



Constitution and By-Laws of the  
University of Guelph  
Graduate Students' Association

**APPROVED AT THE  
GSA AGM 28-03-2018**

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## 1.0 Definitions and Interpretation

### 1.1 In these By-Laws:

- (a) "GSA" means the Graduate Students' Association, the Corporation and Primary Student Organization representing graduate student interests at the University of Guelph;
- (b) "By-Laws" means the Constitution and By-Laws, the policy document governing the activities of the GSA;
- (c) "Board of Directors" means the governing body of the GSA;
- (d) "General Director" means any or all of the elected representatives on the Board of Directors from a recognized departmental unit at the University;
- (e) "Executive" means the President and CEO, Vice-President Internal, Vice-President Finance, and/or Vice-President External; "University" means University of Guelph
- (f) **"Membership" means graduate student members of the GSA as outlined in Section 3.0; holders of membership shall be herein referred to as "member";**
- (g) "Departmental Unit" means any Department or School at the University with a Chair or Director as recognized by the Office of Graduate Studies of the University, as outlined in Appendix 1;
- (h) "Appointed Officer" means the Chair, Chief Returning Officer, and/or Activities & Communications Co-ordinator of the GSA;
- (i) "Graduate Student" means any student registered in a graduate program at the University; and,
- (j) **"E-mail" means the @uoguelph.ca or @mail.uoguelph.ca e-mail of the individual(s) to which the specific By-Law applies;**
- (k) "day" means a business day of the GSA Office
- (l) "website" means the GSA main website found at the url [www.uoguelph.ca/gsa](http://www.uoguelph.ca/gsa)
- (m) "mobile website" means the GSA online planner found at the url <http://gsaplanner.uoguelph.ca>
- (o) **"social media" means any internet-based application where a user can create and share content, including but not limited to Facebook, Twitter, Instagram and LinkedIn**
- (p) **"GSA Employee or Staff" means employees of the GSA Office**

- (q) “Constituency” means the student body which elects a General Director or Executive
- (r) A regular meeting is defined as the regularly scheduled monthly meetings of the Board of Directors

## **1.2 These By-Laws shall be interpreted in accordance with the following:**

- 1.2.1 The headings in the By-Laws are inserted for reference purposes only, and are not to be considered or taken into account in construing the terms or provisions thereof or to be deemed in any way to clarify, modify, or explain the effect of any such terms or provision;
- 1.2.2 Any reference herein to any contractual agreement, regulation, or policy shall be construed as a reference thereto as amended or re-enacted from time to time or as a reference to any successor thereto.
- 1.2.3 Any dispute over interpretation of the By-Laws shall be referred to the VP Internal, who shall make a ruling. In all circumstances where the VP Internal’s ruling is disputed, the By-Laws Committee shall make the final and definitive decision.

## **2.0 Operations of the Graduate Students’ Association**

### **2.1 GSA Mission Statement**

**To advance the academic goals and professional and personal development of the University of Guelph graduate student body by providing key academic, social, and financial resources. The GSA strives to ensure the accessibility of these resources and to responsibly articulate the interests of graduate students to the appropriate persons and/or organization(s). The GSA is committed to the pursuit of a system of first class graduate education.**

**The objective of the Graduate Students’ Association, is to uphold the services of The Fifth GSA Rooftop Patio & Lounge (also known as The Grad Lounge). The GSA will work with the Grad Lounge Manager to develop supports and work to achieve goals of long-term sustainability of our licensed establishment, as graduate student recreational and professional space.**

### **2.2 Human Rights Statement**

**The GSA, as part of the University of Guelph’s community, abides by the University’s Human Rights Policy. The Human Rights Policy at the University of Guelph is committed to maintaining the human dignity of individuals and**

groups of individuals. The University of Guelph and the GSA are committed to a campus free of discrimination and harassment, and are dedicated to the highest standards of human equality and academic freedom. The University of Guelph and the GSA will not tolerate any violations of human rights. Discrimination and harassment based on grounds prohibited by the Ontario Human Rights Code devalue and taint the environment of those covered by this policy. The GSA, as a part of the University of Guelph's community, is also committed to foster an environment which respects the requirements of the Accessibility for Ontarians with Disabilities Act, 2005 (AODA) under the timeline as provided by the University.

## 2.3 Conflict of Interest

2.3.1 No member of the Board of Directors, Appointed Officer, or GSA Employee shall place his/her own interests before those of the GSA, and shall declare and avoid any conflict(s) of interest and action(s) that would give him/her the appearance of a personal benefit.

2.3.2 No member of the Board of Directors, Appointed Officer, or GSA Employee shall use his/her position for financial gain.

**2.3.3 Determination that an individual is in a conflict of interest shall be by a two-thirds (2/3) majority vote of the Board of Directors or 20% of constituents which the individual serves. Immediately upon determination of a conflict of interest, the individual found to be in conflict shall remove themselves from all decisions and/or responsibilities relating to the conflict.**

2.3.4 Determination of a conflict of interest may be appealed to the By-Laws Committee by submitting the Determination of Conflict of Interest form available from the GSA Office Manager. Appeals shall be decided by a majority vote of the members of the By-Laws Committee.

2.3.4 No GSA Executive may hold an executive position with another student organization whereby they have signing authority and/or are paid a stipend, honourarium or receive some other type of regular financial salary or gain.

## 2.4 Communications

**2.4.1 All communications between the GSA and the Board of Directors shall first be sent to the GSA Office to be distributed by the GSA Office Manager or approved designate. Communications sent through GSA media include e-mail, letter mail, the website, the mobile website, and social media. All website maintenance shall be the responsibility of the GSA Office Manager, and all mobile website maintenance shall be the responsibility of the VP Internal; associated tasks can be delegated to**

**the GSA Activities & Communications Coordinator, or the GSA Office Assistant.**

2.4.2 All communications must be approved by the President or designated executive(s) prior to distribution.

2.4.3 No request to distribute communication(s) to the Board of Directors may be unreasonably denied. Any individual who has their request to distribute a communication denied may appeal the decision to the By-Laws Committee.

2.4.4 Communications sent through GSA media include e-mail, letter mail, Facebook, Twitter, the website and the mobile website. All website maintenance shall be the responsibility of the GSA Office Manager, and all mobile website maintenance shall be the responsibility of the VP Internal; associated tasks can be delegated to the GSA Activities & Communications Coordinator, or the GSA Office Assistant.

## **2.5 GSA Head Office**

2.5.1 The Head Office of the GSA shall be within the University Centre of the University in Guelph, Ontario, Canada and at such place therein as the Executive determine and the lease dictates.

## **2.6 Seal**

The seal, as affixed on the original copy herein, shall be the Corporate Seal of the GSA. The Seal shall be maintained in the GSA Office.

## **3.0 GSA Membership**

### **3.1 Membership Requirements**

The membership of the GSA shall consist of all individuals registered in a recognized graduate degree program at the University, as recognized by the Office of Graduate Studies, and have paid the GSA membership fee.

### **3.2 Membership Fee**

3.2.1 The membership fee for each year, and a breakdown of such fees, will be made available to members of the GSA website

3.2.2 The membership fee shall increase annually by an amount in agreement with the Cost of Living Allowance. The membership fee may be amended by majority vote of the membership on an appropriate referendum question conducted under the provisions of the By-Laws.

3.2.3 The GSA reserves the right to ask any GSA member for proof of payment of membership fees (through WebAdvisor).

### **3.3 Rights and Privileges of GSA Members**

3.3.1 All GSA members:

- (a) **Have the right to participate in all GSA events, including, but not limited to, meetings of the GSA Board of Directors, Annual General Meeting (AGM), social events, elections, by-elections, and referenda, unless specified otherwise herein**
- (b) Are entitled to all services provided by the GSA, where applicable; and
- (c) Are entitled to stand for election to, and hold the title of, a General Director for the departmental unit in which they are registered, or an Executive position, in accordance with Sections 5.2 and 6.7 of the By-Laws.

### **3.4 Termination of Membership**

An individual's membership in the GSA shall be valid as long as the individual is registered in a graduate program at the University. An individual's membership in the GSA is automatically terminated at the end of the semester in which they have successfully completed their degree requirements as outlined by the University Registrar, and therefore no longer pay membership fees to the GSA.

### **3.5 Annual General Meeting**

3.5.1 The GSA shall hold an Annual General Meeting (AGM) of the GSA in March of each year in lieu of a regularly scheduled Board of Directors meeting. The date of the meeting will be selected with consideration afforded to religious holidays.

3.5.2 Notice of the AGM, including the date, time, and location, must be given at least ten (10) days in advance of the meeting.

3.5.3 The purpose of the AGM shall be:

- (a) To receive reports on the activities of the GSA and each Executive for the preceding year;
- (b) To vote to accept or reject amendment(s), if any, to the By-Laws as presented by the Vice-President Internal and the By-Laws Committee. Amendments to the By-laws will be presented en masse, barring a motion at the AGM that the amendments be approved individually;



- (c) To appoint an independent accounting firm for the coming fiscal year;
- (d) To announce the results of the Executive elections and referenda, when applicable, to the GSA membership; and
- (e) To conduct any other business for which notice has been given.

3.5.4 In addition to general meeting procedures as outlined in Section 4.2, the AGM shall be conducted according to the following provisions:

- (a) Quorum for the AGM shall be one-hundred (100) votes
- (b) All members of the GSA are entitled to vote at the AGM in person or by proxy.
- (c) Proxy voting shall be according to the following procedures:
  - (i) A proxy holder shall be a member of the GSA;
  - (ii) A signed proxy form, available from the GSA Office Manager, shall be submitted to the Chair prior to voting at the AGM.
  - (iii) The signed proxy form can be submitted in person or via email. Email proxies must be received by noon the day of the scheduled AGM.
- (d) All decisions shall be decided by a majority vote of the members in attendance and/or represented by proxy.

## **4.0 The Board of Directors**

### **4.1 Composition of the Board of Directors**

4.1.1 The Board of Directors shall be composed of:

- (a) The Executive, including the following titles:
  - (i) President and CEO;
  - (ii) Vice-President Internal;
  - (iii) Vice-President Finance; and
  - (iv) Vice-President External;

- (b) Up to two (2) General Directors representing each recognized departmental unit at the University (a list of recognized departmental units is provided in Appendix 1);
- (c) A non-voting Chair.

4.1.2 All members of the Board of Directors must be members of the GSA.

## 4.2 Meetings of the Board of Directors

**4.2.1 Meeting agenda and motions presented for consideration during a meeting must be made available at least seven (7) days prior to said meeting. Motions presented for consideration after this deadline or during a meeting (except those related to Petitions, Delegations and Representation (ACTIVITIES GRANT)) must be written and submitted to the Chair and shall require a two-thirds (2/3) majority vote to pass.**

- (a) Meetings of the GSA shall be held at the University of Guelph. During May of each year, the meeting locations will be determined based on room reservations.
- (b) Meetings of the GSA shall be conducted in accordance with Robert's Rules of Order and the By-Laws. Meeting procedures stipulated in these By-Laws shall override any stipulation made in Robert's Rules of Order.
- (c) Meetings of the GSA shall be open to all GSA members. Non-members of the Board of Directors shall not be excluded from a meeting except for improper conduct or as provided herein.
- (d) Non-members of the Board of Directors may be granted speaking rights by the Chair.
- (e) Only members of the Board of Directors may be present if a meeting has been moved 'in camera'. Presence of GSA Appointed Officers and staff may be permitted at the discretion of the Chair.
- (f) Any decision made by the Chair may be overturned by a two-thirds (2/3) majority vote of the Board of Directors.
- (g) Motions at a meeting of the Board of Directors shall be decided by a majority vote unless specified otherwise herein. In the case of a tie, the motion fails.
- (h) At any meeting, unless a poll is demanded, a declaration by the Chair that a motion has been carried, or fails, shall be sufficient for an entry to be

made in the minutes. Such an entry shall be considered as proof of a majority decision without the necessity of providing a vote count. A vote count may be requested by any member of the Board of Directors.

- (i) A record of all meetings (minutes) of the Board of Directors or GSA membership shall be made available to all members of the GSA and shall be distributed by the GSA Office Manager. Minutes shall be presented for approval at the subsequent regular meeting of the Board of Directors. Accepted minutes shall be signed by the Chair and President and CEO and archived. Board minutes shall be posted on the website within seven (7) days after being approved.
- (j) Notice for a meeting shall be sent according to guidelines set out for said meeting. The statutory declaration that notice has been given pursuant to this By-Law shall be sufficient and conclusive evidence to the giving of such notice. If an error or omission in giving such notice for a meeting is alleged to have occurred, an appeal can be filed with the By-Laws Committee, which will then rule on the validity of the proceedings and may rule to void the proceedings.

4.2.2 In addition to the general meeting procedures in Section 4.2.1, regular meetings of the Board of Directors shall be conducted according to the following procedures :

- (a) **Meetings of the Board of Directors shall be held at least once per month. No regularly scheduled meeting shall be required in August or March. The AGM in March shall take place in lieu of a Board of Directors meeting, but no presentations or speakers shall be part of the agenda unless previously approved by the Executive Committee and notice is made available at least seven (7) days prior to said meeting.**
- (b) The meeting schedule shall be decided upon by the Executive during the annual Executive Committee Transition.
- (c) **Notice of regular meetings shall be sent via e-mail to the Board of Directors not less than four (4) days prior to the date of the meeting. The meeting notice shall include all materials to be discussed at said meeting, including, but not limited to, the agenda and Executive reports. The meeting schedule shall be included in the GSA mobile planner, on the GSA website, and on the nomination form for General Directors, and shall be sent to all General Directors upon their successful election to the Board of Directors.**
- (d) **Quorum for regular meetings shall be two-thirds (2/3) of the total number of voting seats of the Board of Directors. Quorum for regular meeting shall be reduced to one-third (1/3) of the total number of voting seats of the Board of Directors for the period of May 1 to August 31. Voting seats are defined as one per represented department and one per executive member.**

- (e) **There is a limit of three (3) Activities Grant (ACTIVITIES GRANT ) application reviews, as per Section 10.4, per meeting, with the exception of tabled ACTIVITIES GRANT .**

4.2.3 In addition to the general meeting procedures in Section 4.2.1, special meetings of the Board of Directors shall be conducted in accordance with the following procedures (a special meeting is defined as a meeting of the Board of Directors or GSA membership called outside of the regular meeting schedule):

- (a) Unless specified otherwise herein, special meetings may be called by:
  - (i) three-quarters (3/4) of the Executive;
  - (ii) one-third (1/3) of the voting seats of the Board of Directors; or
  - (iii) ten percent (10%) of the GSA membership.
- (b) Quorum for special meetings shall be one-half (1/2) of the total number of voting seats of the Board of Directors.
- (c) Notice of special meetings shall be sent via e-mail to the Board of Directors, and GSA membership where required, not less than twenty-four (24) hours prior to the date of the meeting. The meeting notice shall include all materials to be discussed at said meeting.

## **5.0 General Directors**

### **5.1 Responsibilities of General Directors**

5.1.1 The responsibilities of General Directors shall be:

- (a) To attend all duly called meetings of the Board of Directors or, if not able to attend, send regrets to the GSA Office Manager at least two (2) hours prior to the meeting; Electronic attendance is permitted for one (1) regular meeting per term. A GSA General Director who wishes to attend a GSA Board Meeting electronically is solely responsible for ensuring their attendance is facilitated by another GSA General Director or graduate student designate. Inform both the GSA Office Manager and the desired facilitator at least 24 hours prior to the meeting. A GSA General Director who is a proxyholder must attend in person.
- (b) To act as a liaison between the GSA and graduate students in the departmental unit which they represent. Or in the case of the international graduate student representative/s, through the International Graduate Student Listserve. Communication with their departmental unit shall be

achieved by, at minimum, a summary e-mail to their constituents outlining GSA activities at least once per month and within one (1) week following each meeting of the Board of Directors and AGM;

- (c) To solicit feedback and opinions from their constituents;
- (d) To monitor regularly and respond appropriately to any correspondence that might be distributed by the Executive;
- (e) **To represent the GSA on at least one (1) GSA Committee and/or University Committee as approved by the Vice-President Internal; General Directors shall receive a letter of participation outlining the details of their committee;**
- (f) **To attend all meeting(s) of the committee(s) on which they are a GSA representative and provide regrets if unable to attend; to provide a written report on all relevant decisions, issues and activities to the GSA VP Internal at least 7 days before a meeting of the Board of Directors membership at the end of their term.**
- (g) To ensure activities of the GSA comply with the GSA Mission Statement; and
- (h) To uphold the Human Rights Statement of the GSA and the University Human Rights Policy.
- (i) To sign a letter of agreement with the GSA acknowledging these responsibilities. One copy will be given to the General Director, and one copy will be retained by the Office Manager.
- (j) **Duties and related items of re-elected General Director does not carry over from the previous term and is at the discretion of the VP Internal.**

5.1.2 No General Director shall present themselves as a representative of the GSA to any individual, committee, or organization without permission from the Executive.

## 5.2 Election of General Directors

### 5.2.1 General Election Guidelines

- (a) General Director Elections shall occur in September of each year with elected General Directors commencing their term on October 1 of the same year, and terminating their term on September 30 of the following year. A by-election shall be held in January of the following year, if required, to fill any remaining General Director vacancies.

- (b) Any General Director positions that are not filled during the by-election shall remain vacant for the remainder of the term. Further by-elections may be held to fill vacancies at the discretion of the Vice-President Internal.

#### *5.2.2 Nominations and Eligibility*

- (a) **The nomination period shall commence at the discretion of the Chief Returning Officer (CRO), in consultation with the VP Internal. The nomination period shall commence as soon as possible after the University calendar's September Add/Drop deadline and will be at least 5 days in duration.**
- (b) Only current members of the GSA as outlined in Section 3.0 are eligible to be nominated for a position as General Director.
- (c) Members who have previously been removed from a position on the Board of Directors, as per Section 5.4 or 6.8, are ineligible to seek election to any position on the Board of Directors for a period of one (1) year after their removal.
- (d) Nominations for General Director positions shall be submitted by e-mail to the Chief Returning Officer. Candidate nomination statements shall be made available to the GSA membership during the election nomination period.

#### *5.2.3 Campaigning*

- (a) The campaign period shall immediately follow the nomination period and shall be two (2) days in duration.
- (b) **The CRO shall review all campaign material, including all material posted on social media, prior to publishing to ensure that they are not libelous or offensive. If any campaign material is published without permission, the CRO can choose to remove that candidate from the campaign**
- (c) All campaigning must cease and any campaign materials removed by 1630h on the last day of the campaign period. Failure to comply may result in disqualification from the election.
- (d) No campaigning shall be permitted during the voting period.

#### *5.2.4 Ballots and Voting*

- (a) The voting period shall follow the campaign period and be at least two (2) days in duration.
- (b) Each candidate shall be permitted to submit a statement of up to one hundred fifty (150) words in length. The statements will appear on the ballot

and must be submitted with the nomination form. The Chief Returning Officer has the discretion to reject any statement found to be libelous or offensive if the candidate refuses to make any changes deemed necessary by the Chief Returning Officer. Statements that exceed the word limit will be cut off after 150 words.

- (c) Voting shall be conducted by electronic ballot distributed through the GSA listserv, as created by the University of Guelph Department of Computing and Communications Services.
- (d) Ballots shall contain the following information:
  - (i) The position to be filled with a brief description of the position;
  - (ii) Candidate name(s) and statement(s), if provided, presented in alphabetical order according to last name;
  - (iii) A statement indicating the voter may choose up to two (2) of the candidates listed where more than one (1) candidate has applied for the position; and,
  - (iv) Voters shall have the option to decline or to vote for none of the listed candidates, where applicable.
- (e) Immediately prior to the commencement of the voting period, the CRO shall cast a paper ballot for each position being contested in the election. This ballot shall be sealed and used in the event of a tie. If no tie exists after the election this ballot shall be destroyed without opening.

#### *5.2.5 Results*

- (a) **The CRO shall obtain the election results following the voting period. The CRO shall prepare a summary report outlining the name(s) of the successful candidate(s), the total number of votes cast for each candidate, and the total number of votes cast in the election. This report shall be presented to the GSA Office Manager and to the discretion of the Office Manager to be distributed to Executive members.**
- (b) For all available positions, the candidate(s) with the greatest number of affirmative votes shall be declared the successful candidate(s). In the event of a tie, the sealed ballot cast by the CRO pursuant to By-Law 5.2.4 (e) shall be opened and used to break the tie.
- (c) Successful candidates shall be notified of their election to the Board of Directors via e-mail.

- (d) **Re-election of a General Director shall be considered void if, as of the beginning of their term on October 1, said member has failed to fulfill the responsibilities for General Directors as outlined in these By-Laws, for three (3) consecutive months. The same rule shall apply for a General Director elected in the by-elections.**

### **5.3 General Director Vacancies**

5.3.1 A vacant General Director position, however caused, shall be filled in accordance with the election procedures for General Directors (Section 5.2).

5.3.2 A vacancy shall be determined to exist when a General Director:

- (a) resigns from his/her position;
- (b) is no longer a member of the GSA;
- (c) **is removed from his/her position as specified in Section 5.4**

### **5.4 Removal of General Directors**

5.4.1 For reasons of grossly inappropriate or criminal behaviour, or violations of the GSA Human Rights Statement or University of Guelph Human Rights Policy, members of the Board of Directors may be removed by a two-thirds (2/3) majority vote of the Board of Directors. This action is not in substitution for a grievance against the individual, complaints to the University of Guelph Office of Diversity and Human Rights, or criminal or civil charges, and these options may also be pursued.

5.4.2 A General Director shall be removed from their position if:

- (a) he/she fails to fulfill General Director obligations as outlined in these By-Laws for three (3) consecutive regularly scheduled meetings of the Board of Directors.
- (b) he/she is absent without regrets from any 3 regularly scheduled meetings of the Board of Directors and the AGM.

5.4.3 A referendum to remove an elected General Director may be requested by submitting a completed the Request to Remove form, available from the GSA Office Manager with signatures from one of the following groups:

- (a) one-fifth (1/5) of the General Director's constituents;
- (b) two-thirds (2/3) of voting members of the Board of Directors; or,



(c) three-quarters (3/4) of the Executive.

5.4.4 Upon receipt of a request to hold a referendum to remove a General Director, the Vice-President Internal shall schedule a special meeting of the Board of Directors at which the referendum shall take place. This meeting shall take place no more than ten (10) days following receipt of the request.

5.4.5 Members of the constituency of the General Director in question are allowed to attend and vote at the special meeting. Electronic attendance is permitted, but each person physically present at the meeting may only facilitate the electronic attendance of one other person.

5.4.6 A two-thirds (2/3) majority vote of no-confidence of those present and voting is required to remove the General Director.

## **6.0 The Executive**

Executive members cannot take a paid Executive position with CUPE #3913 during their tenure. Elected GSA Executive have been elected to represent all graduate students, in tandem with the GSA By-Laws which differ from the mandate of CUPRE #3913, as a Bargaining Unit.

### **6.1 General Responsibilities of the Executive and Executive Meetings**

6.1.1 The general responsibilities of all Executive shall be:

- (a) To present, in writing, a report of their official activities to all regularly scheduled meetings of the Board of Directors. Executive Board Reports are mandatory and must be submitted seven (7) days prior to a Board Meeting, regardless of academic or personal travel obligations. Electronic attendance is permitted for one (1) regular meeting per term. An Executive who wishes to attend a GSA Board Meeting electronically must inform the GSA via the [gsa@uoguelph.ca](mailto:gsa@uoguelph.ca) email and provide relevant contact information at least 24 hours prior to the meeting. No more than one (1) Executive member may attend electronically per GSA Board Meeting. [intent: first come first served];
- (b) To attend all duly called meetings of the Executive, Board of Directors, and GSA members or, if not able to attend, send regrets to the GSA Office Manager at least 2 hours prior to the meeting;
- (c) To maintain communication with the GSA membership;
- (d) To ensure executive representation at all meetings between student leaders and University administration, where possible;

- (e) To maintain communication with the Central Student Association CSA and, where necessary, other Primary Student Organizations at the University;
- (f) To ensure GSA representation at official functions and public occasions where a graduate presence is required;
- (g) To ensure activities of the GSA comply with the GSA Mission Statement;
- (h) To be familiar with the By-laws;
- (i) To uphold the Human Rights Statement of the GSA and the University Human Rights Policy; and
- (j) To develop, implement, and revise policies for the effective performance of the mandated duties of Executive members, individually and collectively;
- (k) To inform and request formal support from the Executive Committee as to any initiatives undertaken using the GSA name, brand, or identity.

**6.1.2 In the case of a temporary absence of the President and CEO, the Vice - President Internal shall fulfill the roles and responsibilities of President. In the case of the temporary absence of more than one Executive, the remaining Executive shall fulfill the roles in order of the Executive hierarchy: Vice-President Internal, Vice-President Finance, and Vice-President External.**

6.1.3 Meetings of the Executive shall occur according to the following procedures:

- (a) Executive meetings shall be held at least once per month regardless of whether quorum is reached. Executive meetings shall be held at least two (2) times per month, except for August and December which require only one (1) meeting;
- (b) Executive meetings shall be chaired by the President and CEO;
- (c) Quorum for an Executive meeting shall be three-quarters (3/4) of the sitting Executive.
- (d) Executive meetings may be called by any Executive with no less than forty eight (48) hours' notice, unless there is agreement by the entire Executive to meet on shorter notice; in circumstances when shorter notice is accepted, all executive members must be in attendance.
- (e) Executive members may attend executive meetings electronically no more than one (1) time per semester. The executive member who wishes to attend electronically must inform the chair at least 24 hours prior to the meeting and provide relevant contact information. The chair must ensure arrangements are made to facilitate the executive member's attendance.

## 6.2 Responsibilities of the President and CEO

6.2.1 In addition to the general responsibilities of the Executive outlined in Section 6.1, the President and CEO shall:

- (a) be charged with the full responsibility of carrying out the legislation, policies, By-Laws, regulations, and resolutions of the GSA;
- (b) in conjunction with the Vice-President Internal, regularly consult with University administration in order to communicate the policies and activities of the GSA and obtain information on changes in such institutional policies and activities;
- (c) be responsible for the supervision of all employees of the GSA;
- (d) ensure the development of long term goals, priorities, and policies of the GSA;
- (e) be responsible for presenting to the Board of Directors a summary of all GSA activities and future goals of the Executive at the beginning of the Fall and Winter semesters;
- (f) be responsible for all matters pertaining to the maintenance of the Seal, Letters, Patents, By-Laws, and Resolutions of the GSA;
- (g) chair the Grad Lounge Sustainability Committee
- (h) represent the GSA on University committees, including, but not limited to:
  - (i) the Senate (ex-officio seat),
    - (ii) the Admissions and Progress Committee,
    - (iii) the Board of Graduate Studies (BOGS),
    - (iv) the Student Executive Council, and,
    - (v) the Student Organization Policy (SOP) Steering Committee, upon review of the SOP every five (5) years;
- (e) meet regularly with the Dean of Graduate Studies;
- (f) assist in the coordination of Grad Student Orientation, in conjunction with Graduate Program Services and the Activities & Communications Coordinator;

- (g) in conjunction with the Vice-President Finance, conduct annual performance evaluations for all permanent GSA staff positions including, but not limited to, the Grad Lounge Manager, GSA Office Manager, and Grad Lounge Staff;
- (h) represent the GSA on the University Presidential Advisory Committee (or such committee which serves this purpose at the time);
- (i) possess discretionary, residual powers over matters that are not specifically governed by the By-Laws;
- (j) delegate short-term services on an honorary basis, as required; and,
- (k) fulfill any other duties as indicated in the By-Laws for the President and CEO.

6.2.2 Only current members of the GSA as outlined in Section 3.0 are eligible to seek a nomination for any Executive position. Members seeking a nomination to the Executive position must have at least six (6) months service as a General Director and/or Executive at the commencement of their term to be eligible. This requirement is waived if none of the candidates nominated meet the requirement.

### **6.3 Responsibilities of the Vice-President Internal**

6.3.1 In addition to the general responsibilities of the Executive outlined in Section 6.1, the Vice-President Internal shall:

- (a) establish and maintain communication with graduate students at the University;
- (b) in conjunction with the President and CEO, maintain communication with the Senate, Board of Graduate Studies, and student bodies with graduate representation for which no established communication channels exist;
- (c) maintain a complete list of departmental units with representation on the Board of Directors, shall deal with appeals to CRO decisions about the election and by-election of General Directors to the Board of Directors, and maintain a list of elected General Directors;
- (d) maintain a complete list of committees on which GSA representatives are represented, a list of GSA Representatives on GSA and University committees, and ensure GSA representative membership and participation on these committees;
- (e) chair the GSA By-Laws Committee and vice-chair the Board of Directors;

- (f) have a working knowledge of the By-Laws and ensure the By-Laws are readily accessible to GSA members;
- (g) be responsible for maintenance of the GSA online planner;
- (h) facilitate academic dispute resolution meetings with any GSA member; meetings must occur in a private space on campus, or in special circumstances over the phone or internet, if agreed upon by all parties; one additional GSA staff or Executive must be in attendance;
- (i) in conjunction with the Activities & Communications Co-ordinator, organize a GSA display at University events requiring GSA participation;
- (j) in conjunction with the CSA Academic Commissioner, be responsible for the organization of the Memorial Tree Ceremony and shall be responsible for contacting the families of all graduate students to be included in the ceremony to request permission for the student(s) name(s) to appear on the plaque and to invite all family members to attend the ceremony; and,
- (k) fulfill any other duties as indicated in the By-Laws for the Vice-President Internal
- (l) **Provide a summary report at the end of term to be used and discussed with incoming Executive during transition.**

## 6.4 Responsibilities of the Vice-President Finance

6.4.1 In addition to the general responsibilities of the Executive outlined in Section 6.1, the Vice-President Finance shall:

- (a) **supervise all business transactions of the GSA in accordance with the ByLaws, this includes the allocation and approval of funds to be used by the Activities & Communications Coordinator during the term**
- (b) adhere to the financial procedures outlined in the By-Laws;
- (c) keep the Board of Directors fully informed on all financial matters concerning the GSA; this includes a budget update at the January and May meetings of the Board of Directors;
- (d) prepare and present:
  - (i) a budget and an annual written financial statement to the Board of Directors for approval at the September board meeting;

- (ii) a preliminary budget for the following fiscal year which should be presented for discussion at the meeting of the Executive prior to the AGM; and,
  - (iii) a tentative budget completed for approval at the AGM.
- (e) prepare semesterly statements of income and expenses and additional financial statements as requested by the Executive, and present the statements to the Board of Directors;
- (f) ensure the keeping of permanent and accurate records of all financial transactions of the GSA and all departments operating within the purview of the GSA;
- (g) represent the GSA on the following committees:
  - (i) the University Student Health & Dental Plan,
  - (ii) the Student Wellness Advisory Groups (SWAG),
  - (iii) the Late Appeals Committee, and,
  - (v) Compassionate Bursary Committee;
- (h) chair the Finance Committee;
- (i) be responsible for assisting the GSA Office Manager with administrative duties associated with the Student Health and Dental Plan;
- (j) in conjunction with the President and CEO, perform annual performance evaluations for all permanent staff positions; and,
- (k) Fulfill any other duties as indicated in the By-Laws for the Vice-President Finance.

## **6.5 Responsibilities of the Vice-President External**

6.5.1 In addition to the general responsibilities of the Executive outlined in Section 6.1, the Vice-President External shall:

- (a) establish and maintain communication with student organizations and associations external to the University including, but not limited to:
  - (i) the Canadian Federation of Students,
  - (ii) the Canadian Federation of Students – Ontario,

- (iii) the National Graduate Caucus;
- (b) establish and maintain communication with local external associations and organizations including, but not limited to:
  - (i) the City of Guelph,
  - (ii) Guelph Transit, and
  - (iii) local media;
- (c) co-ordinate campaigns and events centered on federal, provincial, and municipal issues affecting students;
- (d) co-chair the Transit Committee, represent the GSA at Student Leadership and Administration Meetings (SLAM);
- (e) attend Guelph City Council meetings where issues pertaining to graduate students are on the agenda;
- (f) **be familiar with regulations, procedures, and changes in the Ontario Student Assistance Plan (OSAP), the Canadian Student Loan Plan, and the other funding bodies external to the University including, but not limited to the Tri-Council Scholarships (NSERC, SSHRC, and CIHR) and the Ontario Graduate Scholarship (OGS)**
- (g) in the event of a federal, provincial, or municipal election, determine, record, and inform the GSA membership of candidates' stance on issues that affect students. Further, shall encourage the GSA membership to vote in all federal, provincial, and municipal elections, by-elections, and referenda, with such information in mind; and
- (h) fulfill any other duties as indicated in the By-Laws for the Vice-President External.

## 6.6 Election of the Executive

### 6.6.1 General Election Guidelines

- (a) All Executive positions must be elected except in the case of a vacancy or removal as per Sections 6.7 and 6.8 of the By-Laws. The CRO shall be responsible for conducting the election of Executive according to the procedures as follows.
- (b) The CRO shall announce the timeline of the election period at the meeting of the Board of Directors that immediately precedes the beginning of the election period.

- (c) Individuals seeking election to the Executive may not run as a member of a slate. For the purposes of the By-Laws a slate is defined as two or more candidates who have declared their intention to run together for separate positions.

#### *6.6.2 Nominations and Eligibility*

- (a) The nomination period shall be of one (1) month in duration. In the event a nomination is not received for an Executive position(s) the CRO can extend the nomination period as long as doing so does not postpone the voting period beyond the Annual General Meeting, where possible.
- (b) Only current members of the GSA as outlined in Section 3.0 are eligible to seek a nomination for any Executive position.
- (c) Members seeking a nomination to an Executive position must be registered, or indicate the intent to register, in graduate studies at the University for the Spring, Fall and Winter semesters of their term.
- (d) Members seeking a nomination to an Executive position must have at least six (6) months service as a General Director and/or Executive at the commencement of their term to be eligible. This requirement is waived if none of the candidates nominated meet the requirement.
- (e) **Members who have previously been removed from any position on the Board of Directors, as per Section 5.4 or 6.8, are ineligible to seek election to any position on the Board of Directors for a period of one (1) year after their removal. These members must sit on the board for an additional 6 months prior to submitting a nomination for Executive positions.**
- (f) Nominations for Executive positions shall be submitted by e-mail to the CRO
- (g) **No GSA member is eligible to run for an executive position if they have held the same elected or appointed executive position for the past 3 consecutive terms.**

#### *6.6.3 Campaigning*

- (a) The campaign period shall immediately follow the nomination period and shall be of two (2) weeks in duration.
- (b) **The CRO shall review all campaign materials prior to publishing to ensure that they are not libelous or offensive, including all material posted on social media, prior to publishing. If any campaign material is published without permission, the CRO can choose to remove that candidate from the campaign.**



- (c) Campaign spending shall be limited to seventy-five dollars (\$75.00) per candidate. Campaign materials for which a candidate is charged less than the market value shall be accounted for in the campaign spending limits at fair market value as determined by the CRO.
- (d) Campaign expenses shall be reimbursed to the candidate by the GSA upon receipt of a summary of expenses, along with receipts, which shall be submitted to the CRO on the last day of the campaigning period.
- (e) All campaigning must cease and any campaign materials removed by 1630h on the last day of the campaign period. Failure to do so may result in disqualification from the election.
- (f) No campaigning shall be permitted during the voting period.

#### *6.6.4 Ballots and Voting*

- (a) The voting period shall follow the campaign period and be of at least two (2) days in duration.
- (b) Each candidate shall be permitted to submit a statement of up to five hundred (500) words in length to be included on the ballot. Statements must be received at least ten (10) days before the voting period and must be approved for content by the CRO. The CRO has the discretion to reject any statement exceeding the word limit or found to be libelous or offensive if the candidate refuses to make any changes deemed necessary by the CRO. Statements that exceed the word limit will be cut off after 500 words.
- (c) Voting shall be conducted by electronic ballot distributed through the GSA listserv, as created by the University of Guelph Department of Computing and Communications Services.
- (d) Ballots shall contain the following information:
  - (i) The name(s) of the Executive position(s) to be filled with a brief description of the position.
  - (ii) Candidate name(s) and, if provided, statement(s) presented in alphabetical order according to last name
  - (iii) Voter shall have the option to decline or to vote for none of the listed candidates, where applicable.
- (e) Immediately prior to the commencement of the voting period, the CRO shall cast a paper ballot for each position being contested in the election. This ballot shall be sealed and used in the event of a tie. If no tie exists after the election this ballot shall be destroyed without opening.

### 6.6.5 Results

- (a) The CRO shall obtain the election results following the voting period.
- (b) For any position, the candidate with the greatest number of affirmative votes shall be declared the successful candidate. In the event of a tie, the sealed ballot cast by the CRO pursuant to By-Law 6.6.4 (e) shall be opened and used to break the tie.
- (c) The CRO shall prepare a summary report outlining the name(s) of the successful candidate(s), the total number of votes cast for each candidate, and the total number of votes cast in the election. This report shall be presented to the candidate(s) and the Board of Directors via e-mail and to the GSA membership at the AGM.

## 6.7 Executive Vacancies

6.7.1 A vacancy in an Executive position shall be determined to exist when:

- (a) An Executive resigns from his/her position;
- (b) An Executive is removed from his/her position as specified in Section 6.8;
- (c) An Executive assumes the title and responsibilities of a vacant Executive position, as per By-Law 6.7.3; or,
- (d) No nominations are received for a position during the Executive elections.

6.7.2 In the event an Executive position becomes vacant, the President and CEO, in consultation with the remaining Executive, shall delegate key tasks of the vacant position between Executive.

6.7.3 The remaining Executive may assume the title and responsibilities of a vacant position if said position immediately precedes their own position in the Executive hierarchy: President and CEO, Vice-President Internal, Vice-President Finance, and Vice-President External. This decision must be ratified by the Board of Directors.

6.7.4 Vacancies in any Executive position(s), anticipated or otherwise and however caused, shall be communicated to the Board of Directors and a call for nominations to the vacant position(s) shall be sent immediately to the GSA membership. The remaining Executive shall be responsible for selecting a suitable candidate for the vacant position(s). Ratification of this decision will be made at the next scheduled meeting of the Board of Directors. The newly elected Executive shall begin his/her duties immediately after ratification with his/her term expiring on April 30.

## 6.8 Removal of an Executive

- 6.8.1 For reasons of grossly inappropriate or criminal behaviour, or violations of the GSA Human Rights Statement or University of Guelph Human Rights Policy, members of the Executive may be removed by a two-thirds (2/3) majority vote of the Board of Directors. This action is not in substitution for a grievance against the individual, complaints to the University of Guelph Human Rights and Equity Office, or criminal or civil charges, and these options may also be pursued.
- 6.8.2 A referendum to remove an Executive may be requested by submitting a completed Request to Remove form, available from the GSA Office Manager with any of the following groups:
- (a) one-fifth (1/5) of the membership;
  - (b) two-thirds (2/3) voting members of the Board of Directors; or
  - (c) three-quarters (3/4) of the Executive.
- 6.8.3 Upon receipt of a request to hold a referendum to remove an Executive, the President and CEO shall schedule a special meeting of the Board of Directors at which the referendum shall take place. This meeting shall take place no more than ten (10) days following receipt of the request. In the event the President and CEO is the position to be removed, the Vice-President Internal shall be responsible for scheduling the special meeting.
- 6.8.4 In the case of 6.8.2 (a), members of the GSA are allowed to attend and vote at the special meeting.
- 6.8.5 A two-thirds (2/3) majority vote of no-confidence of those present at the special meeting and voting is required to remove the Executive.

## 6.9 Executive Honouraria

- 6.9.1 The President and CEO shall receive a honourarium **in the amount of seven-hundred and twenty-four dollars and 29 cents (\$724.29) per month** for the duration of his/her term.
- 6.9.2 The Vice-President Internal, Vice-President Finance, and Vice-President External shall each receive a honourarium **in the amount of six-hundred and seventy-one dollars and 18 cents (\$671.18) per month** for the duration of his/her term.

## 7.0 Appointed Officers

### 7.1 Chair

- 7.1.1 The responsibilities of the Chair of the GSA Board of Directors shall be:

- (a) To preside over all meetings of the Board of Directors and the Annual General Meeting;
- (b) To oversee General Meetings of the GSA according to Robert's Rules of Order and the By-Laws;
- (c) To, in conjunction with the Vice-President Internal, enforce the By-Laws at meetings of the GSA;
- (d) To have a working knowledge of Robert's Rules of Order and the By-Laws;
- (e) To ensure that all routine items of GSA business are discussed by the Board of Directors, or the GSA membership in the case of the Annual General Meeting, and that all agenda items are addressed; and
- (f) As it pertains to meetings of the Board of Directors or the Annual General Meeting, to act as an advisor to members of the Board of Directors on issues pertaining to Robert's Rules of Order and the By-Laws.
- (g) If an Executive does not submit one (1) board report, send one email of reprimand to the Executive. If an Executive does not submit two (2) board reports, announce at the next regular meeting that two reports from the same Executive have not been submitted. If an Executive does not submit three (3) board reports, announce at the next regular meeting that three reports from the same Executive have not been submitted and at this point it is possible for a referendum for removal to be initiated. The same process will be followed if the Executive fails to attend, and fails to send regrets for, Executive meetings.

7.1.2 The Chair may not stand for election or hold an elected seat on the Board of Directors and may not be a member of any GSA committees while holding the position of Chair.

7.1.3 The Chair shall not hold a term of more than three (3) years in duration.

## **7.2 Chief Returning Officer**

7.2.1 The responsibilities of the Chief Returning Officer (CRO) of the GSA shall be:

- (a) to, in accordance with all relevant provisions of the By-Laws, preside over all GSA elections, by-elections, and referenda; and
- (b) to have a working knowledge of the By-Laws.

7.2.2 The CRO may not stand for election or hold an elected Executive position while holding the position of CRO.

7.2.3 The CRO shall not hold a term of more than three (3) years in duration.

### **7.3 Appointment of Chair & CRO**

7.3.1 Appointed officers must be current members of the GSA, as outlined in Section 3.0.

**7.3.2 The Executive shall be responsible for selecting a suitable candidate for the positions of Chair and CRO according to the following procedure:**

- (a) Vacancies in appointed positions shall be announced to the GSA membership and nominations for suitable candidates sought immediately upon any position becoming vacant.
- (b) Applications for the vacant position(s) shall be received until a suitable candidate is chosen.
- (c) **The Chair should have previously served on the Board of Directors for at least 6 months or have been a past executive member. In extenuating circumstances, then preference will be given to candidates with prior chairing or related experience.**

7.3.3 The Vice-President Internal shall be responsible for fulfilling the responsibilities of the Chair and/or CRO while the position(s) is/are vacant. The Executive shall be responsible for fulfilling the responsibilities of the Activities & Communications Coordinator while the position is vacant.

### **7.4 Removal of an Appointed Officer**

7.4.1 An Appointed Officer may be removed from their position by either:

- (a) A two-thirds (2/3) majority vote of the members of the Board of Directors at a regular or special meeting of the Board of Directors, or
- (b) A three-quarters (3/4) majority vote of the Executive.

### **7.5 Appointed Officer Honouraria**

7.5.1 The Chair shall receive an honourarium in the amount of seventy-five dollars (\$75.75) per meeting that he/she is in attendance as Chair.

7.5.2 The CRO shall receive an honourarium in the amount of one-hundred dollars (\$101.40) for each semester he/she holds the position of CRO and is required to oversee a GSA election, by-election, or referendum.

7.5.3 The Activities & Communications Co-ordinator shall receive a wage of twelve dollars (\$12.00) per hour and no more than six-thousand dollars (\$6000.00) per year.

7.5.4 No appointed officer shall be permitted to exceed 10 hr/week.

## **8.0 Committees**

### **8.1 General Committee Procedures**

8.1.1 GSA standing committees and ad-hoc committees shall be called and chaired by an Executive except in the case of the Social Outreach Committee which shall be called and chaired by the Activities & Communications Co-ordinator. The Executive, as a group, shall be responsible for appointing the chair of any ad-hoc committee(s).

8.1.2 Unless stated otherwise, GSA standing committees shall be limited to four (4) members in addition to the chair.

8.1.3 Quorum for all GSA committees shall be three-fifths (3/5) of the members of said committee.

8.1.4 All members of a GSA committee, including the chair, shall be allowed to vote on all motions discussed at meetings of said committee. Motions discussed at committee meetings shall be decided by majority vote of the members present at said meeting. In the case of a tie, the motion fails.

8.1.5 Minutes should be recorded for all GSA standing committee meetings, and provided to the Office Manager within 7 days of the meeting.

8.1.6 Committee vacancies will be filled according to a fair procedure decided upon by the VP Internal.

8.1.7 No GSA member may be denied membership to any GSA standing committee, where a vacancy exists, except in case of a conflict of interest. No member of the Executive or Board of Directors may be denied membership to any University committee, on which a GSA seat exists and is vacant, except in the case of a conflict of interest.

8.1.8 The members of a committee may request participation of non-members of the GSA in an advisory role, if necessary. In these circumstances, the same committee reporting procedures must be followed by the non-member.

8.1.9 All committees shall record meeting minutes and make regular reports to the Board of Directors.

- 8.1.10 Additional ad-hoc committees may be formed, where necessary, by a majority vote of the Board of Directors. No committee may be formed that would, in principle or de facto, remove, replace, restrict, or in any way reduce the power of the Board of Directors or its Executive, as outlined herein.
- 8.1.11 Upon completion of appointed task(s), ad-hoc committees shall make a final report to the Board of Directors on their actions and/or recommendations, and unless otherwise instructed shall then be dissolved.
- 8.1.12 Whether or not an ad-hoc committee has fulfilled its mandate, it may be dissolved at any time by a majority vote of the Board of Directors.
- 8.1.13 A member of GSA standing committee(s) may be recalled and replaced after three (3) consecutive absences from meetings of said committee.
- 8.1.14 Recall of a representative may be requested by:
- (a) the standing committee to which they have been appointed;
  - (b) a two-thirds (2/3) majority vote of the Board of Directors; or
  - (c) a three-quarters (3/4) majority vote of the Executive.

## **8.2 Standing Committees of the GSA**

### *8.2.1 By-Laws Committee*

- 8.2.1.1 The mandate of the By-Laws Committee shall be to provide critical examination and evaluation of the By-Laws and any proposed change(s) to the By-Laws and to ensure the integrity of the By-Laws.
- 8.2.1.2 In addition to the general committee procedures as outlined in Section 8.1, the By-Laws Committee shall:
- (a) make recommendations for change(s) to GSA governing policy, if any, at the AGM and, where necessary, at the Board of Directors;
  - (b) be responsible for reviewing any referendum question(s) referred by the Board of Directors;
  - (c) be chaired by the Vice-President Internal; and
  - (d) meet at least once prior to the AGM, ideally once per Fall and Winter semester.
- 8.2.1.3 GSA General Director members of the By-Laws Committee may, upon request from another GSA General Director or Executive, and at their discretion, serve as alternate members on University and GSA committees, subject to

approval from the appropriate committee chair. It is the responsibility of the requestor to inform the Vice-President Internal and to make arrangements for the alternate member to represent the GSA on the committee.

### *8.2.2 Finance Committee*

8.2.2.1 The mandate of the Finance Committee shall be to oversee the finances of the GSA insofar as how they pertain to advancing the academic goals of graduate students as per the mission statement of the GSA.

8.2.2.2 In addition to the general committee procedures as outlined in Section 8.1, the Finance Committee shall:

- (a) assist the VP Finance in creating the annual GSA budget, bursaries and awards, and in preparing financial updates. Current terms and conditions of GSA Grants and Bursaries are maintained by the GSA Office Manager;
- (b) be chaired by the Vice-President Finance and consist of a t least two (2) General Directors; and
- (c) Meet at least once per month, in Fall and Winter semesters and as needed in accordance with GSA grant application deadlines and to review Honoraria.

8.2.2.3 No member of the Finance Committee shall be permitted to attend meetings in which their own application for financial resources is being considered. No Executive member may apply for financial resources during their term.

### *8.2.3 Social Outreach Committee*

8.2.3.1 The mandate of the Social Outreach Committee shall be to advance the social and professional goals of graduate students as well as to increase global and community awareness.

8.2.3.2 In addition to the general committee procedures as outlined in Section 8.1, the Social Outreach Committee shall:

- (a) coordinate logistics of events and campaigns;
- (b) be permitted to use the Grad Lounge space, without cost, to host GSA social events;
- (c) be chaired by the Activities & Communications Co-ordinator; and
- (d) meet at least once per month.



## 8.2.5 *Grad Lounge Sustainability Committee*

8.2.3.3 The mandate of the Grad Lounge Sustainability Committee is to develop short- and long-term goals for the Grad Lounge to achieve and maintain financial sustainability.

8.2.3.4 In addition to the general committee procedures as outlined in Section 8.1, the Grad Lounge Sustainability Committee shall:

- (e) review all financial statements and proposed budgets of the Grad Lounge;
- (f) develop short-term and long-term goals related to Grad Lounge operations;
- (g) be chaired by the President;
- (h) have two members consisting of the VP Finance and a General Director;
- (i) in addition to committee members, have the Grad Lounge manager and the GSA Office manager also participate in a non-voting advisory capacity;
- (j) determine quorum by the voting members only; and
- (k) meet at least once per month.

## **8.3 University Committees**

8.3.1 University committees are those committees that engage in processes of governance that oversee matters of academia, administration objectives, and matters related to the administration of the University.

8.3.2 The Vice-President Internal shall be responsible for the appointment of members of the Board of Directors to University committees as GSA representatives where a graduate or GSA seat has been provided.

8.3.3 The Executive, as a group, shall be responsible for appointing an Executive(s) to represent the GSA on University Committee(s) requiring Executive membership.

8.3.4 Duties of appointed GSA representatives on University committees shall be to:

- (a) attend all meetings required by their position or, if permitted by the committee, arrange for an alternate representative to attend;

- (b) seek input from the Board of Directors on business arising at committee meetings, where required;
- (c) inform the Executive of matters requiring urgent attention; and
- (d) make regular reports to the Board of Directors as to the proceedings of the University committee to which they are appointed;

**8.3.5 A GSA representative on a University committee may be recalled and replaced if he/she fails to fulfill the duties of representing the GSA on said committee or after three (3) absences from meetings of said committee. Recall of a representative may be requested by: It is the responsibility of the GSA representative to inform the Vice-President Internal of committee absences. Any dispute regarding the replacement or removal of a GSA representative from a committee may be reviewed by the By-Laws Committee, pursuant to Section 1.2.3.**

- (a) the University committee to which they have been appointed;
- (b) a two-thirds (2/3) majority vote of the Board of Directors; or
- (c) a three-quarters (3/4) majority vote of the Executive.

## **9.0 Referenda**

### **9.1 Referendum Questions**

9.1.1 Any referendum question must consist of a preamble and a clearly worded proposition requiring a 'Yes' or 'No' answer.

**9.1.2 Any referendum question shall be brought to the Board of Directors for consideration and a referendum shall be held upon approval of the question by a 2/3 majority vote. The Board of Directors may refer any referendum question to the By-Laws committee for review before final approval.**

9.1.3 No referendum shall be held on the same or similar question(s) within two (2) years of the previous question(s) being asked, except for a referendum required for policy or contractual obligations, pursuant to Section 10.0.

### **9.2 Conduct of Referenda**

9.2.1 Unless deemed otherwise by the Board of Directors, any referendum shall be held in conjunction with the Executive election process and shall therefore follow the same procedures for campaign, voting, ballot distribution, and results as set out in Section 6.6.

- 9.2.2 The CRO shall give notice of a referendum to the GSA membership at least fourteen (14) days before the last day to register for a 'Yes' or 'No' campaign.
- 9.2.3 The ballot displaying the question shall have a preamble and a clearly worded proposition that requires a 'Yes', 'No', or 'Decline' answer.
- 9.2.4 Quorum for a vote on a referendum question shall be ten percent (10%) of the membership of the GSA. The decision of the voting members shall be based on the answer receiving the majority of votes. In the event of a tie the referendum fails.

### **9.3 Referendum Campaigns**

9.3.1 'Yes' and/or 'No' campaigns shall be conducted according to the following procedures:

- (a) All members of the GSA are allowed to conduct a 'Yes' or 'No' campaign. Any GSA member wishing to conduct either a 'Yes' or 'No' campaign during any referendum must officially register their campaign with the CRO by 1630h on the last working day prior to the start of the campaign period for which the referendum is being conducted.
- (b) The Board of Directors may officially take a 'Yes' or 'No' position on any referendum question.
- (c) There shall be only one official 'Yes' campaign and one official 'No' campaign for each referendum.
- (d) A representative from each of the campaigns shall attend an information session organized and conducted by the CRO immediately following the campaign registration deadline. Failure to attend the information session shall result in the disqualification of official campaign status.

9.3.2 Campaign Materials

- (a) Each campaign is permitted to submit a statement of up to five-hundred (500) words in length to the CRO to be distributed to the GSA membership. The CRO has the authority to refuse to distribute any statement that exceeds the word limit or is determined to be libelous or offensive in nature.
- (b) The CRO shall review all campaign materials, including all material posted on social media, prior to publishing to ensure that they are not libelous or offensive. If any campaign material is published without permission, the CRO can choose to remove that position's representation from the campaign.

- (c) Campaign spending shall be limited to seventy-five dollars (\$75.00) per campaign. Campaign materials for which a candidate is charged less than the market value shall be accounted for in the campaign spending limits at fair market value as determined by the CRO.
- (d) Campaign expenses shall be reimbursed to the candidate by the GSA upon receipt of a summary of expenses, along with receipts, which shall be submitted to the CRO on the last day of the campaigning period.

## **9.4 Referendum Results**

9.4.1 Referendum results shall be determined and reported as per the following procedures:

- (a) The CRO shall obtain the referendum results following the voting period.
- (b) For any referendum, the answer with the greatest number of votes shall be declared the outcome. In the event of a tie, the referendum fails.
- (c) The CRO shall prepare a summary report outlining the results of the referendum and the total number of votes cast for each question. This report shall be presented to the Board of Directors via e-mail and to the GSA membership at the AGM.

## **10.0 Policies and Contractual Agreements**

### **10.1 Student Organization Policy**

10.1.1 The GSA is a recognized Primary Student Organization at the University and shall be required to abide by all University policies and procedures, as outlined in the Student Organization Policy.

### **10.2 Universal Bus Pass**

10.2.1 The Universal Bus Pass contract is between the City of Guelph/Guelph Transit and the GSA and is organized through the CSA/GSA Transit Committee.

10.2.2 The Universal Bus Pass shall be distributed to graduate students by the GSA according to the Universal Bus Pass policy.

### **10.3 Health and Dental Plan**

10.3.1 The Health and Dental Plan contract is between an insurance broker and the GSA and is managed by the Student Health and Dental Plan Committee.

10.3.2 The Health and Dental Plan shall be administered by the Student Benefits Office at the University.

## 10.4 Petitions, Delegations, and Representation

10.4.1 The mandate of the Petitions, Delegations, and Representation (ACTIVITIES GRANT) policy shall be to distribute GSA funds available to organizations and groups hosting events that advance the mission statement of the GSA.

10.4.2 The GSA shall make funds available for the direct purpose of distribution to organizations and groups seeking funds through the ACTIVITIES GRANT application process.

10.4.3 The distribution of ACTIVITIES GRANT funds shall be according to the following procedures:

- (a) **ACTIVITIES GRANT request form, referred to as the Activities Grant (ACTIVITIES GRANT ) application, shall be available from the GSA Office Manager and on the GSA website;**
- (b) Only requests advancing the mission statement of the GSA shall be considered;
- (c) Applications will be accepted on a first-come first-served basis and up to three (3) qualifying applications will be considered per meeting of the Board of Directors (no applications considered during the AGM or during special meetings);
- (d) No organization or group may request GSA funding, through the ACTIVITIES GRANT process, more than once during a fiscal year (May 1 to April 30);
- (e) Organizations or groups requesting funding through the ACTIVITIES GRANT process must provide a detailed description of proposed activities, including a detailed budget, and may not be for events that have already occurred;
- (f) Funding requests must be submitted to the GSA Office Manager at least ten (10) days prior to the next meeting of the Board of Directors; and
- (g) ACTIVITIES GRANT presentations shall not exceed five (5) minutes. The Board of Directors shall be permitted to ask questions of the presenter following the presentation after which any individual present connected with the ACTIVITIES GRANT being discussed shall leave the meeting until a decision has been made.

10.4.4 The GSA Office Manager shall notify the applying organization or group of the decision of the Board of Directors within one (1) week of the decision and shall

inform the organization or group of any stipulations placed on funding by the Board of Directors.

## **11.0 Financial Procedures**

### **11.1 Signing Authority**

- 11.1.1 The President and CEO, Vice-President Internal, Vice-President Finance, GSA Office Manager, and Grad Lounge Manager all have authority as bank signing officers for the GSA. All Executives may sign on behalf of the GSA for matters relating to their portfolio.
- 11.1.2 The signatures of two (2) signing officers must be present on all financial documents (including, but not limited to, cheques and contracts), one of which must be an Executive. No Executive signature shall be required for Grad Lounge operational expenses with a value of less than three-hundred dollars (\$300.00).
- 11.1.3 No financial documents (including, but not limited to, cheques and contracts) beyond those required for regular business operations may be created or signed without the approval of the President and CEO in consultation with the Vice-President Internal and Vice-President Finance.

### **11.2 Investments**

- 11.2.1 Upon receipt of student fees each semester, bus pass, health plan, dental plan, and GSA membership fees shall be entered into short term GIC's until such time as the funds must be dispensed according to contractual obligations (bus pass, health plan, dental plan) or required for GSA operations (GSA membership fees).
- 11.2.2 Section 11.2.1 is subject to budgetary considerations as may be determined by the Executive.

### **11.3 Savings**

- 11.3.1 Budget permitting, five percent (5%) of GSA membership fees received each semester are to be deposited into a savings instrument.
- 11.3.2 These funds may be spent only upon approval by the Board of Directors.
- 11.3.3 Decisions of the expenditure of such funds must receive two-thirds (2/3) majority vote of the members of the Board of Directors in attendance at a duly called meeting of the Board of Directors.

- 11.3.4 Such funds are only to be spent on capital expenditures and special initiatives of the GSA.
- 11.3.5 Such funds may not be spent to support legal costs of GSA members or initiatives that are not endorsed by the GSA.

## **12.0 Grad Student Lounge, Graduate Student Lounge Manager and Activities and Communications Coordinator**

12.1 The Grad Lounge is owned and operated by the GSA, with the Grad Student Lounge Manager serving as a hired agent working on behalf of the Board of Directors.

12.1.1 Duties of the Grad Student Lounge Manager are as per the contractual agreement on file in the GSA office

12.1.2 A financial summary shall be presented to the Board of Directors once per term.

12.1.3 A draft budget shall be presented for information at the AGM in March, and a finalized budget shall be presented for approval by the Executive in September.

**12.2 Under the direction of the Graduate Student Lounge Manager and guidance of the Executive Committee and Social Outreach Committee, the responsibilities of the Activities & Communications Co-ordinator of the GSA shall be:**

- (a) to assume responsibility for directing and developing social and professional development functions of the GSA;
- (b) to, in conjunction with the Grad Student Lounge Manager, promote activities in the Grad Lounge **and on campus**;
- (c) to chair the Social Outreach Committee;
- (d) to promote all GSA events through all available GSA media;
- (e) to assist in the coordination of Grad Student Orientation, in conjunction with Graduate Program Services and the President and CEO;
- (f) to, in conjunction with the Vice-President Internal, organize a GSA display at University events requiring GSA participation.
- (g) **to provide updates to the Grad Student Lounge Manager weekly and to the GSA General Directors at all Board Meetings.**

- (h) **The GSA Activities & Communications Co-ordinator's term is for one year, beginning on the first day of May and ending on the last day of April.**

### **13.0 GSA Office Manager**

13.1 The GSA Office Manager shall oversee the operation of the GSA office in accordance with the By-Laws of the GSA. The GSA Office Manager shall report directly to the President, followed by the Vice-President Internal, Vice-President Finance, and Vice-President External. The GSA Office Manager shall act as liaison to the Board of Directors, the GSA membership, and the University community.

13.2 Duties of the GSA Office Manager are as per the contractual agreement on file in the GSA office.

### **14.0 GSA By-Law and Policy Development**

14.1 Any member of the Board of Directors may recommend amendments to the current By-Laws governing the activities of the GSA at a meeting of the Board of Directors.

14.2 Motions presented to the Board of Directors requesting amendment(s) to the By-Laws shall require a two-thirds (2/3) majority vote of the Board of Directors to be implemented.

14.3 Any such recommendations for amendments to the By-Laws may be referred to the By-Laws Committee for further discussion if deemed necessary by the Board of Directors. The By-Laws Committee will present their recommendation at the next regularly scheduled meeting of the Board of Directors.

14.4 The Board of Directors may not decide on matters influencing any graduate student fee, or on pre-existing contractual obligations, and such matters may only be decided by referendum, as per Section 9.0.

14.5 Amendment(s) to the By-Laws adopted by the Board of Directors will be presented for ratification by the GSA membership at the AGM. Voting on all such amendments accruing over the course of the year may be done en masse at the AGM during By-Laws ratification.



## APPENDIX 1 – List of Recognized Departmental Units

ANIMAL BIOSCIENCES

ART HISTORY AND VISUAL CULTURE\*

BIOMEDICAL SCIENCES

BIOINFORMATICS\*

BIOPHYSICS\*

BUSINESS ADMINISTRATION (MBA Program in College of Business & Economics)\*

CHEMISTRY

CLINICAL STUDIES

CRIMINOLOGY & CRIMINAL JUSTICE POLICY (Sociology & Anthropology)\*

ECONOMICS & FINANCE

FAMILY RELATIONS AND APPLIED NUTRITION

FINE ART AND MUSIC

FOOD, AGRICULTURAL, AND RESOURCE ECONOMICS

FOOD SCIENCE

GEOGRAPHY

HISTORY

HUMAN HEALTH AND NUTRITIONAL SCIENCE

INTEGRATIVE BIOLOGY

INTERNATIONAL DEVELOPMENT STUDIES\*

LEADERSHIP STUDIES – MA (Leadership) Program in College of Business and Economics)\*

INTERNATIONAL GRADUATE STUDENT REPRESENTATIVE/S

MANAGEMENT

MARKETING AND CONSUMER STUDIES

MATHEMATICS AND STATISTICS

MOLECULAR AND CELLULAR BIOLOGY

NEUROSCIENCE\*

PATHOBIOLOGY

PHILOSOPHY

PHYSICS

PLANT AGRICULTURE

POLITICAL SCIENCE

POPULATION MEDICINE

PSYCHOLOGY

SOCIOLOGY AND ANTHROPOLOGY

TOXICOLOGY\*

SCHOOL OF COMPUTER SCIENCE

SCHOOL OF ENGINEERING

SCHOOL OF ENGLISH AND THEATRE STUDIES

SCHOOL OF ENVIRONMENTAL DESIGN AND RURAL DEVELOPMENT

SCHOOL OF ENVIRONMENTAL SCIENCE

SCHOOL OF HOSPITALITY AND TOURISM MANAGEMENT

SCHOOL OF LANGUAGES AND LITERATURES

**\*Interdepartmental Program**

## Procedural Appendix to the GSA By-Laws On Deciding Governance and Management Issues

There are three separate but related parts of a business: governance, management, and operations. Broadly, governance is associated with strategic decisions. Management focuses on the work to be carried out as a result of the decisions put forth. Operations carries the work out [1].

In the GSA, the Board of Directors represents governance; the executive are management, and the appointed officers, the Manager of The Fifth, and the GSA Office Manager, handle operations. While everyone has a voice at the governance level, issues surrounding management and operations should not be discussed at the Board level unless they rise to a level of requiring intervention. The Board is not the place for brainstorming, but rather for decision.

In a traditional organization, the Board is composed of fiduciaries, who are legally bound to act in the best interest of the organization. These individuals are not representatives of other entities, such as departments, but may be elected from those entities to provide their unique point of view.

In our organization, the Board is comprised of elected representatives, in the spirit of a council. The Board members are not fiduciaries, the executive members are. In this sense, the executive are inextricably involved in both governance and management, which can lead to confusion as to what should be presented at the executive committee level and what rises to the importance of going to the Board. If we are to treat the Board as a governing body, then the Executive should ask these questions before bringing an item to the Board:

- Is it a substantive decision?

For example, approval of a referendum question and accompanying preamble.

- Will the decision have a clear impact on the future of the GSA?

For example, the creation or dissolution of an affiliated business.

- Does the President and CEO seek the Board's endorsement?

If the President and CEO is about to initiate new work with a group on campus on behalf of the GSA, or they are about to challenge a group on campus, they may seek the Board's approval prior to doing so

- Is a group on campus seeking help from the GSA on a hot-button topic?
- Is there an indication of illegal or defamatory action taking place?

For example, allegations of fraud, or a violation of the Student Organization Policy.

If the answer to any of these questions is yes, then the matter should be brought to the Board.

1] The Wheel . Management vs Governance.

<http://www.wheel.ie/content/management-vs-governance>. Accessed 4 Feb. 2017.

2] Bader, Barry S. "Distinguishing Governance from Management" Great Boards. Vol. 8 No. 3. Fall 2008, [www.greatboards.org](http://www.greatboards.org). Accessed 4 Feb. 2017.

## Procedures on Assigning GSA General Directors to Committees

Although the procedure falls to the discretion of the Vice-President Internal, a guiding document can be helpful for organizational purposes. Whenever possible, a GSA General Director should receive their first, second, or third choice committee. As such, the following procedure is recommended:

- The committee list with the number of vacancies per committee will be communicated to all GSA General Directors with one (1) week of the end of the election or by-election.
- The GSA General Directors will have 48 hours (2 days) to respond with their first, second, and third choice committees. If no response is received, a committee may be assigned at random as necessary to ensure adequate GSA representation.
- Returning GSA General Directors who request a committee on which they served in their previous term will be given priority to ensure continuity, unless they failed to meet the requirements under GSA By-Laws Section 8.3.5 in their previous term: "A GSA representative on a University committee may be recalled and replaced if he/she fails to fulfill the duties of representing the GSA on said committee or after (3) absences from meetings of said committee."
- As emails are time-stamped, the first GSA General Director to reply in the 48 hour window with a first choice committee will receive that committee, unless the governing rules of the committee restrict otherwise (for example, only an OVC student may represent the GSA on the Animal Care Committee), or unless a returning GSA General Director has seniority as outlined above. Note that UC Board adheres to their own By-Laws regardless of the length of the member's term (currently UC Board has a term of 2 years of members).
- If circumstances require the assignment of a GSA General Director to a fourth choice committee, the Vice-President Internal should contact the GSA General Director with the remaining vacancies and request them to choose as soon as possible.