

FSNA Regulations



**Approved at the
2011 Annual General Meeting**

Federal Superannuates National Association Regulations

Table of Contents

- I - Life Memberships and Honorary Life Memberships
- II - Communication Policy
- III - Resolution Processing
- IV - Deletion or Amendment of Standing Resolutions
- V - Procedures for Elections

REGULATION I: LIFE MEMBERSHIPS and HONORARY LIFE MEMBERSHIPS

2011 AGM referred to CGNC for review

1. General

Nominations for life or honorary life membership under the authority of By-law 18 (1), shall be made to, or come from, the National Board of Directors.

"In recognition of meritorious service to the Association, the official participants at an Annual General Meeting may, on the recommendation of the National Board of Directors, appoint

- (a) a member to be a member for life, and
- (b) a person who is not a member to be an honorary member for life."

- 2.** Under By-law 18 (2) "A member for life and an honorary member for life are not required to pay the branch or national operations portions of dues.

Member for Life:

3. Limitation of Life Memberships

There shall be no more than Thirty (30) active life memberships at any one time.

4 Criteria for a Life Membership Award

"Meritorious service" means at least two of the following:

- a) served as a national officer or combined service as a branch officer and additional service as a national officer for at least nine years while exhibiting an exemplary standard of performance;
- b) manifested at all times the attributes of a builder of the Association;
- c) Rendered exceptional service to the Association.

4 Rights and Privileges of a Life Members

Life members shall be entitled to retain membership in a branch with all the rights and privileges of a member. A life member will not be required to pay either branch or national dues.

6 Spouse of Life Members

The Life Member Award is made to a specific individual, and the privileges accompanying the award shall extend to the spouse of the life member and shall continue on the death of the life member. However, the spouse shall not be deemed a life member.

7 Recognizing Life Members

Names of life members shall be prominently displayed at the National Office of the Association. A life member shall also receive a memento in recognition of their service.

Honorary Member for Life:

8 Limitation of Honorary Life Memberships

There shall be no more than five (5) active honorary life memberships.

9 Criteria for an Honorary Life Member Award

“Long and meritorious service to the Association” includes both service directly to the Association and also service or actions that strongly support the aims of the Association.

10 Rights and Privileges of Honorary Life Members

Honorary life members may attend branch meetings and Association congresses but do not have the right to speak, vote, or hold any office of the Association.

11 Spouse of Honorary Life Members

The Honorary Life Member Award is specifically to the individual recipient. It does not extend to the spouse.

12 Recording of Honorary Life Members

Names of honorary life members shall be, prominently displayed at the National Office of the Association. An honorary life member shall also receive a memento in recognition of their service.

REGULATION II: COMMUNICATION

This regulation is for the guidance of all who communicate in the name of the Federal Superannuates National Association (FSNA).

- 1 The Association must always speak with a united voice during all FSNA transactions to maintain credibility and inspire confidence in all of its partners and stakeholders.
- 2 To maintain the reputation and credibility of the Association, communication on behalf of FSNA will be done in a non-confrontational and non-partisan manner.
- 3
 - a) Members are strongly encouraged to support the Association. The Association's strength comes from being united. This requires the loyalty of its members.
 - b) Public criticism of the Association, its policies or objectives, is harmful to the Association. Any member who publicly criticizes FSNA policy and objectives may face disciplinary action.
- 4 This regulation does not restrict the constitutional right of every member to communicate freely as a private citizen.

5 External Communications

There are distinct and vital communication roles within the Association.

- 5.1 Under by-law 62. (1) and 64. (3) (c) the national president and executive director have the primary responsibility for communication with federal ministers, royal commissions, parliamentary committees, the media, and various relevant organizations.
- 5.2 National directors represent Association interests and coordinate communications within their respective geographic area (by-law 65). The executive director assists the national directors in conducting advocacy initiatives (by-law 64 (3) (C)).
- 5.3 National directors and branch presidents, within their area of jurisdiction, are responsible for communication with local members of government, both federal and provincial/territorial, local-government departments, partner organizations, and media.
- 5.4 A national director or branch president, unless prohibited by the National President, may communicate with a Minister to advocate FSNA's positions/policies.
- 5.5 Individual members, with the guidance of their branch president, the National Board, or the executive director, are encouraged to promote the aims and objectives of the Association through their elected federal, provincial/territorial and local authorities.

6 Internal Communications

All volunteers and the executive director are expected to communicate with members and each other.

REGULATION III: RESOLUTION PROCESSING
--

Authority

As a standing committee of the National Board of Directors, the Corporate Governance and Nominations Committee (CGNC) reports to the Board [Section 68. (1)]. By-law 69. (2) states, "The Corporate Governance and Nominations Committee is responsible to develop and recommend positions respecting Association policies and governance..."

"The Executive Director is responsible to recommend strategic policy and direction and advise generally on the conduct of the affairs of the Association." [Section 64. (3) (d)]

By-law 83. (1) states, "To be considered at an Annual General Meeting, a resolution submitted by the President of a branch must be filed with the Chair of the Corporate Governance and Nominations Committee

- (a) 120 days before the meeting, if it proposes to amend or repeal the By-laws or Letters Patent; and
- (b) 90 days before the meeting in any other case"

By-law 84 states, "The Executive Director shall give 60 days notice of resolutions to be considered at an Annual General Meeting to each official participant, Regional Services Officer, and Provincial Advocacy Officer."

Assistance

In drafting resolutions for an Annual General Meeting consideration, branches are encouraged to seek advice and/or assistance from FSNA's national office.

Procedures

1. For any new resolution received from a branch, the Executive Director shall
 - (a) On behalf of the CGNC, confirm receipt to the submitting branch; and
 - (b) Initiate national office analysis only of the resolution.
2. The Executive Director shall
 - (a) Submit all resolutions and any resulting analysis to the CGNC for review; and
 - (b) Submit a copy of the analysis to the originator of the resolution.

3. The CGNC, according to By-law 69. (2), shall “recommend positions respecting Association policies.”

The by-laws also require CGNC to:

- (a) Review the resolution, per criteria in By-law section 51. (1)(a)(i), that a position, policy or strategy be "achievable or in the interest of members...and consistent with the objects of the Association". The resolution will also be reviewed against previous resolutions to avoid duplication.
 - (b) The CGNC will either:
 - (i) accept the resolution "as is" without further comment or recommend support of the resolution if it is consistent under paragraph 3 (a);
 - (ii) recommend an amendment to make it consistent under paragraph 3 (a); or
 - (iii) recommend non-support if the resolution cannot be suitably amended under paragraph 3 (a) or is a duplicate.
4. On receipt of CGNC comments, the Executive Director shall:
 - (a) Provide the Board with a copy of the staff analysis and any CGNC recommendation.
 - (b) Provide a copy of any CGNC recommendation to the originator of the resolution.
 5. The Board shall, at the next meeting, see all resolutions and after considering any CGNC recommendations may choose to:
 - (a) accept the resolution "as is" without further comment or recommend support of the resolution if it is consistent under paragraph 3 (a);
 - (b) recommend an amendment to make it consistent under paragraph 3 (a); or
 - (c) recommend non-support if the resolution cannot be suitably amended under paragraph 3 (a) or is a duplicate.
 6. The Executive Director shall provide a copy of the NBOD recommendation to the originator of the resolution.
 7. In the notice to official participants of all proposed resolutions, the Executive Director shall include:
 - (a) the resolution as submitted (and/or amended) by the branch;
 - (b) the Board and CGNC recommendations (if any); and
 - (c) staff analysis.

REGULATION IV: DELETION OR AMENDMENT OF STANDING RESOLUTIONS

- 1 The Corporate Governance and Nominations Committee (CGNC) of the National Board of Directors (NBOD) will review standing resolutions to identify resolutions that are:
 - a) unachievable
 - b) completed
 - c) no longer in the interest of members
 - d) redundant
- 2 Resolutions meeting any of the criteria will be recommended to the NBOD for deletion or, if appropriate, for amendment.
- 3 The NBOD will either approve or reject the deletion or amendment of a standing resolution.
- 4 Deletion or amendment requires a two-thirds ($2/3$)-majority vote of the NBOD.
- 5 Deletions or amendments will be reported to branches at the earliest opportunity and to the next annual general meeting for confirmation.

REGULATION V PROCEDURES FOR ELECTIONS

1. General

Role of Corporate Governance and Nominations Committee [By-law 69. (2)]

- 1.1 The Corporate Governance and Nominations Committee is responsible to ... ensure an effective nomination and election process is in place for the National President, National Vice-Presidents, National Directors and Regional Services Officers.

Eligibility [By-law 72. (1)]

- 1.2 Any member, other than an associate member or honorary member is eligible to be elected as the National President, a National Vice-President, a National Director, a Branch President or Director, or a Regional Services Officer.

One Elected Office [By-law 72. (2)]

- 1.3 The National President, a National Vice-President, a National Director or a Regional Services Officer may not hold other elected office within the Association.

Willingness to Serve

- 1.4 The nominee shall indicate, in writing, willingness to accept the office and to serve if elected and this statement must be filed with the nomination.

Election by Elimination [By-law 76.]

- 1.5 The election of the National President, a National Vice-President, a National Director or a Regional Services Officer must be by means of a process of elimination until one candidate has a majority of the votes cast.

Tie Vote [By-law 77. (1)]

- 1.6 In the event of a tie vote in the election of a National Director or a Regional Services Officer, the votes cast must be recounted on the basis of weighted votes.

Further Tie [By-law 77. (2)]

- 1.7 In the event of a further tie, the votes cast must be recounted on the basis of the number of members that each president represents as of the end of the year preceding the election.

Scrutineer

- 1.8 Nominees may appoint a scrutineer to officially witness the opening and counting of ballots.

Destruction of Ballots

- 1.9 Unless there is a protest of the results of the election for an office, the ballots for that office shall be destroyed on a motion that is carried by those voting in the election. If there is a protest, the ballots shall be safeguarded until the results have been accepted or adjudicated.

Acclamation

- 1.10 If, at the close of the nominations for that office, there is only one nominee, that nominee shall be declared acclaimed.

2. Election of National President and Vice Presidents

Nominations [By-law 73. (2)]

- 2.1 Subject to sub-sections 71. (1) and (2), at least 120 days before an Annual General Meeting at which an election of the National President or a National Vice-President is to take place, the Chair of the Corporate Governance and Nominations Committee shall cause the soliciting and receiving of nominations for these offices to commence.

Nominations in Writing

- 2.2 Nominations shall be in writing and be signed by a branch president or another official participant of the Annual General Meeting.

Notification to Branches

- 2.3 At least two months before the Annual General Meeting, the Nominations Sub-Committee shall forward to the branches a list of nominations received by that time. This does not preclude further nominations either to the Committee or from the floor at the Annual General Meeting.

Willingness to Serve

- 2.4 The Nominations Sub-Committee shall verify the eligibility of nominees for office and determine the willingness of nominees to accept and perform the duties of any office to which they may be elected.

Report to Annual General Meeting

- 2.5 The Nominations Sub-Committee shall report the names of all nominees to the Annual General Meeting.

Nominations from Floor [By-law 73. (3)]

- 2.6 Prior to voting for a National President or National Vice-President at an Annual General Meeting, the member of the Corporate Governance and Nominations Committee conducting the election shall call for further nominations from the floor.

Precedence [By-law 73. (4)]

- 2.7 The election of the National President shall precede the election of any National Vice-President.

Order for National Vice Presidents [By-law 73. (5)]

- 2.8 The order of the election of National Vice-Presidents shall be based on the length of the term to be served with the election for the National Vice-President position with the longest term available to be conducted first.

Secret Ballot [By-law 73. (1)]

- 2.9 The National President and National Vice-Presidents shall be elected at an Annual General Meeting by the members entitled to attend and vote by means of a secret ballot using a weighted vote.

3. Election of National Directors

Election by Presidents [By-law 74. (1)]

- 3.1 The National Director for a province shall be elected by the Presidents of the branches established for the province by means of a secret ballot with one vote for each President.

Coordination [By-law 74. (2)]

- 3.2 The election shall be conducted by a Regional Services Officer or President of a branch from the province designated by the Chair of the Corporate Governance and Nominations Committee.

Nominations [By-law 74. (3)]

- 3.3 The designated Regional Services Officer or President shall commence soliciting and receiving the nominations at least 120 days before the Annual General Meeting and at least 60 days before the election is to be held.

Nomination Requirements

- 3.4 Nominations for the National Director of a given province shall be in writing and signed by a Branch President or member of the branch and must be filed with the designated Regional Services Officer or President coordinating the election.

Nominations Closed [By-law 74. (4)]

- 3.5 The designated Regional Services Officer or President shall cease soliciting and receiving nominations at least fourteen days before the election is to be held.

Willingness to Serve

- 3.6 The Regional Services Officer or President shall verify the eligibility of nominees for office, and ascertain the willingness of nominees to accept and perform the duties of national director if they are elected.

Election Options

- 3.7 Voting can take place in person at a meeting of Branch Presidents or by electronic or other means that the Branch Presidents agree to.

Duty to Notify

- 3.8 The designated Regional Services Officer or President will inform the Executive Director of the results of the voting as soon as possible.

Vacancy [By-law 71. (3)]

- 3.9 In the event of a vacancy in the position of National Director, the Chair of the Corporate Governance and Nominations Committee shall cause an election to be held within 90 days to select a new National Director to fill the vacancy until the expiration of the current term.

4. Election Of Regional Services Officers

Term of Office [By-law 30. (1)]

- 4.1 The Presidents of the branches established for a region shall elect a Regional Services Officer for a term of three years on the basis of one vote for each President.

Coordination [By-law 75. (2)]

- 4.2 The election shall be conducted by the National Director or, if the National Director is absent or unable to conduct the election, a member designated by the Chair of the Corporate Governance and Nominations Committee.

Nominations [By-law 75. (3)]

- 4.3 The National Director or designated member shall commence soliciting and receiving the nominations at least 60 days before the election is held.

Nomination Requirements

- 4.4 Nominations for Regional Services Officer for that region shall be in writing and signed by a Branch President or member of a branch in that region and must be filed with the national director or the designated representative.

Nominations Closed [By-law 75. (4)]

- 4.5 The National Director or designated member shall cease soliciting and receiving nominations at least fourteen days before the election is to be held... and all branches advised of the candidates standing for election.

Willingness to Serve

- 4.6 The National Director or the designated representative shall verify the eligibility of nominees for office, and ascertain the willingness of nominees to accept and perform the duties of any office to which they may be elected.

Election by Branch Presidents [By-law 75. (1) and 30. (1)]

- 4.7 The Regional Services Officer for a region shall be elected by the Presidents of the branches established for the region by means of a secret ballot with one vote for each President.

Election Options

- 4.8 Voting can take place in person at regional meetings, at a provincial meeting of Branch Presidents or by electronic or other means that the Branch Presidents agree to.

Duty to Notify

- 4.9 The National Director or the designated representative will inform the Executive Director of the results of the voting as soon as possible.

Vacancy [By-law 31.]

- 4.10 If a Regional Services Officer position becomes vacant, the Chair of the Corporate Governance and Nominations Committee shall cause an election to be held within 90 days to select a new Regional Services Officer.

5. Election of Branch President and Other Branch Officers

Responsibility [By-law 23.]

5.1 Subject to these By-laws, branches are responsible for managing their own affairs.

Branch Procedure [By-law 78.]

5.2 The President of a branch shall be elected in accordance with the procedures established by the branch.