University will support the appointment of representatives of the DPMG on all formal and standing committees of the University where employee group representation is provided for;
- b) the DPMG will provide representatives to serve on University Committees, as required.

DPMG MEMBERSHIP

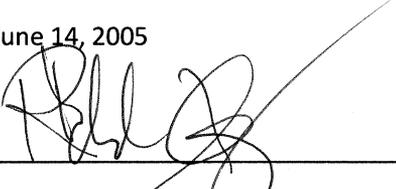
The University will keep the DPMG informed of any appointments which fall within the scope of the Group and of any organizational change which affects the scope or composition of the Group, such as elimination of a position or conversion to part-time or sessional. Additionally, the DPMG Executive will be informed of the waiver of any appointment processes and the reasons for such decisions.

Original signed by: Dr. Tom Traves, President, Dalhousie University

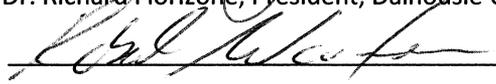
Ms. Gail Power, President, Dalhousie University Administrative Group

At: Dalhousie University

Date: June 14, 2005

Update signed by:  _____

Dr. Richard Florizone, President, Dalhousie University

 _____

Mr. Robert Wooden, President, Dalhousie Professional & Managerial Group

At: Dalhousie University

Date: Feb 23, 2016

(Updated February 2016)

JOINT CONSULTATIVE COMMITTEE

The Joint Consultative Committee is a group comprised of the Dalhousie University Administration and the Dalhousie Professional and Managerial Group (DPMG) with the aim of fostering and facilitating a cooperative and productive work environment at Dalhousie in the mutual interest of Dalhousie and the DPMG.

TERMS OF REFERENCE

- a) The Committee shall be comprised of an agreed upon number of representatives, half of whom will be appointed by the DPMG and half by the University President. Regular members will consist of the senior Human Resources officer for the University and the President of the DPMG;
- b) in appropriate situations, working groups shall be appointed to review specific topics and report back to the Committee with findings and recommendations where warranted;
- c) subcommittees of the JCC will be formed on an ad hoc basis as necessary to deal with items as defined by the JCC;
- d) the Committee of the whole shall meet at least three times a year; an annual schedule of meetings will be set for the months of February, July and October;
- e) the membership of the Committee shall be established for each year commencing July 1st, with the expectation that a substantial degree of continuity among the Committee members will be maintained;
- f) the Committee shall elect a Chair and a Secretary annually in July, with one role occupied by the University and the other role occupied by the DPMG;
- g) the Agenda shall be prepared jointly and circulated with materials for discussion at least one week prior to a regular meeting. Any Committee member may suggest Agenda items;
- h) notes shall be taken, and shall record the topics discussed, the points of discussion, and any motions or agreements; and
- i) the Committee shall establish its own procedures and may invite other administrators (including members of senior administration, such as the Vice-President Finance and Administration), who have specific responsibilities or expertise to attend its meetings, as needed.

(Amended February 2016)

APPENDIX II

Dalhousie Professional and Managerial Group

CONSTITUTION AND BYLAWS

CONFLICT OF INTEREST STATEMENT

For the purposes of this document, Conflict of Interest is best described as a convergence of a Group member's career interests with his or her volunteer committee interests, such that an independent observer might reasonably question whether the Group member's volunteer committee actions or decisions are improperly influenced by considerations of personal career gain or loss. These interests most often relate to advancement, income, position and prestige held by the individual, but could also be manifest as feelings of intimidation due to a career conflict, resulting in the inability to act freely in the voluntary committee capacity.

A general university policy on Conflict of Interest states that none of its faculty, staff, managers, or officials shall engage in any activities that place them in a conflict of interest between their official activities and any other interest or obligation.

In the event of a possible conflict of interest the general procedure is:

- a.) the member will disclose the conflict potential to the Executive;
- b.) the member will manage the conflict through transparency and reporting the Executive, OR
- c.) the Executive will prohibit the activity that creates the conflict.

Endorsed as an appendix to the Constitution at the General Meeting of May 21, 2003.