



## Interim ByLaws

### I. Establishment

A. The people of Alberta, having been exploited by the federal government since its establishment as a province in 1905, and having attempted in good faith for generations to seek reconciliation without resolution, require a political vessel with which to sever or radically redefine its ties with the federal government.

B. Therefore, the members of Freedom Conservative Party of Alberta (WIPA) and Wexit Alberta commit to bind themselves together in the establishment of the Wildrose Independence Party of Alberta, hereafter referred to as the “WIPA” or “the Party”.

### II. Founding Principles

#### A. Freedom for Alberta

1. Alberta will be strong, free, and sovereign.
2. Alberta will sever all ties of domination from the federal government.
3. Alberta will immediately repatriate all powers granted to it under the constitution as it seeks to sever or radically redefine its current relationship with the federal government.

#### B. Freedom for Albertans

1. Alberta will establish its own constitution and its own Charter of Freedoms.
2. Alberta’s government will hold the freedom of its citizens as its highest responsibility.

#### C. Responsibility for Alberta’s Government

1. Alberta’s government will allow its people to directly express their will with the rights to recall elected representatives and initiate referenda.
2. Alberta government will collect no more taxes from its people than is required and will spend no more of its taxes than is needed.

3. Alberta's government will abolish the positions of party whips in the legislature and allow representatives to vote freely.
4. Alberta's WIPA leader and candidates will be nominated in an open, free and transparent process.

## **I. Membership**

### **A. Eligibility**

1. Membership shall be open to all persons who;
  - i. Have been a resident of Alberta for a minimum of six months,
  - ii. Are sixteen years of age, or older. Support the Founding Principles of the WIPA and the best interests of the Party,
  - iii. Have paid the prescribed fee and met any other requirements determined by the Board of Governors.
2. Albertans can be members of the WIPA while holding membership in another political party provided, they support the Founding Principles of the WIPA and do not hold a position of fiduciary responsibility in another provincial political party.

### **B. Revocation**

1. Membership in the WIPA shall only be suspended, or revoked, by a two-thirds vote of the Board of Governors at a meeting with no less than one week's prior written notice.
2. Any suspension, or revocation, must declare a specified time until a member can be returned to good standing.
3. Grounds for suspension, revocation, or barring from membership, include;
  - i. Slanderous commentary against the Party,
  - ii. Violations of the Code of Conduct, including conduct against the best interests of the Party or local Constituency Association,
  - iii. Being in a conflict of interest by holding a board position with another Provincial Party.

## **II. Constituency Associations**

### **A. Members**

1. Members shall be organized into Constituency Associations (CAs) according to their residence in Alberta as set out by the Elections Act.

### **B. Rights**

1. The Constituency Association (CA) is the primary organization through which the rights of the members are exercised.

2. The affairs of each CA shall be under the control of its members.
3. CAs shall have the primary responsibility for conducting local Nominations under the guidance of the Provincial Nomination Committee (PNC) and subject to the rules approved by the Board of Governors.

### **C. Responsibilities**

1. The Constituency Association's Board of Governors shall ensure the Party Constitution and the CA Bylaws are upheld.
2. CAs shall comply with such requirements as to their governance, financial management and reporting as may be required by Elections Alberta and the Board of Governors.

### **D. Establishment and Recognition**

1. Members may establish a CA where a minimum of five members reside who actively support and promote the Founding Principles of the Party and abide by the articles of this Constitution.
2. To establish a recognized CA a member must apply in writing, with a letter signed by five members of the proposed CA, to the Board of Governors requesting a, date, time and a Returning Officer for a Founding AGM.

### **E. Revocation of Recognition**

1. Recognition of a CA may be revoked if;
  - i. Membership of the CA falls below five members,
  - ii. The CA fails to comply with the requirements of Elections Alberta,
  - iii. The CA is determined by a two-thirds vote of the Board of Governors to have violated the Founding Principles of the Party,
  - iv. The CA is determined by a two-thirds vote of the Board of Governors to have violated its fiduciary duty. This duty includes;
    - a. Managing CA finances held in trust for its members,
    - b. Managing the reputation of the Party within the local community,
    - c. Managing the reputation of the Party within the Province as a whole.

### **F. Elected Members and Nominated Candidates**

1. Elected Members of, and Candidates Nominated for, the Legislature of Alberta shall be entitled to be present at all local Constituency Association meetings as non-voting observers to report their activities and to answer questions.
2. Recognizing that CAs exist to represent the members, Elected Members and Nominated Candidates shall be afforded no special privileges arising from their position at CA meetings.

### **G. Regional Zones**

1. Constituency Associations shall be placed into Regional Zones as specified by the Board of Governors.

2. Regional zones shall have representation on the Board of Governors as determined by this Constitution.

#### **H. Bylaws**

1. Constituency Bylaws will be attached to this Constitution as Appendix A.

### **III. Governance**

#### **A. Authority, Responsibility and Accountability**

1. Ultimate authority within the Party rests with, and comes from, the members.
2. Governance of the Party between Member's Assemblies is vested in the Board of Governors as elected by the members.
3. The Leader is responsible to Caucus, the Board of Governors and the members.
4. Caucus Members are responsible to their CA Boards, local members and constituents at large.
5. The Board of Governors and the Leader will make quarterly reports to the CAs in writing.
6. The President of the Party and the Leader will make yearly reports at each Member's Assembly.

### **IV. Member's Assemblies**

#### **A. Role of the Assembly**

1. Subject to the provisions of this Constitution, the Member's Assembly has the power to amend this Constitution, adopt policy and elect the Board of Governors.
2. Assembly votes shall be by secret ballot with each member having one vote.

#### **B. Location and Methodology**

1. The date, location, Chairperson and agenda of the Member's Assembly shall be determined by the Board of Governors.
  - i. Member's Assemblies shall be held at least once every calendar year.
  - ii. The maximum time between Member's Assemblies shall not exceed eighteen months.
2. Members not physically present at the Assembly location may still vote, provided electronic methods of participation are approved by the Board of Governors.
3. Sixty days written notice of a Member's Assembly must be communicated to all Party members.
4. The Assembly is open to members who;
  - i. Are members in good standing,
  - ii. Have held a membership for a minimum of fourteen days prior to the Assembly date.

5. The Board of Governors shall establish the arrangements for the Assembly and strike an Assembly Nomination Committee (ANC) to recruit candidates for the Board of Governors and to oversee the election.

6. Proxy voting is not permitted. All voting methods must guarantee one vote per member.

## **V. Board of Governors**

### **A. Executive Officers and Regional Directors**

1. The Officers of the Party shall be; a President, a Vice-President Membership, a Vice-President of Policy and Governance, a Vice-President of Fundraising, a Vice-President Communications, a Treasurer, a Secretary and three Governors at large.

2. The Board of Governors (BoG) shall also have not more than ten Regional Directors who will have responsibility to represent regional zones as determined by the Board of Governors.

3. The Leader of the Party shall be a member of the Board of Governors and shall be entitled to be present and vote at all Board of Governor meetings with the exception of a Selection of Officers meeting.

### **B. Election of the Board of Governors**

1. Each member participating in a Member's Assembly will be presented with a ballot to elect the Board of Governors. Each ballot will contain, in alphabetical order, the names of accepted eligible candidates for the Board.

2. Members will place a check mark beside up to ten names.

3. The ten candidates receiving the most votes will be elected to the Board of Governors.

4. Members of each Regional Zone will receive a second ballot for Regional Director of their Zone. The Regional Director Candidate receiving the most votes will be elected to the Board of Governors representing that Zone.

i. Regional Directors may appoint an Assistant Regional Director, subject to Board approval, to assist in their duties.

ii. Assistant Regional Directors may serve as alternate governors, in case of absence by the regional director, and may serve on committees, but otherwise are not members of the Board of Governors even as observers.

### **C. Selection of Officers**

1. The new Board of Governors will convene immediately following its election for Selection of Officers.

2. The Selection of Officers Meeting shall be chaired by the Chairperson of the Assembly until a President is selected. The President shall chair the remainder of the meeting.

- i. Since the Board of Governors is elected to represent the members, the Leader may only be present for the Selection of Officers as a non-voting observer.
3. Each position, starting with President, shall be nominated and seconded, from within the Board of Governors just elected. Positions will be elected by simple majority.
  4. Regional Directors may nominate, second and vote in the selection process but may not stand for an executive position.
  5. No other business may be conducted at this meeting other than the selection of Officers and setting a date for the first Board of Governors meeting.
  6. The entire Board of Governors and Executive Officers shall be publicly announced before the Member's Assembly is adjourned.
  7. If an executive position becomes vacant during the term of the Board of Governors, the Board will fill this position, by motion, from within itself. Such a promotion will create a vacancy among the Governors at large or Regional Directors which will be filled by;
    - i. In the case of Governors at large, appointment by two-thirds vote of the Board of Governors for the remainder of the one-year term,
    - ii. In the case of Regional Directors, the Assistant Regional Director may be promoted to Regional Director.
      - a. if no Assistant Regional Director exists, is unwilling or unsuitable, the Regional Director vacancy will be filled by appointment based on consultation with the CA presidents of that zone.

#### **D. Board Governance**

1. The Board of Governors shall be subject to the Constitution and none of its acts shall conflict with the Founding Principles of the Party. No officer, employee or member shall have authority to act for, or on behalf of, the Party, except as specifically provided by the Governors through the adoption of a motion or standing order.
2. Subject to this article, the Board of Governors shall be elected by ballot at a Member's Assembly for a minimum term of one year. Their term of office shall commence at the close of the Member's Assembly at which they were elected and conclude at the close of the Member's Assembly where their successors are elected.
3. The President shall;
  - i. Have general responsibility as Chief Executive Officer of the Party and shall preside over all provincial meetings of the Party at which the President is in attendance,
  - ii. Be an ex-officio member of all committees established by the Board of Governors except any nominating committees.

iii. Report to Member's Assembly's on the Board of Governors yearly activities.

4. The Vice-President Membership shall;

i. Be first Vice-President and shall be first to act in the President's absence, inability or refusal to act,

ii. The Vice-President Membership shall be responsible for the growth of the Party and, in cooperation with the Party Office, shall be involved with the maintenance of membership lists, renewals and CA development,

iii. Chair the Regional Directors Committee.

iv. Maintain a list of CA President's contact information and make that information available to any CA President at their request.

5. The Vice-President of Policy and Governance shall;

i. Chair the Policy and Governance Committee,

ii. Organize and manage all meetings and process related to the consideration and adoption of the Constitution and Policies of the Party.

6. The Vice-President of Fundraising shall;

i. Chair the Fundraising Committee,

ii. Be primarily responsible for all fundraising activity.

7. The Vice-President of Communications shall;

i. Be responsible for all communication, advertising and promotional matters relating to party membership,

ii. Not be directly responsible for the communication of the Leader and Caucus,

a. The Leader and Caucus have their own authority and responsibility for communication under this Constitution.

ii. Chair the Communications Committee which should include representatives of the Leader and Caucus to ensure consistency with member passed policy.

8. The Treasurer Shall;

i. Be responsible for all accounting and budgeting activities including the preparation of financial statements and reports,

ii. Submit a written report of Party finances to each Member's Assembly,

iii. Maintain, or cause to be maintained, all financial records of the Party, according to standard corporate practice,

iv. Comply with all legislative requirements of a Society and a registered political party.

9. The Secretary shall;

- i. Have custody of, and maintain, all non-financial records of the Party,
- ii. Record minutes of all Board of Governors meetings in accordance with Robert's Rules of Order,
  - a. Minutes shall be made available to members of the Board of Governors upon request.
  - b. Minutes may be made available for viewing upon receiving a written request from any CA President.
- iii. Have custody of the seal of the Party and, whenever used, ensure it be authenticated by the signatures of the Secretary and President, or another officer designated by the Board of Governors.

10. The WIPA Caucus may select up to two of its members to be non-voting Liaisons to the Board of Governors in the interest of communication and consistency of Party Policy.

**E. Board Eligibility**

1. Notwithstanding any other requirements of this Constitution, the following individuals shall not be eligible to be elected or appointed to the Board of Governors;

- i. Members and employees of the Legislature of Alberta,
  - a. The Leader is automatically a member of the Board of Governors and is neither elected nor appointed.
- ii. Members and employees of the Parliament of Canada,
- iii. Employees and contractors of the WIPA or any other political party,
- iv. Any person who has served six consecutive years in any combination of positions on the Board of Governors may not stand for a seventh term.

**F. Suspension, Revocation and Reinstatement of Board Members**

- 1. Any member of the Board of Governors may be removed or suspended from the Board of Governors by a two-thirds vote of the whole Board at a meeting called for this purpose with a minimum notice of one week to all Board members.
- 2. Suspensions must have a specified time limit before automatic reinstatement.
- 3. Persons removed from the Board may be reinstated by a two-thirds vote of the whole Board at a meeting called for this purpose with a minimum notice of one week to all Board members.
- 4. Any changes to Board membership must be communicated to the CAs and posted to the Party website in a timely manner.



5. The Party President will include information about removals or suspension in his report to the next Member's Assembly.
6. A person who holds an elected, appointed or hired Party position may be censured or suspended from their position by a two-thirds vote of the Board of Governors for conduct which substantially contradicts this Constitution or Founding Principles.
  - i. This section shall in no way apply to the Leader or members of Caucus.

#### **G. Notice of Meeting and Special Meetings**

1. The Board of Governors shall meet at the call of the President.
  - i. Notice of such a meeting shall be given with not less than seven and not more than thirty-one days.
2. In the event of the neglect or refusal of the President to call a Board meeting, the Secretary shall call a meeting upon receipt of a written request from any two members of the Board of Governors.
  - i. Notice of such a meeting shall be given with not less than seven and not more than thirty-one days.
3. Special meetings of the Board of Governors may be called by the President and shall be called upon written request by any two Board members to the Secretary.
4. Quorum for a Board of Governors meeting shall be a majority of members.
5. Governors may participate in Board meetings by means of telephone, provided that all members can hear each other.
  - i. Members participating by telephone are deemed to be present at the meeting and contribute to quorum.
  - ii. This provision also applies to meetings of any committee established by the Board of Governors.

#### **H. Finances and Borrowing**

1. The Board of Governors may authorize the drawing, making, accepting, endorsing, discounting, executing and issuing of promissory notes, bills of exchange and other negotiable or transferrable instruments subject to applicable provincial law.
  - i. In the event debentures are to be issued, notice of the proposed issuance shall be sent by mail to all Party members no less than sixty days prior to the next Member's Assembly at which the issue will be considered. The issuance will require a seventy-five percent vote of the membership for approval.
2. The Board of Governors shall appoint an auditor for the Party. The board of Governors shall have the authority to approve the auditor's employment and approve the auditor's fees.

- i. The auditors signed statements will be included in the Treasurer's Report to next Member's Assembly.
3. The Board of Governors shall have the authority to file all such notices, returns or resolutions as may be required by applicable law, and may delegate from time to time the signing and verification of such notices, returns or resolutions as may be required and appropriate.
  4. The Board of Governors shall appoint from time to time such special committees as deemed necessary to carry out the work of the party.
  5. The Board of Governors may, by two-thirds vote approve remuneration for members of the Board of Governors and the reimbursement of expenses for members of the Board of Governors.
  6. Any member of the party may view audited financial statements and/or public filings of the Party by making a written request to the Treasurer or Secretary as appropriate, provided such requests are not considered frivolous.
    - i. Items may be viewed during business hours at the Party Office, or the place where records are maintained, within a reasonable time frame.
    - ii. Originals may not be removed from the custody of the appropriate Officer and the Party is not required to allow exact copies.

#### **I. The Executive Director**

1. The Board of Governors may;
  - i. On the advice of the Leader, appoint an Executive Director (ED) who shall report to, and be accountable to, the Board of Governors,
    - a. The Executive Director shall approve any staff positions as required for the organization, administration and business of the Party.
  - ii. Set salaries for the Executive Director and staff,
  - iii. Set terms of reference and powers for the Executive Director.
2. The Executive Director is expected to be in consultation with the Leader for daily operation of the Party, however the ED must make a monthly reporting of their activities to the Board of Governors and be subject to a yearly performance review by the Board of Governors.
3. As a condition of employment, The Executive Director's employment may only be terminated by;
  - i. A Board of Governors motion carried by a two-thirds majority,
  - ii. A simple majority of the Board of Governors following an unsatisfactory yearly performance review.

4. The primary duty of the Executive Director shall be the maintenance and growth of the non-legislative wing of the Party through such day to day activities as may be delegated to them by the Board of Governors and the Leader.

5. The Executive Director of the Party shall only interact with members of Caucus, the Caucus Chief of Staff or the Leader's Staff on the direct instructions of the Leader.

i. The Leader shall be required to report these activities to the Board of Governors.

ii. The Leader may be required to report these activities to a Member's Assembly.

#### **J. The Interim Board of Governors**

1. Special temporary authority for the Interim Board will be attached to this document in Appendix B.

2. This section shall not be included in any permanent Constitution adopted at a Member's Assembly.

## **VII. The Leader**

### **A. Duties and Prerogatives**

1. The Leader, being directly elected by the members, has exceptional status as the only Officer with authority to act in both the legislative and non-legislative sides of the WIPA organization. The Leader is responsible for maintaining this organizational division as being essential for ensuring the members remain the highest governing authority within the Party.

2. The Leader is required to provide a report of their activities to each Member's Assembly and must be prepared to answer questions arising from each report.

3. The Leader shall be responsible for publicly promoting the Party and shall control the communication for such promotion subject to the provisions of this Constitution.

4. The Leader shall be responsible for ensuring free and fair nominations for Candidates to the Legislature of Alberta and for the conduct of election campaigns.

5. When the Caucus has a budget allocated by the Legislature of Alberta, the Leader shall be fully transparent to Caucus on all money spent on Caucus staff, or for any other reason.

i. Members of Caucus are expected to hold this information in confidence.

ii. This Constitution acknowledges the Leader is responsible to the Legislature of Alberta for compliance with its rules and procedures.

### **B. Conduct of Elections**

1. The Leader shall be responsible for the conduct of Alberta General Elections, within a budget set by the Board of Governors, including;

- i. Appointing and paying a Provincial Campaign Manager,
- ii. Allocating any other money provided by the Board of Governors,
- iii. Complying with the requirements of Elections Alberta.

2. At the next Member's Assembly, the Leader will provide a detailed financial report of election spending as well as;

- i. The conduct of the general election, or by-election(s),
- ii. The conduct of any nomination contests held by the Party,
- iii. The public image of the Party.

### **C. Leadership Review and Vacancy**

1. During every Member's Assembly, after the Leader's Report, the Board of Governors shall ask each attending member, "do you want a Leadership Election to be called"?

- i. Voting shall be by secret ballot.
- ii. The total number of votes cast as well as the totals for and against the question will be reported to the Assembly before the end of that day's session.

2. If the members vote in favour of a Leadership Election, the Office of the Leader will immediately be vacant.

3. In the case of any vacancy in the Office of the Leader, the Board of Governors shall;

- i. Publicly announce, within fifteen days, when a Leadership Election will be held.
- ii. Provide written notice of the Leadership Election to all members of the Party within a further twenty-one days.
- iii. Appoint an Interim Leader by secret majority ballot of both the Board of Governors and Caucus members within seven days of the vacancy of the Office of Leader.

4. The Leadership Election shall be held no less than ninety days and not more than three hundred and sixty days from the date of the vacancy.

- i. The Board of Governors may shorten the ninety-day requirement in order to meet the requirements of a general election campaign.

5. The Board of Governors shall establish the procedures and mechanisms, subject to the provisions of this Constitution whereby the Leadership Election shall be conducted.

6. The Board of Governors shall be the final authority on any dispute arising from a Leadership Election.

### **D. Leadership Election Procedure**

1. The Leadership Election Procedure shall be attached to this document as Appendix C.

## **IX. Caucus**

### **A. Caucus Governance**

1. The Party Caucus is formed by all members of the Party elected to the Legislature of Alberta.
2. The ultimate governing authority of Caucus is Caucus itself.
3. This Constitution recognizes the importance and necessity of Caucus Confidentiality.
4. It shall be the responsibility of each member of Caucus to maintain their own standing within the Party, with their own local members and with the voters of their own Constituency.
  - i. Caucus members are expected to be the eyes and ears of the legislative wing of the party and facilitate a two-way flow of communication between the local members and the Leader.
5. When Caucus has four or more members, its first duty, after a general election, shall be to elect a Caucus Chairperson by secret ballot. The Caucus chair shall;
  - i. Be the Presiding Officer of Caucus,
  - ii. Chair all Caucus meetings,
  - iii. In consultation with the Leader, set the agenda for all Caucus meetings.
6. If the WIPA Caucus has a budget allocated by the Legislature of Alberta, the Leader shall produce a Caucus budget detailing all monies spent. This money shall not be spent until the budget is approved by a majority vote of Caucus.
7. Caucus members, by majority vote, call for a binding secret ballot vote on any issue. The Caucus Chair will then conduct such a vote.

### **B. Caucus Accountability**

1. Members of Caucus may only be expelled from Caucus by a majority secret ballot vote called for this purpose by the Caucus Chair on the recommendation of the Leader.
  - i. Caucus may set its own rules and procedures as to what constitutes proper notice and procedure for such a meeting.
  - ii. The member in question has the right to be present and provide a defence.
2. Members of Caucus whose membership has been revoked by the Board of Governors are no longer members of Caucus.

3. Caucus may, by a secret ballot vote of 75% declare the Office of the Leader, to be vacant.

i. Caucus may set its own rules as to what constitutes proper notice and procedure for such a vote.

ii. The Leader has the right to be present and provide a defence at the meeting where such a vote is held.

4. Caucus may elect up to two of its members to be non-voting liaisons to the Board of Governors in the interest of communication and consistency of Party policy.

i. Voting shall be by a secret ballot conducted by the Caucus Chair.

ii. The two Caucus members receiving the most votes shall be elected.

5. If the WIPA forms the Government of Alberta, all government legislation and resolutions must have majority Caucus approval before going to the Legislature and being proclaimed into law.

### **C. Caucus Chief of Staff**

1. Caucus may;

i. On the advice of the Leader, appoint a Caucus Chief of Staff, who shall report to, and be accountable to, Caucus,

a. The Caucus Chief of staff shall approve any staff positions as required for the organization and administration of the business of Caucus.

ii. Set salaries for the Caucus Chief of Staff, and other staff members through the Caucus budget process.

iii. Set terms of reference and powers for the Caucus Chief of Staff,

2. The Caucus Chief of Staff is expected to be in consultation with the Leader for daily operations however there must be a monthly reporting to Caucus of the activities of the chief of Staff.

3. The Caucus Chief of Staff must be subject to a yearly performance review by Caucus.

3. As a condition of employment, the Caucus Chief of Staff may only be fired by;

i. A two-thirds majority of Caucus at any time,

ii. A simple majority of Caucus following an unsatisfactory performance review.

4. The Caucus Chief of Staff shall only interact with the Board of Governors, the Executive Director or Party employees on the direct instructions of the Leader.

i. The Leader must report these activities to the Board of Governors.

ii. The Leader may be required to report these activities to a Member's Assembly.

5. This Constitution recognizes some of the Caucus Chief of Staff's duties may be defined by the rules and procedures of the Legislature of Alberta.

## **X. Policy**

### **A. Policy Formation**

1. All Members in good standing may participate in forming and adapting WIPA Policy during Member's Assemblies. Adoption requires 50% plus 1 of all members present and voting.

i. Member passed policy is not reviewable by the Leader, Caucus or the Board of Governors.

2. Any CA or five members in good standing may propose a policy for consideration.

3. Implementation of policy is left to the appropriate body; the Leader, Caucus or Board of Governors.

4. Implementation is reviewable at the next Member's Assembly; members have the option of declaring a policy not properly implemented.

i. Any CA or five members in good standing can apply to the Policy and Governance Committee for a Policy Review at the Next Members Assembly.

ii. In a Policy Review, members may ask for an explanation from the appropriate body and may;

a. Request the policy implementation be changed to conform with the intent of the original proposal,

b. Retroactively approve the policy change,

c. Substitute a completely new policy to deal with the new situation,

d. Cancel the policy.

iii. A Policy Review must be passed by a 50% plus one vote of the full Member's Assembly.

5. The Board of Governors, subject to this Constitution, shall set the framework for the members to participate in policy as recommended by the Policy and Governance Committee.

6. There shall be enough time allotted before the Members Assembly for all policies to be assessed in accordance with the definition of “policy” and to ensure conformance with the WIPA Founding Principles.

#### **B. The Policy and Governance Committee**

1. The Policy and Governance Committee (PGC) shall have authority to assess and conduct ranking of policy proposals in advance of Member’s Assemblies.
2. The PGC may propose Policies for consideration by the members following the same procedure as member’s proposals.
3. The PGC shall identify contradictory policies, among existing and/or proposed policies and present them to the membership to vote on which policy should be in force.
  - i. Any CA, or five members in good standing, may request the PGC conduct a Policy Review on any two existing Policies which may be contradictory.

#### **C. The Role of Caucus During Member’s Assemblies**

1. Members of Caucus, or the Leader, may not propose policy but they are free to participate in debate and advocate positions of their personal conscience in accordance with their rights as members of the WIPA.
2. Members of the Caucus, or the Leader, shall be afforded no special privileges during member’s debates.

## **XI. Nomination of Legislative Candidates**

#### **A. Candidate Selection Rules**

1. The Candidate Selection Rules shall be attached to this document at Appendix D.

## **XII. Constitutional Amendment**

#### **A. Formulation of Amendments**

1. Amendments to this Constitution shall follow the same procedures as for member passed policy with the exception that any amendments require 75% plus one by the members assembled and voting for adoption.
2. Any Article or Principle in this Constitution is available for amendment by the members as an expression of their collective will.

#### **B. The Policy and Governance Committee**

1. It shall be the duty of the PGC to monitor the performance of this Constitution and propose amendments from time to time to ensure the founding vision of the WIPA is maintained, and to continually improve the governance of the Party.



## **XII. Interpretation and Rules of Order**

1. Robert's Rules of Order shall govern all meetings of the WIPA.
2. The Board of Governors, Caucus, and Member's Assemblies, subject to applicable law, the rules and procedures of the Legislature of Alberta, this Constitution and Member Passed Policy, may adopt such special resolutions and standing orders as they see fit.

## **XIV. Indemnity and Dispute Resolution**

### **A. Code of Conduct**

1. The Board of Governors shall adopt a code of conduct to cover dispute resolution. This code shall be amendable by a motion of the Board and by a Member's Assembly as a Policy Resolution.

### **B. Dispute Resolution**

1. When acting within the scope of their authority, no employee, volunteer, Officer, Director, or member of any committee established by the Party shall be liable for any debts, actions, claims, demands, liabilities, or commitments of any kind against the Party. The Party shall indemnify and hold harmless each such person against any debt, action, claim, demand, liability or commitment whatsoever.
2. The Board of Governors may appoint from the Party membership at large, the Chair and seven members of the Party Arbitration Committee (PAC).
  - i. At least half of PAC members shall have legal training.
  - ii. PAC Members shall be appointed for a two-year term.
3. The PAC shall not be empowered to hear disputes arising from Leadership Elections or Candidate Selection. Other bodies exist for those purposes.
4. For matters other than Leadership election or Candidate Selection disputes, any CA or five members in good standing, may make a written request to the Executive Director or Party President that the Board of Governors should refer a matter to the PAC.
  - i. The board of Governors may request, by motion, an investigation by the PAC on any applicable matter at any time.
5. On receipt of a referral from the Board of Governors, the PAC shall select a panel of three of its members to arbitrate and render a decision.
6. The decision of the PAC panel is reviewable by the whole PAC.
7. The decision of the PAC is final, binding and not reviewable on any grounds whatsoever.

### C. Rules and Enforcement

1. Subject to any specific directions from the PAC, and the Constitution, the Board of Governors is empowered to implement the decisions of any PAC panel.
  - i. Mediation is the preferred method of dispute resolution.
2. Sanctions recommended by a PAC Panel may include;
  - i. A recommendation for suspension or revocation of Party Membership or the removal of an offending member from any Party position,
  - ii. A recommendation that the Leader ask Caucus for a suspension of a Caucus member,
    - a. If a complaint is upheld against the Leader, the matter will be referred to the most qualified body, Caucus or the Board of Governors, for further action. The Leader is always accountable by means of the Member's Assembly Leadership Review.
  - iii. Any sanctions as specified in an employment contract.
3. The rules and procedures of the PAC shall be determined by the PAC subject to ratification by the Board of Governors.
4. Matters can be summarily dismissed by the PAC if they are considered frivolous or vexatious.
5. If no PAC exists prior to a written request to investigate a matter received by the Party President or Executive Director, the Board of Governors may appoint an ad hoc temporary Party Arbitration Committee Panel to hear just one matter. At least one member of that panel shall have legal training.