



BY-LAWS

1. Establishment

- 1.1. 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 a reconciliation without resolution, require a political vessel with which to sever or radically redefine its ties with the federal government.
- 1.2. Therefore, the members of the Freedom Conservative Party of Alberta (FCP) 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”.

2. Founding Principles

- 2.1. Alberta Will Be Strong and Free (“Fortis et Liber”), and Sovereign
- 2.2. Alberta Will Gather Unto Itself All Power To Uphold Its Independence
- 2.3. Alberta Will Create “The Constitution of Alberta”
- 2.4. Alberta Will Hold A Referendum on Independence

3. Membership

3.1. Eligibility

- 3.1.1. Membership shall be open to all persons who:
 - 3.1.1.1. Have been a resident of Alberta for a minimum of six months,
 - 3.1.1.2. Are sixteen years of age, or older.
 - 3.1.1.3. Support the Founding Principles of the WIPA and the best interests of the Party,
 - 3.1.1.4. Have paid the prescribed fee and met any other requirements determined by the Board of Governors.
- 3.1.2. 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.

4. Constituency Associations

4.1. Members

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

4.2. Rights

- 4.2.1. The Constituency Association (CA) is the primary organization through which the rights of the members are exercised.
- 4.2.2. The affairs of each CA shall be under the control of its members.
- 4.2.3. 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.

4.3. Responsibilities

- 4.3.1. The Constituency Association's Board of Governors (BoG) shall ensure the Party by-laws and the CA Rules are upheld.
- 4.3.2. 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.
 - 4.3.2.1. No CA shall take on any debt without the express consent of the BoG as indicated by motion recorded in the minutes.

4.4. Establishment and Recognition

- 4.4.1. 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.
- 4.4.2. To establish a recognized CA a member must apply in writing, with a letter signed by five members of the proposed CA, to the Provincial Party requesting a date, time, and a Returning Officer for a Founding AGM of the CA. The CA Board of Governors shall apply to the Party regarding date, time, and location of all subsequent AGMs to be held after the Founding AGM.

4.5. Revocation of Recognition

- 4.5.1. Recognition of a CA may be revoked if:
 - 4.5.1.1. Membership of the CA falls below five members,
 - 4.5.1.2. The CA fails to comply with the requirements of Elections Alberta,
 - 4.5.1.3. The CA is determined by a two-thirds vote of the Provincial Board of Governors to have violated the Founding Principles of the Party,
 - 4.5.1.4. The CA is determined by a two-thirds vote of the Board of Governors to have violated its fiduciary duty. This duty includes;
 - 4.5.1.4.1. Managing CA finances held in trust for its members,
 - 4.5.1.4.2. Managing the reputation of the Party within the local community,
 - 4.5.1.4.3. Managing the reputation of the Party within the Province as a whole.
 - 4.5.1.4.4. Adherence to the CA Rules, Candidate Selection Rules, Leadership Rules, and any motions passed by the Provincial Board of governors.

4.6. Elected Members and Nominated Candidates

- 4.6.1. 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.
- 4.6.2. 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.

4.7. Regional Zones

- 4.7.1. Constituency Associations shall be placed into Regional Zones as specified by the Board of Governors.
- 4.7.2. Regional zones shall have representation on the Board of Governors as determined by this Constitution.

5. Governance

Preamble

The character of the Wildrose Independence Party of Alberta is based upon the bedrock principle of member-driven authority. The Party is organized and structured to ensure its members provide direction, support, and have the final say toward all matters concerning the Party and its mission.

The leader and the caucus are representatives of that mission to the voting public and while operating under a broader mandate, nevertheless, remain accountable to the Party, specifically the members.

The principle that guides Party governance is the maintenance of clear boundaries between the public face of the Party (the leader and caucus) and the operations of the Party through which support of our principle of member-driven authority is maintained.

5.1. Authority, Responsibility and Accountability

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

6. Member's Assemblies

6.1. Role of the Assembly

- 6.1.1. Subject to the provisions of these by-laws, the Member's Assembly has the power to amend this Constitution, adopt policy and elect the Board of Governors.
- 6.1.2. Assembly votes to elect the BoG shall be by secret ballot with each member having one vote.
- 6.1.3. Amendments to the Bylaws and Policy will be voted on by a show of hands at the Assembly.

6.2. Location and Methodology

- 6.2.1. The date, location, Chairperson, and agenda of the Member's Assembly shall be determined by the Board of Governors.
 - 6.2.1.1. Member's Assemblies shall be held at least once every calendar year.
 - 6.2.1.2. The maximum time between Member's Assemblies shall not exceed eighteen months.
- 6.2.2. Members not physically present at the Assembly location:
 - 6.2.2.1. may attend the AGM via electronic participation through live streaming but will be required to register to ensure confidentiality of the information presented and or discussed. The Provincial Board of Governors may require a participation fee.
 - 6.2.2.2. will be able to vote for the Provincial Board of Governors via ballot issued and returned in an appropriate time frame as determined by the provincial Board of Governors.
- 6.2.3. Sixty days' written notice of a Member's Assembly must be communicated to all Party members.
- 6.2.4. The Assembly is open to members who;
 - 6.2.4.1. Are members in good standing,
 - 6.2.4.2. Have held membership for a minimum of fourteen days prior to the Assembly date, except if running for a Board position which requires at least 45 days membership in advance of Assembly date.
- 6.2.5. The Board of Governors shall establish an Annual General Meeting Committee to make arrangements for the AGM.
- 6.2.6. Proxy voting is not permitted. All voting methods must guarantee one vote per member.

7. Board of Governors

7.1. Executive Officers and Regional Directors

- 7.1.1. 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.
- 7.1.2. The Board of Governors (BoG) shall also have not more than ten Regional Directors who will have the responsibility to represent regional zones as determined by the Board of Governors.
- 7.1.3. 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 except for a Selection of Officers meeting.

7.2. Election of the Board of Governors

- 7.2.1. The Board will constitute an Assembly Nomination Committee (ANC) to receive nominations to the Board of Governors ensuring that each nomination is specific to an officer or regional Director position, is duly nominated and seconded, and that the candidate fulfills the eligibility requirements to run for the Board. Those seeking Board positions must be a member for 45 days before the opening date of the AGM.
- 7.2.2. The Election shall be chaired by the Returning Officer (RO) appointed by the Board of Governors or AGM Committee if constituted. The RO will also oversee the production of the ballots, the voting procedure, the counting of ballots and the destruction of same on motion by the Assembly.
- 7.2.3. Each member participating in a Member's Assembly (in person or by electronic means) will be presented with a ballot to elect persons as Officers on the Board. There will be a ballot for each Officer position, and the names of the eligible candidates will be presented in alphabetical order on that ballot.
- 7.2.4. All ballots will be prepared 4 days in advance to ensure that electronic voting can be properly set up before the AGM for those unable to be physically present at the AGM.
- 7.2.5. The vote for any one Officer position will be by preferential ballot, except for the three (3) Governors at Large which will be determined by the 3 candidates receiving the most votes. If there is only one candidate for any one of the officer positions it will still be by up/down secret ballot vote. (No candidate receiving less than a 50% mandate from the members, on that vote, will qualify to sit on the BOG)
- 7.2.6. Members of each Regional Zone will receive a second ballot for the Regional Director of their Zone. The Regional Director Candidate receiving the most votes will be elected to the Board of Governors representing that Zone. If only the minimum number of nominees for each regional Zone are presented – there still

must be an up/down secret ballot vote. (No candidate receiving less than a 50% mandate from the members, on that vote, will qualify to sit on the BOG)

- 7.2.6.1. Regional Directors may appoint an Assistant Regional Director, subject to Board approval, to assist in their duties.
- 7.2.6.2. 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.
- 7.2.7. In the case of the Founding AGM; the President, the CFO, the VP Policy and Governance, the VP of Membership and one (1) Governors at Large will serve a two (2) year term. The VP of Fund Raising, the VP of Communications, the Secretary, and two (2) of the Governors at large will serve a one (1) year term. At all subsequent AGMs, each Officer elected will be elected to a two (2) year term.
- 7.2.8. In the case of the Founding AGM, the top Regional Director candidate in each region receiving the most votes will serve a two (2) year term, the remaining successful candidate receiving the second most votes will serve a one (1) year term. At all subsequent AGMs, each regional Director will be elected to a two (2) year term.
- 7.2.9. The above ensures that there is continuity on the Board of Governors and collective knowledge is maintained.
- 7.2.10. The names of the Officers and Regional Directors shall be publicly announced before the Member's Assembly is adjourned.
- 7.2.11. The new Board of Governors will convene immediately following the election to establish signing authorities for banking purposes and to set the date of the meeting of the next Board meeting.
- 7.2.12. If a position becomes vacant during their term, the Board will fill this position, by an up/down secret ballot vote on a candidate (s) that have been duly nominated and seconded, from within itself. Such an election will create a vacancy among the Governors at large or Regional Directors which will be filled by;
 - 7.2.12.1. In the case of Governors at large, the election of the nominee by two-thirds up/down secret ballot vote of the Board of Governors for the remainder of the term that was to be served.
 - 7.2.12.2. In the case of Regional Directors, the Assistant Regional Director may be appointed to Regional Director by the BOG upon the successful election of the nominee by a two- thirds up/down secret ballot vote.

- 7.2.12.2.1. 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.

7.3. Board Governance

- 7.3.1. The Board of Governors shall be subject to these by-laws and none of its acts shall conflict with the Founding Principles of the Party. The Board's authority exists when they meet as a Board and no officer, employee or member shall have authority to act for, or on behalf of, the Party, between meetings, except as specifically provided by the Governors through the adoption of a motion or standing order.
- 7.3.2. Notwithstanding Sections 7.2.7 and 7.2.8; they shall serve their term of office commencing 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.
- 7.3.3. The President shall;
 - 7.3.3.1. 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,
 - 7.3.3.2. Be an ex-officio member of all committees established by the Board of Governors except any nominating committees.
 - 7.3.3.3. Report to Member's Assembly's on the Board of Governor's yearly activities.
- 7.3.4. The Vice-President Membership shall;
 - 7.3.4.1. Be first Vice-President and shall be first to act in the President's absence, inability, or refusal to act,
 - 7.3.4.2. 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,
 - 7.3.4.3. Chair the Regional Directors Committee.
 - 7.3.4.4. Maintain a list of the CA President's contact information and make that information available to any CA President at their request.
- 7.3.5. The Vice-President of Policy and Governance shall;
 - 7.3.5.1. Chair the Policy and Governance Committees,
 - 7.3.5.2. Organize and manage all meetings and processes related to the consideration and adoption of the Constitution and Policies of the Party.

- 7.3.6. The Vice-President of Fundraising shall;
 - 7.3.6.1. Chair the Fundraising Committee,
 - 7.3.6.2. Be primarily responsible for all fundraising activity.
- 7.3.7. The Vice-President of Communications shall;
 - 7.3.7.1. Be responsible for all communication, advertising and promotional matters relating to party membership,
 - 7.3.7.2. Not be directly responsible for the communication of the Leader and Caucus,
 - 7.3.7.2.1. The Leader and Caucus have their own authority and responsibility for communication under these by-laws.
 - 7.3.7.3. Chair the Communications Committee which should include a representative of the Leader and Caucus to ensure consistency in messaging.
- 7.3.8. The Treasurer Shall;
 - 7.3.8.1. Be responsible for all accounting and budgeting activities including the preparation of financial statements and reports,
 - 7.3.8.2. Submit a written report of Party finances to each Member's Assembly,
 - 7.3.8.3. Maintain, or cause to be maintained, all financial records of the Party, according to standard corporate practice,
 - 7.3.8.4. Comply with all legislative requirements of a Society and a registered political party.
- 7.3.9. The Secretary shall;
 - 7.3.9.1. Have custody of, and maintain, all non-financial records of the Party,
 - 7.3.9.2. Record minutes of all Board of Governors meetings per Robert's Rules of Order,
 - 7.3.9.2.1. Minutes shall be made available to members of the Board of Governors upon request.
 - 7.3.9.2.2. Minutes may be made available for viewing upon receiving a written request from any CA President.

7.3.9.2.3. 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.

7.3.10. 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.

7.4. Board Eligibility

7.4.1. Notwithstanding any other requirements of these bylaws, the following individuals shall not be eligible to be elected or appointed to the Board of Governors;

7.4.1.1. Members and employees of the Legislature of Alberta,

7.4.1.1.1. The Leader is automatically a member of the Board of Governors and is neither elected nor appointed.

7.4.1.2. Members and employees of the Parliament of Canada,

7.4.1.3. Employees and contractors of the WIPA or any other political party

7.4.1.4. Any person who has served three (3) terms in any combination of positions on the Board of Governors may not stand for a fourth (4) term.

7.4.2. Any member who has reason to believe that they may not be able to serve their full term because they are anticipating becoming a candidate in municipal, provincial, or federal election.

7.5. Suspension, Revocation and Reinstatement of Board Members

7.5.1. A person who holds an elected, appointed or hired Party position may be censured or suspended from their position under the provisions of Section 11 – Ethics and Compliance – Code of Conduct.

7.5.2. Any Board of Governors member who misses three consecutive meetings without reasonable cause may be removed from the Board by a simple majority vote of the Board of Governors.

7.6. Notice of Meeting and Special Meetings

7.6.1. The Board of Governors shall meet at the call of the President.

7.6.1.1. Notice of such a meeting shall be given with not less than seven and not more than thirty-one days.

- 7.6.2. 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.
 - 7.6.2.1. Notice of such a meeting shall be given with not less than seven and not more than thirty-one days.
- 7.6.3. Special meetings of the Board of Governors may be called by the President or shall be called upon written request by any two Board members to the Secretary.
- 7.6.4. A quorum for a Board of Governors meeting shall be a majority (50% plus 1) of members.
- 7.6.5. Governors may participate in Board meetings using electronic methods, provided that all members can hear each other.
 - 7.6.5.1. Members participating by electronic methods are deemed to be present at the meeting and contribute to the quorum.
 - 7.6.5.2. This provision also applies to meetings of any committee established by the Board of Governors.

7.7. Finances and Borrowing

- 7.7.1. 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.
 - 7.7.1.1. In the event debentures are to be issued, a notice of the proposed issuance shall be sent by mail to all Party members no less than sixty days before 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.
- 7.7.2. 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.
 - 7.7.2.1. The auditors signed statements will be included in the Treasurer's Report to the next Member's Assembly.
- 7.7.3. 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.
- 7.7.4. The Board of Governors shall appoint from time to time such special committees as deemed necessary to carry out the work of the party.

- 7.7.5. The Board of Governors may, by a two-thirds vote, approve reimbursement of expenses for members of the Board of Governors.
- 7.7.6. Any member of the party may view audited financial statements and/or public filings of the Party by making a written request to the President of the BoG.
 - 7.7.6.1. Items may be viewed during business hours at the Party Office, or the place where records are maintained, within a reasonable time frame.
 - 7.7.6.2. Originals may not be removed from the custody of the appropriate Officer and the Party is not required to allow exact copies.

7.8. The Executive Director

- 7.8.1. The Board of Governors is responsible for the selection and hiring of an Executive Director who reports to and is accountable to the Board of Governors.
 - 7.8.1.1. Set terms of reference and powers for the Executive Director up to and including communications and accountability to the Board.
 - 7.8.1.2. Set job performance standards for the Executive Director
 - 7.8.1.3. Perform a job performance review once a year.
 - 7.8.1.4. Determine the compensation for the Executive Director.
- 7.8.2. The Executive Director is responsible for the management of the daily operation of the Party. The ED must make a monthly report of their activities to the Board of Governors and be subject to a yearly performance review by the Board of Governors.
 - 7.8.2.1. The Executive Director shall prepare an organizational structure including staff and contract positions required to meet the needs of the organization. This will be approved by the Board of Governors. If changes are required those will be presented to the Board of Governors for approval.
 - 7.8.2.2. The Executive Director will prepare job descriptions, salary ranges, and job performance standards for staff positions. These will be approved by the Board of Governors.ii. The Board of Governors shall appoint a Finance Committee, chaired by the Treasurer, which will prepare a budget in conjunction with the Executive Director for presentation to and approval by the Board of Governors
- 7.8.3. As a condition of employment, The Executive Director's employment may only be terminated by;
 - 7.8.3.1. A Board of Governors motion carried by a two-thirds majority in an up/down secret ballot vote.

- 7.8.3.2. A simple majority of the Board of Governors following an unsatisfactory yearly performance review.
- 7.8.4. 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 per motion of the BoG and with provision to report such interactions back to the BoG.
 - 7.8.4.1. The Leader shall be required to report these activities to the Board of Governors.
 - 7.8.4.2. The Leader may be required to report these activities to a Member's Assembly.

8. The Leader

8.1. Duties and Prerogatives

- 8.1.1. 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.
- 8.1.2. 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.
- 8.1.3. 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.
- 8.1.4. The Leader shall be responsible for the conduct of the nominated candidates during the election campaign.
- 8.1.5. 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.
 - 8.1.5.1. Members of the Caucus are expected to hold this information in confidence.
 - 8.1.5.2. These by-laws acknowledge that the Leader is responsible to the Legislature of Alberta for compliance with its rules and procedures.

8.2. Conduct of Elections

- 8.2.1. The Leader shall be responsible for the conduct of Alberta General Elections, within a budget set by the Board of Governors, including;
 - 8.2.1.1. Paying a Provincial Campaign Manager who has been approved by both the Leader and the BoG,

- 8.2.1.2. Allocating any other money provided by the Board of Governors,
- 8.2.1.3. Complying with the requirements of Elections Alberta.
- 8.2.2. At the next Member's Assembly following a general election, the Leader will provide a detailed financial report of election spending as well as;
 - 8.2.2.1. The conduct of the general election, or by-election(s),
 - 8.2.2.2. The conduct of any nomination contests held by the Party,
 - 8.2.2.3. The public image of the Party.

8.3. Leadership Review and Vacancy

- 8.3.1. 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"?
 - 8.3.1.1. Voting shall be by secret ballot.
 - 8.3.1.2. 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.
- 8.3.2. If the members vote in favor of a Leadership Election, the Office of the Leader will immediately be vacant.
- 8.3.3. In the case of any vacancy in the Office of the Leader, the Board of Governors shall;
 - 8.3.3.1. Publicly announce, within fifteen days, when a Leadership Election will be held.
 - 8.3.3.2. Provide written notice of the Leadership Election to all members of the Party within a further twenty-one days.
 - 8.3.3.3. Appoint an Interim Leader by a secret majority ballot of both the Board of Governors and Caucus members within seven days of the vacancy of the Office of Leader.
- 8.3.4. The Leadership Election shall be held no less than sixty (60) days and not more than one hundred and eighty (180) days from the date of the vacancy.
 - 8.3.4.1. The Board of Governors may shorten the sixty-day requirement to meet the requirements of a general election campaign.
- 8.3.5. The Board of Governors shall establish the procedures and mechanisms, subject to the provisions of these by-laws whereby the Leadership Election shall be conducted.
- 8.3.6. The Board of Governors shall be the final authority on any dispute arising from a Leadership Election.

9. Policy & Governance (P&G)

Preamble

Policy and governance review and development, aside from candidate nomination, is the most vital way members of the Party express their will. It is also the single biggest logistical challenge for a party with 87 CAs and thousands of members.

The process outlined below is intended to strike the appropriate balance between ensuring member-driven initiatives and keeping the number of policy and governance submissions that need to be voted on kept to a manageable number so that each makes it to the floor of the policy and governance assembly for a vote.

9.1. P&G Review/Formation Process

- 9.1.1. The Board of Governors, subject to these by-laws, shall set the framework for the members to participate in policy as recommended by the Policy and Governance Committee.
- 9.1.2. There shall be enough time allotted before the P&G Members Assembly for all policies to be assessed following the definition of “policy” (see appendix) and to ensure conformance with the WIPA Founding Principles.

Process

- 9.1.3. The Party will endeavor to conduct at least one P&G Members Assembly each year, apart from the AGM, that will be devoted to policy and governance discussion and approval.
 - 9.1.3.1. As a provision for the first AGM and only the first AGM, the PGC will formulate a base set of policy vision statements for review and vote by the members.
- 9.1.4. All Members in good standing may participate in forming and adopting P&G policies during Member’s Assemblies.
 - 9.1.4.1. Adoption of policy submissions requires 50% plus 1 of all votes cast.
 - 9.1.4.2. Adoption of governance submissions is 75% plus 1 of all votes cast.
 - 9.1.4.3. Member passed policy is not reviewable by the Leader, Caucus, or the Board of Governors.
- 9.1.5. The BoG will, through the P&G Committees, set a date for a P&G Members Assembly along with a clearly stated outline of how P&G submissions will advance to the floor of that assembly for a vote.
- 9.1.6. CAs will be invited to submit draft policies and governance submissions to the P&G Committees for consideration.

- 9.1.6.1. At the CA level, any five members in good standing may propose a policy or governance submission to their CA for consideration.
- 9.1.6.2. Each CA will be eligible to submit a combination of 3 policy/governance submissions to the P&G committees. (For example; 1 policy, 2 governance, 2 policy, 1 governance or 3 of either.)
- 9.1.7. CAs will select by vote, which three policies or governance submissions will advance to the Party P&G Committee. (CAs may work independently or with other CAs to develop common policies)
- 9.1.8. The P&G Committees will review all P&G submissions. Where there are duplicates those CAs will be informed and it will be noted; for example, if there are five CAs who submit policies or governance proposals that are substantively the same; they will be presented as a single submission being sponsored by the five CAs.
 - 9.1.8.1. In the situation where some changes to wording have to be done to common submissions each CA will be notified and will vote on the approval or rejection of those changes. (In the case of rejection their original proposal will continue forward for consideration.)
- 9.1.9. After collection, review, and editing, the P&G Committees will prepare the submissions by date they were received and category. The final list will be sent to members no later than 30 days before the P&G Assembly.
 - 9.1.9.1. Governance submissions will be listed together.
 - 9.1.9.2. Policy submissions will be placed under the appropriate category such as Health Care, Education and so on.
- 9.1.10. P&G submissions will be presented, discussed, and voted on in general plenaries (gatherings) with a set amount of time for discussion. Votes will be either Yes, No or Tabled (needing further investigation)
- 9.1.11. Implementation of changes to governing documents (bylaws and rules) is left to the appropriate body; the Board of Governors, P&G Committees, the Leader/Caucus.
- 9.1.12. Implementation is reviewable at the next Member's Assembly; members have the option of declaring a policy not properly implemented or represented.
 - 9.1.12.1. Any CA or five members in good standing can apply to the Policy Committee for a Policy Implementation Review (PIR) at the next Member's Assembly.
 - 9.1.12.2. In a PIR, members may ask for an explanation from the appropriate body and may;

- 9.1.12.2.1. Request the policy implementation be changed to conform with the intent of the original proposal,
- 9.1.12.2.2. Retroactively approve the policy change,
- 9.1.12.2.3. Substitute a completely new policy to deal with the new situation,
- 9.1.12.2.4. Cancel the policy.

9.1.12.3. PIR must be passed by a 50% plus 1 vote of all votes cast.

9.2. The Policy and Governance Committee

- 9.2.1. The Policy and Governance Committees (PGC) shall have the authority to assess and conduct a poll of CAs to rank policy proposals in advance of Member's Assemblies.
- 9.2.2. The PGC may propose Policies for consideration by the members following the same procedure as member's proposals.
- 9.2.3. 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.
 - 9.2.3.1. 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.

9.3. The Role of Caucus During Member's Assemblies

- 9.3.1. Members of Caucus, or the Leader, may not propose policy but they are free to participate in debate and advocate positions of their conscience under their rights as members of the Party.
- 9.3.2. Members of the Caucus, or the Leader, shall be afforded no special privileges during member's debates.

10. By-law Documents

- 10.1. The Association will adhere to by-law documents that may be created, ratified, and maintained by the Members, including but not limited to the following;
 - 10.1.1. Rules governing the conduct, selection and review of the Leader;
 - 10.1.2. Rules governing the conduct and selection of Candidates;
 - 10.1.3. Policy and governance development;

11. Ethics and Compliance

Preamble

The purpose of defining ‘ethics and compliance’ in the Party’s Constitution is to ensure that **all** members of the party work honestly, diligently, and collaboratively in pursuit of The Wildrose Party of Alberta’s stated goals, absent personal agendas and without malice to one another that could undermine the party’s pursuit of sovereignty. The enforcement and application of the ethical and compliance expectations in our code of conduct will be applied with a firm and unbiased method.

11.1. Application

11.1.1. The Member ratified code of conduct **applies to members of WIPA irrespective of their government role**

- 11.1.1.1. the leader,
- 11.1.1.2. all members of the Wildrose Independence Party caucus,
- 11.1.1.3. all members of the Wildrose Independence Party Executive Council,
- 11.1.1.4. all local Wildrose Independence Party Constituency Association members,
- 11.1.1.5. all Wildrose Independence Party Nominees, Candidates and Contestants,
- 11.1.1.6. all Wildrose Independence Party Leadership Contestants,
- 11.1.1.7. all Wildrose Independence Party Caucus Staff

11.2. Expectations and Requirements

All persons Referenced in **Section 11.1 Application** shall be responsible to;

- 11.2.1. Act in the best interest of the Wildrose Independence Party honestly and respectfully when conducting party functions,
- 11.2.2. Be responsible to ensure that their actions will not damage or compromise the integrity of the Wildrose Independence Party,
- 11.2.3. Conduct party function/business in a lawful manner that complies with the Wildrose Independence Party stated Principles, party Bylaws, and Constitution,
- 11.2.4. Ensure confidentiality when conducting Wildrose Independence Party business,
- 11.2.5. Immediately report any conduct that violates the Bylaws and Constitution of the Wildrose Independence Party and laws and regulations of the Elections Alberta

- 11.2.6. Ensure their actions do not harm the reputation of the Wildrose Independence Party, the leader, caucus members, Executive Council members, or local Constituency Association board Members or undesignated Members.
- 11.2.7. Be respectful with all members of the Media and the public (non-members) when acting in any capacity on behalf of the Wildrose Independence Party
- 11.2.8. No member shall aid or abet any other member's or non-member's behaviour or actions that willingly or unwillingly cause, directly or indirectly, harm or undermine the acknowledged goals of the Wildrose Independence Party of Alberta

11.3. Enforcement

11.3.1. The Party Arbitration Committee (PAC)

- 11.3.1.1. Be appointed, from the membership at large, by the Board of governors after consultation with CAs
 - 11.3.1.1.1. will be composed of a Chair and seven members of the Party and the Chair may be a Governor.
 - 11.3.1.1.2. three members shall have legal training
 - 11.3.1.1.3. shall be appointed for a two-year term.
- 11.3.1.2. Address the accused member directly in all matters concerning the violation and or breach of the code of conduct, and all communication must be available to Executive Council for review without delay,
- 11.3.1.3. Conduct all investigations in adherence to **Section 11.2 Expectations and Requirements,**
- 11.3.1.4. Censure, reprimand, suspend or revoke the membership of the member in violation as per **Section 11.3.5,**
- 11.3.1.5. Be suspended from the committee for the duration of an investigation if they are the member being investigated.

11.3.2. Violation Reporting Responsibility

- 11.3.2.1. It is the responsibility of all members to report any conduct that they believe to violate **Section 11.2 Expectations and Requirements**
- 11.3.2.2. All reported violations of **Section 11.2 Expectations and Requirements** must be properly investigated by the PAC
- 11.3.2.3. Any person who falsely reports or provides information found to be untrue will be subject to permanent suspension
- 11.3.2.4. Provide all relevant information requested by the **PAC**

11.3.3. All-Party Arbitration Committee Members shall;

- 11.3.3.1. Provide a detailed report of all relevant information about any violation to Executive Council upon completion of any investigation,
- 11.3.3.2. Not disclose the content of an active investigation outside of the PAC
- 11.3.3.3. Immediately recuse themselves if there is any perceived or actual conflict of interest concerning the investigation.
- 11.3.3.4. Consider ALL relevant information without prejudice,
- 11.3.3.5. Make recommendations to the **Board of Governors** concerning the disposition of the member being investigated, which may include revocation or suspension of membership, or recommend no further action. The Board of Governors has the final authority for the action to be taken.

11.3.4. Appeals

Any members in good standing shall,

- 11.3.4.1. Have the ability to appeal any decision by the PAC to the Board of Governors.
- 11.3.4.2. Have any information or evidence considered relevant by the Board of Governors considered in any investigation,
- 11.3.4.3. Provide, without prejudice, information about any active investigation.

11.3.5. Suspension or Revocation of Membership

- 11.3.5.1. No person who has been deemed to have violated the **Code of Conduct** shall be eligible to serve in any capacity as a member of a board, committee or Legislative position within the **Wildrose Independence Party of Alberta**
- 11.3.5.2. No person who has been deemed to have violated the Code of Conduct shall be contracted by any member of the party in any capacity
- 11.3.5.3. Any person that has been suspended is eligible to purchase a new 1-year probationary membership.

11.3.6. Probationary Membership

- 11.3.6.1. Probationary membership is limited to a period of 1 year,
- 11.3.6.2. Special conditions may be imposed by the **Code of Conduct Committee**,
- 11.3.6.3. May be revoked by the **Code of Conduct Committee** at any time and a permanent suspension may be imposed for continued or repeated violations of the **Code of Conduct**.

11.3.7. Exceptions to Enforcement

- 11.3.7.1. There will be NO exceptions to the **Code of Conduct and Enforcement**
- 11.3.7.2. Notwithstanding, Section 11.3.4 above; all decisions of the Party Arbitration Committee in conjunction with the Board of Governors will be final, binding and not reviewable on any grounds whatsoever
- 11.3.7.3. These rules do not apply to Candidate Selection Rules or leadership Race rules as the Committees struck under those rules will be responsible for dispute resolution within those rules.

12. Bylaw Amendment

12.1. Formulation of Amendments

- 12.1.1. Amendments to this Bylaw 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.
- 12.1.2. Any Article or Principle in the Bylaws is available for amendment by the members as an expression of their collective will.

12.2. The Policy and Governance Committees

- 12.2.1. It shall be the duty of the P&G Committee to monitor the performance of these bylaws 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.

13. Interpretation and Rules of Order

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