

REGULATION 18

Public Service Alliance of Canada

Enacted this 23rd day of February 2023

AUTHORITIES AND PRINCIPLES OF TRUSTEESHIP AND ADMINISTRATION

1. Authority for Trusteeship

1.1. As set out in Section 25, Sub-Section (9) of the PSAC Constitution, the National Board of Directors has the authority to appoint a trustee to manage any Regional Council, Component, Local, or Branch considered to be in violation of the PSAC Constitution.

1.2

- a) The principles and process outlined in this Regulation shall apply to trusteeship decisions enacted by the PSAC National Board of Directors.
- b) This Regulation shall also serve to guide those trusteeship decisions made by Components towards the locals and branches within their authority, in accordance with the Bylaws of the respective Component; and those trusteeship decisions made by regions towards those Directly Chartered Locals and regional bodies within the authority of each region, in accordance with the Bylaws of the respective region. As confirmed in Section 9, Sub-Section (1) and Section 16, Sub-Section (1), Component and regional Bylaws shall be fully consistent with the PSAC Constitution and shall in no way contravene its provisions and principles.
- c) Where Component or regional Bylaws are silent on trusteeship, the PSAC Constitution and this Regulation shall prevail.

1.3

- a) Placing a sub-organization in trusteeship is not intended as a punitive measure. The appointment of a trustee is to help an inactive or dysfunctional sub-organization restore their capacity for positive activity and functionality. The use of trusteeship is a restorative measure to address the cause(s) that gave rise to the trusteeship, to rebuild the capacity of the sub-organization to fulfill its mandate toward the membership.
- b) Trusteeship can also be an emergency measure designed to halt activities of a sub-organization that would normally be addressed through an investigative process.

2. Consideration of Trusteeship

- 2.1 Where the National President has substantive evidence that trusteeship would be in the best interest of PSAC and/or the best interest of the members of the sub-organization, the National President will bring to the National Board of Directors a written recommendation to appoint a trustee, written reasons for the recommendation, and supporting documentation and/or evidence.
- 2.2 The National President will provide the executive members of the sub-organization a minimum notice of five calendar days of the date and location of the meeting of the National Board of Directors at which the recommendation will be considered.
- 2.3 At the discretion of the National Board of Directors, any member of the executive of the sub-organization, or any member of the sub-organization, may speak to the meeting of the National Board of Directors at which the recommendation is being considered provided the member is in good standing. If the National Board of Directors chooses to allow one or more speakers, the Board will decide at the start of the meeting who may speak and how much time to allocate to each speaker.
- 2.4 Any member of the executive of the sub-organization or any member of the sub-organization may make a written submission to the National Board of Directors in advance of the meeting at which the recommendation is being considered. Only written submissions from members in good standing will be distributed to the National Board of Directors.
- 2.5 The decision of the National Board of Directors to appoint a trustee to manage the affairs of a sub-organization shall be made in-camera, by a vote requiring a simple majority. The outcome of this decision shall be communicated as a determination made by the National Board of Directors, and not of an individual Board member.

3. Selection of Trustee and Deputy Trustee(s)

- 3.1 The National President shall recommend to the National Board of Directors the person the National President believes is best suited to serve as Trustee and provide reasons for the recommendation.
- 3.2 The National President shall take all necessary steps to ensure that the person recommended to serve as Trustee does not have any real or perceived conflicts of interest in assuming the role of Trustee.
- 3.3 If the National Board of Directors decides not to appoint the National President's recommendation for Trustee, the National President will submit two other names for consideration by the National Board of Directors, as well as the reasons for the nominations and assurances that the two people do not have any real or perceived

conflicts of interest in assuming the role of Trustee. The National Board of Directors must appoint one of the two persons nominated.

- 3.4 The National President shall be required to have the names of three possible Trustees – their initial recommendation for Trustee and two other nominees – ready in advance of the National Board of Directors meeting, in order for the appointment of Trustee to be completed in a timely manner.
- 3.5 Once the National Board of Directors appoints the Trustee, the National President shall meet with the appointed Trustee and together they will decide whether the situation requires the appointment of deputy trustees. The National President shall have the authority to appoint deputy trustees as required.
- 3.6 Within three working days of the decision of the National Board of Directors to place a sub-organization in trusteeship, the National President shall notify all members of the sub-organization of the decision and the reasons for the decision, as well as the name and contact information of the Trustee. It is recognized that this initial communication will be followed-up through ongoing communications to the membership by the Trustee and Deputy Trustee(s) in accordance with Section 5.6.
- 3.7 The National President will provide the members of the sub-organization information with respect to the role and authority of the Trustee, and the anticipated actions of the Trustee to guide the sub-organization through their trusteeship. It is recognized that these actions will evolve as work on the trusteeship advances. The Trustee shall keep the members of the sub-organization informed on their work and the steps required for the conclusion of the trusteeship.
- 3.8 The National President will explain to members of the sub-organization that all members under a trusteeship remain in good standing and continue to enjoy all rights of membership unless they have been disciplined or found guilty of violating the PSAC Constitution.
- 3.9 The National President shall inform the members of the sub-organization of the names and contact information of the Deputy Trustee(s) as soon as possible after appointment.

4. Authority of Trustee and Deputy Trustee(s)

- 4.1 The Trustee has full authority, subject to the authority of the National President and the National Board of Directors, to conduct the affairs of the sub-organization and to carry out the duties that would normally be carried out by the officers and/or executive members of the sub-sector organization.

- 4.2 The appointed Trustee may delegate authority to appointed Deputy Trustees as required and appropriate.
- 4.3 In carrying out their authority, the Trustee and Deputy Trustee(s) must respect the PSAC Constitution and Regulations and the bylaws of the sub-organization. The Trustee and Deputy Trustee(s) must respect the financial obligations of the sub-organization and uphold their fiduciary responsibilities of the sub-organization towards their membership.
- 4.4 Any costs arising from the enactment of trusteeship shall be borne by the body placed in trusteeship.

5. Duties of the Trustee and Deputy Trustee(s)

- 5.1 The Trustee shall fulfil all obligations that would normally be fulfilled by the officers of the sub-organization. The Trustee shall define the scope of responsibility for any Deputy Trustee(s) at the time of their appointment, with overall responsibility for the sub-organization residing with the Trustee.
- 5.2 The Trustee is responsible for the management and delegation of work of any staff of the sub-organization.
- 5.3 The Trustee may engage an Administrator and any other staff necessary to operationalize the trusteeship. The Trustee will provide a mandate to the Administrator and shall oversee the work of the Administrator and any other staff employed as part of the trusteeship.
- 5.4 The Trustee shall ensure the representation of the sub-organization at any labour/management forum and any related consultative bodies.
- 5.5 The Trustee shall hold membership meetings, and all other meetings required by the PSAC Constitution and/or as deemed necessary by the Trustee. The bylaws of the sub-organization being suspended, they can provide direction to the Trustee.
- 5.6 The Trustee shall communicate regularly with the membership of the sub-organization about all matters of concern to the membership, including all matters related to the trusteeship and the role and responsibilities of any appointed Deputy Trustee(s). The Trustee shall work with the Deputy Trustee(s) to establish regular membership communications on the work underway to engage members in the restoration of the sub-organization.
- 5.7
 - a) Any appointed Deputy Trustee(s) are accountable to the Trustee. Deputy Trustee(s) are required to collaborate with the Trustee in any identified corrective

actions, as well as maintain the ongoing responsibilities and accountability of the sub-organization towards the membership.

- b) The Deputy Trustee(s) can serve as a consultative body for providing sound governance, strategic oversight, and direction on matters relating to the restoration of the sub-organization. However, the Deputy Trustee(s) are not a replacement for the executive of the sub-organization, nor are Deputy Trustee(s) a decision-making body.

- 5.8 The Trustee will determine whether Deputy Trustee(s) serve in a full-time or part-time capacity. The Trustee will establish the number of Deputy Trustees required, which can change over the course of the trusteeship. A Deputy Trustee can be removed by the Trustee at any time.

6. Accountability of Trustee

- 6.1 The Trustee is accountable to the National Board of Directors, through the National President. The Trustee shall report regularly to the National President who shall report on the trusteeship to every meeting of the National Board of Directors until the National Board of Directors votes to lift the trusteeship.

7. Accountability of Deputy Trustee(s)

- 7.1 The Trustee is accountable for the actions of any/all appointed Deputy Trustee(s). Therefore, the Deputy Trustee(s) must carry out duties as assigned by the Trustee and report regularly to the Trustee.

8. Duration of Trusteeship

- 8.1 A sub-organization may remain in trusteeship for no longer than 12 months unless the National Board of Directors approves an extension. The National Board of Directors may end the trusteeship at any time.
- 8.2 An audit of the sub-organization must be completed before the end of the trusteeship. The audit will evaluate if the matter(s) that gave rise to the trusteeship have been resolved and make recommendations for any further corrective actions. Any benchmarks established by the National Board of Directors as corrective or restorative measures must be met by the sub-organization for trusteeship to be lifted.
- 8.3 Immediately after the trusteeship is ended, the Trustee shall conduct elections for officers of the sub-organization.

9. Report to National Triennial Convention

- 9.1 The National President shall report to the PSAC National Triennial Convention any decision of the National Board of Directors to place a sub-organization in trusteeship that remains in effect at the time of the National Triennial Convention.

10. Administration

- 10.1 Following the same procedure as outlined in this Regulation, the National Board of Directors may place a sub-organization in administration.
- 10.2 Administration allows for the elected officer(s) of the sub-organization to remain in office and the bylaws of the sub-organization to remain in effect. The National Board of Directors would appoint an Administrator to oversee the operations of the sub-organization and work with the elected officers and staff to undertake restorative measures to address the cause(s) that gave rise to the administration, to rebuild the capacity of the sub-organization to fulfill its mandate toward the membership.
- 10.3 The Administrator is accountable to the National Board of Directors, through the National President. The Administrator shall report regularly to the National President who shall report on the administration to every meeting of the National Board of Directors until the National Board of Directors votes to lift the administration.
- 10.4 A sub-organization may remain in administration for no longer than 12 months unless the National Board of Directors approves an extension. The National Board of Directors may end the administration at any time.
- 10.5 An audit of the sub-organization must be completed before the end of the administration. The audit will evaluate if the matter(s) that gave rise to the administration have been resolved and make recommendations for any further corrective actions. Any benchmarks established by the National Board of Directors as corrective or restorative measures must be met by the sub-organization for administration to be lifted.