Governance Review Package
July 20, 2026

Index

Legend:

- Example = no changes, original language
- ~~Example~~ = original language removed
- Example = new language inserted
- ~~Example~~ = text that has been moved to a new location

Rationale

Purpose

This document explains the reasoning behind the decisions made in the 2026 FAUW Constitution and accompanying policies. We wrote this document to explain our intentions and provide additional context about our design choices. We hope that it will be useful to our Members and our successors.

This document is not policy and does not bind FAUW.

Why Governance Review?

Who Does What

We wanted to establish responsibilities, both for roles (e.g., President) and for documents.

Division of Powers

The Division of Powers Policy records our understanding of who is responsible for what. It can be viewed as part of this Rationale, though it is a Class M Policy. It makes explicit the responsibilities of the President, Executive, Board, staff, and membership. There are also role descriptions which are approved by the Board and published on the FAUW website. https://uwaterloo.ca/faculty-association/board-officer-role-descriptions

We designed the Division of Powers policy descriptively (as we understand the current situation), not prescriptively.

One might think that the President has decision-making powers on Association matters between Board meetings. We thought so at first. Then, we considered this matter and decided to not include it as part of the President's role. Rather, the President can call an electronic vote between meetings. The President can also make statements on behalf of the Association, which can be disavowed by the Board. The President does not make policy decisions under their own authority, even in emergency situations.

In general, the President is responsible for the general management and supervision of the association's affairs; the Executive Manager manages staff and operational matters.

Constitution, Policies, and Procedures

At the same time, we wanted to establish a hierarchy of documents.

Our goal was to have a high-level Constitution specifying "what", leaving the details to policies and procedures.

Class M (membership) Policies specify "how" and include topics that were previously in the Constitution (e.g., Elections and Voting Policy). Some Class M policies are explicitly referenced in the Constitution. Class M policies can be changed with the approval of a simple majority of votes cast in a plebiscite of the membership.

Class O (operational) Policies are intended to be internal to the Board and only require Board approval to modify (e.g., course buyout policy).

Procedures are generally even more operational and not meant to be of general interest (e.g., branding), with the exception of the Complaints Procedure, which is part of how FAUW deals with misbehaviour.

Our intention is that changes to the Constitution should be rare (and must clear a high bar). Class M Policies, on the other hand, should be continuously improved, may be changed by a simple majority vote of the (entire voting) membership, and are subject to review every 5 years.

We anticipate that there can be legitimate reasons to make minor changes to Class M Policies or the Constitution without going through the regular amendment process. An example of such a change is modifying references to "AF&T Policy Officer" to "AFMS Policy Officer"; a streamlined approval process should be available for such changes. We still want there to be guardrails to protect the membership's interests, and thus require a vote at a General Meeting passing with a two-thirds majority. We drew inspiration from the minor change provision in the FAUW/University of Waterloo Memorandum of Agreement.

https://uwaterloo.ca/faculty-association/advocacy/policy-development/fauw-policies

Article 5: Membership

We decided to stay with the same exclusion from membership as we have right now (Article 5.6, and MoA 2.1.2), e.g., Associate Deans are FAUW members.

We have associate members because it is useful to have a status that allows retirees to serve on FAUW committees. We kept affiliate membership (librarians, research faculty, AFIWs) even though we don't really see the appeal of being an affiliate member. The list of categories of affiliate members is determined by the membership, while associate membership is granted by the Board to individuals.

We decided to use the terminology "Represented Member" for all FAUW members under the MoA, and "Voting Member" for someone who opts into voting membership of the Association, versus the big-M member and small-m member in the MoA. Hopefully we have been consistent in this but please point out any misses!

Article 7: Meeting Nomenclature

Instead of the old usage Fall General Meeting and Winter General Meeting, we use the nomenclature December General Meeting and April General Meeting. We think this is less confusing.

Article 7.4: Emergencies and Major Policy Significance

Article 7.4 of the Constitution states "Except in cases of extreme emergency, no motion of major policy significance may be debated in any meeting unless prior notice of that motion is included in the agenda of that meeting" and empowers the Chair to decide whether a motion is admissible or not.

The rationale behind giving the Chair the unilateral power to decide admissibility is that a member should not be able to surprise the meeting with an unannounced motion. If the Chair decides incorrectly, the member can organize their own General Meeting and referendum. They require 60 signatures on a petition. We also know, from recent experience, that over 500 members will show up at a General Meeting if there is an important issue.

To be clear, the decision process looks like this. Given a surprise motion, the Chair has two decisions to make: (1) is it an extreme emergency; (2) is it of major policy significance? If the answer to both questions is "yes", then following Article 7.5, the motion can be debated without notice, and if successful, a referendum can be called. If it is not of major policy significance, then the General Meeting is empowered to decide the question.

We hope that this provision will never be needed, but we could anticipate motions of major policy significance being admissible without prior notice in difficult-to-foresee situations like wars, extreme weather events, or public health emergencies.

Article 7.5: Modifications to the Memorandum of Agreement

The Memorandum of Agreement specifies that changes to the MoA must be approved by the Association, but not how they are to be approved. Following the precedent of the 2024 Policy 76/77 changes, we specify that a non-minor MoA change must be ratified in a referendum of the entire represented membership (i.e. everyone who is represented by FAUW, not just Voting Members). This is consistent with how FAUW makes decisions about matters of major policy significance, except for the question of who gets to vote.

Articles 8.3 and 10: Executive/Officers

The FAUW Executive (Article 8.3) was listed as a committee under the old Constitution, but we thought that it didn't really fit: it doesn't make sense for it to have terms of reference. It is now referred to as "The FAUW Executive" and defined in the Constitution as well as the Division of Powers Policy. The Executive is appointed in July in time for course buyouts for the coming year.

We have established a "Chair" position. Previously, the Chair was elected at a General Meeting, but that didn't work very well; the GM doesn't really know who would be good to appoint. We have the Nominations and Elections Committee to look for people, and they should be in charge of nominating a Chair to the Board. The Chair is now responsible for both General Meetings and Board meetings. Having an identified individual Chair all meetings allows FAUW to invest in training for that individual and will ensure meetings are effective.

In one instance (to our knowledge), we have hired an external Chair and a parliamentarian for a GM. The Board may appoint an external Chair by making them an associate member, following the Affiliate and Associate Membership Policy.

Article 9: Electing the Board

We kept Director elections mostly unchanged, except that we specify the usage of approval voting, with the option to vote for as many members as desired. There is no reason to cap the number of votes at the number of available positions.

For Presidential elections, the principle is that the President should have the support of at least 50% of the membership. A run-off system accomplishes this. Approval voting also applies to the first-round Presidential elections.

We discussed other voting systems (e.g., ranked ballots) but decided that approval voting would serve best in terms of being easy to understand yet also sufficiently expressive. We think that this new method of electing the President is a significant advance over what we have now and would like it to be in force before the December 2026 Presidential election.

The previous Constitution described an Elections Committee. Recent practice has been to have a Nominations and Elections Committee, whose role is described in the Constitution, relevant Policies (Elections and Voting Policy and Committee & Working Group Policy), and its Terms of Reference.

There has previously been discussion about whether vote tallies should be released. We decided to specify that they should be released, although some of us have mixed feelings about it.

Election results must be announced at a General Meeting, but we are not restricting earlier release.

We cleaned up the text about term limits.

Article 9: Referenda

We decided to make referenda the mechanism by which the membership expresses itself. There must be discussion: the referendum (including the specific question to be asked, and the constituency which is being asked) must be approved by a resolution at a General Meeting. The rationale for this process is twofold: (1) we want there to be interactive discussion of the merits of the question itself as well as of its wording; and (2) electronic voting makes it easier for all members of the relevant constituency to have a say, not just those who can attend the meeting.

The question, then, is what should be decided by a resolution at a GM rather than by plebiscite. We came up with the phrase “major policy or strategic significance” to identify matters that should go to plebiscite, with the Chair empowered to adjudicate both whether it is an emergency and whether it is of major policy or strategic significance; see the discussion of Article 7.4 for more. It is convention that the auditor is appointed by GM resolution. We also listed some matters that are not of major policy or strategic significance. MoA changes are defined to be of major policy significance.

Based on recent experience, we explicitly decided that the question of removing Board members should be decided by resolution at a meeting. While it is a major issue, and it might seem appropriate for a referendum, it is also the case that an involuntary rotation of Board members is going to be complicated. Because there will be multiple moving parts, a GM must be empowered to discuss the issues and execute the change in the Board in a single meeting, rather than a drawn-out sequence of referenda. Because the motion must be circulated ahead of the meeting and will be of broad interest, we expect (and have directly observed) that attendance at such a meeting would justify the decision at the meeting.

Article 13: Committees

Based on recent experience (we’ve had committees try to go rogue), we made it explicit that committees are created by and accountable to the Board. The Constitution states that committees (and committee members) ~~owe a duty of obedience to the Board~~ shall not act contrary to Board decisions, policies, or resolutions, and shall implement any directives issued by the Board within the scope of their delegated responsibilities. The Board also approves the terms of reference for committees, and the Association controls all materials produced by committees, including minutes, i.e. the minutes should be owned (in the IT sense) by the Association.

The Committee and Working Group Policy removes the “how” of Committees from the Constitution to a policy. It also differentiates Standing Committees and Working Groups. Working Groups are essentially definite-term committees. ~~A further distinction is whether the Chair of a Standing Committee is an ex-officio non-voting member of the Board.~~

The list of Standing Committees, as well as their scope, is found in the Class M Committees & Working Group Policy, so it may only be changed by a successful referendum. Standing Committee Chairs may or may not have a non-voting ex-officio Board seat, depending on their description in the Policy. It should be highly irregular for an elected Director to chair a committee whose chair has a non-voting seat on the Board. ~~Note that when the ToR for a Standing Committees states that the Chair serves ex-officio on the Board, this is an aspect of the ToR which is not changeable by the Board.~~ For clarity, other terms of reference for standing committees remain subject to Board approval.

Some of us are concerned about self-perpetuating committees. The setup that we landed on is that the committee can propose next year's membership and chair to the Board, with support from NEC. One funny exception: because NEC is a powerful committee, its chair is named by the President and ratified by the Board. (The President can take advice from NEC about who to name as its chair).

Some organizations have an Equity Caucus rather than an Equity Committee, i.e. the caucus does not owe a duty of obedience. We consulted our current Equity Committee, and they indicated a desire to continue as a standing committee.

Article 14: Problematic Behaviour

There is currently some uncertainty as to whether Policy 33 applies to behaviour that arises in the context of FAUW Business. Consequently, we created a Code of Conduct Policy and a Harassment & Discrimination Policy, with a Complaints Procedure specifying how the Association adjudicates complaints. These apply to behaviour between FAUW members/staff in the context of official FAUW activities, and do not remove any rights of access to University mechanisms such as Policy 33. If it becomes clear that Policy 33 in fact does apply, then the Code of Conduct Policy and a Harassment & Discrimination Policy may become moot.

We decided that the Board must be the body that is ultimately responsible for setting the penalty, though the investigation panel and the appeals panel each make recommendations. A bad Board can subvert the policy, but we believe that this is difficult to avoid; the membership has the final word, by using its recall power. Thus, the Board is accountable in a way that panels are not. Having said that, we wrote that the Board will "normally follow[…] the recommendation of the [Investigation] Panel", and, mirroring the University's process for tenure appeals, the Board will "undertake a directed reconsideration of its initial decision" upon receiving an Appeals Panel report.

The Board can effectively remove a Board member through the complaints process by lodging a complaint and, eventually, suspending the member from FAUW.

With respect to confidentiality: nondisclosure applies to anything that a witness learns from a hearing; they remain free to talk about what they knew before the hearing.

Article 17: Rules of Order

We looked at Bourinot's Rules but decided that Robert's Rules were more commonly used and more likely to be known by people. If it gets to weaponizing the rules of order, the Association is already in trouble.

Article 19: Dissolution

The intention of Article 19.2 is to enable the transfer of assets to a union, should that be the will of the membership.

Council of Representatives

We deliberated about the role of the Council of Representatives and decided that because of its primarily advisory role it was not appropriate to include it in the Constitution when other Committees are not. At the same time, its relationship with the Board is not that of a simple Committee. A recent poll of the Council reinforced its value, and we promise that a committee will be struck to review its scope and effectiveness in the context of increased bi-directional communication in the form of FAUW Newsletters and the very successful FAUWside Chats. This committee will analyze the review and come back to the membership with a proposal, including consideration of a specific M-class Policy establishing the role and scope of the Council of Representatives.

Duty of Fair Representation

We considered whether to include a duty of fair representation (as exists for unions) in the constitution. The concept legally does not apply to FAUW, since it is not a union; furthermore, breaches of the duty of fair representation occur when the union does not advance a complaint or grievance to the employer, and FAUW members have individual carriage---that is, they can make their own complaints and need not rely on FAUW to do so.

Where a duty of fair representation applies, a union must not be arbitrary, discriminatory, or act in bad faith. Mirroring this, we have added as a guiding principle, in Article 3 of the Constitution: "The Association shall not treat members in a way that is arbitrary, discriminatory, or in bad faith." Furthermore, members have the right to file complaints under the FAUW Harassment & Discrimination Policy in case of discriminatory behaviour by FAUW. Finally, a member who feels that a decision was arbitrary or made in bad faith ultimately retains the right to pursue an individual complaint to the employer.

Consultations Carried Out

Summarizing the consultation process for this document, to date:

- we held two town halls with the FAUW membership
- we welcomed input from individual FAUW members and directly solicited some opinions (resulting in 2 consultations)
- we took specific advice from the AFMS and NEC chairs on their areas of responsibility
- we consulted with the Equity Committee about the Association's Purpose and Guiding Principles, as well as about their role within FAUW
- we sought legal advice about specific technical aspects of the Constitution
- we received a review of the documents by CAUT

Constitution

FAUW Constitution

Article 1 – Name

The name of the Association shall be the ***Faculty Association of the University of Waterloo*** (FAUW).

Article 2 – Purpose

~~The purpose of the Association shall be to advocate for the terms and conditions of employment of all University of Waterloo employees who are recognized by the University as represented by FAUW in the Memorandum of Agreement (MoA Article 2.1.1) and all others who are admitted as members of FAUW as per Article 5 of this Constitution.~~

~~The purpose of the Association shall be to advocate for the terms and conditions of employment of its members, academic freedom, tenure, and collegial governance.~~

The purpose of the Association shall be to advocate for:

- the maintenance and improvement of terms and conditions of employment of its members;
- academic freedom, collegial governance, and tenure and permanence;
- a workplace that is equitable and free from harassment and discrimination; and,
- a workplace that is inclusive and supportive of the full range of the membership's diversity.

The Association shall represent its members in the processes determining their terms and conditions of employment.

The Association may deal with all other matters considered to be in the interest of the Association and its members.

Article 3 – ~~Objectives~~ Guiding Principles

~~FAUW aims to defend and advocate for:~~

~~a) The principles of academic freedom and collegial governance at the University of Waterloo and in the academy more broadly.~~

~~b) The right to equitable and fair treatment of its members in their relations with the employer.~~

~~c) The advancement of the University of Waterloo's academic mission by promoting an environment that supports quality teaching and research.~~

FAUW shall be guided by the following principles:

a) fairness and equitable treatment ~~of those it represents~~ for the University community;
b) democratic accountability, by which the Association represents an informed membership;
c) honesty, professionalism, and ethical behaviour,
d) natural justice in its dealings and operations.

The Association shall not treat members in a way that is arbitrary, discriminatory, or in bad faith.

Article 4 – Affiliation

FAUW shall maintain a membership in good standing with the following:

a) the Ontario Confederation of University Faculty Associations (OCUFA);
b) the Canadian Association of University Teachers (CAUT).

Article 5 - Membership

5.1 The UW/FAUW Memorandum of Agreement (MoA) Article 2.1.1 denotes as Members (with a capital M) all employees represented by the Association. In this document, such Members will be referred to as "represented members". Monthly FAUW payroll deductions are a condition of employment for employees represented by FAUW, regardless of membership (MoA Article 2.5).

5.2 Voting membership in the Association shall be open to all represented members, and such members are referred to here as "voting members." Voting status shall become effective upon submission of a completed membership form.

5.3 The Association may, from time to time, decide to open Affiliate membership eligibility to categories of persons not included under 5.2 and not excluded by 5.6. Categories are listed in the Affiliate and Associate Membership Policy. Affiliate members have monthly FAUW membership dues deducted from payroll.

5.4 The Board of Directors may admit others (aside from those expressly excluded by 5.6 below) to associate membership in FAUW, following the Affiliate and Associate Membership Policy, where it is in FAUW's interests.

5.5 Voting members shall be eligible to vote at general meetings and in membership referenda, to nominate candidates or run for election to the Board of Directors, to serve on FAUW committees, and to serve on University committees whose members are appointed in whole or in part by the FAUW President.

5.6 Members of University of Waterloo's Executive Council, as well as faculty members at the University of Waterloo who are vice-presidents, deans, associate vice-presidents or associate provosts, or who report directly to a vice-president, are ineligible for FAUW membership. Faculty members holding senior administrative roles at an Affiliated and Federated Institution of Waterloo (AFIW), including president or principal at those institutions, or who are a direct report of the person with that role, are also ineligible for FAUW membership.

5.7 Members may resign from Voting Membership in FAUW in writing or by e-mail; however, such members will continue to be represented and FAUW fees will continue to be deducted for represented members.

Article 6 - Fees

The mil rate used to determine membership fees for represented members shall be reviewed from time to time by the Board, who may bring relevant recommendations for changes to the mil rate for approval by the voting membership, with approval requiring a simple majority of the votes cast. The Board may fix a mil rate for affiliate members. Member fees contribute towards FAUW's membership in CAUT and OCUFA. Fee changes shall normally become effective July 1.

Article 7 - Meetings of Members

7.1 There shall be two regular general meetings held annually, one in April and one in December. Notification of the date, location, and agenda for all regular general meetings, as approved by the Board, shall be circulated to all voting members at least seven calendar days before the meeting.

7.2 Additional special general meetings may be called by the Board of Directors or by petition signed by sixty voting members. The petition must specify ~~the agenda~~ items of business for such a special general meeting, and the Board shall schedule the meeting date, time, and location, which must occur within 15 days of receiving the petition. Notification of the date, time, location, and agenda for all special general meetings shall be circulated to all voting members at least ten calendar days prior to the meeting.

7.3 A quorum for the transaction of business at any general meeting shall be 60 members. The Chair of the Board and of general meetings shall be appointed by the Board of Directors but shall not be a voting member of the Board.

7.4 Except in cases of extreme emergency, no motion of major policy significance may be debated in any meeting unless prior notice of that motion is included in the agenda of that meeting. In cases of dispute, the Chair's ruling on whether a motion is admissible shall be final. Normally, references to committees, questions of procedure, tabling, and requests for information are not considered of major policy significance and are among the matters not requiring notice of motion. Amendments to the Memorandum of Agreement that are not "minor" (as defined in MoA Article 12.10.2) are of major policy significance and are subject to a referendum. Exceptionally, this referendum and the associated General Meeting are open to the entire represented membership.

7.5 All matters of major policy or strategic significance, following debate and a resolution at a general meeting, shall be put to a referendum of the voting membership, per the Elections and Voting Policy. For the avoidance of doubt, it is permissible for a general meeting to amend the question to be put to a referendum.

Article 8 - Board of Directors

8.1 A Board of 12 or 13 voting directors shall be responsible to the membership and shall direct FAUW's general policy and work. The Board includes as ex-officio voting members the FAUW President and Past President (if that position is occupied). The president is elected as described in Article 9 and the selection of the past president follows Article 10. The Board also includes 11 other members elected as described in Article 10:

8.1.1 One director elected by and from the voting members of each of the six Faculties of the University

8.1.2 One director elected by and from the voting members holding teaching-stream appointments (including clinical teaching stream appointments)

8.1.3 Four directors elected by and from the voting membership at large

8.2 Chairs of FAUW standing committees (Committee & Working Group Policy) and the Chair of the Board and of general meetings, if they are not also elected directors, shall serve as ex-officio, non-voting members of the Board.

8.3 The FAUW Executive comprise the Officers (~~see~~ enumerated in Article 10) plus additional voting Board members appointed by the President and ratified by the Board at a July meeting. The Executive Manager and the Chair of the Board and of general meetings are non-voting members of the FAUW Executive.

8.4 The following provisions apply to meetings of the Board of Directors.

8.4.1 Six voting directors shall form a quorum for the transaction of business.

8.4.2 Board meetings are called by the President or Vice President.

8.4.3 A special meeting of the Board may be called by petition in writing by three voting directors to the Executive Manager five working days in advance.

8.4.4 The agenda is determined by the Executive in consultation with the Chair and Executive Manager; when a meeting is called by petition, the ~~petition must also include the agenda for the meeting.~~ items of business included in the petition must be included in the agenda.

8.4.5 Questions arising at any meeting of the Board of Directors shall be decided by a majority of votes. In the case of a tie vote, the motion shall be defeated.

8.4.6 In circumstances where decisions need to be made between meetings, an electronic vote, accompanied by a deadline, may be called by the President, with the decision being read into the minutes of the next official meeting of the Board. The vote passes with the approval of a majority of the Directors eligible to vote.

8.5 The voting membership may remove any Director from office before the expiration of their term of office by passing a motion at a General Meeting. Such a motion is not subject to the referendum requirement for matters of major policy or strategic significance (Article 10). The motion may originate from the Board or from a petition of sixty voting members. A petition proposing a regular general meeting motion to remove a Director from office must be received by FAUW fourteen calendar days before the meeting. The Director shall be removed from office if the motion passes by at least two-thirds of votes cast at that meeting. If a Director is removed in this way, a replacement election may be held at that meeting, and the members may elect a replacement director by a plurality of votes cast. This replacement election takes precedence over the requirement in Article 10 for the Nominations and Elections Committee to hold a by-election in the event of vacancies.

Article 9 – Elections, Referenda, & Voting

9.1 The Nominations and Elections Committee (NEC), a standing committee of the Association as defined in the Committee and Working Groups Policy, is responsible for organizing elections of the FAUW Board.

9.2 Elections for the President and Directors are open to all Voting Members. Election results, including vote tallies, shall be reported to the full membership ~~at a General Meeting~~. Elections shall be held in accordance with the Elections and Voting Policy. Elections held in the Fall term shall be timed so that their results may be announced no later than the December General Meeting; elections in the Winter term shall be timed so that their results may be announced no later than the April General Meeting.

9.3 President
The Presidential election process begins in the Fall academic term of even-numbered years, for a two-year term beginning July 1 of the following year. The President may remain in office until a successor is elected. All Voting Members may vote in presidential elections. A candidate must receive a majority of votes cast (50 percent + 1) to be elected. If no candidate achieves a majority in the first round, the two candidates

receiving the most votes shall stand in a run-off vote. The candidate receiving the most votes in a run-off vote is elected. In the event of a tie in a Presidential ballot, the winner (or the candidate advancing to the second round) shall be randomly drawn from among the tied candidates. If a Fall term election fails to elect a President, there shall be another election in the Winter academic term, with results announced at the April General Meeting.

At the request of an outgoing President, the President-Elect may assume office prior to July 1.

9.4 Faculty-Specific & Teaching-Stream Faculty (Constituency) Directors
Constituency Director elections occur in the Winter of even-numbered years, to a two-year term starting July 1 of the same year. These elections are open to all Voting Members of the concerned constituency, and use approval voting, in which voters may support any number of acceptable candidates. The candidate receiving the most votes shall be elected. In the event of a tie in a vote for a Director, a winner shall be randomly drawn from among the tied candidates.

9.5 At-large Directors
At-large Director elections occur in the Winter academic term of odd-numbered years, to a two-year term starting July 1 of the same year. These elections are open to all Voting Members, and use approval voting, in which voters may support any number of acceptable candidates. The candidates receiving the most votes shall be elected. In the event of a tie in a vote for a Director, a winner shall be randomly drawn from among the tied candidates.

9.6 Term Limits
Service as a Director shall be limited to a maximum of six consecutive years. A former Director regains eligibility to serve as a Director after two years of not holding a voting position on the Board. This provision does not include service as President or as Past President for the purpose of counting service as a Director.

Service as President shall be limited to a maximum of four consecutive years, or until a successor is elected. A former President regains eligibility to serve as President after two years of not holding a voting position on the Board.

9.7 Vacancy
If the President leaves office prior to the end of their term, an election must be organized by NEC with the result resolved ~~at the latest by the next regular general meeting~~within two months. The Vice-President shall act as Interim President until the election is completed, at which time the new President immediately takes office.

If a Director position becomes vacant, the position will be included in the next annual Director election. The Board may choose to:

a) appoint a Voting Member from the appropriate constituency until the next annual election;

b) charge NEC with running a by-election; or

c) leave the position vacant.

The term of any Director elected off cycle will be adjusted to align with the election cycle for their constituency. However, should a vacancy result in a loss of quorum, then NEC shall organize a by-election to fill the vacancy as soon as possible.

9.8 Votes
Votes of the Voting Membership will be conducted to elect Directors (see above) and to determine positions on matters of major policy or strategic significance (see Article 7). Voting may be restricted to the relevant constituency, in the case of constituency votes. The conduct of elections and referenda, including voting methods, duration, and oversight, shall be governed by the Elections and Voting Policy.

Article 10 – Appointment of Officers

10.1 The Board of Directors' Officers shall be appointed in the following ways:

10.1.1 The President shall be elected by and from the Membership by majority vote (see Article 9).

10.1.2 The Vice-President shall be appointed by the President from among the elected directors. The appointment must be ratified by the Board.

10.1.3 The role of Past-President shall be offered by invitation of the President to the most recent President, unless this past President was removed under the provisions of Article 8.5. If they are unable or unwilling to serve, all former Presidents of the Association are eligible for this role; if anyone but the most recent President is invited to take on this role, the choice must be ratified by the Board.

10.1.4 The Treasurer shall be appointed by the President from among the elected directors. The appointment must be ratified by the Board.

10.1.5 The Chair of the Board and of general meetings shall be appointed annually, from among the membership, on the NEC's recommendation, for ratification by the Board. The Chair is an ex officio non-voting member of the Board.

10.1.6 The Executive Manager's role is a permanent full-time staff position hired following the University of Waterloo's hiring processes and procedures.

10.2 The specific duties of the Officers listed above shall be defined in approved published role descriptions.

Article 11 – Staff Provisions

11.1 An Executive Manager shall serve as the Chief Administrative Officer of the Association. The Executive Manager shall be responsible for the administration and operations of the Association and shall exercise such authority and perform such duties as are delegated by the Board in furtherance of the purposes of the Association.

11.2 The Executive Manager shall report to the Board of Directors through the President. All employees of the Association shall report to the Executive Manager. The Executive Manager shall have authority over the supervision, direction, evaluation, professional development and management of staff, subject to the policies of the University and oversight of the Board.

11.3 The Executive Manager may be removed by resolution of the Board of Directors in accordance with applicable employment law~~, the policies of the Association~~, and the policies of the University. ~~The Board shall establish and follow a fair and transparent process for performance review and, where necessary, removal.~~ No individual officer of the Association shall have unilateral authority to remove the Executive Manager.

11.4 Employees of the Association, including the Executive Manager, shall disclose any actual or potential conflict of interest. Where a conflict arises, the employee shall refrain from participation in related decision-making and shall comply with any direction issued by the Board.

Article 12 – Policies

12.1 This Article establishes the authority and framework for the creation, approval, and maintenance of policies and procedures.

For the purposes of this Article:

- *Policies* are formal statements that establish principles, rules, or expectations governing the organization's activities.
- *Procedures* are detailed processes or steps to implement those policies. The Board is empowered to create procedures for operational purposes.

12.2 The FAUW Board of Directors shall be responsible for ensuring the maintenance of an up-to-date repository of all current policies and procedures. This repository shall be accessible to all members.

12.3 All policies and procedures shall be reviewed at least once every five (5) years to ensure their continued relevance and consistency with this Constitution.

12.4 There shall be two classes of policies:

a) Class M Policies (Membership Policies): Policies that directly affect the membership or involve significant fiscal commitments. Creation or amendment of Class M Policies shall require approval by a simple majority (50%+1) vote of the membership voting in a referendum. However, changes that are deemed to be housekeeping or minor changes by the Board (and thus not of major strategic or policy significance) may be approved by the Board and ratified by a two-thirds vote at a General Meeting.

b) Class O Policies (Operational Policies): Policies governing internal operations and administration. Creation or amendment of Class O Policies shall require approval by a simple majority vote of the Board of Directors.

12.5 In the event of any conflict between a policy or procedure and this Constitution, the Constitution shall prevail.

12.6 The Board of Directors initiates policies or policy revisions. Class M policy proposals shall be presented to the membership at a general meeting and decided by a formal referendum vote. Class O policy proposals shall be submitted to the Board for consideration and approval.

12.7 The Board shall ensure the maintenance of a record of all policy revisions, including the date of approval, approving body, and a brief summary of changes. Superseded versions shall be archived and retained for reference.

Article 13 - Committees and External Representatives

13.1 The Association may establish standing committees and working groups, in accordance with the Committee & Working Group Policy.

13.2 The President or the Board may from time to time appoint voting members as FAUW representatives on non-FAUW committees ("external representatives"), either at the University level or external to the University. Such representatives are expected to participate in good faith and in a manner consistent with FAUW's ~~values~~ guiding principles and will report regularly to the FAUW President and Executive Manager.

13.3 All committees, committee members, and external representatives shall not act contrary to Board decisions, policies, or resolutions, and shall implement any directives issued by the Board within the scope of their delegated responsibilities.

13.4 The Board of Directors may also co-operate with and appoint representatives to any University or external organization which may be appropriate to FAUW's mission, with the help of the NEC.

Article 14 - Discipline for Misconduct

The Association may discipline members for violations of the Harassment & Discrimination Policy or the Code of Conduct Policy. Members shall only be subject to disciplinary penalties following a fair investigation, with opportunity for an appeal, in accordance with these Policies and the Complaints Procedure.

Article 15 – Finances

15.1 Unless otherwise decided by the Board of Directors, the fiscal year of the Association shall end April 30. There shall be an annual audit of the FAUW financial records by an external auditor appointed at the December General Meeting.

15.2 All financial instruments and transactions shall be authorized by any two authorities designated by the Board of Directors. The Board shall designate at least 3 (three) authorities.

15.3 For the purpose of carrying out the objectives of the Association, the Association may borrow, raise, or secure payment of money in such manners as it deems fit. Exercise of these powers for an amount equal to or greater than $25,000 inflation-adjusted 2026 dollars per the Canadian Consumer Price Index shall require approval by a two-thirds majority of ballots cast in a referendum vote of the membership. No debenture shall be issued otherwise.

15.4 Investments by the Association shall follow the Investment Policy.

Article 16 – Indemnification

16.1 FAUW shall indemnify and save harmless, out of FAUW funds, every director, officer, or employee of the Association, or other person who has undertaken or is about to undertake any liability on behalf of FAUW or any organization controlled by it, and their heirs, executors and administrators, and estate and effects respectively, from and against:

a) all costs, damages, charges and expenses which a director, officer, employee or other person sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against them, or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by them, in or about the execution of the duties of their office or in respect of any such liability;
b) all other costs, damages, charges and expenses which a director, officer, employee or other person sustains or incurs in or about or in relation FAUW affairs;
c) excluding such costs, damages, charges or expenses as are occasioned by malfeasance, willful misconduct, bad faith, or gross negligence.

16.2 FAUW may purchase and maintain, and budget for such insurance for the benefit of its directors, committee members, and staff as the Board of Directors may from time to time determine.

Article 17 - Rules of Order

In all matters not covered by this Constitution, Robert's Rules of Order (as revised from time to time) shall apply.

Article 18 - Amendments

Proposals to amend the Constitution shall be presented to the membership at a general meeting, put to a referendum vote by a resolution passed at that meeting, and ratified by a two-thirds majority of votes cast in a formal referendum, following the Elections and Voting Policy.

Changes to the Constitution that are deemed to be housekeeping or minor changes by the Board (and thus not of major strategic or policy significance) may be approved by the Board and ratified by a two-thirds vote at a General Meeting.

Article 19 - Dissolution

19.1 The dissolution of FAUW shall be by a special resolution passed by a referendum of two-thirds of the votes cast by Voting Members, after a resolution authorizing the referendum is passed at a general meeting.

19.2 Any assets belonging to FAUW shall be liquidated, all liabilities paid, and all remaining assets shall be transferred to an organization of similar purpose at the University of Waterloo, and in the absence of such, donated to the CAUT Academic Freedom Fund.

Affiliate and Associate Membership Policy

This is a Class M Policy.

Purpose

The purpose of this policy is to establish procedures for extending Affiliate FAUW Membership to categories of persons, for maintaining that list of categories (see Appendix A), and for extending Associate FAUW Membership to specific persons.

Authority and Governance

This policy derives authority from the FAUW Constitution. It is wielded by the Voting Membership, who make decisions on Affiliate Membership eligibility, and by the Board, who admit persons to Associate Membership.

Benefits

Affiliate and Associate members may attend and be recognized to speak at general meetings but not vote. They may serve on FAUW committees. Affiliate and Associate members are not represented by FAUW.

Eligibility

Affiliate Membership is open to the categories of persons listed in Appendix A, which may be amended by a majority vote of the members in a plebiscite.

Affiliate Membership becomes effective upon completion of a membership form authorizing monthly FAUW payroll deductions.

The Board of Directors may admit others (aside from those expressly excluded by the Constitution) to Associate Membership in FAUW, where it is in FAUW's interests.

APPENDIX A

Eligible Groups as of April 2026

Members of the following University of Waterloo groups are eligible for Affiliate Membership in FAUW.

- non-regular faculty members as defined in Policy 76 Section 2.E, including research faculty
- professional librarians
- unrepresented regular faculty members at the affiliated and federated institutions of Waterloo (AFIW)

Committee & Working Group Policy

This is a Class M Policy.https://uwaterloo.ca/faculty-association/sites/default/files/uploads/documents/committee-working-group-policy-20260226_3.pdf

Purpose

The purpose of this policy is to establish a formal framework governing the creation, mandate, operation, and dissolution of Standing Committees and Definite-term Committees (also known as Working Groups), established by the Faculty Association of the University of Waterloo (FAUW).

This policy ensures that such groups operate in a manner consistent with FAUW's policies while supporting the FAUW Board of Directors in its oversight and decision-making role.

Authority and Governance

The FAUW Board of Directors retains full authority over the establishment, mandate, scope, membership, oversight, and dissolution of all Standing Committees and Working Groups, with the exception that dissolution of, or modifications to the mandate of, Standing Committees with an ex-officio Board member must be approved by a plebiscite.

Standing Committees and Working Groups are advisory bodies. They do not possess independent decision-making, representational, or bargaining authority unless explicitly delegated by the Board.

Definitions

Standing Committee

A Standing Committee is an ongoing committee established to address continuing operational, governance, or member-related matters of the Association. Standing Committees are expected to persist unless dissolved in accordance with this policy. Standing Committee Chairs serve as ex-officio, non-voting participants on the FAUW Board, unless an explicit statement to that effect is included in **Appendix A** of this Policy. Standing Committees have Board-approved Terms of Reference; maintain formal meeting minutes; provide written reports to each FAUW Board meeting; and report to each General Meeting of the Association.

Standing Committee membership includes the FAUW President or designate as a voting member.

Current Standing Committees are listed in **Appendix A**.

Definite-Term Committee/Working Group

A Working Group is an ad hoc body established by the FAUW Board of Directors to undertake a specific task, project, or review and to produce defined deliverables (e.g., reports, analyses, recommendations) for consideration by the Board. Working Groups are temporary in nature and are dissolved upon completion of their mandate or at the discretion of the FAUW Board. Can also be referred to as a Definite-Term Committee.

Establishment and Mandate

The Association may establish Standing Committees and Working Groups. Upon establishment the Board shall approve the mandate and scope of each committee or group, expected deliverables, reporting requirements and timelines, and its membership. For Working Groups, the Board shall approve the anticipated duration of the group.

Terms of Reference shall be developed by the group based on the mandate of the group. Terms of Reference will align with the Board-approved mandate and be presented to the Board for ratification. The appropriate terms of reference template will be followed.

No Standing Committee or Working Group may expand or alter its mandate without prior Board approval.

The Association retains control of all materials produced by Committees, including minutes, presentations, research, reports, and communications.

Membership

Members are expected to participate in good faith and in a manner consistent with FAUW's values.

Standing Committee

Standing Committees shall recommend their membership and Chair, with support from the Nominating and Elections Committee (NEC), for ratification by the FAUW Board. Members are appointed for two years or until their successor is appointed. Chairs are appointed for one year or until their successor is appointed. Appointments are renewable. Committee members shall act in accordance with FAUW's policies, and Board-approved mandates.

Working Groups

Membership of Working Groups shall be approved by the FAUW Board of Directors.

Membership may include FAUW members, FAUW Board members, FAUW staff, or external individuals with relevant expertise, as approved by the Board.

Members are not representatives of FAUW and may not act or speak on behalf of FAUW unless expressly authorized by the Board.

Removal of Members

The FAUW Board may remove or replace any Standing Committee or Working Group member, including the Chair, at its discretion. A Standing Committee may recommend removal of its Chair or a member to the Board.

Scope, Conduct, and Decision-Making

Standing Committees and Working Groups operate in a capacity advisory to the Board. Groups may seek consensus but are not required to reach consensus unless directed by the Board.

Groups shall conduct their work in a respectful manner, consistent with democratic governance principles.

Unless expressly authorized by the FAUW Board, groups may not negotiate with the employer; represent FAUW in meetings with the University or other stakeholders; communicate FAUW positions publicly or privately; or make commitments on behalf of FAUW.

Confidentiality and Records

Members must maintain confidentiality with respect to sensitive, privileged, or confidential information obtained through their participation. Confidential information may not be disclosed outside the group without Board authorization. Members with access to sensitive information or databases may be required to sign a Confidentiality and Non-Disclosure Agreement. The FAUW Board retains sole discretion regarding the use, distribution, or publication of any materials produced by a Standing Committee or Working Group.

Conflict of Interest

Members must disclose any actual, potential, or perceived conflicts of interest to the FAUW Board. The FAUW Board may determine appropriate measures to address conflicts of interest, including recusal or removal from the group.

Reporting

Standing Committees and Working Groups must report their full membership to the FAUW Board and promptly advise the Board of any departures.

Standing Committees and Working Groups shall provide written reports in accordance with timelines established in their terms of reference.

All reports are advisory in nature and do not bind the FAUW Board.

Resources and Staff Support

Standing Committees and Working Groups operate within resource limits approved by the FAUW Board. No financial commitments, expenditures, or use of FAUW resources may occur without prior Board authorization.

Standing Committees are provided designated staff support, and an annual budget approved by the FAUW Board.

Any administrative or staff support provided to a Working Group shall be coordinated through the Executive Manager under the authority of the FAUW Board.

Professional Development

Some Standing Committees have annual professional development budgets which can be used for its members, Chair, and assigned staff for professional development specific to the committee role. Any expenditure exceeding the budgeted amount must be approved by the Board. See Appendix A.

Professional development requests specific to the role must be approved by the Board for Standing Committees and Working Groups without a budget allocation.

Legal Opinions

Standing Committees and Working Groups do not have authority to seek legal opinions, legal advice, or legal interpretation on behalf of FAUW without prior approval of the FAUW Board of Directors. Where the Board approves seeking a legal opinion the request shall be coordinated exclusively through the Executive Manager, acting under Board direction. Any legal opinion, memorandum, correspondence, or advice obtained pursuant to Board approval is the property of FAUW and subject to solicitor-client privilege. Legal opinions may not be shared, quoted, summarized, or distributed without explicit authorization of the Board.

Nothing in this policy permits Standing Committees or Working Groups to obtain independent legal advice for their own purposes using FAUW resources.

Dissolution

Standing Committees without an ex-officio board member may be dissolved or restructured by Board resolution. The Membership may dissolve a standing committee by a plebiscite following a resolution at a general meeting, as described in the constitution.

Working Groups are dissolved upon completion of their mandate or at the discretion of the FAUW Board of Directors. The FAUW Board may dissolve a group at any time, with or without notice.

Dissolution does not affect FAUW's control of records or materials.

APPENDIX A

Standing Committees as of March 1, 2026

Compensation Strategy Committee (CSC)
The CSC committee maintains ongoing familiarity with the University's public financial data and the provincial and national funding landscape and advises the Association's negotiating team during compensation and benefits negotiations under the MoA.
The ~~CSC does not have its~~ Chair is not appointed as an ex-officio Board Member.

Academic Freedom and Member Support (AFMS)
The ~~AFT~~ AFMS committee assists faculty members with any problem arising with the employer regarding terms and conditions of employment and application of university policy, tenure and promotion issues, annual performance reviews, and pension and benefits issues. The committee also plays an advisory role in the development and revision of relevant University policies and, with the approval of the Board of Directors, works to inform members about such matters.
The Chair is an ex-officio Board Member.
The ~~AFT~~ AFMS committee has the AF&T Policy Officer as an assigned staff resource.
The ~~AFT~~ AFMS committee has an allocated annual professional development budget.

Equity Committee (EC)
A committee concerned with equity issues, including those covered by the protected grounds of Ontario's Human Rights Code. The committee engages in educational and advocacy activities as appropriate and liaises with other related committees of the University, OCUFA and CAUT.
The Chair is an ex-officio Board Member.
The EC has the AF&T Policy officer as an assigned staff resource.
The EC has an allocated annual professional development budget.

Teaching-Stream Faculty Committee (TSFC)
A committee which provides input on matters pertaining to all aspects of the working conditions of Teaching Stream Faculty, and communicates issues raised by TSF to the Board.
The Chair is an ex-officio Board Member.

Nominations and Elections Committee (NEC)
The role of the NEC is twofold:

(1) to solicit, gather, and when appropriate, evaluate high-quality nominations for FAUW positions, including the Board of Directors, its committees, and any other committees and roles that FAUW is responsible for filling; and

(2) to organize elections among Voting Members (with staff support).

The Chair is an ex-officio Board Member.
The NEC has the Communications & Membership services officer as an assigned staff resource.

Division of Powers Policy

This is a Class M Policy.

Purpose

This policy states the division of powers for the Faculty Association of the University of Waterloo between the membership as a whole; the Association's Board of Directors; its Executive; the President; and staff.

Role of the Membership

The membership is ultimately empowered to decide the Association's position on questions of major policy significance, and to set guidance through policy for Board decision-making. Its will is expressed in referendums which are authorized by a resolution at a General Meeting.

The membership elects the Board of Directors, and, following the provisions in the constitution, may remove directors from office.

The membership delegates the work of the Association to the Board (including its committees).

Role of the Board of Directors

A Board of Directors shall be responsible to the membership and shall direct FAUW's general policy and work. The Board also includes non-voting members, who have the right to attend and speak at Board meetings, but who do not vote.

Guided by FAUW's governing documents and the will of the Membership, the Board is responsible for formulating and implementing the Association's priorities and strategic plan.

The Board is also the body responsible for making decisions on operational matters for the Association, although day-to-day responsibility for such matters is delegated to FAUW staff.

In addition to the role of the Board as a deliberative body, it is normal for Board members to lead portfolios on behalf of the Association. In this context, Board members are acting as volunteers with the Association, and do not hold any special powers.

Role of the Executive

The Executive is a subgroup of the Board of Directors, whose composition is described in the Constitution. FAUW's representatives on the University's Faculty Relations Committee are drawn from the elected Board members on the FAUW Executive.

The Executive is responsible for advising the President, including establishing the agendas of Board meetings, and for any other duties determined by the Board of Directors. In establishing agendas, the Executive does not play a gatekeeping role. Rather, it assesses jurisdiction and prioritizes items, providing feedback when items are not referred to the agenda.

The Executive does not possess the overall authority of the Board to direct the Association's general policy and work, nor is it responsible for formulating priorities or strategic plans.

Role of the President

The President is directly elected by the membership to represent the Association and provide leadership, including the general management and supervision of the association's affairs.

The President shall serve as one of the Association's representatives on the Faculty Relations Committee.

The President serves as the direct report supervisor of the Association's Executive Manager.

The President makes statements on behalf of the Association and the Board. In exceptional circumstances, the Board has the right to disavow statements of the President by passing a resolution to that effect.

Role of the Executive Manager

The Executive Manager is responsible for the provision of staff services to the Association and manages staff and operational matters. The Executive Manager provides impartial, professional advice to the Association's committees and officers. The Executive Manager regularly briefs the President on relevant operational matters.

Censure

The Board of Directors or a General Meeting may censure individuals or groups by passing a motion. A censure is an on-the-record rebuke of the actions or conduct of an individual or a group. A censure has no further effects: it does not remove an officeholder from office, nor does it limit their use of their powers. Censure is not the appropriate mechanism to litigate a violation of the Code of Conduct Policy or the Harassment & Discrimination Policy.

Elections and Voting Policy

This is a Class M Policy.

Purpose

This policy aims to ensure that FAUW elections and voting are conducted impartially and fairly. The FAUW Board is also responsible for maintaining an Elections and Voting Mechanics Procedure, taking advice from the Nominations and Elections Committee.

Scope and Applicability

This policy is enacted as required by the FAUW Constitution; where this policy and the Constitution conflict, the Constitution takes precedence. This policy takes precedence over any other conflicting policy. The FAUW Board of Directors may, by resolution, clarify ambiguities and resolve conflicts involving this policy.

Eligibility

Only voting members of FAUW are eligible to run for office, attend and speak at FAUW General Meetings, and vote in FAUW elections and plebiscites.

Nominations and Elections Committee

The Board of Directors shall ratify the membership of a Nominations and Elections Committee (NEC) in accordance with the Constitution and the Committee and Working Group Policy. The NEC oversees FAUW elections and solicits strong candidates to represent FAUW members on the Board, following the Constitution, this policy, and the Election and Voting Mechanics Procedure. No member of the NEC may be a candidate for any elected office during the academic term in which the election takes place.

Elections

In the following, “the deadline” denotes the date set for the General Meeting at which the election results are to be announced. However, nothing prevents a release of the election results prior to the deadline. All references to ‘days’ in this document are to calendar days.

The NEC shall advertise vacancies widely. Nominations may be submitted to the NEC thirty days prior to the deadline and must be received by twenty-one days prior to the deadline. Nominations must be supported by three FAUW Voting Members. Nominees must agree in writing to stand for election The name of each nominee shall be posted on the FAUW website once their nomination is verified to be in order.

The NEC shall strive to present a demographically diverse slate of candidates.

If there are fewer than two nominations for a position twenty-one days before the deadline, the NEC shall advise the relevant constituency, including the name of the nominee if one exists, and re-open nominations for that position for an additional seven days.

A first-round ballot shall be distributed to the FAUW membership at least fourteen days prior to the deadline. First-round voting shall close at 13:00 eight days before the deadline.

Elections shall be by secret ballot and shall use approval voting (that is, voters may vote for any number of candidates). The Association shall make candidate statements available to voters.

Elections for President

The elections process for President shall be carried out prior to the December General Meeting.

After the close of nominations (including re-opened nominations), if there is a single nomination for President, then there shall be a confirmatory vote in which all eligible voters can vote on the acceptability of the nominee. Fifty percent plus one of the votes cast in favour constitute a positive result. Otherwise, or if there are zero nominations for President, then a second election for President shall be conducted in the following Winter term. The confirmatory vote shall not be held in a Winter term election for President.

A President must have the support of fifty percent plus one of votes cast. If in a presidential election no candidate receives a majority of the votes, a second-round ballot shall be distributed to the membership. This second-round ballot shall include only the two candidates with the most votes in the first round, be distributed at least seven days prior to the deadline, and close at 13:00 one day before the deadline.
If a Fall term election fails to elect a President, there shall be another election in the Winter term with results to be presented at the April General Meeting.

In the event of a tie in a Presidential ballot, the winner (or the candidate advancing to the second round) shall be randomly drawn from among the tied candidates.

Elections for Directors

The remaining directors shall be elected prior to the April General Meeting, as described in the Constitution.

If there are zero nominations for any non-Presidential Director position, then the provisions of the Constitution with respect to vacancies apply.

After the first round, the candidates for Directors with the most votes in their respective constituencies shall be elected. In the event of a tie in a vote for a Director, a winner shall be randomly drawn from among the tied candidates.

Referenda

The Constitution calls for referenda on matters of major policy or strategic significance, following a discussion and resolution at a General Meeting. Per the Constitution, either the Board or the membership (via petition) may call a General Meeting. The resolution calling for the referendum must be on the agenda of the General Meeting and must include the proposed text of the referendum question. This text may be altered by an amendment to the resolution at the General Meeting.

Voting in a referendum may be restricted to a relevant constituency. A constituency vote must be so indicated in the resolution calling for the referendum.

A referendum is called following the passage of a resolution at a General Meeting. All Voting Members attending the General Meeting may vote on the resolution establishing the referendum, even if the referendum itself is a constituency vote.

Voting Members shall be provided with the referendum question, a description of the voting constituency (e.g., “Teaching-Stream Faculty”) if relevant, and the requirement for passage. Except when a two-thirds majority is required by the Constitution or by a Policy, a referendum passes with a 50 percent plus 1 majority of votes cast in favour.

Notice of a referendum and its question(s) shall be given to all members eligible to vote not more than five (5) days after the meeting establishing the referendum and not more than ten (10) days before the close of voting. Voting shall be open for at least seven (7) days. Referendum results shall be announced not more than three (3) days after the referendum closes.

Nothing in this policy precludes the Association from calling non-binding surveys, plebiscites, and referenda in whatever manner they see fit.

Ex-Officio Director Policy

This is a Class O Policy.

The Board may appoint and remove additional positions as ex-officio non-voting Directors of the Association.

Faculty Associations (whether certified or not) at the Affiliated and Federated Institutions of Waterloo (AFIW) as well as the Librarians and Archivists Association of the University of Waterloo (LAAUW) may each annually or biennially, in accordance with the procedures of each association, select one of their Executive Committee members to serve as a non-voting member of the FAUW Board of Directors.

It is highly irregular for an ex officio Director from an AFIW institution or from LAAUW to be a FAUW committee chair.

Investment Policy

This is a Class M Policy. https://uwaterloo.ca/faculty-association/sites/default/files/uploads/documents/investment-policy-20260226_1.pdf

Core Principles

Ethical Investment: Strive to ensure investments align with Environmental Social and Governance Principles.

Capital Preservation: Safeguard principal investments to ensure financial stability.

Liquidity: Maintain sufficient access to funds to meet a minimum of 3 months operating expenses operational needs and to meet unanticipated legal or other expenses.

Risk Management: Diversify investments and adhere to conservative risk parameters.

Goals

FAUW is committed to managing its financial resources ethically and prudently to ensure operational stability. The investment philosophy prioritizes ethical investing, capital preservation, and capital liquidity. To achieve operational stability and to ensure there are sufficient funds for unanticipated expenses in the interest of FAUW members, the organization targets an investment fund balance between 100% and 200% of annual expenses.

Oversight and Reporting

The Treasurer and the Executive Manager, overseen by the Board of Directors, ensure adherence to the core principles through regular financial management or delegation of such management to a qualified financial professional.

The Treasurer will provide a report on all investments held by FAUW to the Board of Directors at designated Board Meetings, at minimum annually. The Treasurer will provide a report to membership as outlined in the FAUW Constitution. All investments in commercial papers or bonds will be reported by the Treasurer to the Board of Directors and recorded in the minutes. Full investment portfolios can be made available to members upon request.

Asset Allocation

Funds should be allocated in a way that is consistent with the Core Principles. Funds may be allocated in Canadian Dollar instruments between:

Bonds - Credit quality should be at least BBB. The bonds should mature in no more than five years from the date of purchase. The purchases should be made with the objective of having approximately the same amount maturing in each of the subsequent five years. Once purchased, bonds should be held to maturity unless there is a downgrading in quality to below BBB.

Bank accounts - The bank account balance should be maintained at a level that covers at least three months of FAUW operating expenses in Canadian funds.

GICs, Bankers' Acceptance Notes and other similar debt of Canadian Financial Institutions - except for GIC's maturing within 1 year, all assets should be held in cashable or liquid, marketable securities that can easily be converted to cash.

High-grade marketable debt instruments with maturity not exceeding 5 years.

Investment Management

The Executive Manager, supported by the Treasurer, will perform the day-to-day functions required to manage the bank balances and investments consistent with this policy. Delegation of investment management to an external manager requires Board of Directors approval.

Meetings of the Membership Policy

This is a Class M Policy.

Meeting Format

All meetings of the membership shall be conducted either in a hybrid format (i.e., both in-person and online options) or entirely online. The Board of Directors shall determine the format for each meeting.

Agendas and Notice

Notice of meeting, including the time, location, format, and the agenda of all meetings shall be circulated not less than 7 calendar days in advance of the meeting. The normal meeting length shall be 2 hours. Meetings must be held on regular business days of the University and must have start and end times that fall inside regular business hours.

The agenda for each General Meeting of the members shall be determined by the Board of Directors. Directors will endeavour to set the agenda to minimize lengthy verbal reports and prioritize discussion of motions and time for other business.

At the ~~Fall~~ December General Meeting:

- the audited financial statements shall be presented
- members will vote on the appointment of the auditor for the following fiscal year
- the results of the presidential election shall be announced

At the ~~Spring~~ April General Meeting:

- the draft budget for the fiscal year shall be presented for a vote by the Membership
- the results of the Board election shall be announced

In the case of a Special Meeting called via petition (see Constitution Article 8), at a Special Meeting, the agenda shall be set by the Board, but:

- ~~the agenda shall be set by the petitioners and must be delivered to the Executive Manager~~
- ~~in the case of a special meeting called by the Board of Directors, the agenda shall be set by the Board.~~
- in the case of a special meeting called by petition, the agenda must prioritize the petitioned items of business;
- in the case of a special meeting called by the Board of Directors, the agenda must prioritize the items of business determined by the Board.

Motions, Order, and Voting

Meetings of the members shall follow the most recent edition of Robert's Rules of Order.

Votes during meetings will be taken via electronic ballot.

The Chair

The Chair (as defined in Article 10 of the Constitution) may, at their discretion, select a Parliamentarian to assist with ensuring meetings follow proper procedures. Parliamentarians are expected to be individuals with demonstrated expertise in this area.

Should the Chair not be able to fulfill the function, such as in cases of Conflict of Interest, the Board may appoint an alternate Chair for the meeting.

Other Meetings

This policy is meant to cover official Meetings of the Members. FAUW may host other informal meetings, town-halls, FAUWside Chats or other similar meetings that are not official Meetings of the Members. In these other informal meetings, no FAUW business can be conducted, no motions can be presented or debated on, and no votes can be taken. These informal meetings are be organized at the discretion of the Board and they will be conducted at the discretion of the presenters.

Code of Conduct Policy

This is a Class M policy

Purpose

This policy establishes standards of conduct for Members and staff in all FAUW-related activities.

Definitions

Member
Any person represented by FAUW under article 2.1.1 of the MOA, as well as associate and affiliate members as defined by the Associate and Affiliate Member Policy.

Complainant
Any Member or FAUW staff who claims to be affected by inappropriate behaviour under this policy, and is reporting such behaviour.

Respondent
A Member or FAUW staff who is alleged to have engaged in inappropriate behaviour which is the subject of a report under this policy.

FAUW Activities
All FAUW-related activities and communications, including all meetings (e.g., Board, committee, grievance), and online or in-person interactions. This includes FAUW-related electronic communications and social media where FAUW business is discussed.

Scope

This Policy is primarily concerned with behaviours that are contrary to the purposes and goals of FAUW. Policy 33 and the FAUW Harassment & Discrimination Policy cover interpersonal conflicts.

Principles

a) **Rights of Members:** FAUW acknowledges the rights of its members to engage in the activities of FAUW, and to receive representation from FAUW, as provided in the FAUW Constitution and the Memorandum of Agreement.
b) **Equity and Non-Discrimination**: FAUW is committed to equity and compliance with the Ontario Human Rights Code, including freedom from harassment, discrimination, intimidation, or coercion, based on protected grounds and/or political views or beliefs.
c) **Academic Freedom and Expression:** FAUW is committed to the principles of academic freedom, including the right to discuss, question and criticize the

University of Waterloo and FAUW. Academic freedom and expression does not extend to violations of FAUW policies or the law.

d) **Non-Retaliation:** FAUW prohibits reprisals against any individual who, in good faith, reports a concern or participates in an investigation under this policy.

Misconduct

The Association may discipline members for engaging in misconduct including but not limited to:

a) Breaching FAUW's Harassment & Discrimination Policy;
b) Contributing to harassing, false, or defamatory comments about FAUW, members of FAUW, or FAUW staff;
c) Breaching the FAUW Confidentiality Policy or a FAUW Confidentiality Agreement
d) Misappropriation or misuse of FAUW funds or resources;
e) Organizing or encouraging actions that ~~undermine the purposes and goals of FAUW or~~ interfere with FAUW's legal obligations or governance processes;
f) Failing to disclose conflicts of interest while acting on behalf of FAUW;
g) Submitting complaints or allegations in bad faith or with intentional dishonesty or malicious intent.

~~Unsubstantiated complaints made in good faith are not considered misconduct.~~

Complaints made in good faith are not considered misconduct, even if they are not ultimately upheld.

Any member, officer, director or FAUW staff wishing to pursue a complaint or potential complaint about an alleged violation of this Code of Conduct or the FAUW Harassment and Discrimination Policy shall have access to the process outlined in the FAUW Complaints Procedure. FAUW agrees to encourage and facilitate the fair and expeditious resolution of complaints pursuant to this Policy.

Harassment and Discrimination Policy

This is a class M Policy.

Purpose

This policy affirms FAUW's commitment to maintaining an environment free from harassment and discrimination during FAUW activities.

Definitions

Member: Any person represented by FAUW under article 2.1.1 of the MoA, as well as associate and affiliate members as defined by the Associate and Affiliate Member Policy.

Complainant(s): Any one (or more) Member(s) or FAUW staff who claims to be affected by inappropriate behaviour under this policy and is reporting such behaviour.

Respondent(s): One or more Member(s) or FAUW staff alleged to have engaged in inappropriate behaviour which is the subject of a report under this policy.

FAUW Activities: All FAUW-related activities and communications, including all meetings (e.g., Board, committee, grievance), and online or in-person interactions. This includes FAUW-related electronic communications and social media where FAUW business is discussed.

Scope

This Policy is concerned only with interpersonal behaviours that affect the functioning of FAUW as an Association. The Code of Conduct Policy identifies behaviours that are contrary to the purposes and goals of the Association.

Members retain the right to pursue remedies under applicable university policies and external legal processes. Where the Complainant(s) and Respondent(s) were all FAUW Members or staff engaged in FAUW Activities at the time of the event(s), this policy provides the primary resource and a mechanism for recording of complaints, and disciplinary measures to be assessed and, if required, applied.

Principles

a) **Rights of Members:** FAUW acknowledges the rights of its members to engage in the activities of FAUW, and to receive representation from FAUW, as provided in the FAUW Constitution and the Memorandum of Agreement.
b) **Equity and Non-Discrimination**: FAUW is committed to equity and compliance with the Ontario Human Rights Code, including freedom from harassment, discrimination, intimidation, or coercion, based on protected grounds and/or political views or beliefs.

c) **Academic Freedom and Expression:** FAUW is committed to the principles of academic freedom, including the right to discuss, question and criticize the University of Waterloo and FAUW. Academic freedom and expression does not extend to violations of FAUW policies or the law.
d) **Non-Retaliation**: FAUW prohibits reprisals against any individual who, in good faith, reports a concern or participates in an investigation under this policy.
e) **Respect and Professional Conduct**: FAUW prohibits harassment, intimidation, abuse of power, and other vexatious behaviour, including repeated unwanted conduct, comments, or gestures that affect the dignity or psychological or physical integrity of any Member or FAUW staff.

Examples of Prohibited Conduct

While upholding the rights of members, officers, and directors to express their views on FAUW business, FAUW also is committed to maintaining a harassment-free environment for members, officers, directors, and staff. This includes an environment free from:

- Verbal abuse or threats
- Comments or gestures which are known or ought to be known to be unwanted
- Unjustified exclusion from or isolation in FAUW activities
- Harassment based on protected grounds under the Human Rights Code
- Harassment based on other grounds such as political views or beliefs
- Intimidation or abuse of power
- Other vexatious behaviours

FAUW will not condone or tolerate conduct by its members, directors, officers, or staff that is inconsistent with the rights and commitments set out above.

Accordingly, members, officers, directors and staff, when dealing with FAUW or engaging in FAUW activities, are expected to conduct themselves in a manner consistent with and respectful of the rights and commitments set out in this Policy.

Any Member, officer, director, or staff of FAUW wishing to pursue a complaint or potential complaint about an alleged violation of this Policy of the FAUW Code of Conduct shall have access to the process outlined in the FAUW Complaints Procedure. FAUW agrees to encourage and facilitate the fair and expeditious resolution of complaints pursuant to this Policy.

Complaints Procedure

Proceedings under this Complaints Procedure shall be guided by the principles of natural justice.

Purpose

This procedure ensures that complaints made under the FAUW Code of Conduct or FAUW Harassment & Discrimination Policy by a FAUW member or a FAUW staff member are addressed promptly and fairly.

The goal of this Procedure is to maintain professional and respectful relationships, rather than establishing rules for punishment.

Complaint Options

Complaints under FAUW's Code of Conduct, including FAUW's Harassment & Discrimination Policy, can be made formally or informally, at the discretion of the Complainant. An informal complaint may be presented in writing or may be presented and discussed without a formal written record. If the Complainant is dissatisfied with the resolution of an informal complaint, the Complainant may subsequently lodge a formal complaint. A formal complaint must be presented in writing and may follow an informal complaint.

Filing a Complaint

The individual who is to receive the complaint is referred to here as the FAUW Contact for the complaint.

The FAUW Contact is normally the FAUW Executive Manager. If the complainant is the Executive Manager, the FAUW Contact can be either the FAUW President or Vice-President. If the complaint involves both the Executive Manager and President, any FAUW Director can serve as FAUW Contact.

Any complaint where FAUW staff would be the respondent is to be handled instead by the Executive Manager under the University's Policy 18.

The complainant may withdraw their complaint at any point in the process.

~~Complaints are normally presented to the FAUW Executive Manager. If the complaint involves FAUW's Executive Manager, the complaint will be handled by the FAUW President or Vice-President. If the complaint involves both the Executive Manager and President, the complaint may be presented to and handled by any FAUW Director.~~

~~The individual receiving the complaint is referred to here as the FAUW Contact for the complaint.~~

Disciplinary Penalties

The Board may impose disciplinary penalties on any member who is the subject of a formal complaint, if the Investigation or Appeal Panel determines that the complaint is founded in whole or in part. ~~Any member named in a formal complaint and found guilty of misconduct contrary to FAUW's goals may be subject to disciplinary penalties imposed by the Board. Progressive forms of~~ Disciplinary penalties ~~include, but~~ are ~~not limited to~~:

a) A reprimand;
b) Ineligibility to be recommended as a representative for a committee;
c) Suspension for a defined time from ~~voting membership in the Association, including any~~ active involvement in committees and activities; or
d) Expulsion from ~~voting membership in the Association, including any~~ active involvement in committees and activities.

Suspension or expulsion of a voting member does not disenfranchise the member with respect to Association votes, nor does it affect the reception of or eligibility for services from the Association. Suspended or expelled members may not attend Association meetings or serve on committees. Expelled members may additionally not serve on the Board.

Penalties assigned to non-voting members may be held in abeyance.

~~Any FAUW staff named in a formal complaint and found guilty of misconduct contrary to FAUW's goals may be subject to disciplinary penalties as per Appendix C of the University of Waterloo's Policy 18 (Performance Development: Stages of Progressive Discipline).~~

Informal Complaints Process

The FAUW Contact in an informal complaint shall ~~assess the merits of the complaint and~~ appoint an un-implicated FAUW Officer to resolve the complaint expeditiously, consulting with the Complainant, Respondent, and others, as needed.

- Following an assessment of the complaint, the un-implicated FAUW Officer may take steps such as:
    - A decision that the complaint would not constitute a violation of the Code of Conduct, if all of the alleged facts are true;
    - A discussion with complainant and respondent individually; or,
    - A joint discussion with the complainant and respondent .
- If the informal complaint proceeds, the Respondent will be advised that the complaint is informal, the nature of the complaint, the proposed remedy, and the proposed steps for informal resolution.

- The FAUW Officer will communicate the outcome, including the suggested resolution, to the Complainant and Respondent. An informal resolution may include, but is not limited to:
    - an apology;
    - a withdrawal of a statement; or,
    - an undertaking to take training.

The Conflict Management Office can provide support in reaching an informal resolution. If the informal complaint is not resolved to the satisfaction of the Complainant, the Complainant may file a formal written complaint.

The informal complaints process does not prejudice any formal process that may succeed it.

No records shall be kept of complaints that are made and resolved informally.

Formal Complaints Process

To properly address formal allegations of any breach of the FAUW Code of Conduct between FAUW members and/or FAUW staff, the Association will endeavor to maintain a roster of 10-15 members selected by the Nominations and Elections Committee. These members must be familiar with the FAUW Complaints Process, maintain confidentiality, and ensure procedural fairness in accordance with the Complaints Process. They must also have anti-harassment, anti-discrimination, and dispute resolution training, to be provided (if needed) through the resources of the Association.

For each complaint, an Investigation Panel shall be struck comprising three members from the roster, as described below. Members cannot simultaneously sit on both the Investigation Panel and the Appeals Panel (should an appeal be filed) for the same complaint. However, a member may sit on the Investigation Panel for one complaint and the Appeals Panel for another.

A Complainant or Respondent may request the recusal of a member of the Investigation Panel or Appeals Panel due to an alleged conflict of interest. Such recusal will be the decision of the respective Panel, but the request will not be unreasonably denied. In the case of recusal, a new individual from the roster will be chosen. Otherwise, the Panel will proceed with the complaint.

Step 1 of the Formal Complaints Process: Reporting

1.1 Where a represented member or FAUW staff believes ~~another~~ a represented member ~~or FAUW staff~~ has acted in violation of the FAUW Code of Conduct, they have 20 working days from when they knew or ought to have known that the misconduct last occurred to file a complaint in writing with the FAUW Contact. For a complaint pertaining to harassment and discrimination, a Complainant has one year instead of 20 working days.

The complaint must include:

a) the details of the allegations, including the names of the Complainant, Respondent, and any witnesses;
b) how the actions violate the FAUW Code of Conduct.

The Complainant may also identify another represented member of FAUW, or, in the case of a FAUW staff Complainant, a colleague, who will ~~represent them as an intermediary~~ act on their behalf.

Step 2 of the Formal Complaints Process: Formation of Investigation Panel and Screening

2.1 Once the written complaint is confirmed by the FAUW Contact to be a formal complaint, the FAUW Contact will ask the Chair of the FAUW Nominations and Elections Committee to form a Panel from the pool.

Once the Investigation Panel is formed, the members on the Panel will choose a Chair to lead meetings and decide on the timeliness of complaints. The Investigation Panel has discretion over whether to hear a complaint that is filed beyond the ~~20-day~~ relevant window.

2.2 The Investigation Panel will first look at the complaint to see whether it should continue in the Complaints Process. In doing so, the Investigation Panel must consider all the information they have before them, but will not inform the Respondent or witnesses. They will first decide whether the complaint should move forward to further investigation, or be dismissed, should the complaint be:

a) frivolous,
b) vexatious,
c) in bad faith,
d) arbitrary,
e) untimely, or
f) having no reasonable prospect of success.

As part of its consideration, the Panel shall decide whether the complaint would constitute a violation of the Code of Conduct, should all of the alleged facts be true.

2.3 Where a complaint is to be dismissed, the Investigation Panel must fully articulate and provide its reasons in writing to the Complainant. The Investigation Panel must also provide the Complainant with an opportunity to make a further written submission arguing against dismissal, providing a reasonable timeline for re-submission.

2.4 Information collected during an investigation will not be used for any other purpose by the Association, except in cases of litigation or staff discipline.

Step 3 of the Complaints Process: Dispute Resolution

3.1 If the Investigation Panel decides that the complaint will proceed, the Panel Chair will notify the Respondent of the allegations in writing within five working days.

3.2 FAUW aims to have matters resolved cooperatively, expeditiously, and efficiently. As a general rule, the Investigation Panel will suggest informal dispute resolution as a first step, by referring the Complainant and Respondent to internal mediation with trained FAUW representative(s). At mediation, the Complainant and Respondent may each be accompanied by a ~~represented FAUW member~~ support person of their choice.

3.3 Informal dispute resolution through mediation may also be recommended by the Investigation Panel at later stages in the Complaints Process. Such informal dispute resolution shall not be provided by any member of the Investigation Panel.

3.4 Should a complaint fail to resolve at the dispute resolution stage, it will move onto the Investigation and Decision stage.

Step 4 of the Complaints Process: Investigation and Decision

4.1 The Investigation Panel will determine how much more information it needs to sufficiently decide on the complaint. The Investigation Panel is empowered to call Witnesses, conduct interviews, and gather evidence. Any Witness called by the Panel must sign the Confidentiality Agreement (Appendix A of this Procedure) to participate in the process. Note that the Agreement does not bind the Witness to keeping confidential anything they knew prior to participating in the process. An individual who signs and then breaches the Confidentiality Agreement may be subject to disciplinary penalties, as permitted under Article 14 of the FAUW Constitution.

4.2 If the Investigation Panel decides to interview the Complainant or the Respondent, these may be accompanied to the interview by a ~~represented FAUW member~~ support person of their choice.

4.3 Once the Investigation Panel believes it has contacted sufficient relevant Witnesses and collected enough information, it will provide the full extent of the evidence it has collected to the Respondent, and allow them ten working days to respond to the evidence. If the Respondent chooses to respond to the evidence orally, they may be accompanied by a ~~represented FAUW member~~ support person of their choice. After hearing the response, the Investigation Panel will decide upon the complaint through a majority vote.

4.4 The investigation is expected to conclude within 90 calendar days. At the expiry of this time period, should the investigation remain ongoing, the Panel shall provide a written update to the Complainant and Respondent, along with an expected timeline for completion no longer than an additional 90 calendar days. A copy of the update will be provided to the FAUW Contact and a copy will be kept in FAUW files for archiving following the University's Records Classification and Retention Schedules.

4.5 If the complaint is upheld at least in part,

> **4.5.1** The Investigation Panel will, within five working days, draft a ~~confidential~~ report detailing in writing its decision and reasoning and recommending specific disciplinary penalties. In the event of a non-unanimous decision, the minority may also provide its reasoning and recommendation. The Panel will send the draft report to the Complainant and the Respondent. The report will be sent to the FAUW Contact, for transmittal to the voting members of the FAUW Board, excluding any implicated FAUW Board members or staff.
>
> **4.5.2** As the body responsible for managing the affairs of the Association, and under the authority of Article 14 of the FAUW Constitution, the FAUW Board will review the Panel's report, along with any responses to the report that it has received from the Complainant and the Respondent, in confidence. The Board will determine disciplinary penalties to impose on the Respondent, normally following the recommendation of the Panel. Such disciplinary penalties will be scheduled to take effect 15 working days from the date of the Board's decision.
>
> **4.5.3** As soon as practicable but within at most five working days of the Board decision, the FAUW Contact will transmit the Panel's report, along with a Decision Letter from the FAUW Board, to both the Complainant and Respondent. The Decision Letter builds on the Panel report and includes the reasoning of the Board and any penalties imposed, as well as the vote tallies for relevant motions, if there is a recorded division. It will include a list of all FAUW Board members and staff who have been privy to the report and/or discussion. A copy of the Letter will be kept in FAUW files for archiving following the University's Records Classification and Retention Schedules.

4.6 If the complaint is not upheld, then within five working days of coming to that decision, the Investigation Panel will send the Complainant and Respondent a Decision Letter detailing in writing its decision and reasoning. The Investigation Panel will notify the Board that a complaint has been made and not upheld. A copy of the letter will be provided to the FAUW Contact and a copy will be kept in FAUW files for archiving following the University's Records Classification and Retention Schedules.

4.7 All communication and discussions within and between the Panel and the Board will be held in confidence. However, a Respondent or Complainant may share the Decision Letter and Panel report from a complaint which they were involved in. In that case, the Association (through the Executive Manager) will, upon request, confirm the authenticity of a Decision Letter and Panel report shared by a Respondent or Complainant.

Step 5 of the Complaints Process: Appeal

5.1 The Complainant or Respondent may wish to appeal a decision of the Investigation Panel. Decisions may be appealed on the following three grounds:

(1) there was a material procedural error;

(2) new evidence which may affect the original decision has become available;

(3) the decision of the Investigation Panel was not in accord with the principles of natural justice.

In such a case, the FAUW Contact will ask the NEC Chair to form an Appeals Panel. Any disciplinary penalties will be held in abeyance until the Board considers the report of the Appeals Panel.

5.2 An appeal must be filed within 10 working days of receipt of the Decision Letter. The Appeals Panel retains the discretion to allow an appeal outside of this limitation period where extraordinary circumstances are present.

5.3 Once the Appeals Panel for a complaint is formed, the members on the Panel will choose a Chair to lead meetings. Decisions of the Appeals Panel are by majority vote. The Appeals Panel has discretion over whether to hear a complaint that is filed beyond the 10-day window.

5.4 The Appeals Panel will review the decision of the Investigation Panel using the material that was before the Investigation Panel, along with written submissions from the Complainant or Respondent, if provided. The Appeals Panel may:

a) dismiss the appeal; or,
b) hear the appeal.

~~**5.5** The Appeals Panel will hear appeals in instances in which:~~

~~a) the findings and/or the process of the Investigation Panel are in dispute;~~
~~b) the disciplinary penalty imposed by the Board is in dispute.~~

5.5 The Appeals Panel will draft a report making recommendations to the FAUW Board to review the process, findings, or penalty. It may propose a different penalty, findings, or the formation of a new Investigation Panel to rehear the complaint. The report will be sent to the FAUW Contact for transmittal to the voting members of the FAUW Board, excluding any implicated FAUW Board members or staff.

5.6 The FAUW Board will review the Appeals Panel's report. The FAUW Board will undertake a directed reconsideration of its initial decision and ~~determine~~ implement any necessary actions. Normally, it will follow the recommendations of the Appeal Panel. Within five working days of the Board decision on the Appeal Panel's report, the FAUW Contact will transmit the Appeals Panel's report along with an Appeals Decision Letter from the FAUW Board to both the Complainant and Respondent. A copy of this communication will be shared with the FAUW Contact, and a copy will be kept in FAUW files for archiving following the University's Records Classification and Retention

Schedules. The Association (through the Executive Manager) will, upon request, confirm the authenticity of Appeals Decision Letters and Appeals Panel reports.

Re-opener

After the first formal dispute resolution process has concluded, this procedure will be reviewed by a task force appointed by the Board, provided with the reports produced, and empowered to consult with participants in the process. The task force will keep all information that is provided to it confidential to itself and the Board. It may recommend amendments to this procedure, which are to be considered by the Board.

APPENDIX A: Witness Confidentiality Agreement

“I, ____________________, solemnly declare that I will, to the best of my abilities, keep information confidential that I come to learn throughout the course of the Complaints Process, including the existence of the complaint.

I understand that should the Association learn that I revealed confidential material relating to a complaint, I may be subject to disciplinary penalties under Article 14 of the FAUW Constitution.

The integrity of the Association’s investigative process must be preserved. Confidentiality ensures that individuals in the Association are not dissuaded from coming forward with complaints of harassment. I recognize that confidentiality must be maintained during the Complaints Process to protect individuals from rumours and harassment stemming from unfounded complaints.

I understand that I am bound by confidentiality only until the Complaints Process is concluded.”