

**BYLAWS  
OF THE  
THE ELECTRICAL CONTRACTORS ASSOCIATION OF  
ALBERTA**

**ARTICLE 1 - INTERPRETATION:**

In these By-laws, the singular shall include the plural and plural, the singular; the word “person” shall include firms, partnerships, corporations and incorporated societies and the masculine shall include the feminine. Wherever reference is made to any Statute or Section thereof, such reference shall be deemed to extend and apply to any amendment to the said Statute or Section, as the case may be.

**ARTICLE 2 - MEMBERSHIP:**

**Section 1 - Membership in the Association shall consist of:**

- (a) **“Members”** (in these By-laws referred to as Members or Member). Any person, firm or corporation engaged in the business of “Electrical Contracting” may be eligible to become a Member of the Association. “Electrical Contracting” shall mean the business of erecting or installing electrical installations or equipment or the business of erecting or installing and repairing, servicing or maintaining electrical installations or equipment;
- (b) **“Associate Members”** (in these By-laws referred to as Associate Members or Associate Member). Any person who is actively engaged in the activities associated with electrical contractors, such as supply people, technical people, people who have similar interests to those of electrical contractors, and other personnel as deemed by the Board of Directors, may be eligible to become an Associate Member of the Association;
- (c) **“Honorary Members”** (in these By-laws referred to as Honorary Members or Honorary Member). The Association may, at a General Meeting, elect any person to be an Honorary Member of the Association. Honorary Membership in the Association will be granted normally only as an expression by the Association of its appreciation for distinguished services to or in the interests of the Association. Nominations for Honorary Members shall come through the Nominating Committee.
- (d) **“Lifetime Memberships”** - Lifetime Memberships shall be considered and approved on the following basis:

- i) Person must have retired from a Member company in the three years prior to his/her nomination; and
  - ii) must meet the merit guidelines established from time to time and evaluated by the Nominating Committee.
- (e) **“Regulated Members”** - Any person registered as a Professional Electrical Contractor, Student Professional Electrical Contractor, Certified Master Electrician or Registered Master Electrician in accordance with the Professional Electrical Contractors Regulation under the Professional and Occupational Associations Registration Act. With respect to Professional Electrical Contractors, these are Regulated Members who have successfully completed the professional education program defined as the following:
- i) Accounting Principles for Professional Electrical Contractors;
  - ii) Business and Public Relations;
  - iii) Assessing and Finalizing the Tender;
  - iv) Legal Implications for Professional Electrical Contractors;
  - v) Electrical Project Management; and
  - vi) Safety Principles for Professional Electrical Contractors

**Section 2 - Procedure:**

Applications for Membership shall be subject to approval by the Board of Directors under such procedures as they may adopt.

**Section 3 - Withdrawal:**

- (a) Any Member may withdraw from the Association by submitting a written notice of resignation, providing the fees, dues, assessments, and special assessments outstanding are fully paid.
- (b) The Board of Directors will have the power, by a vote of two-thirds of the members of the Board, to admonish or suspend any Member whose conduct shall be determined by the Directors to be improper, unbecoming, or likely to endanger the interest or reputation of the Association, or who willfully commits a breach of the By-laws of the Association. No Member shall be admonished or suspended without being notified of the charge or complaint against him and without having first been given the opportunity to be heard by the Directors at a meeting having one of its purposes to hear the complaint or charge laid against the Member. The affected

Member has the right to appeal the decision of the Directors at the next Annual General or Special General Meeting. In any event, at the next Annual General Meeting, or Special General Meeting, the Members shall vote to either reinstate or continue the suspension of a Member, or shall, by majority vote, direct that expulsion proceedings take place pursuant to Section 3(c).

- (c) The membership shall have the power, by a vote of two-thirds of those present, to expel any Member whose conduct shall have been determined by the Membership to be improper, unbecoming, or likely to endanger the interests or reputation of the Association or the reputation of a Member, or who willfully commits a breach of the By-laws of the Association. No Member shall be expelled without having first been given an opportunity to be heard by the Members at an Annual General Meeting or a Special General Meeting, such meeting having one of its purposes to hear the complaint or charge laid against the Member.

### **ARTICLE 3 - CHAPTERS:**

**Section 1 -** The forms and terms of Chapter organization shall be determined by the Board of Directors.

**Section 2 -** An application for Chapter Status shall be signed by not less than five Members in good standing of the Association.

**Section 3 -** Each Chapter shall have included in its name the words of “Electrical Contractors Association of Alberta”.

**Section 4 -** Each Chapter shall adopt a set of working rules. The working rules shall be consistent with these By-laws and shall be approved by the Board of Directors.

**Section 5 -** Upon the Board of Directors determining a Chapter each Member shall become a Member of the chapter if the Member comes within the definition of the form and terms of the Chapter organization.

**Section 6 -** A Chapter meeting shall be considered as a Special Group Meeting.

### **ARTICLE 4 - REGISTRATION FEES, DUES AND ASSESSMENTS:**

**Section 1 -** Each new Member shall pay a \$75.00 registration fee which shall be payable upon acceptance into membership. The fees for Associate Members and Regulated Members, shall be established by the Board.

**Section 2 -** Dues, assessments and special assessment which are to be paid by Members, Associate Members, Honorary Members, Lifetime Members or Regulated Members, shall be established and become payable as determined by the Board provided that Members who are covered by Registration Certificate Number 52 shall not pay dues, assessments or special assessments, whether pursuant to a Collective Agreement or otherwise, in excess of dues, assessments or special assessments paid by Members not covered by these registration certificates.

**Section 3 -** If any Member shall fail to pay his fees, dues, assessments or special assessments within two months after same have become due, registered notice to his last known address shall be sent to him by the Association, and if after such notice the fees, dues, assessments or special assessments shall not be paid within thirty (30) days, such Member shall be suspended from all privileges of Membership. The Board of Directors may, for cause deemed by it sufficient, extend the time for payment and for the application of the suspension, and may reinstate such Member upon such terms as they deem just.

**ARTICLE 5 - MEETINGS:**

**Section 1 - Official Association Meetings:**

Every meeting of the Association shall conform to the following:

- a) the proper notice shall have been issued;
- b) the appropriate quorum shall be present;
- c) minutes shall be kept; and
- d) minutes shall be filed with the appropriate office(s).

With these four criteria, the meeting shall be considered an “official” meeting of the Association.

**Section 2 - Types of “Official” Association Meetings:**

- a) Annual General Meeting;
- b) Special General Meeting;
- c) Special Group Meeting;
- d) Board of Directors Meetings;
- e) Board Committee Meetings;
- f) Standing Committee Meetings;
- g) Special Committee Meetings; and
- h) Sub-Committee Meetings.

**Section 3 - Meeting Notices:**

Meeting notices shall contain:

- a) purpose(s) for which the meeting is called;
- b) the date, time and place of the meeting;
- c) the list of Members eligible to attend;
- d) the quorum that is required to make the meeting “official”;  
and
- e) who is calling the meeting.

No motions shall be entertained at such a meeting unless they are germane to the purpose(s) for which the meeting was called.

**Section 4 - Quorum at “Official” Association Meetings:**

At all “official” Association meetings the quorum shall consist of not less than two Members plus twenty-five percent (25%) of all Members eligible to attend the meeting, rounded to the next whole number. If a committee or sub-committee consists of only two (2) Members, then those two (2) shall form the quorum. In the event that a quorum is not present within one hour of the time given in the notice for the start of the meeting then a motion will be entertained to adjourn the meeting for a period of not less than fifteen (15) days.

**Section 5 - Voting Power:**

- (a) Except as provided in (b) and (c) below, at any “official” meeting of the Association only eligible Members (i.e. Article 2, Section 1(a) membership) shall be entitled to vote. Each eligible Member shall have one vote for each corporation, partnership or single proprietorship. All persons voting must be duly authorized by the corporation, partnership or single proprietorship who is the registered Member of the Association, and, if such person is not listed with the Association prior to the meeting, a letter of authorization must be presented to the meeting.
- (b) At “Special Group” and/or “Special Committee” meetings held for and by Regulated Members (i.e. Article 2, Sections 1(e) memberships) only eligible Regulated Members, respectively, shall be entitled to vote, and each shall have one vote.
- (c) At “Special Group” and/or “Special Committee” meetings held for and by Members (i.e. Article 12, Section 1(a) membership) covered by Alberta Labour Registration Certificate Number 52, issued under the Labour Relations Code of Alberta, only these Members shall be entitled to vote. Each eligible Member shall have one vote for each corporation, partnership or single proprietorship except as provided in Article 16, Section 5(b). All persons voting must be duly authorized by the

corporation, partnership or single proprietorship who is the registered Member of the Association, and, if such person is not listed with the Association prior to the meetings, a letter of authorization must be presented to the meeting. No member of the Labour Union affected by the meeting shall be allowed to the meeting or to vote thereat.

- (d) Associate Members, Honorary Members and Lifetime Members (i.e. Article 2, Sections 1(b), 1(c) and 1(d) memberships) shall not be entitled to vote.
- (e) Suspended members (or Article 2, Section 1 (a), (e) & (f) memberships) shall not be entitled to vote.
- (f) Proxies shall not be allowed.

**Section 6 - Annual General Meetings:**

The fiscal year of the Association shall commence on the first day of January in each year, and the Annual General Meeting shall be held within six months of the first day of January each year as determined by the Board of Directors. It shall be convened in such place as may be determined by the Board of Directors to receive reports of officers and Committees, to hold elections, and for all other general or specific purposes relating to the direction of the Association's affairs. Notice of such Annual General Meeting shall be mailed to each Member of the Association at least fifteen (15) days prior to the date of the meeting. Such period shall exclude the date on which the notice is posted, but include the date for which the notice is given.

**Section 7 - Special General Meetings:**

Special General Meetings of the Association shall be held upon the request of the Board of Directors, or the number of Members that would constitute a quorum at such a meeting. Notice of such Special General Meeting shall be mailed to each Member of the Association at least fifteen (15) days prior to the date of the meeting. Such period shall exclude the date on which the notice is posted, but include the date for which the notice is given.

**Section 8 - Special Group Meetings:**

Special Group Meetings of the Association shall be held upon the request of the Board of Directors, or an authorized committee, or the number of Members that would constitute a quorum at such a meeting. Notice of such Special Group Meetings shall be mailed to each Member of the Association at least fifteen (15) days prior to the date of the meeting. Such period shall exclude the date on which the notice is posted, but include the date for which the notice is given.

**Section 9 - Other Meetings:**

All other meetings of the Association shall be held at the call of the chair or upon the request of a number of Members that would constitute a quorum at such meetings. The notice shall comply with the provisions of other sections of these By-laws. The notice period shall exclude the date on which the notice is posted but include the date for which the notice is given, and in no case be less than forty-eight (48) hours.

**ARTICLE 6 - GOVERNMENT:**

The Board of Directors shall, subject to any By-law or directions given it by a majority vote at any Annual General or Special General Meeting properly called and constituted, have full control and management of the affairs of the Association.

**ARTICLE 7 - BOARD OF DIRECTORS:**

**Section 1 - Composition:**

The Board of Directors (in these By-laws referred to as “The Board” or “The Directors”) shall consist of not less than ten (10) Members nor more than twenty-five (25) Members. Each member of the Board of Directors shall be the duly authorized representative of a Member of the Association. The Board of Directors shall be composed of each Chapter President, the immediate Past President of the Association, the elective officers of the Association as provided for in Article 8, and such other persons, including the Chairman of the Regulated Members Committee as elected by their members, Chairman of the Labour Relations Committee, as elected by the annual special group meeting of the Members of Association who are covered by Registration Certificate Number 52, and including elected directors who are representatives of groups that are recognized by the membership at the Annual General Meeting, to fill the number of positions of the Board of Directors as may be determined by the Annual General Meeting. In the event that the Board of Directors determine between Annual General Meetings that additional Directors (not to exceed two `2’ in any one year) should be added to the Board of Directors to perform special functions, the Board shall direct that a mail ballot be taken of the Membership to so elect the increased composition of the Board of Directors.

**Section 2 - Powers:**

The Board shall have supervision of the affairs and the objectives of the Association and shall have discretion in the disbursement of funds. It may appoint such agents as it may consider necessary, and fix the number, title and compensation of employees. In the case of agents or employees employed for the purposes of Article

16, such action shall be taken with the agreement of the Labour Relations Committee.

**Section 3 Meetings:**

Meetings of the Board of Directors shall be held as often as the affairs of the Association require and shall be called by the President. Notice of every meeting shall be communicated to each Director not less than three (3) days (excluding the day on which notice is communicated, but including the day for which notice is given) before the meeting is to take place, provided that meetings of the Directors may be held at any time without formal notice if all Directors are present or those absent have waived notice or signified their consent in writing to the meeting being held in their absence. Each Chapter President may, as he deems it advisable, appoint an alternative to any meeting of the Board with full power and authority to act in his stead.

**Section 4 - Quorums:**

Quorums for Board of Directors meetings will be as determined by Article 5 - Section 4.

**Section 5 - Term of Office:**

Board of Directors shall serve until their successors are elected and installed.

Any Director who is a representative of a Member firm who is under suspension shall automatically be suspended.

**ARTICLE 8 - OFFICERS:**

**Section 1 -** The elective Officers shall be a President, Vice-President and a Secretary-Treasurer as well as such Officers as elected by the Members at the Annual General or Special General Meeting. Only representatives of Members shall be eligible to hold office, however, no more than one person from each Member shall become an Officer of the Association during any one year.

**Section 2 -** The elected Officers shall be elected at each Annual General Meeting or at a Special General Meeting if a vacancy exists and shall serve until their successors are elected and installed.

**Section 3 -** Any Officer of the Association may be removed by two-thirds (2/3) majority vote of the Board of Directors. In the event that the Board removes an Officer of the Association, and in the event the Annual General Meeting does not occur first, the Board shall call a Special General Meeting of the Association to be held within sixty (60) days of the date of removal in order that at such meeting an election will take place to fill such vacancy.

**Section 4 - The President:**

- (a) shall call when so directed an Annual General Meeting and Special General Meeting of the Association, and shall preside as Chairman at the same; and
- (b) shall preside as Chairman over all meetings of the Board of Directors, and
- (c) shall be an ex officio Member of all other Committees, except the Nominating Committee, the Professional Electrical Contractors Committee, and the Labour Relations Committee; and
- (d) shall perform such duties as are normally indicated by the title, consistent with these By-laws and as may from time to time be assigned by the membership.

**Section 5 - The Vice-President:**

- (a) shall perform the duties of the President in the event of inability of the President to do so and for this purpose shall be vested with the powers and authorities of the President for the time or specific action required; and
- (b) shall carry out such other duties as may be required or assigned from time to time by the Membership.

**Section 6 - The Secretary-Treasurer:**

- (a) shall arrange for the proper collection, safekeeping, banking and disbursements of the funds of the Association and for this purpose shall keep and maintain in good order books of account in which shall be recorded all financial transactions, and shall make a full report of such funds and accounts as the Board of Directors or General Membership shall require; and
- (b) shall be responsible together with the President to authorize signing officers for all cheques drawn upon the Association's funds; and
- (c) shall arrange for the audit of the Association's books as prescribed by these By-laws; and
- (d) shall turn over to his successor upon the expiry of, or upon the termination of his term of office, all funds, accounts, books, receipts, records and other documents or property of the Association which he may have in his custody or control; and

- (e) shall keep and maintain in good order a proper record of the proceedings of every meeting of the Association and Board of Directors and of such other meetings or groups and committees as may be directed; and
- (f) shall perform all the usual duties of the Secretary-Treasurer and such other duties as may be required or assigned from time to time.

**Section 7 -** All Officers and employees handling money on account of the Association shall be bonded. The costs of such bonding shall be paid by the Association.

## **ARTICLE 9 - BOARD, STANDING AND SPECIAL COMMITTEES:**

### **Section 1 - Board Committees:**

Board Committees shall be established to deal with matters of the Association such as finance, management, and such other matters as may be deemed necessary from time to time. The membership of such Committees shall be drawn from the Board of Directors.

### **Section 2 - Standing Committees:**

Standing Committees shall be appointed to deal with Business and Public Relations; Apprenticeship and Technical Training; Legislation and Taxation; Membership and Education; Non-union Labour Relations; and such other subjects as may from time to time be deemed necessary by the Board of Directors. They shall receive instructions from the Board, Report to the Board of Directors and shall be as representative as possible. Each Standing Committee, if its Chairman is not a Director, shall include at least one Member from the Board of Directors.

### **Section 3 - Special Committees:**

The President shall, with the approval of the Board of Directors, appoint such Special Committees as may from time to time be necessary for the purposes of the Association. Without limiting the generality of the foregoing, such special committees shall include the Registration Committee, the Practice Review Committee and the Discipline Committee as outlined in the Professional Electrical Contractors Regulation under Professional and Occupational Associations Registration Act and as recommended by the PEC Committee.

### **Section 4 - Nominating Committee:**

At each Annual General Meeting of the Association a Nominating Committee consisting of three (3) past presidents of the Association shall be elected to serve until such time as their successors are elected.

**Section 5 - Labour Relations Committee:**

A Special Group Meeting shall be called, within six months of the Association's fiscal year end, of the Members who are covered by Registration Certificate Number 52 issued under the Labour Relations Code of Alberta and entered into by the Association as a Registered Employers' Organization. The meeting shall be held in conjunction with the Annual General Meeting of the general membership of the Association if feasible. The determination of when and where the Annual Labour Relations Meeting is held shall lie solely with the Labour Relations Committee.

The purpose of this meeting is to elect the Labour Relations Committee a Chairman, a Vice Chairman, and "other" Members, and to elect to the Labour Relations Nominating Committee three Members, all of whom shall be eligible to attend Labour Relations Meetings as determined by Article 16 of these By-Laws. If this Annual Labour Relations Meeting is to consider other purposes, a proper notice (as per Article 5, Section 3 of these By-Laws) outlining these purposes must be given fifteen (15) days prior to the Meeting, which shall exclude the date on which the notice is posted but shall include the day of the Meeting. The Meeting must have a quorum (as per Article 9, Section 7 of these By-Laws) and all the Members in attendance at the Meeting shall carry at least twenty (20) weighted votes (calculated in accordance with Article 16, Section 5(b) of these By-Laws).

The minimum number of "other" Members that shall be elected to the Labour Relations Committee shall consist of one Member from each Chapter that has Members eligible to attend Labour Relations Meetings, unless no nomination was received from the Chapter. The immediate past Chairman of the Labour Relations Committee shall automatically be a member of the Committee. In case of a vacancy on the Committee, the Association shall conduct a mail ballot within fifteen (15) days of being informed of the vacancy so as to fill the vacancy within forty-five (45) days of its occurrence. Nominations for Chairman, Vice Chairman and "other" Members to the Labour Relations Committee at the next Annual Labour Relations Meeting shall come from the Labour Relations Nominating Committee elected at this Meeting, and the Labour Relations Nominating Committee shall be governed by Article 9, Section 7(c) to 7(i) of the Working Rules.

**Section 6 - Professional Electrical Contractors Committee:**

In conjunction with the Annual General Meeting of the Electrical Contractors Association of Alberta, a Special Group Meeting shall be called of the Professional Electrical Contractors as covered by the Professional Electrical Contractors Regulations under Professional and Occupational Associations Registration Act in the Province of Alberta.

The purpose of this meeting is to elect a Chairman; and special committees of Registration Committee, Practice Review Committee and Discipline Committee as required in the Professional Electrical Contractors Regulations under POARA.

The Registration Committee will appoint members to a Master Advisory Sub-committee, and identify a Registration Committee Member as a Chair. The Masters Advisory Sub-committee shall be responsible for advising the Registration Committee with respect to:

- a) the Registered and Certified Masters Program course and examination content;
  - Including the development of exam questions, and exams;
  - Modifying the exams to reflect changing Electrical Code requirements; and
  - Modifying the exams to reflect changing legislation that impact the Electrical Industry.
- b) Assessing eligibility to write the Master Electrician exam;
- c) Evaluating trade credentials;
- d) Policy statements with respect to qualifications and administration of the Master Electrician Certificate; and
- e) as well as reviewing educating bodies for delivery of the Master Electrician course content education.

The Masters Advisory Sub-committee shall have representation from:

- a) Non-Regulated Members, including:
  - Government
  - Alberta Municipalities
  - Educational Institutes
  - P.E.C. Registrar;
- b) Registered Master Electricians:
  - Electrical Safety Codes Officers;
- c) Certified Master Electricians:
  - Electrical workers;
  - Professional Electrical Contractors

If this meeting is to consider other purposes, a proper notice as in Article 5, Section 3 must be given fifteen (15) days prior to the meeting, which shall exclude the date on which the notice is posted but shall include the day of the meeting. The meeting must have a quorum (as per Article 9 Section 8).

## **Section 7 - Sub Committee:**

A sub-committee is appointed by a committee to perform a specific function or task.

**Section 8 - Quorums:**

Quorums for all official meetings will be determined by Article 5, Section 4.

**ARTICLE 10 - BORROWING POWERS:**

For the purpose of carrying out its objects, the Association may borrow or raise or secure the payment of money in such manner as it deems advisable, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the Association and in no case shall debentures be issued without the sanction of a special resolution of the Association.

**ARTICLE 11 - REMUNERATION:**

Unless authorized by the Board of Directors, no Officer or Member of the Association shall receive any remuneration for his services.

**ARTICLE 12 - BY-LAW REVISIONS:**

These By-laws may be revised or modified at an Annual General or Special General Meeting of the Association at which a quorum is present by passing a special resolution upon a three-quarter (3/4) affirmative vote of the Members voting, provided the proposed revision or modification shall have been submitted in writing by a Member in sufficient time to be published by the Association at least thirty-five (35) days prior to the meeting. Proposed amendments to, or substitutes for, proposed modifications which are germane but which increase the modification of the By-law to be modified may be submitted to the Association at least twenty-five (25) days prior to the meeting. A copy of the same shall be sent by the Association to all Members at least twenty-one (21) days prior to such meeting. Each such proposed amendment to, or substitute for the proposed modification shall be considered by the Association at its meeting together with the modification originally proposed along with other proposals made at the meeting in accordance with the current edition of Robert's Rules of Order Revised, in so far as they are not inconsistent with the provision of the Societies Act of the Province of Alberta.

**ARTICLE 13 - AUDITING:**

The books, accounts and records of the Association shall be audited at least once each year by a Chartered Accountant or by two Officers of the Association appointed for the purpose at the Annual General Meeting. A complete proper statement of the standing of the books for the previous year shall be submitted to the Annual General Meeting of the Association.

**ARTICLE 14 - SEAL:**

Documents issued by the Association shall be certified with the seal of the Association at the discretion of the Board of Directors. The seal shall be in such form as may be determined by the Board of Directors. The Treasurer shall have custody of the seal.

**ARTICLE 15 - WORKING RULES:**

The Board of Directors shall follow the Working Rules of the Association as established by the Membership during Annual General and Special General Meetings, covering the operations of the Board of Directors, Board, Standing, Special, and Nominating Committees, and the conduct of the Association's business at the Annual General Meeting and other meetings of the Association. The Working Rules shall form a supplement to these By-laws.

**ARTICLE 16 - LABOUR RELATIONS:**

**Section 1 -** All matters relating to I.B.E.W. collective bargaining and subsequent labour relations matters arising from Certificate Number 52 will be handled solely by the Labour Relations Committee. The Chairman of the Labour Relations Committee shall automatically be a Member of the Electrical Contractors Association Board of Directors to serve as a liaison between the Labour Relations Committee and the Board of Directors. In all Committee proceedings, each Committee Member shall have one vote and a simple majority shall govern. The Labour Relations Committee shall submit an annual operation budget to the Board of Directors and participate in the budgeting process of the Association. The Board of Directors shall allocate sufficient funds for the conduct of those matters within the control of the Labour Relations Committee and the approved Labour Relations Committee budget shall be a reasonable percentage of the total operating budget of the Electrical Contractors Association.

Notwithstanding required liaison between Labour Relations Committee and other groups, the Labour Relations Committee shall be responsible only to Members and Non-Members covered by Registration Certificate Number 52.

**Section 2 -** By virtue of its application for the admission to Membership in the Association, the Member agrees that it shall be deemed to have covenanted jointly and severally with the Association and each of its Members during the period of such Membership, whether under suspension or not, to perform and be bound by each and every of its duties, obligations, covenants and agreements set forth herein,

and after the termination of such period of Membership, to be bound by and to observe each and every of the duties, obligations, covenants and agreements set forth herein:

- (a) to assign and by continuance of its Membership to be deemed to have assigned to the Association during the continuance of Membership, the rights to bargain collectively with trade unions in respect to all the electrical construction trades with which it has entered into a collective bargaining relationship in Alberta;
- (b) to exclusively authorize the Association and does appoint the Association as its exclusive agent:
  - (i) to bargain collectively on the Member's behalf and in accordance with the provisions of these By-laws to enter into a collective agreement or collective agreements or other undertaking or contracts with the said Trade Union or Trade Unions with reference to the employment of labour on such terms as the Association considers proper, and to amend, vary, modify, cancel or terminate the same;
  - (ii) to perform any acts on behalf of the Member concerned with any matters arising under The Alberta Labour Relations Code or other applicable Statutes of Alberta relating to labour relations;

and agrees that it will not perform on its own behalf or authorize or appoint any other person, firm, or corporation to perform any of the aforesaid matters or things; and

- (c) to be bound during their respective terms by all collective agreements and other undertakings and contracts containing provisions as to rates of pay, hours of work and other terms and conditions of employment of labour, and all rules and regulations governing working conditions of whatsoever nature, entered into, arranged, accepted, set up, or approved by the Association in accordance with the provisions of these By-laws.

**Section 3 -** The Board of Directors shall, with respect to registration or accreditation, decide as to the manner and form of any application and as to whether it shall be province-wide or shall be made on a local basis or any variation thereof.

**Section 4 -** No Collective Agreement, in respect to any electrical construction trade within the Province of Alberta, falling within the scope of Registration Certificate Number 52 shall be executed by any Contractor until approved by the Unionized Members through its Labour Relations Committee and countersigned by the Chairman of the Labour Relations Committee.

**Section 5 -** (a) The Labour Relations Committee shall call, as required, special group meetings of the Members of the Association who are covered by Registration Certificate Number 52 issued under the Labour Relations Code of Alberta and entered into by the Association as a Registered Employers' Organization. A proper notice (as per Article 5, Section 3 of these By-Laws) must be given fifteen (15) days prior to a meeting, which shall exclude the date on which the notice is posted but shall include the day of the meeting. Each meeting must have a quorum (as per Article 5, Section 4 of these By-Laws) and all the Members in attendance at the meeting shall carry at least twenty (20) weighted votes (calculated in accordance with Article 16, Section 5(b) of these By-Laws). If shorter notice is required by negotiating time limits, the first item of business shall be the approval of such shorter notice. No other Members shall attend these meetings or vote thereat, nor shall any representative of any eligible Member be allowed to attend these meetings or vote thereat, if such representative is a Member of the trade union(s) affected by the meeting or the vote.

Prior to signing a Collective Bargaining Agreement, a meeting, or meetings, shall be called for the purpose of voting on its acceptance or rejection. If more than one meeting is required (to be held at various locations) a recording secretary shall keep track of the Members in attendance at each meeting and determine if the Members at all meetings meet the quorum requirements (as per Article 5, Section 4, including at least twenty (20) weighted votes calculated in accordance with Article 16, Section 5(b) of these By-Laws). The acceptance/rejection votes shall be carried out by secret ballot, and all ballots from each location shall be sealed until the votes from all locations are completed; scrutineers shall then determine the outcome of the vote and report it to the Chairman of Labour Relations.

(b) Members who are present and entitled to vote at a meeting called in accordance with this Article 16, Section 5(a) shall each have the number of votes as set out in sub-sections (i) to (v) below:

- (i) One vote for each Member who has reported up to 2,500 work-hours for its bargaining employees to the Electrical Industry Education Trust Funds of Northern and Southern Alberta during the consecutive 12-month period as of the latest report received at the Electrical Contractors Association of Alberta office prior to the meeting date;
  - (ii) Two votes for each Member who has reported 2,500 work-hours but not over 10,000 work-hours as defined in (i) above;
  - (iii) Three votes for each Member who has reported over 10,000 work-hours but not over 30,000 work-hours as defined in (i) above;
  - (iv) Four votes for each Member who has reported over 30,000 work-hours but not over 60,000 work-hours as defined in (i) above;
  - (v) Five votes for each Member who has reported over 60,000 work-hours as defined in (i) above.
- (c) The provisions of Article 16, Section 5(b) shall not apply to votes taken on matters relating to the registration of the Employers' Organization or on lockouts.

#### **ARTICLE 17 - ARBITRATION:**

In any dispute arising out of the affairs of the Association between any Members of the Association or between:

- (a) A Member, or a person who is aggrieved and who has for not more than six months ceased to be a Member, or,
- (b) A person claiming through the Member or aggrieved person or claiming under the By-laws of the Association, and the Association, or an Officer or Director of the Association, shall be decided by arbitration under the Arbitration Act of Alberta.

#### **ARTICLE 18 - VALIDITY OF ACTS:**

**Section 1 -** All acts bona fide done by any meeting of Directors or by a Committee of the Directors, or by any person acting as a Director, shall, notwithstanding if it be afterwards discovered that there was some defect in the appointment of any such Director or person acting

as aforesaid, or that they or any of them were disqualified, be as valid as if every such person has been duly appointed, and was qualified to be a Director.

**Section 2 -** Every Officer, Director, Manager, or other agent or employee shall be indemnified by the Association against all costs, losses or expenses which he may incur or become liable to by reason of any contract entered into or act or thing done by him as such Officer, Director or servant or in any way in the discharge of his duties.

**ARTICLE 19 - AGENT:**

The Association and a Member may agree for the Association to act as an agent on behalf of the Member on any Labour Relations matters which are not covered by Article 16 - Sections 1 to 5.

**ARTICLE 20 - ASSOCIATION'S REGISTRAR:**

The Board shall appoint a person in accordance with the Professional Electrical Contractors Regulation under Professional and Occupational Associations Registration Act who:

- (a) shall act as the Association's Registrar and perform all duties outlined in the Professional Electrical Contractors Regulation under Professional and Occupational Associations Registration Act; and
- (b) shall issue annual membership cards to Regulated Members as outlined in the Professional Electrical Contractors Regulation under Professional and Occupational Associations Registration Act to expire on December 31st of each year.