



**DISTRICT 43  
GOVERNANCE**

**FEBRUARY 4<sup>TH</sup>, 2021**  
*(Please Destroy Previous Versions)*



**The name of the District shall be Nipissing District 43.**

The geographical region of the District of Nipissing is defined as the following: the corridor of Highway 17 comprised from west to east of West Nipissing, North Bay, Mattawa and other adjacent municipalities.

**Objectives:**

1. To promote the interests of our members receiving pensions under the Teachers' Pension Act, and other pension plans;
2. To have all retired members and their survivors receive the maximum benefits that are rightfully theirs under the terms of the Teachers' Pension Act and other pension plans;
3. To seek support for members in need;
4. To encourage members to participate fully in all the benefits the organization offers in accordance with the RTOERO By-Law 2018-1 and Policies;
5. To increase membership by actively campaigning at all levels to reach potential members through personal contact and by designing programs to meet their interests and needs;
6. To use a variety of media resources to publicize and promote RTOERO activities and accomplishments to its members, and all those eligible for membership, including: teachers, school and board administrators, educational support staff, college and university faculty, child care workers, and Early Years personnel;
7. To develop closer relationships at the District level with organizations representing potential members, in order to explain the RTOERO objectives and to offer assistance in educating potential members to plan ahead for retirement;
8. To provide leadership and guidance to District representatives who attend the Annual Meeting, Special Meetings, and Forum of RTOERO; and,
9. To promote the interest of seniors.

## **Article 1: DISTRICT MEMBERSHIP**

- 1.01 Members of RTOERO are normally affiliated to the local District of their choice. Membership criteria are set out in Article 1 of the RTOERO Policies.
- 1.02 Rights and Privileges of Membership are outlined in Article 2 of the Provincial Policies.
- 1.03 The Expectations of Members are outlined in the RTOERO Code of Conduct (See Appendix I).

## **Article 2: EXECUTIVE**

### **Structure of the District Executive**

- 2.01 The District Executive shall consist of up to six Executive members: President, 1<sup>st</sup> Vice-President, 2<sup>nd</sup> Vice-President, Secretary, Treasurer, and Past President.
- 2.02 The District shall create an Executive Board. The Board will include the six District Executive members, plus chairs of District standing committees, any District members who hold positions on the RTOERO Board of Directors or any of its Committees, and other members at large. No position on the District Executive shall be designated for a non-RTOERO organization.
- 2.03 All members of the Executive have equal rights as members at Executive meetings. The Executive Board will commonly be called the Executive.
- 2.04 The Executive shall meet at the call of the President or at the request of any other two members of the Executive. A quorum shall be a simple majority.

### **Duties of the District Executive/Board**

- 2.05 To determine its local governance policies, which shall not conflict with the By-law 2018-1 and Policies of RTOERO, and to file a copy with RTOERO.
- 2.06 To hold at least one District meeting a year of the general membership, (*in May*), which shall be the Annual Meeting of the District.
- 2.07 To appoint by the Executive, two Corporate Members who, at the organization's expense, will represent the District at Annual and Special Meetings and Forums that are called by the Chair of the Board of Directors.
  - a) The District shall be entitled to appoint two Corporate Members. An individual must be a member in RTOERO as described in section 1.01 (a) to (f) of the Policies in order to be eligible to be appointed as a Corporate Member by the District. Each year by June 30

the District President shall provide written notification to the Chief Executive Officer of RTOERO of the Corporate Members appointed by the District.

b) The Corporate Members shall have a term for one year ending on June 30 each year. The Corporate Members shall be eligible for unlimited re-appointment by the District.

c) The Executive may remove and replace a Corporate Member. The removal or replacement shall be effective upon the District President providing written notice of the removal or replacement to the Chief Executive Officer of RTOERO.

d) If at any time the District has fewer than two Corporate Members, then the District may appoint an individual to fill the balance of the Corporate Member's term ending on June 30. The District President shall provide written notice to the Chief Executive Officer of RTOERO of such appointment.

2.08 To send up to two District Observers to Annual and Special Meetings and Forums at the District's expense.

a) The District may name up to two District Observers, who must be members of RTOERO in the District as described in section 1.01 (a) to (f) of the Policies. Each year by June 30 the District President shall provide written notification to the Chief Executive Officer of RTOERO of the names of Observers.

b) The District Observers shall have a term in such positions for one year ending on June 30 each year. A District Observer shall be eligible for unlimited re-appointment or re-election.

c) The Executive may remove and replace a District Observer. The removal or replacement shall be effective upon the District providing written notice of the removal or replacement to the Chief Executive Officer of RTOERO.

2.09 To establish standing and special committees, to appoint their chairs, to ratify their terms of reference, and to require a financial statement from a committee chair whose committee is receiving or spending money on behalf of the District.

2.10 To approve the annual District budget.

2.11 To approve the annual District Financial Statement and to send it to the Chief Executive Officer of RTOERO.

2.12 To send to the Board of Directors of RTOERO resolutions, for consideration, in accordance with By-Law 2018-1 which have been passed at a general meeting of the District or a meeting of the District Executive;

A Corporate Member, may propose that the Directors introduce a resolution on any matter relevant at an Annual or Special Meeting by providing a detailed written

description of the resolution by the District Executive or General Membership signed by the Corporate Member and the District President and sent to the CEO of RTOERO at least ninety (90) days in advance of an Annual Meeting or Special Meeting. The Directors shall introduce such resolutions at the next Annual Meeting unless the resolution:

- (a) is to enforce a personal claim or redress a personal grievance against RTOERO or its directors, officers, members or debt obligation holders;
  - (b) does not relate in a significant way to the activities or affairs of RTOERO;
  - (c) is substantially similar to a resolution before the Senate in the past two years;
  - (d) abuses rights conferred by this section to secure publicity; or
  - (e) contravenes the Canada Not-for-profit Corporations Act (CNCA).
- 2.13 To review the names of District candidates presented by the Awards Committee for consideration as recipients of RTOERO awards.
- 2.14 To select the project to be submitted to the RTOERO Community Grants and Scholarships Committee for its consideration.

### **Procedures for Electronic Voting**

- 2.15 The following procedures will be used when an electronic vote is taken by the Executive between Executive meetings:
- i) the President or designate shall propose a motion with rationale and e-mail it to the Executive;
  - ii) members of the Executive shall vote by return e-mail via reply all within 5 days of receipt of the motion;
  - iii) a quorum of the Executive must vote on the motion or it is deemed lost;
  - iv) the President shall declare the motion passed or lost and inform the Executive;
  - v) the motion and its disposition shall be reported as information at the next Executive meeting and the minutes shall include the report.

### **Election of the District Executive:**

- 2.16 A member of the District Executive is eligible for re-election
- 2.17 A District Executive shall be elected at the Annual Meeting of the District, in May, for a specified period of two years and the term of the new Executive shall begin on June 1<sup>st</sup>.
- 2.18 Procedures

### Nominations

- (a) The Nominating Committee shall be chaired by the District Past President with at least two other Members.
- (b) The Chair of the Nominating Committee shall submit nominations for the elective offices of the District Executive to the Annual Meeting of the District.
- (c) Additional nominations for the elective offices may be made from the floor by District members in attendance at the Annual Meeting of the District.
- (d) If more than one candidate is nominated for any of the District elective offices then a vote by secret ballot shall be held. The conducting of the election shall be the responsibility of the President, or the Chair of the meeting, in accordance with the procedures established by the RTOERO Governance By-law 2018-1 and Policies.
- (e) The President or chair of the meeting shall appoint members to distribute and count the ballots.
- (f) Election of a candidate shall be by majority vote of those present and qualified to vote who have cast ballots.
- (g) In the cases of more than two candidates for any one of the elected offices, and failing a majority vote for any one candidate on the first ballot, the candidate with the lowest number of votes shall be dropped from the succeeding ballots until a majority is reached.
- (h) In the event there are more than two candidates for an elected position and a tie vote results in there being two or more candidates dropped from the ballot at the same time, the following shall occur:
  - i) the vote results for all candidates except those in the tie vote shall stand;
  - ii) the members shall then vote to break the tie;
  - iii) the result of this vote shall establish the roster for the next vote;
  - iv) the members shall then resume the voting process on the roster.
- (i) In the event of a tie vote when there are only two candidates, there shall be a further ballot and, if the tie persists, there shall be a further ballot and, if the vote is still tied, the winner shall be chosen by a flip of the coin by the Chair of the Nominating Committee.

### 2.20 Resignation/Leave of Absence

- (a) Should any vacancy in any office occur for any reason, at any time, such vacancy shall be filled at the earliest opportunity. Following a recommendation from the Nominating Committee, the Executive may pass a resolution appointing a substitute for such period of time as may be appropriate under the circumstances.
- (b) Any member of the Executive may resign from office upon giving a written resignation, and such resignation becomes effective when received or at a time specified in the resignation, whichever is later.
- (c) Any member of the Executive may request a leave of absence.

#### 2.21 Removal from Office:

Any elected member of the Executive may be removed from office only by resolution passed by a two-thirds majority of members present at a District meeting, providing that notice specifying the intention to present such a resolution has been given at least thirty days in advance to the District membership.

#### **Specific Duties of Executive Members:**

#### 2.22 Duties of the President:

The duties of the President are:

- (a) To convene and chair the regular and special meetings of the Executive;
- (b) To act as Chair for the District Membership Meetings;
- (c) To be an ex-officio member of all District Standing Committees;
- (d) To have a general responsibility for all activities of the District organization;
- (e) To act as liaison with the Board of Directors;
- (f) To maintain liaison with our counterparts in District 44: Ciel Bleu;
- (g) To be a signing officer for the District.

#### 2.23 Duties of the Past President and the Vice-Presidents:

- (a) The Past President shall chair the Nominating Committee.
- (b) The duties of the 1<sup>st</sup> Vice-President are:
  - i) To perform the duties of the President when the President is unable to carry out such duties;
  - ii) To chair the **Governance** Committee.
  - iii) To work with the Telephone Team leader and assist as needed.
- (c) The duties of the 2<sup>nd</sup> Vice President are:
  - i) To chair the Awards Committee;
  - ii) To address the *Community Grants and Scholarships* grant applications.
  - iii) To perform the duties of the First Vice-President and/or the President when they are unable to carry out their duties.

## 2.24 Duties of the Secretary and Treasurer:

- a) The duties of the Secretary are:
- i) To prepare and present the minutes of Executive and Membership Meeting, and of any special meetings called by the President;
  - ii) To carry on the correspondence that is required to conduct the business of the Executive and its membership;
  - iii) To send notices of Executive, Membership, and special meetings at the direction of the President and Executive.
- b) The duties of the Treasurer are:
- i) To prepare an annual budget for approval by the Executive;
  - ii) To maintain in a separate account in the name of the District, in an accredited financial institution, all monies accruing to the District,
  - iii) To receive the annual rebate of monies from the RTOERO Office;
  - iv) To receive and collect charges levied by the local District, if applicable;
  - v) To pay all invoices as directed by the Executive;
  - vi) To receive a financial statement for the fiscal year from the chair of a standing or special committee that is handling District money;
  - vii) To present an annual District Financial Statement, reviewed by at least two District members, to the Executive at least one month before the first General Meeting of the District in each calendar year.
  - viii) To be a signing officer for the District.

## 2.25 Duties of Corporate Members:

It shall be the duty of Corporate Members elected or appointed by the District:

- (a) To represent the interests of the District at the Annual and Special Meetings and Forums;
- (b) To review and discuss Annual and Special Meetings and Forums; issues with the Executive; and
- (c) To report to the Executive and the District members on the business of Annual and Special Meetings and Forums.

## **Article 3 – COMMITTEES: EXECUTIVE AND STANDING**

### 3.01 **Executive Committees:** (will be struck when and as required)

- (a) Awards Committee:
  - i) The Awards Committee shall be chaired by the 2<sup>nd</sup>-Vice-President who has the power to add two more members from the Executive.



- ii) The Awards Committee shall present the names of possible recipients of an RTOERO award to the Executive for consideration and approval (Bylaw 2018-1). Award presentations are usually made at the Annual Meeting of the District.
  - iii) The Executive may award an RTOERO (Bylaw 2018-1) award:
    - to District Presidents; and
    - to members who, in the opinion of the Executive, have given loyal service to the District over a number of years.
- (b) Governance Committee:
- i) The Governance Committee shall be Chaired by the Vice-President and composed of at least two other Executive members.
  - ii) The Governance Committee shall be familiar with the Governance By-Law and Policies, so that the Chair can be a resource to the Executive.
  - iii) The Governance Committee may recommend changes that a District might want to propose to the RTOERO Annual Meeting to amend the Governance By-Law and Policies.
- (c) Nominating Committee:
- i) The Nominating Committee, chaired by the District Past President, shall be composed of at least two other Executive Members.
  - ii) The Chair of the Nominating committee shall submit nominations for the elective officers of the District Executive to the Annual Meeting of the District.

### 3.02 **Standing Committees**

The District Executive (elected officers) shall appoint the Chairs and members of Standing Committees. The term of office of the Chairs and members will be consistent with the term of office (two years) of the District Executive members.

(a) Archivist Committee:

To retain, store and catalogue copies of past Minutes, Newsletters, and District Governance Policies, and other historical data of the District and RTOERO, and so maintain a complete historical record of the organization, in accordance with the RTOERO Archival Guide for Districts.

(b) Benefits Committee:

To assist the membership of the District with information regarding the RTOERO Group Insurance Program.

To recommend actions to the Executive to support achievement of RTOERO goals in this area.

(c) Communications Committee:

To prepare and distribute a newsletter to the District membership whenever the Executive deems it necessary.

To establish and maintain a District Website as required.

To communicate with the RTOERO Marketing and Communications Committee through the Committee liaison person.

(d) Goodwill Committee:

To communicate with District members in keeping with the *RTOERO* Goodwill Guidelines.

(e) Membership/Recruitment Committee:

To receive the membership lists from the RTOERO Office and use the information contained within the lists to provide programs and services to members in accordance with RTOERO privacy policies and direction.

To investigate and recommend to the Executive ways and means of increasing membership.

To assist with the organization of Retirement Planning Workshops (RPWs) at the District level.

To communicate with the Member Services Committee through the Committee liaison person.

(f) Political Advocacy Committee:

To coordinate political advocacy with respect to issues that affect members, as determined by the RTOERO Board of Directors and Political Advocacy Committee.

To liaise with other organizations which express an interest in pursuing political advocacy at the Provincial and Federal levels in the best interests of members.

To communicate with the RTOERO Political Advocacy Committee through the Committee liaison person.

To recommend actions to the Executive to support achievement of RTOERO goals in this area.

(g) Social Committee:

To be responsible for social activities as determine by the district.

(h) Travel Committee:

To plan trips and excursions for District members. All trips/excursions must adhere to the regulations of the Travel Industry Council of Ontario (TICO).

#### **Article 4 – BANKING AND FINANCE**

- 4.01 The fiscal year shall commence on January 1 and shall terminate on December 31 each year.
- 4.02 All funds accruing to the District shall be deposited in an accredited financial institution in the name of the District.
- 4.03 All accounts payable and other disbursements for expenses in excess of \$1,000 made by the District shall be made by cheque, signed by any two signing officers, with the exception of those Districts whose financial services are provided by the RTOERO Office.
- 4.04 The signing officers will include at least two of the following:
- i) President
  - ii) Treasurer
  - iii) Secretary

#### **Article 5 – POLICIES AND PROCEDURES**

##### **5.01 Policies**

i) Policies shall be statements of direction, in keeping with the RTOERO By-Law and Policies, which shall be used as guidelines for determining District practice. Procedures shall be the notation of methods agreed upon by the Executive members for dealing with day-to-day operations.

ii) Policies as required shall be appended to this District Governance Model.

##### **5.02 Procedures**

i) Procedures may be amended by the Executive.

ii) Procedures as required shall be appended to this District Governance Model

## **Article 6 – GOVERNANCE SAFEGUARDS**

### **6.01 Amendments to the District Governance Document**

*The District Governance Document may be amended* by the consent of two-thirds of the eligible District members voting at the Annual Meeting, or at a general meeting of the District, provided that a Notice of Motion has been sent to the members prior to the meeting; OR, by a 90% vote of the eligible District members voting at the Annual Meeting of the District, previous notice not having been given.

### **6.02 Amendments to Appendices**

Appendices may be amended at any time by an enhanced majority vote (66%) of the Executive.

### **6.03 Interpretation**

Nothing in this Governance document shall be interpreted in a manner or in terms inconsistent with the RTOERO Governance Policies nor in a manner or in terms prejudicial to the best interests of RTOERO.

### **6.04 Meeting Procedures**

The current edition of the Sturgis Standard Code of Parliamentary Procedure shall be the parliamentary authority used in the conduct of all meetings of RTOERO and its committees. An opportunity to declare a conflict of interest shall be provided at each meeting.

### **6.05 This Governance document replaces any and all Constitutions or recent Constitutions previously in force in the District.**

## **Appendix I RTOERO Code of Conduct [May 2019]**

### **Introduction**

The Retired Teachers of Ontario/Les Enseignantes et Enseignants Retraités de L'Ontario (RTOERO) recognizes and appreciates the dedication of its members to the organization, especially those who assume voluntary leadership positions at both the provincial and district levels.

The RTOERO is a community, with a Mission and Vision intended to further the common interests of its members. The Code of Conduct helps to ensure the success of our Mission and Vision. All members of RTOERO are required to adhere to the Code of Conduct in their dealings and interactions with members, staff, and visitors.

The Code of Conduct describes the expectations and obligations associated with membership in the RTOERO, and it authorizes the process by which members may be sanctioned for violations of the Code. In most circumstances, no sanction under the Code will affect a member's enrolment in any RTOERO group insurance plan.

The Code of Conduct applies to all RTOERO members (including "corporate members"), as defined in By-Law 2018-1, as amended. The Code of Conduct does not replace any person's rights or obligations under any law, regulation or by-law, including the Workplace Harassment Prevention Policy, Human Resource practices and the Occupational Health & Safety Act.

In all cases, disputes between members at the District level that would constitute a violation under this Code should attempted to be resolves at that level prior to utilizing the Code.

### **Expectations and Obligations of Members**

1. Members shall abide by the principles laid out in this Code of Conduct and comply with all applicable by-laws, rules, resolutions and policies of RTOERO.
2. Members shall act in a manner that is consistent with the values and principles enshrined in the Canadian Charter of Rights and Freedoms, and as stated in each individual provincial/territorial Human Rights legislation.
3. Members shall not engage in conduct or make personal public statements likely to harm, defame or otherwise discredit RTOERO or its services, programs or plans. Members shall not promote the insurance plans of RTOERO competitors.
4. Members shall not engage in conduct or make personal public statements likely to harm, defame, threaten or otherwise discredit any member, organization or guest participating in RTOERO affairs or activities.
5. Members shall respect the dignity of others and refrain from the use of profane, insulting or otherwise offensive language that constitutes the harassment or abuse of other members.
6. Members shall maintain, at all times, the confidentiality of all records and other confidential information of RTOERO.
7. Members shall not make use of or disclose RTOERO confidential information or records, except on a need-to-know basis and in the course of undertaking affairs, governance and activities of the RTOERO.
8. Members shall not use the confidential information obtained through their association with the RTOERO to further their private interests, and will otherwise avoid conflicts of interest.
9. Members shall not submit a false or dishonest claim for reimbursement of expenses or commit fraud against RTOERO.
10. Members shall not knowingly submit a false or vexatious complaint under the Code of Conduct.
11. Members shall respect the use of both Official Languages.

12. Members shall act in a manner that is ethical. Ethical principles govern how we make decisions that affect ourselves and others. Adhering to these ethical principles helps ensure that members, staff and guests may participate in activities in a safe, inclusive and accepting environment, where conflicts and differences can be addressed in a manner characterized by respect and dignity. They embody the following:

- integrity, reliability and moral action
- fairness
- accountability
- empathy
- trust
- open and honest communication with staff, members, other professional groups and the community
- sharing information in a timely manner, using a variety of methods to enhance the philosophy of RTOERO's "Service to Others".
- respect for human dignity, spiritual and cultural values, social justice, confidentiality, and democracy.

### **Sanctions**

Sanctions that may be imposed by the Board of Directors for a violation of the Code of Conduct include the following:

- (i) cautioning the member (this can be given orally or in writing, is advisory in nature and is considered less severe than a censure);
- (ii) censuring the member (this is a written expression of strong disapproval and is a formal condemnation of an individual by a group, i.e. the Board);
- (iii) removing the member from a local or provincial position of responsibility for a period of time not exceeding one year;
- (iv) suspending rights and benefits provided to the member (for a period of time not exceeding three years) with the exception of the right to participate in the RTOERO Group Insurance Plan.
- (v) in the case of a very serious or repeated breaches of the Code of Conduct, terminating the membership of a member. This will result in the member's ineligibility to participate in programs and services offered by RTOERO.

### **Process for Investigating and/or Resolving Complaints**

The Chief Executive Officer is authorized by the Board to make rules and procedures governing:

- (a) informal and formal processes for resolving Code of Conduct issues between members, and
- (b) the process by which written complaints about violations of the Code can be brought to the attention of RTOERO, and the procedures for handling and investigating complaints.

The process shall ensure procedural fairness for the parties.

**Appendix II**  
**District 43 Role Procedures**  
*(to be added locally)*