

# **CONSTITUTION OF THE MANITOBA ASSOCIATION OF CROWN ATTORNEYS**

## **1. NAME**

The Association shall be known as THE MANITOBA ASSOCIATION OF CROWN ATTORNEYS (hereinafter referred to as “MACA” or the “Association”).

Amended at the Annual General Meeting, December 3, 2021.

## **2. MEMBERSHIP**

The membership of the Association consists of persons who are members of The Law Society of Manitoba holding practising certificates and who practise law in or for:

- (a) Manitoba Prosecutions Service;
- (b) Legal Services Branch;
- (c) Office of Legislative Counsel;
- (d) the Office of the Public Guardian and Trustee.

(The Branches or offices referred to in (b) to (d) inclusive are called the “Civil Law Branches”.)

Amended at the Annual General Meeting, December 3, 2021.

## **3. OBJECTS**

The objects of the Association are:

- (a) to promote improvement of the conditions of employment of its members;
- (b) to represent its members in respect of salaries, pensions, hours of work, other working conditions, and any other matters relating to the relationship between its members and their employer;
- (c) to establish a collective bargaining relationship with the employer of its members;
- (d) to further good fellowship amongst its members;
- (e) to promote and encourage the professional development of its members; and
- (f) to do all things that are incidental or conducive to the attainment of the above objects.

#### 4. **OFFICERS**

- (a) The affairs of the Association shall be managed by an Executive Board consisting of the following officers:

President  
 Vice-President - Civil Law  
 Vice-President - Prosecutions  
 Vice-President – Regional Offices  
 Secretary  
 Treasurer  
 Three “at large” representatives

- (b) The Executive Board of the Association shall consist of at least three (3), but not more than four (4), members employed in the Civil Law Branches.
- (c) The Vice-President - Civil Law shall be a member who is employed in the Civil Law Branches.
- (d) The Vice-President - Prosecutions shall be a member who is employed in the Manitoba Prosecution Service.
- (e) The Vice-President (Regional Offices) shall be a member who is employed in a regional office of the Manitoba Prosecution Service.
- (f) The Executive Board shall be elected in accordance with section 12.
- (g) The Executive Board shall represent the members of the Association with respect to salaries, pensions, hours of work, other working conditions, and any other matters relating to the relationship between the members and their employer. This shall include acting on behalf of the members for the purpose of collective bargaining with the employer.
- (h) The Executive Board may from time to time delegate to one or more members of the Association, or to any other person, any of its duties, and may establish committees and working groups.
- (i) The Executive Board may retain the services of such persons, including professionals or experts, as it deems advisable for the carrying out of its duties.
- (j) The Executive Board may create policies to ensure accountability in accordance with this Constitution.
- (k) The Executive Board shall make financial decisions and expenditures based on the best interests of the Association.
- (l) The Executive Board shall establish and approve a yearly budget.

- (m) The Executive Board shall present an annual report, including a financial report to the membership at the Annual General Meeting.

Amended at the Annual General Meeting, December 3, 2021.

## 5. DUTIES OF OFFICERS

### (a) PRESIDENT

The President shall:

- (i) preside at all meetings of the Association;
- (ii) be an *ex officio* member of all committees; and
- (iii) perform such other duties as the Association requires.

### (b) VICE-PRESIDENT – CIVIL LAW

The Vice-President - Civil Law shall:

- (i) assist the President;
- (ii) where the President is employed with the Manitoba Prosecutions Service, perform the duties of the President in his or her absence; and
- (iii) perform such other duties as the Association requires.

### (c) VICE-PRESIDENT - PROSECUTIONS

The Vice-President - Prosecutions shall:

- (i) assist the President;
- (ii) where the President is not employed with the Manitoba Prosecutions Service, perform the duties of the President in his or her absence; and
- (iii) perform such other duties as the Association requires.

### (d) VICE-PRESIDENT – REGIONAL OFFICES

The Vice-President – Regional Offices shall:

- (i) assist the President;
- (ii) represent the interests of members employed in the Regional Offices; and
- (iii) perform such other duties as the Association requires.

(e) SECRETARY

The Secretary shall:

- (i) have charge of the Minute Books of the Association and of all other books and records incidental to the Office of Secretary;
- (ii) keep a record of the proceedings at all meetings of the Association and of the Executive Board;
- (iii) ensure that notice of all meetings, and all other required notices, are sent out in accordance with this Constitution; and
- (iv) perform such other duties as the Association requires.

(f) TREASURER

The Treasurer shall, subject to such direction as given by the Executive Board and in accordance with any MACA policies:

- (i) have charge of all books and records pertaining to the financial business of the Association;
- (ii) have care and custody of the funds of the Association, shall deposit these funds in the name of the Association in such bank as the Executive Board may direct, and shall maintain such accounts as are necessary to properly carry out the financial business of the Association;
- (iii) keep an accurate record of all monies received and disbursed;
- (iv) in consultation with the President and/or Vice Presidents, prepare and presenting an annual budget to the Executive Board for approval;
- (v) prepare an annual financial report immediately after the close of each fiscal year, and present it to the members of the Association at the Annual General Meeting; and
- (vi) perform such other duties as the Association requires.

Amended at the Annual General Meeting, December 3, 2021.

(g) “AT LARGE” REPRESENTATIVES

The three “at large” Representatives shall:

- (i) represent the interests of members of the Association; and
- (ii) perform such other duties as the Association requires.

**6. MEETINGS OF THE EXECUTIVE BOARD**

- (a) At all meetings of the executive board, 50% of the total number of executive board members shall constitute quorum.
- (b) The Executive Board may conduct meetings using any form of telecommunication as deemed appropriate by the Chair of the meeting.
- (c) When circumstances require a decision between regular Executive Board meetings, where it is impractical to convene a meeting, a resolution may be proposed and voted on by email or other electronic means. The resolution and the resulting vote shall be ratified at the next meeting by entering it into the minutes.

Amended at the Annual General Meeting, December 3, 2021; December 7, 2023.

**7. MEETINGS OF THE ASSOCIATION**

- (a) There shall be an Annual General Meeting of the members of the Association called by the Executive Board, and such other General Meetings as may be called by the Executive Board from time to time.
- (b) The Executive Board shall call a Special Meeting of the Association within fourteen (14) days following receipt of a written request for such a meeting signed by at least seven (7) members of the Association.
- (c) Fifteen (15) members of the Association, other than the members of the Executive Board, constitute a quorum at any meeting of the Association.
- (d) A member may vote on any issue at a meeting at which he or she is not present by providing to the Secretary, in a sealed envelope, a written, dated and signed notice indicating the member's vote prior to the meeting.
- (e) A member may vote on any issue at a meeting at which he or she is not present by appointing another member to act as his or her proxy. The appointment shall be in writing, signed and dated, and shall be provided to the Secretary prior to or at the meeting.
- (f) All meetings shall be conducted in accordance with Robert's Rules of Order, as revised.
- (g) The Association may conduct meetings using any form of telecommunication, as deemed appropriate by the Executive Board. Where a meeting is conducted in such manner – whether in whole or in part – additional measures must be implemented to allow for voting in a way that conforms with clause 14(b).

Amended at the Annual General Meeting, December 3, 2021.

## 8. **MEMBERSHIP DUES**

Membership dues for the Association shall be in the amount set from time to time at a meeting of the membership of the Association, and shall be payable by payroll deduction.

## 9. **SUSPENSION OR REMOVAL OF MEMBERS**

- (a) Any member whose conduct is detrimental to the good of the Association may be suspended or removed from membership by a secret ballot at a meeting of the membership of the Association called for this purpose.
- (b) A motion to suspend or remove a member must be made in writing by a member, and signed and supported by at least ten (10) other members. The motion shall be filed with the Secretary.
- (c) At least twenty-one (21) days notice of a meeting to consider a motion to suspend or remove a member shall be provided to all members.
- (d) A two-thirds majority vote of the members is required to carry a motion to suspend or remove a member.

## 10. **CONTRACTS AND PAYMENTS**

- (a) All contracts on behalf of the Association require the approval of the Executive Board.
- (b) All payments on behalf of the Association shall be made with the approval of, or in accordance with policy set by, the Executive Board, and shall be made by way of cheque.
- (c) All cheques shall be signed by two members of the Executive Board.
- (d) Despite clauses (b) and (c), the Executive Board may allow banking charges to be withdrawn directly by a financial institution.

Amended at the Annual General Meeting, December 3, 2021.

## 11. **FISCAL YEAR**

The fiscal year of the Association shall be the period from November 1 to October 31.

Amended at Special General Meeting, September 16, 2009.

## 12. **ELECTIONS**

- (a) The term of office of officers of the Executive Board shall be two (2) years from the Annual General Meeting at which they are elected.

- (b) The election of officers to the Executive Board shall be held by secret ballot at an Annual General Meeting.
- (c) Nominations of members to positions on the Executive Board shall be made in writing by two nominators who are members of the Association. The written consent of the nominee shall be included with the nomination. Subject to clause (d), all nominations shall be submitted to the Secretary at least fourteen (14) days before the Annual General Meeting.
- (d) Nominations submitted to the Secretary less than fourteen (14) days before the Annual General Meeting may be accepted where fair and reasonable in the circumstances as determined by
  - (i) the Executive Board, or
  - (ii) the Members by majority vote at the Annual General Meeting.
- (e) Members are to be nominated specifically for the positions of President, Vice-President (Civil Law), Vice-President (Prosecutions), Vice-President (Regional Offices) and for five at-large positions on the Executive Board.
- (f) A Member may be nominated for more than one position on the Executive Board (subject to eligibility requirements), but a Member may not be nominated for more than one Vice-President position.
- (g) Voting for positions on the Executive Board shall be as follows:
  - (i) Voting for President shall be first. All members may vote for President.
  - (ii) Following determination of the election of the President, voting for positions of Vice-President (Civil Law), Vice-President (Prosecutions), Vice-President (Regional Offices) will take place. Only members employed in the Civil Law Branches may vote for Vice-President (Civil Law). Only members employed in Manitoba Prosecutions Service (including those employed in regional offices) may vote for Vice-President (Prosecutions). Only members employed in regional offices may vote for Vice-President (Regional Offices).
  - (iii) Following determination of the election of the Vice-Presidents, voting for the remaining five (5) at-large positions on the Executive Board will take place. All members may vote for the at-large positions. Where the President elected is employed in Manitoba Prosecutions Service, at least two, but not more than three, of the members elected to at-large positions must be employed in the Civil Law Branches. Where the President elected is employed in the Civil Law Branches, at least three, but not more than four, of the members elected to at-large positions must be employed in Manitoba Prosecution Service.
- (h) The members may appoint one or more members to act as Election Officers. Election Officers shall ensure that the elections are conducted fairly in accordance with this section.

- (i) The Executive Board elected at an Annual General Meeting takes office immediately upon the adjournment of the Annual General Meeting at which the Officers are elected.
- (j) The Executive Board shall, at the first meeting of the Executive Board following the election, select from the five “at-large” officers one officer to serve as Secretary and one officer to serve as Treasurer.
- (k) An Executive Board member may resign their position by providing notice to the Executive Board in writing.
- (l) If a position on the Executive Board becomes vacant prior to an election, the position shall be filled within 60 days for the remainder of the term by a member as appointed by the Executive Board.

Amended at the Annual General Meeting, December 3, 2021.

### 13. **AMENDMENTS**

- (a) Subject to clauses 13(b) and (c), amendments to this Constitution may be made at any meeting of the Association upon the two-thirds majority vote of the members casting ballots.
- (b) Notice of a proposed amendment to the Constitution shall be given in writing to the Secretary at least twenty-one (21) days before the meeting at which the proposed amendment is to be voted upon.
- (c) The Secretary shall provide notice of the proposed amendment to the members of the Association at least seven (7) days prior to the meeting at which the proposed amendment is to be voted upon.

### 14. **VOTING**

- (a) Any vote of the membership pursuant to this Constitution may be made by secret ballot and the ballots may be provided to members to be returned or delivered to the Secretary at or prior to the General Meeting at which the issue is to be dealt with.
- (b) Where a meeting of the membership is conducted using any form of telecommunication, under clause 7(g), the Secretary or such other member as is designated by the Executive Board, must implement a voting mechanism that preserves the secrecy of members’ votes, while recognizing – to the extent possible – that the options at clauses 7(d) (voting prior to the meeting) and 7(e) (voting by proxy) continue to be available. In the event either of options 7(d) or 7(e) cannot be made available in such circumstances, notice of the non-availability must be conveyed to the membership, with an additional explanation to the membership of the method by which a vote can be exercised despite an absence.

Amended at the Annual General Meeting, December 3, 2021.

15. **EFFECTIVE DATE**

This Constitution shall come into effect on December 8, 2006, and repeals and replaces the Constitution of The Manitoba Association of Crown Attorneys which came into effect May 1, 1990.

SIGNED:

Gord Hannon  
President

Dale Harvey  
Vice-President (Prosecutions)

Stewart Pierce  
Vice-President (Civil Law)

Lisa Carson  
Secretary

Dave Mann  
Treasurer