

# **OKANAGAN LABOUR RELATIONS COUNCIL**

# **RULES**



**AMENDED: 2021-03-04**



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## RULES

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## PART 1 - PURPOSE

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1. The purposes of the Council are:
  - a. to advise and represent its Members and Non-members in labour relations/human resources matters as requested by the Members or Non-members in accordance with these Rules, the Mission, Vision and Values of the Council, and in accordance with the Constitution, Bylaws and Policies of BCPSEA;
  - b. to conduct collective bargaining with support staff when requested by Members and its Non-members in accordance with these Rules and in accordance with the Constitution, Bylaws and Policies of BCPSEA;
  - c. to conduct collective bargaining with respect to local matters with local teacher associations when requested by a Member or Non-member in accordance with these Rules and in accordance with the Constitution, Bylaws and Policies of BCPSEA.
2. The Council shall be one which does not contemplate pecuniary gain or profit to the Members, nor the distribution of gains, profits or dividends to such Members, and no part of the capital or assets of the Council shall ensure to the benefit of any of its Members or any private individual. In the event of dissolution of the Council, after paying or adequately providing for its debts and obligations, the Board shall pay or distribute such remaining assets of the Council to its Members in proportion to the contribution of each Member as determined by the most recent budget adopted by the Board.

## PART 2 - DEFINITIONS

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3. In these Rules, unless the context requires otherwise:
  - a. "**Act**" means the *Public Education Labour Relations Act*;
  - b. "**Alternate Director**" means an elected trustee or senior administrative official of a Member who is authorized by the Member in writing to represent the Member on the Board in the absence of its Director;
  - c. "**BCPSEA**" means the British Columbia Public School Employers' Association which is the accredited organization of British Columbia Boards of Education as established by the Act.
  - d. "**Board**" means the Board of Directors of the Council;
  - e. "**Council**" means the Okanagan Labour Relations Council;
  - f. "**Director**" means an elected trustee of a Member who is authorized by the Member in writing to represent the Member on the Board;
  - g. "**FTE Enrolment**" means full time equivalent student enrolment in a School District;



- h. **"Member"** or **"Membership"** means any School District within the Province of British Columbia who has been accepted for membership pursuant to these Rules;
- i. **"Non-member"** means an employer which is not a Member and which has paid a fee to the Council;
- j. **"Operating Grant"** means Operating funding provided by the Ministry of Education to Boards of Education using the funding allocation system. This does not include special purpose or discretionary grants.
- k. **"Rules"** means these Rules of the Council;
- l. **"Board of Education"** means boards of school trustees within the Province of British Columbia;
- m. **"Union"** means a trade union as defined in the Act and includes teacher associations who bargain local matters on behalf of teachers.

## PART 3 - MEMBERSHIP

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### APPLICATION FOR MEMBERSHIP

- 4. A Board of Education who wishes to become a Member shall make an application for Membership to the Council in the form prescribed by the Board.
- 5. The Board shall promptly consider and rule upon the application and, if the application is accepted by the Board, the Board of Education shall become a Member with all the rights, duties and obligations pertaining thereto.

### GOOD STANDING

- 6. All Members are in good standing except a Member who has failed to pay its Membership dues and assessments levied in accordance with these Rules to the Council and such Member is not in good standing so long as the debt remains unpaid.

### RIGHTS OF MEMBERS

- 7. Every Member who is in good standing and who is not under suspension shall have the following rights:
  - a. to attend general meetings of the Council;
  - b. to make appointments to the Board in writing, in accordance with the provisions of Rules 26 and 29;
  - c. to vote on all matters coming before a general meeting of the Council;
  - d. to receive the core services normally provided by the Council in labour relations/human resources matters, including services relating to the settlement of disputes, relating to



collective agreements or otherwise relating to its relations with its Employees or with any Union as well as collective bargaining services as requested.

## DUTIES OF MEMBERS

8. Every Member shall comply with these Rules during its period of Membership and until it is released pursuant to these Rules.
9. Every Member including any Member under suspension shall pay its Membership dues in accordance with Rule 11 and any fees or assessments levied by the Board in accordance with these Rules.
10. By virtue of the application for and admission to Membership, these Rules shall bind the Council and its Members to the same extent as if they had been signed, sealed and delivered by the Council and by each of its Members as a joint and several contract between the Council and its Members, and between the Members inter se, containing covenants on the part of the Council and of each of its Members to observe and perform all the provisions of these Rules.

## MEMBERSHIP DUES

11. Every Member shall pay Membership dues, fees or assessments the amount of which and the date the payments are due shall be determined by the Board as it deems necessary.
12. The Board shall determine the Membership dues in the following manner:
  - a. the first fifty-five percent (55%) of the costs of operation of the Council in respect to its Members shall be divided in equal shares among the Members;
  - b. the remaining forty-five percent (45%) shall be divided among the Members in proportion to the Member's Operating Grant as of September 30 of the prior year.

## SUSPENSION, TERMINATION & CESSATION OF MEMBERSHIP

13. The Council may by resolution passed by a simple majority of votes of Members at a general meeting of the Council at which a quorum shall be two-thirds of the Members of the Council, suspend any Member or terminate any Member's Membership for:
  - a. default in payment of Membership dues or in payment of the fees or assessments levied by the Board in accordance with the Rules;
  - b. any breaches of the Rules;
  - c. conduct which constitutes in the opinion of the Board fair and reasonable cause.
14. The Member concerned shall be given notice in writing setting out the time and place of the meeting at which the aforesaid vote is to be taken and a statement of the complaint to be



considered at such meeting. The notice shall be given fourteen (14) or more days before the date of the meeting, or at such lesser time as the Board may decide having regard to the circumstances of the complaint. The Director or the Alternate Director appointed by the Member concerned shall not be entitled to vote at said meeting.

15. A Member under suspension and a Member whose termination of Membership in the Council has not yet been approved pursuant to these Rules shall continue to be bound by the duties and obligations of Membership as contained in Rules 8-12 inclusive but it shall not be permitted to exercise any of the rights of Membership as contained in Rule 7.
16. A suspended Member may appeal its suspension and be reinstated upon a simple majority vote of the Board.
17. A Member whose Membership has been terminated shall have the right to reapply for Membership at any time after twelve (12) months following the date of its termination, or upon application by the Member after such lesser time as the Board may determine in any particular case.

## RESIGNATION

18. A Member who has been a member of the Council for at least two (2) years may submit its notice of resignation to the Council and such resignation shall become effective on July 1 following a minimum of fifteen (15) months from the date the notice was received by the Council if the Member complies with the conditions as set out in Rule 18. A Member who has provided such notice of resignation will be entitled to continue to enjoy the Rights of Members in accordance with Rule 7 up until December 31. For the six (6) month period from January 1 until the effective date of resignation of July 1 the Members' entitled to the Rights of Members in Rule 7 shall be determined by the Council.
19. A Member, shall deliver written notice of its resignation to the Council at any time except during the continuance of a strike or lookout of its Employees or of the Employees of any other Member of the Council, or during any period when negotiations are being conducted by the Council on behalf of any of its Members for a collective agreement for its Employees.
20. A Member whose resignation or termination becomes effective in accordance with these Rules shall remain liable to pay its share of the following liabilities beyond the effective date of its resignation or termination but such liabilities shall be offset by any credit attributed to the Member for its proportionate share of any surplus funds as of June 30 of the year in which the resignation or termination becomes effective:
  - a.
    - i. overtime accrued by employees of the Council up to the effective date of resignation or termination;



- ii. vacation pay accrued by employees of the Council up to the effective date of resignation or termination;
  - iii. any deficit as of the effective date of resignation or termination as determined by an audited statement;
  - iv. in the event that the Council is wound up, or dissolved within one (1) year following the effective date of resignation or termination, then the Member shall pay its proportionate share as if it were a Member of any amount owing in respect to office expenses, leases and/or severance pay provided that upon the winding up or dissolution of the Council all proceeds from all assets shall be first applied to pay the office expenses, leases and severance pay.
- b. The Council shall determine any such liability or credit referred to in (a) above based on the proportion of the Member's Operating Grant as of September 30 of the year prior to which the Member's resignation or termination became effective.
21. A Member shall remain liable for the payment of its Membership dues, fees and Assessments until its resignation becomes effective pursuant to Rule 17.
22. Subject to the preceding Rule, a Member shall not be entitled to any of the Council's assets if the Council is wound up or dissolved after the effective date of the Member's resignation or termination.

## PART 4 - NON-MEMBERS

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- 23.
- a. A Board of Education who does not wish to join the Council but who wishes to engage the services of the Council in collective bargaining and in advising and representing the Board of Education in labour relations/human resources matters may request to the Council to become a Non-member in the form and manner prescribed by the Board.
  - b. An employer who is not a Board of Education who does not wish to join the Council but who wishes to engage the services of the Council in collective bargaining and in advising and representing the employer in labour relations/human resources matters may apply to the Council to become a Non-member in a form and manner prescribed by the Board.
24. Upon approval by the Board or a Committee appointed by the Board, the Council may provide assistance to a Non-member for a fee to be determined by the Board.





## PART 5 - DIRECTORS

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### APPOINTMENT OF DIRECTORS

25. All Directors shall be an elected Trustee of the Member.
26. Alternate Directors may be an elected Trustee of the Member or a senior administrative official of the Member.
27. Every Member shall appoint in writing one (1) Director to serve on the Board and one (1) Alternate Director to serve on the Board in the absence of the Member's Director.
28. Every Member shall appoint its Director and Alternate Director for a term not exceeding two (2) years, such term to expire on October 31 bi-annually.
29. Every Member shall send written notice of the appointment or re-appointment of its Director and Alternate Director to the Council not later than November 30 bi-annually, and notwithstanding the provisions of Rule 27, the Director and Alternate Director previously appointed by a Member shall continue to serve as such until the Council receives written notice of his/her or their re-appointment or of the appointment of a successor.
30. In the event of a vacancy occurring on the Board, the Member concerned shall promptly appoint a replacement whose name shall be communicated in writing to the Council immediately upon the appointment(s) being made.

### APPOINTMENT AND DUTIES OF OFFICERS

31. The officers of the Council shall be the Chair and the Vice-Chair. The Chair shall be the presiding officer and the Vice-Chair may act in the absence of the Chair. Only Directors (not Alternate Directors) shall be the officers of the Council.
32. The Board shall elect the Chair and the Vice-Chair on a bi-annual basis at a meeting of the Board held no later than March 31. Once elected, or re-elected, the Chair and Vice-Chair of the Board shall hold office for a term of two (2) years.
33. The Chair of the Board, or in his/her absence the Vice-Chair, shall also serve as the Chair at any meeting of the Council.
34. The Chair of the Board, or someone designated by him/her, shall maintain and have charge of the minute books of the Council and shall record or cause to be recorded therein minutes of proceedings of all meetings of Members and Board.



35. In the event of a vacancy of one (1) officer mid-term, an election shall be held at the next Board meeting. In the event of a vacancy of both officers mid-term, a special Board meeting will be called within thirty (30) days to conduct an election.

## REMOVAL OF DIRECTORS

36. A Director or Alternate Director shall forthwith vacate office or be deemed to have vacated office:
- a. upon the death of the Director or Alternate Director;
  - b. if, by notice in writing to the Council, he/she resigns from his office as Director or Alternate Director;
  - c. if the Member of which he/she is the representative is suspended, has effectively resigned from Membership or whose Membership is terminated;
  - d. if he/she ceases to be an elected trustee or employed as a senior administrative official of a Member.

## POWERS AND FUNCTIONS OF DIRECTORS

37. The Board shall manage the business of the Council in accordance with the provisions of these Rules. The powers of the Council shall be exercised by the Board and without limiting the generality of the foregoing the powers of the Council include the power to:
- a. elect the Chair and Vice-Chair;
  - b. decide on matters of policy affecting the Council;
  - c. establish the core services to be provided by the Council and any additional services which may be provided on a fee for service basis;
  - d. process and decide upon all applications for Membership in the Council;
  - e. appoint such standing and special committees having such duties and powers as the Board may from time to time by resolution determine or delegate;
  - f. prescribe the form of application for Membership in the Council and the form of agreement for services to be rendered to Non-Members;
  - g. determine the amount of fees or assessments to be levied by the Council from its Members;
  - h. pay the costs of operation of the Council and the recoupment of all costs from the Members through Membership dues;



- i. establish the amount of expenses to be paid to Directors and Alternate Directors attending meetings of the Council and the Board;
- j. give notice to the Members of the time and place of all general meetings and to give the notice required by the provisions of Rule 14;
- k. vote on all matters coming before a meeting of the Board;
- l. reinstate a suspended Member;
- m. establish, equip and staff an office for the Council;
- n. authorize the engagement, appointment or retention of persons, firms or corporations through contract or otherwise, to serve as staff employees or to provide technical or professional assistance on a fulltime, part-time, consulting or retainer basis under such terms and conditions and for such period as the Board shall determine;
- o. appoint a negotiator to carry out negotiations on behalf of the Council or individual Members subject to guidelines established by the Board and, if applicable, the BCPSEA;

## REMUNERATION

38. No Director or Alternate Director shall receive any remuneration but shall be entitled to be reimbursed for reasonable expenses incurred in connection with the business of the Council.

## PART 6 - MEETINGS

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39. The annual general meeting of the Council shall be held each year as soon as practicable after September 30, at such time and in such format as the Board determines.
40. Notice of an annual or other general meeting of the Council shall be given in writing specifying the time and format of the meeting and the business to be transacted thereat and shall be sent to all Members not less than one (1) week prior to the date set for the meeting.
41. The business to be conducted at the annual general meeting shall include receiving a report covering the preceding year's activities and a financial statement for the preceding year.
42. Other general meetings of the Council will be called at any time by the Chair of the Board:
- a. pursuant to the resolution of the Board, or



- b. upon a written request of not less than three (3) Members or, in default of being so called within a period of three (3) weeks, a special general meeting may be called by notice signed by the said Members, or
  - c. if, in the Chair's opinion, an emergency exists which requires the convening of a general meeting of the Council.
43. Subject to Rule 44, notice of a meeting of the Board may be given at the previous meeting, or may be given by notice in writing to the Members, specifying the time and manner of the holding of such meeting, not less than one (1) week prior to the date of such meeting.
44. In the case of an emergency, a meeting of the Board may be called by notifying the Directors or Alternate Directors of the time and place of the holding of such meeting, provided that such notice is given as soon as practicable within twenty-four (24) hours prior to the date of such meeting.
45. Failure to receive notice of a Board meeting shall not in any way invalidate any of the proceedings or actions taken at any meeting for which notice has been properly given.
46. Any staff employee, consultant, person, or representative of a firm or corporation, providing technical or professional assistance to the Council, or any appointed official of any Member of the Council, may attend meetings of the Board at the request of the Board but shall not be eligible to vote thereat.
47. Any person authorized to do so by a Member may, subject to approval by the Chair, present motions, speak to any motion, or otherwise participate in the proceedings at a meeting of the Board.

## VOTING

48. Only the Directors or Alternate Directors shall be entitled to vote at Board meetings.
49. The Alternate Director may only vote if the Director for whom he/she has been appointed the Alternate Director is not present.
50. Except in the case of a ratification vote referred to in Rule 51, resolutions or matters arising at a meeting of the Board shall be decided by a simple majority of the votes cast, with the presiding officer having a second or casting vote in the event of a tie.
51. For the purposes of any ratification vote any Director or Alternate Director, eligible to vote on that motion, who abstains from voting shall be deemed to have cast a negative vote and in the event of a tie vote among the Directors and Alternate Directors present at the meeting and eligible to vote on that motion, the memorandum shall be deemed not to have been ratified.



## QUORUM

52. A majority of the Directors or their Alternates present in person shall constitute a quorum at a meeting of the Board.

## RESOLUTIONS

53. A resolution assented to and adopted unanimously in writing under the hands of all the Directors, though not passed at a meeting of the Board, shall be of the same force and effect as if it had been passed at a meeting of the Board.

## PART 7 - FINANCE

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### BORROWING POWERS

54. The Directors may borrow or raise and secure the payment or repayment of monies in order to meet the expenses of the operations of the Council in furtherance of the objectives of the Council.

### FINANCIAL ADMINISTRATION

55. The Council agrees that the administration of the payroll, financial and/or accounting functions for the Council will be undertaken by a school district who is a member of the Council and who is agreeable to provide these services.
56. The Management Committee of the Council will be responsible for the appointment of said member school district and will report the appointment to the Board.
57. The member school district who is appointed to provide these services will be entitled to retain interest earnings from the Council bank account as consideration for these services.
58. The term of this appointment will be indefinite but may be ended or changed by either the member school district or the Council with a minimum of four (4) months notice.

### FINANCIAL REVIEW

59. The Management Committee shall select a qualified individual to review the accounts of the Council on an annual basis to be completed on a fee for service basis. Such qualified individual must not be directly involved in the administration of the payroll, financial and/or accounting functions of the Council at the time of the review.



The qualified individual selected by the Management Committee will provide a written report of their review to the Management Committee. The Management Committee will review and respond to the report and present this information to the Board for approval.

## PART 8 - BOARD INDEMNIFICATION

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60.

- a. The Council shall indemnify each Director or their Alternates for any liability which may be incurred by them by reason of the management of the business of the Council and of acts done by them in good faith pursuant to the Rules. The Council shall indemnify employees through individual employment contracts.
- b. In the event that a Member agrees to undertake the payroll, financial and/or accounting function(s) for the OLRC, the Council shall indemnify the Member for any liability which may be incurred by the Member by reason of undertaking the above-mentioned functions, or any of them, provided that the liability did not arise from a grossly negligent, fraudulent, illegal or dishonest act of an employee of the Member.

## PART 9 - GENERAL PROVISIONS

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### AMENDMENT OF RULES

61. These Rules may be amended only by extraordinary resolution passed at an annual or special general meeting. Two-thirds majority vote among the Members present at such meeting shall be necessary to pass an extraordinary resolution.

### INSPECTION OF BOOKS

62. The books and records of the Council may be inspected by the Members at such time and place as may be fixed from time to time by the Directors.