

# **FSNA Regulations**



**As approved by the First Annual Congress  
8, 9,10 July 2008**

# **Federal Superannuates National Association Regulations**

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<b>REGULATION I: DISCIPLINE</b>
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1. The words "for cause", as used in Part 7 of the by-laws, shall include the following actions:
  - 1.1 fails to carry out his fiduciary responsibilities;
  - 1.2 violates any provision of these by-laws and related regulations;
  - 1.3 obtains or solicits membership by misrepresentation;
  - 1.4 other than through proper branch channels, advocates or attempts to bring about the withdrawal from the Association of a branch or group of members;
  - 1.5 publishes or circulates erroneous or false reports or misrepresentations;
  - 1.6 violates the published policy of the Association in dealing with the ministerial level of the federal or provincial governments;
  - 1.7 slanders or libels the Association, its branches, or its officers or directors;
  - 1.8 fraudulently receives or misappropriates any monies due to the Association or any of its branches;
  - 1.9 uses the name of the Association for soliciting funds or advertising without the consent of the NBOD;
  - 1.10 furnishes without prior authority a list or any information on the membership of the Association, or any of its branches to any person or persons other than those whose official position in the Association would entitle them to have such information;
  - 1.11 deliberately interferes with an official of the Association or any of its branches in the discharge of his duties; and
  - 1.12 engages in any other conduct prejudicial to the interests, good order and discipline of the Association.

<b>REGULATION II: LIFE MEMBERSHIPS</b>
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**1 General**

- 1.1 Nominations of a member for life membership under the authority of By-law 2.3.3, shall be made to, or emanate from, the National Board of Directors of the Association, which shall decide whether or not a recommendation should be made to Congress to grant such an award.

**2 Limitation of Life Membership**

- 2.1 There shall not exist more than twenty (20) life memberships at any one time.

**3 Criteria for a Life Memberships Award**

- 3.1 The phrase “meritorious service” as employed in By-law 2.3.3 of these by-laws shall be interpreted to mean one or more of the following examples of such service:
  - 3.2 served continuously as a branch or national officer for a minimum period of nine years while exhibiting an exemplary high standard of performance;
  - 3.3 displayed unusual fortitude in servicing a branch or branches of the organization over an extended period of time;
  - 3.4 manifested at all times the attributes of a builder of the organization; or
  - 3.5 during a period of time that may have been more limited than that described in a. above, rendered an exceptional service to the organization.

**4 Rights and Privileges of a Life Members**

- 4.1 Life members shall be entitled to retain membership in a branch with all the rights and privileges of an ordinary member, but shall not be required to pay either branch or national dues.

**5 Status of Spouse of Life Members**

- 5.1 While the Life Member Award is made to a specific individual, 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.

**6 Recording of Life Members**

- 6.1 Names of life members shall be engraved on a brass tablet prominently located in the National Office of the Association and showing the date of their election.

<b>REGULATION III HONORARY LIFE MEMBERSHIPS</b>
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**1 General**

- 1.1 Nominations of non-members for award of honorary life memberships under By-law 2.3.4 shall be made to, or emanate from, the NBOD, which body shall decide whether or not a recommendation should be made to the Annual Congress to grant such an award.

**2 Limitation of Life Memberships**

- 2.1 There is no numerical limitation on honorary life memberships.

**3 Criteria for an Honorary Life Member Award**

- 3.1 The phrase “long and meritorious service to the Association” shall be interpreted to include both service directly to the Association and also service or actions that strongly support the aims of the Association.

**4 Rights and Privileges of Honorary Life Members**

- 4.1 Honorary life members have the right to attend branch meetings and annual congresses but do not possess the right to speak, vote or be elected to any office of the Association.

**5 Status of Spouse of Honorary Life Members**

- 5.1 The Honorary Life Member Award is specifically to the individual recipient. It does not include the spouse. The privileges of honorary life membership do not extend to the spouse upon the death of the honorary life member.

**6 Recording of Honorary Life Members**

- 6.1 Names of honorary life members shall be engraved on a brass plaque, prominently displayed at the National Office of the Association.

<b>REGULATION IV: COMMUNICATION POLICY</b>
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- 1 This Communication Policy is for the guidance of all who communicate in the name of the Federal Superannuates National Association both internally and externally.
- 2 At the national level the Association must always speak with a united voice to enhance the credibility of its image and inspire confidence in all its dealings.
- 3 The Association is a united family that must have the loyalty of its membership. Public criticism of the Association, its policies or objectives, is not acceptable and any member not willing to support FSNA policy and objectives must resign or face disciplinary action.
- 4 This Communication Policy does not in any way restrict or infringe upon the constitutional right of every member to communicate freely as a private citizen with any other person, organization or authority.
- 5 **External Communications**
- 5.1 Members are encouraged to support the Association, in the achievement of its aims, through effective communication. It is vital that all who communicate in the name of the Association conform to this policy.
- 5.2 There are distinct and vital roles for the National President, National Vice-presidents, Executive Director and Immediate Past National President, National Directors, National Director's Assistant, Branch Presidents as well as other officers.
- 5.3 The National President has the primary responsibility for communication with ministers of the Crown, royal commissions, the national information media, and various national organizations.
- 5.4 National directors and branch presidents, within their area of jurisdiction, are individually responsible for communication, in accordance with FSNA policy, with local members of Parliament, both federal and provincial; local-government departments; like-minded organizations; and the information media.
- 5.5 The national directors will normally coordinate communications within their respective geographic area of responsibility.
- 5.6 A national director, branch president or selected provincial assistant, unless prohibited by the national president, may communicate with a minister of the Crown for the purpose of advocating FSNA's positions/policies to the provincial/territorial government and provincial/territorial government departments.

5.7 Individual members, with the guidance of their branch president, are encouraged to promote the aims and objectives of the Association through their elected federal, provincial, territorial and local authorities.

## 6 **Internal Communications**

6.1 Internally, a selected provincial assistant shall:

6.1.1 Recommend to the national director, FSNA's position on matters of a provincial/territorial nature;

6.1.2 Keep the national director informed of developments and activities:

6.1.3 Keep abreast of developments on the issues in other provinces/territories;

6.1.4 Submit reports on activities to the national director; and

6.1.5 Make presentations to branches.

6.2 Branches are encouraged to communicate with each other keeping their regional services officer and also the national director informed as deemed appropriate.

<b>REGULATION V: FINANCIAL RESPONSIBILITY – EXECUTIVE DIRECTOR</b>
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**1 The Executive Director is responsible for:**

- 1.1 Establishing procedures for the handling of monies and the general accounting practices of the Association are established to ensure the proper conduct of Association operations;
- 1.2 Depositing or investing Association monies surplus to immediate requirements in secure instruments such as guaranteed investment certificates, term deposits, federal Treasury Bills, and federal or provincial guaranteed bonds;
- 1.3 Produce financial reports as required by the NBOD; and
- 1.4 Providing each branch and each national officer with a copy of the Annual Audited Financial Statements of the Association once approved by the Annual General Meeting of the Association.
- 1.5 Providing the NBOD with advice on financial issues.
- 1.6 Providing the NBOD with all relevant information related to budgets (current and projected).
- 1.7 Providing the NBOD with the estimated financial impact of potential decisions of NBOD.

**REGULATION VI:  
CRITERIA FOR ESTABLISHING A REGION**

- 1 The Board may recommend the establishment of a new region or alter a region's boundaries provided that, in the opinion of the majority of the members of the Board, the workload of the affected regional services officer is excessive.
  
- 2 In determining such workload consideration shall be given to:
  - 2.1 the time required to travel to all of the branches within the region;
  - 2.2 the time required to discharge the responsibilities of the regional services officer;  
and
  
  - 2.3 the increase in time required due to the creation of new branches within the region.

<b>REGULATION VII: NEW RESOLUTIONS PROCESS</b>
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**1. Standing Resolutions**

1.1 Resolutions adopted by an Annual Congress become standing resolutions of the Association. Standing resolutions are the policy and objective statements to direct the activities of the Association.

**2. NBOD Responsibilities**

The Board prioritizes activities and implements standing resolutions taking into consideration such factors as, but not limited to, human and financial resources required to implement the resolution and the social and political environment.

The Board may prescribe such rules and regulations not inconsistent with the by-laws relating to the management, operation and activities of all standing resolutions, as it deems expedient. Such rules and regulations shall have the force and effect only until the next succeeding Annual Congress when they shall be confirmed or rejected by Annual Congress official participants. In default of confirmation at such Annual Congress, such rules and regulations shall cease to have force and effect.

The Board shall report to each and every Annual Congress all activities undertaken with respect to all standing resolutions, shared advocacy interests having occurred during the past year and management, operational or administrative matters adopted by Annual Congress in the resolutions process.

If deemed necessary by the national president, he may nominate, subject to the Board's confirmation, a member of the Corporate Governance and Nominations Committee to act as chairperson to form a Resolutions Sub-Committee that shall substitute, with the same force and effect, for the Corporate Governance and Nominations Committee.

In matters pertaining to resolutions, The Corporate Governance and Nominations Committee and/or the Resolutions Sub-Committee shall report directly to the Board.

**3. Corporate Governance and Nominations Committee or Resolutions Sub-Committee**

All new resolutions shall be referred to the Corporate Governance and Nominations Committee for its consideration and recommendation to the Board. The CGNC shall administer the resolution process, review and make recommendations, other than those encompassed in Regulation VIII, to the Board respecting all standing resolutions, e.g. ways to have them accomplished.

At any time prior to the voting thereon by the official participants to an Annual Congress, the CGNC shall be authorized to make editorial changes in any resolution, provided the import of the resolution is not changed thereby. The originator of any such resolution shall be so advised as soon as possible and maintains the right to reject the editorial changes.

The members of the CGNC shall have the privilege of the floor during the time that the resolutions are being considered by the official participants to an Annual Congress, but no member of the CGNC shall have the right to vote on the resolutions, unless said member is an official participant.

#### **4. New Resolutions**

A new resolution shall be submitted a minimum of ninety (90) days prior to the date established for the Annual Congress to which it is being proposed.

A new resolution may be submitted to the Corporate Governance and Nominations Committee at any time. New resolutions received within ninety (90) days of the forthcoming Annual Congress will be retained and processed after that Annual Congress.

Upon receipt of a new resolution, the CGNC shall acknowledge its receipt to the originator, assign a file number that will include the Resolution cluster, analyze it pursuant to the Association's mandate, recommend any changes deemed necessary to the originator and provide the originator and the Board with the analysis. The CGNC shall also prepare a report to the Board with a recommendation of "Support" or "Non-Support" for the resolution. The CGNC may, where applicable, request the Executive Director to recommend referral to a specified organization for advocacy / joint advocacy purposes. The Executive Director shall report such referrals to the membership at least annually.

The Board shall determine, at its next meeting following the reception of the recommendation from the applicable Committee, whether it will "Support" or "Not Support" the resolution and any referral recommendations to the originator as soon as possible. Such recommendations shall be approved by a majority of the Board and its approval reported in the minutes of the meeting during which the approval took place.

#### **5. Presentation to Annual Congress**

The National Office shall, upon instructions of the Board, forward to each branch a copy of all new resolutions originating from the Board, the regions and the branches at least two months before the opening date of the Annual Congress immediately following the reception of the new resolution.

An Annual Congress shall consider resolutions initiated during the Congress, providing no less than seventy-five percent (75%) of the official participants concur with this action.

<b>REGULATION VIII: DELETION OF COMPLETED AND REDUNDANT STANDING RESOLUTIONS</b>
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- 1 The Corporate Governance and Nominations Committee of the Board shall periodically review standing resolutions to identify those resolutions that have been completed or become redundant because of being superseded by events, because of changes to the aims and objectives of the Association or because of changes to legislation.
- 2 Such resolutions shall be reported by the Corporate Governance and Nominations Committee to the Board with a recommendation for deletion.
- 3 The Board shall review the recommendations of the Corporate Governance and Nominations Committee and may authorize deletion from the list of standing resolutions.
- 4 Such authorization requires a two-thirds (2/3)-majority vote of the Board.
- 5 Such authorized deletions shall be reported to branches at the earliest opportunity and to the ensuing annual Congress.

<b>REGULATION IX: PROCEDURES FOR ELECTIONS</b>
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**ELECTION OF NATIONAL PRESIDENT AND VICE PRESIDENTS**

- 1 Once tasked by the Board, the Corporate Governance and Nominations Committee is responsible for seeking and receiving nominations for each of the offices of the national president and the three national vice-presidents and to conduct the elections to these offices at the forthcoming Annual Congress, as follows:
  - 1.1 Not less than 120 days before an Annual Congress, the Nominations Committee shall begin soliciting nominations for each of these offices.
  - 1.2 Nominations shall be in writing and be signed by a branch president or another official participant of the Annual Congress. The nominee shall indicate in writing that he is willing to accept the office and to serve if elected and this statement must be filed with the nomination.
  - 1.3 At least two months before the Annual Congress, the Nominations Committee shall forward to the branches a list of nominations thus far received. This shall not preclude the Committee from subsequently receiving further nominations either to the Committee or from the floor at the Annual Congress;
  - 1.4 The Nominations Committee 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.
  - 1.5 The Nominations Committee shall report the names of all nominees to the Congress;
  - 1.6 In addition to the names of the nominees for each office reported by the Nominations Committee, further nominations shall be called from the floor of the Congress for each office in turn;
  - 1.7 If, at the close of the nominations for that office, there is only one nominee, that nominee shall be declared acclaimed.
  - 1.8 The election of the national president shall precede the election of any other officer. (See also By-law 2.7.3.6)
  - 1.9 The election of the first national vice-president, the second national vice-president, and the third national vice-president shall be called in order following the election of the national president; (See also By-law 2.7.3.6)

- 1.10 The election of the national president, first national vice-president, second national vice-president and third national vice-president shall be by secret ballot of the official (voting) participants using weighted votes during the Annual Congress. The election for each office shall be that of elimination until a candidate has a clear majority of at least the sum of 50% of the total votes plus one. (See also By-law 2.7.3.7)
- 1.11 Scrutineers officially appointed by each nominee for an office may witness the opening and counting of ballots by the Nominations Committee.
- 1.12 Once the election of one office has been completed, a request for any further nominations for the next office to be elected shall be called from the floor of the Congress.
- 1.13 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.

#### **ELECTION OF NATIONAL DIRECTORS:**

- 2 In accordance with By-law 2.7.3.3, in the year of the election of a national director, the designated regional services officer (or designated branch president if applicable) for the province shall seek and receive nominations and conduct the elections for the position of national director for that province, as follows:
  - 2.1 Not less than 120 days before an Annual Congress, a regional services officer shall begin soliciting nominations for the office of national director of that province.
  - 2.2 Nominations for the national director for a given province shall be in writing and signed by a branch president or a regular or spousal member of the branch and must be filed with the designated regional services officer (or designated branch president).
  - 2.3 The nominee shall indicate, in writing, that he is willing to accept the office and to serve if elected.
  - 2.4 No less than two weeks before the election date, the nomination period shall be declared closed and all branches advised of the candidates standing for election.
  - 2.5 The regional services officer 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,
  - 2.6 If, at the close of the nomination date, there is only one nominee, that nominee shall be declared acclaimed.

- 2.7 The election of the national director for a province shall be by secret ballot by the branch presidents of the region(s) and territory assigned to the applicable province, or their authorized representative, on the basis of “one branch – one vote”. Voting normally takes place at regional meetings or at a provincial meeting of branch presidents or their authorized representative. The election shall be that of the candidate who gets the most votes. In the event of a tie, the number votes of each branch will be weighted as described in By-law 2.7.8.1.
- 2.8 Scrutineers officially appointed by each nominee may witness the opening and counting of ballots by the designated regional services officer (or designated branch president).
- 2.9 Unless there is a protest of the results of the election, the ballots 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.
- 2.10 The designated regional services officer (or designated branch president if applicable) will inform the executive director of the results of the voting as soon as all the ballots are counted.

### **ELECTION OF REGIONAL SERVICES OFFICERS**

- 3 In accordance with By-law 2.7.4.3, the national director (province) or his authorized representative who is coordinating the election of a regional services officer shall seek and receive nominations and conduct the elections for the position of regional services officer for that region, as follows:
  - 3.1 Not less than 120 days before an Annual Congress, the national director or their authorized representative shall begin soliciting nominations for all regions in that province.
  - 3.2 Nominations for regional services officer for that region shall be in writing and signed by a branch president or a regular or spousal member of a branch in that region and must be filed with the national director or their designated representative.
  - 3.3 The nominee shall indicate, in writing, that he is willing to accept the office and to serve if elected.
  - 3.4 No less than two weeks before the election date, the nomination period shall be declared closed and all branches advised of the candidates standing for election.
  - 3.5 The national director or their 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,
  - 3.6 If, at the close of the nomination date, there is only one nominee, that nominee shall be declared acclaimed.

- 3.7 The election of the regional services officer for that region shall be by secret ballot by the branch presidents of the region(s) on the basis of “one branch – one vote”. The voting will normally take place at regional meetings or at one provincial meeting of branch presidents (or their representative). Each branch is entitled to have at least one representative at the regional / provincial meeting designated for the election and each branch will have one vote. In the event of a tie, the number votes of each branch will be weighted as described in By-law 2.7.8.1.
- 3.8 The ballots shall be counted immediately after the vote. The election shall be that of the candidate receiving the most votes.
- 3.9 Scrutineers officially appointed by each nominee may witness the opening and counting of ballots by the national director (or designated representative).
- 3.10 Unless there is a protest of the results of the election, the ballots 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.
- 3.11 The national director (or designated representative if applicable) will inform the executive director of the results of the voting as soon as all the ballots are counted.

#### **ELECTION OF BRANCH PRESIDENT AND OTHER BRANCH OFFICERS**

- 4 In accordance with by-laws 2.7.6 and 2.7.7, if such regulations as administrative procedures of a branch do not exist to cover the procedures for election of a branch president or any other branch officers in that branch shall include the following:
  - 4.1 The establishment of a nominations committee;
  - 4.2 The requirement for nominations to be in writing and signed by a regular or spousal member of the branch;
  - 4.3 A call for nominations by a specified deadline for the receipt of nominations;
  - 4.4 The requirement for a list of nominated candidates to be available to branch members at some time before the Annual General Meeting. If, at the close of the nomination date, there is only one nominee, that nominee shall be declared acclaimed.
  - 4.5 The election of the Branch Board of Directors or Branch Management Committee is to be held at the branch annual general meeting and should be by show of hands.
  - 4.6 If the election is held by secret ballot, the provisions of Section 2.9 of this Regulation shall apply.

<b>REGULATION X: SUB-COMMITTEE ON DUES</b>
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**Introduction:** The Committee on Dues is a sub-committee of the Audit Committee and is convened as required by the Board to review the membership dues and the apportionment between branches (branch dues) and national operations (national dues) in order to make suitable recommendations to assist the Board in recommending to the annual congress the level dues and apportionment thereof.

1. The sub-committee is composed of one representative per region.
2. The regional members of the sub-committee are selected by the national directors.
3. Preferably the members of the sub-committee will be officers but any member of the Association may be recommended.
4. The object of the sub-committee is to recommend a level of membership dues, and apportionment thereof, that will enable the Association to meet its obligations, operations expenses, goals, policies, strategies and directions.
5. The sub-committee will receive all pertinent information such as rolling budgets and expense alternatives, policies, strategies and directions approved by Board.
6. The sub-committee will take into account the objectives of the Association as well as its current by-laws and regulations.
7. The sub-committee will recommend to the Board the level of dues and apportionment thereof that seem appropriate considering the documentation and objectives.
8. The Board will endorse or modify the recommendations and propose any changes on dues, and apportionment thereof, for final approval by Annual Congress.

**REGULATION XI:  
APPEALS IN RESPECT OF SUSPENSIONS AND REMOVALS**

- 1 Appeals relating to suspensions and removals in Part 7 of the by-laws shall be dealt with as follows:
  - 1.1 For the national president, first vice-president, second vice-president, third vice-president and the immediate past president;
  - 1.2 The appeal will be heard within sixty (60) days of receipt of this notice unless extended upon agreement of both parties and heard by an Appeal Board comprising:
    - 1.2.1 A branch president who will be selected by the member who has been suspended, but who shall not be of the same branch as said member;
    - 1.2.2 A branch president who will be selected by the NBOD; and
    - 1.2.3 A branch president who will be selected by mutual agreement of the first two selected branch presidents and who shall chair the Appeal Board. In the event that the two selected members cannot agree within a period of seven (7) days of their appointment, they may each submit two names to the national president who shall select one of the four members.
    - 1.2.4 The Appeal Board shall consider all available evidence and its decision shall be irrevocable and implemented.
  - 2.1 For the national director;
  - 2.2 The appeal will be heard within sixty (60) days of receipt of this notice unless extended upon agreement of both parties and heard by an Appeal Board comprising:
    - 2.2.1 A branch president who will be selected by the national director who has been suspended, but who shall not be of the same branch as said member;
    - 2.2.2 A branch president who will be selected by the NBOD; and
    - 2.2.3 A branch president who will be selected by mutual agreement of the first two selected branch presidents and who shall chair the Appeal Board. In the event that the two selected individuals cannot agree within a period of seven (7) days of their appointment, they may each submit two names to the designated regional services officer who shall select one of the four members.
    - 2.2.4 The Appeal Board will consider all available evidence and render a final and binding decision not later than sixty (60) days after receiving the appeal.

- 3 Regional services officer or branch officer or member of a branch;
- 3.1 The appeal will be heard within sixty (60) days of receipt of this notice unless extended upon agreement of both parties and heard by a three member Appeal Board comprised of:
  - 3.1.2 A branch president selected by the affected member who has been suspended or removed, but who shall not be of the same branch as said member;
  - 3.1.3 A branch president selected by the authority who suspended or removed the affected member; and
  - 3.1.4 A branch president, selected by mutual agreement of the first two selected branch presidents, shall chair the Appeal Board. In the event that the two selected branch presidents in By-laws 7.4.1 cannot agree on a third member within a period of seven (7) days of their appointment, they may each submit two names to the relevant national director who shall select one of the four individuals.
  - 3.1.5 The Appeal Board shall consider all available evidence and render a final and binding decision not later than sixty (60) days after receiving the appeal.

**REGULATION XII:  
ROLE OF A NATIONAL DIRECTOR**

- 1 The most important role for the National Director is to prepare for NBOD so he can act with professionalism while meeting the legal duties and responsibilities of a director of a non-profit organization.
2. The National Director has the following duties:
  - 2.1 To ensure that the association is managed with competence and expertise;
  - 2.2 To develop the necessary policies and strategies in order to better defend the rights and interests of its members;
  - 2.3 To support, help and communicate with the RSO, Branches' executives and members;

To represent the interests and concerns of his provincial / territorial members to the best of his ability while remaining cognizant of his primary responsibility that is to make decisions and act in the best interests of all members of the Association;

To ensure that the NBOD recommends a fee structure that supports successful implementation of the Association's strategies and policies and that the budget makes the best use of funds made available;

3. Each of the roles entail the following obligations and responsibilities:
  - 3.1 To be accountable to the Annual Congress;
  - 3.2 To be informed;
  - 3.3 To be interested;
  - 3.4 To exercise his knowledge with discernment;
  - 3.5 To exercise due diligence;
  - 3.6 To meet fiduciary responsibilities;
  - 3.7 To avoid conflict of interest;
  - 3.8 To ensure consistent approach across the country and Board unity;
  - 3.9 To speak on behalf of the Board;

- 3.10 To ensure he is in regular contact with the RSO(s) in his province and keep the RSO(s) apprised of pertinent information relating to his responsibilities and issues of importance to regional / provincial (as applicable) branches and members;
- 3.11 To maintain a close relationship with an assistant named in accordance with By-law 2.8.4.1.9 where required; and
- 3.12 To bring policy and related issues to the Board.

**REGULATION XIII:  
ROLE OF A REGIONAL SERVICES OFFICER**

- 1 In addition to By-law 2.8.5.2, the Regional Services Officer's responsibilities are as follows but may not be limited to:
  - 1.1 Acts as the replacement to the National Director when so designated pursuant to By-law 2.8.4.1.1 as required;
  - 1.2 Represents the interests of the branches within his jurisdiction to the national office, while those branches retain their right of direct access to both the national office and the NBOD;
  - 1.3 Provides support to the Branches such as marketing initiatives, affinity programs and communications;
  - 1.4 Facilitates the provision of information and support on Pensions, Health Care Plan, Dental Care Plan;
  - 1.5 Coordinates the orientation program;
  - 1.6 Facilitates training of new Branch Executives when required;
  - 1.7 Assists branches in recruiting and retention and with membership;
  - 1.8 Works in concert with the National Office and branches on all relevant administrative matters;
  - 1.9 Provides reports to the Branch Coordination Committee and may be appointed as a member of the committee; and
  - 1.10 Maintains continuous contact with his National Director (Province) and keeps him apprised of pertinent information relating to his responsibilities and issues of importance to regional / provincial (as applicable) branches and members. If the regional services officer also acts as the temporary replacement to the National director (province), he must also keep himself apprised of issues of importance to his national director.

**REGULATION XIV:  
FIDUCIARY RESPONSIBILITIES OF OFFICERS OF THE ASSOCIATION**

- 1 This regulation supplements By-law 2.10 and describes the fiduciary responsibilities of officers in the exercising of duties and the insurance coverage that is intended to protect them.
  
- 2 In the handling of money and when one acts as a corporate or individual trustee, there is a fiduciary responsibility owed to the principal party – the members of the Association. It is defined as a relationship imposed by law where someone has voluntarily agreed to act in the capacity of a “caretaker” of another’s rights, assets and / or well-being. The fiduciary owes an obligation to carry out the responsibilities with the utmost degree of good faith, honesty, integrity, loyalty and individual service of the beneficiaries’ interest. Therefore the Officers have the following obligations and duty:
  - 2.1 The duty of loyalty: a fiduciary must act in accordance to the interests of the member, and not his or her own interest;
  - 2.2 The duty of candour: a fiduciary must not withhold information from the member, particularly with respect to the fiduciary’s dealings with the member;
  - 2.3 The duty of care: a fiduciary must act with reasonable care with respect to the member;
  - 2.4 The duty of integrity: a fiduciary must act with soundness of moral principle and character. It means the officer must act with fidelity and honesty;
  - 2.5 The duty of good faith: a fiduciary may not obtain an advantage by concealment, misrepresentation, threat or adverse pressure;
  - 2.6 The duty of confidentiality: a fiduciary must maintain the confidences of those they are assisting and keep Association business and information confidential; and
  - 2.7 The responsibilities also include: be informed, be interested, exercise his knowledge with discernment, exercise due diligence, avoid conflict of interest and speak on behalf of the Association.
  - 2.8 Volunteers who know, or who ought to know, that individuals will rely on the advice given must ensure that the information is accurate.
  - 2.9 Volunteers at the branch level should refrain from holding themselves out as experts, limiting themselves provide information such as referrals to published documentation (e.g. PSHCP plan documents) or to responsible authorities (e.g. Sun Life for PSHCP claims advice).

- 3 The following pertains to the protection and indemnification of Association Officers.
- 3.1 Every officer of the Association in exercising his powers discharging his duties, shall act honestly and in good faith with a view to the best interest of the Association, and exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. Subject to the foregoing, no officer or director shall be liable for the acts, receipts, neglects or defaults of any other director, or for any loss, damage or expense happening to the Association, through insufficiency or deficiency of title to any property acquired for or on behalf of the Association, or for any insufficiency or deficiency or any security in or upon which any of the monies of the branch shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortuous acts of any person with whom any of the monies, securities or effects of the Association shall be deposited, or for any loss occasioned by any error of judgment or oversight on his part, or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of his office or in relating thereto; provided that nothing herein shall relieve any director from the duty to act in accordance with Association by-laws, Aims and Objectives, decisions of Annual Congresses and regulations issued pursuant thereto by the National Board of Directors.
- 3.2 Subject to the limitations contained within federal legislation under which the Association is incorporated; the Association shall indemnify all officers and former officers, or a person who acts or acted at the Association's request as a director or officer of the body corporate of which the Association is or was a shareholder or creditor, and his heirs and legal representatives, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by him/her in respect of any civil, criminal or administrative action or proceeding to which he/she is made a party by reason of being or having been a director of the Association or such body corporate, if:
- 3.2.1 he acted honestly and in good faith with a view to the best interests of the Association
- 3.2.2 in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, he had reasonable grounds for believing that his conduct was lawful.
- 4 The Association shall purchase and maintain insurance for the benefit of any person identified as an officer of the Association against such liabilities and, in such amounts as the National Board of Directors may from time to time determine. The insurance so purchased will be:
- General Liability Insurance; and
  - Director and Officers Liability Insurance.

REGULATION XV:  
POLITIQUE SUR LE BILINGUISME

*Currently Under Development*

**REGULATION XVI:  
CORPORATE GOVERNANCE AND NOMINATIONS COMMITTEE PERTAINING TO  
NOMINATIONS**

1. The Corporate Governance and Nominations Committee shall create, as required, a sub-committee to deal with all aspects of elections as it pertains to the National President and Vice-Presidents of the Association.
  
2. A major responsibility of the sub-committee is to seek qualified candidacy from members that speak both English and French for at least one of the aforementioned offices.