



UNIVERSITY OF TORONTO  
**STUDENTS' UNION**

# Bylaws

Last amended on 29 August 2021 by the Board of Directors

Last confirmed on 8 October 2021 at a general meeting of the members

Current to 8 October 2021

## **Bylaws and Constitution** of the University of Toronto Students' Union

The University of Toronto Students' Union (UTSU) is a not-for-profit organization incorporated under the Canada Not-for-profit Corporations Act (CNCA). The UTSU functions autonomously from the University of Toronto, and acts as the primary student government for over 38,000 undergraduate students at the University of Toronto's St. George Campus.

You can learn more about how the UTSU operates at [utsu.ca/governance](https://utsu.ca/governance)



utsu.ca



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## Notes for Accessibility


1. Per section 197 of the *Canada Not-for-profit Corporations Act* (CNCA), amendments to the following Bylaws and/or parts thereof must be approved by way of a special resolution by a two-thirds ( $\frac{2}{3}$ ) majority of the Board of Directors and ratified by a two-thirds ( $\frac{2}{3}$ ) majority of members present at a general meeting. Such amendments cannot take effect until ratified.
  - a. Constitution
  - b. Bylaw II
  - c. Bylaw III(1)(d)
  - d. Bylaw III(1)(g)
  - e. Any Bylaw or part thereof that would, if amended, conflict with the Articles of Incorporation
  - f. Any other Bylaw or part thereof that falls under the categories prescribed by s. 197 of the Act.
2. Text displayed in red has been added or amended by the Board of Directors and is in effect pending ratification at the next general meeting.
3. Text displayed in stricken-through red has been removed by the Board of Directors and is no longer in effect, pending ratification at the next general meeting.
4. Text displayed in purple has been added or amended by the Board of Directors and will take effect upon ratification at the next general meeting.
5. Text displayed in stricken-through purple has been removed by the Board of Directors but will remain in effect until the removal is ratified at the next general meeting.
6. These Notes are not part of Bylaw I - Interpretation or any of the Bylaws

### Front Page

The front page of this document indicates the last time this document was officially amended by the Board of Directors by the passing of a resolution at a board meeting, denoted by the line “Last amended on [date]...”.

The front page also indicates the last time that this document was updated and re-uploaded for publication for any reason, which may include non-substantive changes to formatting, spelling, grammar, or punctuation. These changes will usually be denoted in blue text when they have not yet been approved by the Board. This is denoted by the line “Current to [date]”

Amendments to the Elections & Referenda Code and the Bylaws of the UTSU must be approved at a general meeting of the members before being made official and permanent. Text in red and purple, upon ratification, will be updated and changed to black text.

	AREA	BL / C	Bylaws and Constitution	
	POLICY	-	-	
	OWNERS	Board of Directors + Membership at a General Meeting		
	AFFECTS	Entire Organization and Subsidiaries		
INTRODUCED		<a href="#">3 June 1977</a>	REVIEWED	30 April 2021
AMENDMENT HISTORY		<p>May 2021 to April 2022</p> <ul style="list-style-type: none"> <li>• AGM TBA Ratified changes at a general meeting</li> </ul> <p>May 2020 to April 2021</p> <ul style="list-style-type: none"> <li>• BOD <a href="#">30-04-21</a> Amended IV, VI, X, XV, XVI</li> <li>• BOD <a href="#">10-04-21</a> Amended VI</li> <li>• SGM <a href="#">27-03-21</a> Ratified changes at a general meeting</li> <li>• BOD <a href="#">27-02-21</a> Amended I, III through XII, XV, XVII</li> <li>• AGM <a href="#">23-12-20</a> Ratified changes at a general meeting</li> <li>• BOD <a href="#">30-11-20</a> Amended III</li> <li>• BOD <a href="#">24-08-20</a> Amended I, VI, VIII, IX, X + layout overhaul</li> </ul> <p>May 2019 to April 2020</p> <ul style="list-style-type: none"> <li>•</li> </ul>		

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## Mission Statement

As stated in the Letters Patent, the Mission Statement of the UTSU is:

1. To safeguard the individual rights of the student, regardless of race, colour, age, mental or physical ability, sex, sexual orientation, gender identity, creed, religion, personal or political beliefs, nationality, geographic or ethnic orientation, citizenship, class ancestry or status, including but not limited to marital, socio-economic, First Nations, Inuit or Metis;
2. To foster the intellectual growth and moral awareness of the students in order to benefit them, the University of Toronto Student Community, and society;
3. To provide facilities of the services and activities in which the interests of the University of Toronto Student Community are involved;
4. To endeavor to bring about a fundamental redistribution of power so as to permit substantially greater participation by students in making those decisions which affect their lives;
5. To engage in research and discussion of the broad educational philosophy and principles affecting the University of Toronto Student Community;
6. To provide means of communication within the University of Toronto Student Community, among the campuses of the University of Toronto, with other members of the university community, with other universities, and with the general public;
7. To engage in discussion with municipal, provincial, and national governments on issues that affect the University of Toronto Student Community;
8. To encourage social action programs involving volunteer student resources;
9. To press for such action as may be necessary to make higher education accessible to all classes of Canadian Society.

# Constitution

## 1. Name

The name of the corporation is the University of Toronto Students' Union, and hereafter in this Constitution and these Bylaws shall be referred to as the UTSU.

## 2. Purposes of the UTSU

The purposes of the UTSU are stated in the Letters Patent and shall include the following:

- a. to organize students on democratic, co-operative basis for advancing students' interest, and advancing the interests of students' community;
- b. to provide a common framework within which students can communicate, exchange information, and share experiences, skills and ideas;
- c. to bring students together to discuss and co-operatively achieve necessary educational, administrative and legislative change wherever decision-making affects students;
- d. to facilitate co-operation among students in organizing services which supplement the learning experience, provide for human needs, and develop a sense of community with our peers and with other members of society;
- e. to articulate the desire of students to fulfill the duties and be accorded the rights of citizens in Ontario, in Canada, and in the international community;
- f. to achieve the goal of a system of post-secondary education which is accessible to all, which is of high quality, and which is nationally planned; which recognizes the legitimacy of student representation and the validity of students' rights; and whose role in society is clearly recognized and appreciated;
- g. to work towards building an environment free of systemic societal oppression;
- h. to do all other things that are incidental or conducive to these purposes.

## Bylaw I - Interpretation

The following definitions shall apply to all the policies and other governing documents of the University of Toronto Students' Union (UTSU).

**1. Definition of "Act"**

"Act" shall mean the *Canada Not-for-profit Corporations Act*.

**2. Definition of "Ad hoc Committee"**

"Ad hoc Committee" shall mean any *ad hoc* body struck by the Board to discuss one specific purpose and shall be active for a limited period of time.

**3. Definition of "Board"**

"Board" shall mean the Board of Directors of the UTSU.

**4. Definition of "Board of Directors"**

"Board of Directors" shall mean the body with the final legal and fiduciary responsibility for the affairs of the UTSU.

**5. Definition of "Campus Publication"**

"Campus Publication" shall mean The Newspaper or The Varsity, or another comparable publication distributed to all relevant constituencies on the University campuses and having comparable circulation.

**6. Definition of "Committee"**

"Committee" shall mean those bodies struck by the Board for a continuous period of time.

**7. Definition of "Constituency"**

"Constituency" shall mean each Professional Faculty and College at the University of Toronto.

**8. Definition of "Director"**

"Director" shall mean a member of the Board of Directors of the UTSU.

**9. Definition of "Executive"**

"Executive" shall mean a member elected or appointed to serve a position on the Executive Committee. The Executive Committee serves as the Officers of the UTSU.

**10. Definition of "Fall, Winter, and Summer Sessions"**

"Fall, Winter, and Summer Sessions" shall mean the dates provided by the Office of the University of Toronto Registrar defining the period for each Fall, Winter, and Summer session.

**11. Definition of "Full-time undergraduate"**

"Full-time undergraduate" shall mean any student registered for a full-time undergraduate study at the University of Toronto St. George Campus, in a program leading to a degree, diploma or certificate of the University, and taking no less than 3.0 full-time equivalent credits.

**12. Definition of "Letters Patent"**

"Letters Patent" shall mean the incorporation documents of the UTSU dated 21 April 1977.

**13. Definition of "Member"**

"Member" shall mean a person who satisfies the requirements in Bylaw II.

**14. Definition of "Standing Committee"**

"Standing Committee" shall mean those bodies struck by the Board for a continuous period of time.

**15. Definition of "Sub-committee"**

"Sub-committee" shall mean a subset of a committee struck to address a specific purpose.

**16. Definition of "*Robert's Rules of Order*"**

"*Robert's Rule of Order*" shall refer to the rules contained in the current edition of *Robert's Rules of Order Newly Revised* edition

**17. Definition of "Union"**

"Union" shall mean the University of Toronto Students' Union.

**18. Head Office**

The Head Office of the UTSU shall be located at the University of Toronto St. George Campus, Toronto, Ontario, Canada.



## Bylaw II - Membership

### 1. Members

The members of the UTSU shall be:

- a. All individuals who have registered full-time at the University of Toronto St. George campus, in a program leading to a degree, diploma, or certificate, are taking the equivalent of a full-time course load at the University of Toronto for the current session, and who have paid membership fees to the UTSU.
- b. Registered students of the Toronto School of Theology.
- c. Registered students of the Transitional Year Program.
- d. Registered students of the Professional Employment Year program.
- e. Members of the Executive Committee during their respective terms in office, including the General Manager of the UTSU.

### 2. Termination

- a. Membership in the UTSU is terminated when a member withdraws or is expelled from the University of Toronto or upon graduation from the University.
- b. Membership of the Executive Committee is terminated upon resignation, impeachment or dismissal for any reason.

### 3. Membership Fee

The membership fee shall consist of \$15.52 per session for the 2006-07 academic year. The membership fee shall be adjusted annually by the Consumer Price Index (CPI).

- a. Except as hereinafter provided membership fees may also be set in the following ways:
  - i. By the members of the UTSU voting in a referendum

### 4. Rights of Members

- a. The following rights shall be limited to members:
  - i. The right to vote at general meetings
  - ii. The right to vote in elections and referenda, as permitted by the Bylaws
    1. The right to vote electronically in all elections and referenda, using one's personal electronic device.
  - iii. The right to seek elected office, as permitted by the Bylaws;

1. No person who is a member solely by virtue of Bylaw II (1)(e), and who is not otherwise enrolled in an undergraduate program at the University of Toronto, or a degree program at the Toronto School of Theology, may seek elected office.
  - iv. The right to nominate candidates for elected office, as permitted by the Bylaws;
  - v. The right to initiate and sign petitions, as permitted by the Bylaws
- b. No part of Bylaw II (4) may be amended other than by a two-thirds ( $\frac{2}{3}$ ) majority of members voting at a general meeting at which at least 10% of members are present, either in person or by proxy.

## Bylaw III - Meetings

### 1. Types of General Meetings

There shall be three types of general meetings:

- a. Annual General Meetings;
- b. General Meetings
- c. Annual Ratification Meetings

#### a. Annual General Meetings

The Annual General Meeting of the UTSU shall be held at a time not prejudicial to the members as per s. 160 of the CNCA each year, subsequent to the Fall elections, as set by a majority vote of the Board of Directors at a Board meeting.

Unless granted an extension by the relevant government authority, annual meetings shall be held within 15 months of the previous Annual General Meeting and no later than six (6) months after each fiscal year end.

The meeting shall discuss the requirements set out and described in the Act and shall include the following:

- i. Receiving the financial statements and the auditor's report;
- ii. An annual report detailing the work of the UTSU for the past year.
- iii. Appointing auditors for the ensuing year;
- iv. Amendments, if any, made to the Bylaws since the last general meeting of the members;
- v. Amendments, if any, made to the Policies since the last meeting of the Board of Directors;
- vi. An address by the President or the Executive Committee;
- vii. A members' forum and question period;
- viii. Any other business required by the Policies of the UTSU.

#### b. General Meetings

General Meetings may be called at any time by:

- i. A majority vote of a Board meeting; or
- ii. Executive Committee; or

- iii. A written request, stating the purpose of the meeting, signed by no less than one (1) percent of the membership, of whom no more than 0.25 percent can be from any one constituency.

**c. Annual Ratification Meetings**

- i. Shall be called by the Elections and Referenda Committee
- ii. Must be held after the general election and prior to the start of the new term on 1 May.
- iii. The purpose of the meeting shall be to ratify the election of all non-appointed members of the Board of Directors.
- iv. For the purposes of the Act, the Chair of the Elections and Referenda Committee shall present the directors-elect, including the officers elect, to the Annual Ratification Meeting as candidates for election to the Board of Directors. The candidates shall be presented as a slate, and the slate may not be amended in any way. Should there be only one candidate for each position, excluding positions for which there are no candidates, the Chair shall declare the slate elected by acclamation. For greater clarity, each seat on the Board of Directors shall be counted as a position.
- v. All candidates for election at the Annual Ratification Meeting must be members of the UTSU. The Elections and Referenda Committee may request proof of membership status from any candidate. Candidates shall be obligated to comply with said request, provided that it is made no less than fourteen (14) days prior to the Annual Ratification Meeting

**d. Notice**

Notice shall be provided to members twenty-one (21) days prior to the meeting in a campus publication, on the UTSU website, and via an email sent to the entirety of the membership. The agenda, a summary of the financial statements (where applicable) and details of how to vote by proxy shall be published in conjunction with the notice. Financial statements and items pertaining to the agenda will be available at the UTSU offices and website.

**e. Quorum**

- i. The quorum required for an Annual General Meeting of the UTSU shall be no less than 100 members, of whom at least 50 members must be present in person.
- ii. The quorum required for any General Meeting shall be 100 members, of whom at least 50 members must be present in person.

- iii. The quorum required for an Annual Ratification meeting of the UTSU shall be no less than 50 members, of whom at least 35 members must be in person.

**f. Voting**

At General Meetings, each member of the UTSU is entitled to one vote.

**g. Proxy**

- i. Every member of the UTSU is entitled to designate another member to act as their proxy.
- ii. The proxy must be in writing and conform to the requirements of the Act, Bylaws and Policies of the UTSU.
- iii. No member shall carry more than 10 proxies.

**h. Notice of Deadline for Bylaw Amendments and Agenda Items**

Notice of the deadline for members to submit Bylaw Amendments and Agenda items to be considered at a General Meeting, according to the Bylaws and Policies of the UTSU, shall be posted on the UTSU website at least fourteen (14) days prior to the deadline itself.

**i. Provision for Online-Only Meetings**

- i. In rare circumstances where an in-person meeting of the members is deemed to be neither feasible or safe, a resolution allowing a general meeting to be held entirely electronically may be passed by a two-thirds ( $\frac{2}{3}$ ) majority vote of the Board of Directors.
- ii. When circumstances arise as provided for in Bylaw III(1)(a)(i)(i), any references made in Bylaw III to members being present “in-person” shall be interpreted as being directly present via video conference.

**2. Meetings of the Board of Directors**

- a. Scheduled Board Meetings
- b. Emergency Board Meetings
- c. Consecutive Board Meetings

**a. Scheduled Board Meetings**

- i. The Board of Directors shall meet no less than once per month during their term in office.
- ii. The Executive Committee is responsible for presenting a schedule of meetings for approval at the beginning of each session.

- iii. Notice of meetings including date, time and place, shall be provided to the membership no less than fourteen (14) days prior to their scheduled occurrence. An additional reminder shall be provided to the Board of Directors no less than two (2) business days prior to meetings.
- iv. Quorum for meetings is no less than fifteen (15) Directors during the Summer session and no less than twenty (20) Directors during the Fall and Winter Sessions.

**b. Emergency Board Meetings**

- i. An Emergency Meeting may be called, provided that seventy-two (72) hours' notice is given to the Board of Directors which includes the agenda, date, time, and place of the meeting, by any of the following:
  - 1. The Chair of the Board of Directors;
  - 2. A simple majority of the Executive Committee;
  - 3. One-third ( $\frac{1}{3}$ ) of the Board as a whole.
- ii. Quorum for an Emergency Meeting shall be ten (10) Directors who are not members of the Executive Committee.
- iii. Minutes for an Emergency Meeting must be included in the Board Package for the next scheduled Board meeting.

**c. Consecutive Board Meetings**

- i. There shall be a Consecutive Board meeting for the outgoing and incoming Board before 1 May of every year.
- ii. Notice of meeting, including date, time and place, shall be given to outgoing and incoming Board of Directors no later than fourteen (14) days before the meeting and a reminder shall be given no less than two (2) business days prior to meeting.
- iii. Quorum applies as scheduled meetings.

**3. Right to Vote**

- a. All Directors elected to the Board of Directors have the right to vote.
- b. All non-voting Board Observers have the right to speak, but shall not be allowed to move, second, or amend motions.

**4. Absentee Voting**

- a. No person shall act for an absent director at meetings of the Board.

- b. Directors may participate and cast votes at meetings of the Board of Directors electronically,

## **5. Procedure at Meetings**

The rules of procedure at meetings of the UTSU will be those described in the most recent edition of *Robert's Rules of Order*, supplemented or modified by rules of procedure, which may from time to time be established by standing resolutions.

## **6. Votes to Govern**

- a. A majority vote of the present members at a quorate meeting of the Directors permits a motion to be carried. Unless otherwise specified elsewhere in the Bylaws or the most recent edition of Robert's Rules of Order.
- b. In event of a tie, a motion shall fail.

## **7. Speaker of the Board of Directors**

- a. The Speaker of the Board of Directors shall act as the Chair for Board of Directors meetings and for General Meetings.
- b. The Speaker shall be ratified by the Board of Directors prior to the June Board Meeting each year, in keeping with the Policies of the UTSU.

## Bylaw IV - Policies

### 1. Establishment of Policy

From time to time, the Board of Directors may establish different types of governance pathways for the UTSU. These shall be established using the following guidelines:

#### a. Governance Policies

The Governance Policies of the UTSU shall outline the governance of the UTSU. A simple majority of the Board of Directors may adopt, amend, or rescind them.

#### b. Elections & Referenda Code

The Elections & Referenda Code shall govern all elections, referenda, and related activities of the UTSU, pursuant to *Bylaw VI - Elections & Referenda*.

#### c. Staff & Personnel Policies

The Staff & Personnel Policies of the UTSU govern the activities, responsibilities, and guidelines for employees and volunteers at the UTSU. They are established and maintained by the UTSU Management Committee.

#### d. Student Commons Policies, Rules, & Regulations

The collective policies, rules, and regulations of the Student Commons govern the activities and practices of the Student Commons. They are established and maintained by the Student Commons Management Committee.

### 2. Review, Maintenance, and Amendment of UTSU Policies

- a. Unless otherwise amended or rescinded, all policies of the UTSU shall remain in effect and enforceable.
- b. Every policy of the UTSU enumerated in *Bylaw IV - Policies* must be reviewed by the Board no less frequently than every three (3) years.



## Bylaw V - Board of Directors

### 1. The Board of Directors shall be comprised of:

#### a. The following Executive positions:

- i. President
- ii. Vice-President, Operations
- iii. Vice-President, Public and University Affairs
- iv. Vice-President, Equity
- v. Vice-President, Student Life
- vi. Vice-President, Professional Faculties

#### b. Division I Directors: Colleges, Academic Divisions, and Transitional Year Programme

- i. Innis College
- ii. New College
- iii. St. Michael's College
- iv. Trinity College
- v. University College
- vi. Victoria College
- vii. Woodsworth College
- viii. Academic Divisions (x6)
  1. Computer Science
  2. Humanities
  3. Life Sciences
  4. Mathematical and Physical Sciences
  5. Rotman Commerce
  6. Social Sciences
- ix. Transitional Year Programme

#### c. Division II Directors: Professional Faculties

- i. Applied Science and Engineering
- ii. Architecture and Visual Studies
- iii. Dentistry
- iv. Kinesiology and Physical Education
- v. Law
- vi. Medicine
- vii. Music
- viii. Nursing
- ix. Pharmacy
- x. Toronto School of Theology
- xi. Professional Faculties at-large

## 2. Board Observers

Members of the community who do not serve on the board, but who perform important roles relevant to the UTSU, may be designated as Board Observers as determined by the Policies of the UTSU. All Board Observers shall have the right to speak, but shall not have voting rights, at the Board.

## 3. Term of Office

- a. All Directors shall take office on 1 May and remain in office until ~~10~~ 30 April of the following year.
- b. The exception shall be the director representing the Transitional Year Programme, who shall take office upon being ratified at the Annual general Meeting.

## 4. Constituency Seats

The Number of constituency seats is determined by the chart below.

Enrolment figures must be obtained from the University Registrar to determine the members registered and who have paid their membership fees.

### a. Division I and II

Division I and II Directors must be elected by the constituency they are running in and/or belong to. The number of Directors elected in each constituency shall be allocated according to the following seat distribution, based on enrolment figures as of 1 January or 1 September of any given year, depending on which date is more recent for the election being run.

<b>Number of Students Registered in Constituency</b>	<b>Number of Seats</b>
25-1,999	1
2,000-3,999	2
4,000-8,999	3
9,000-15,999	4
16,000-24,999	5

### b. Academic Directors

- i. There shall be one director elected for each of the following six (6) academic divisions, which shall correspond to the admission categories established by the Faculty of Arts and Science:

1. Computer Science

2. Humanities
  3. Life Sciences
  4. Mathematical and Physical Sciences
  5. Rotman Commerce
  6. Social Sciences
- ii. The academic category or categories to which a member belongs shall be determined by the Subject PoSt or Subject PoSts in which said member is enrolled.

**c. Professional Faculties at-large Directors**

- i. There shall be two (2) Directors at-large elected by the members of the UTSU in all of the following Professional Faculties:
1. Applied Science and Engineering
  2. Architecture and Visual Studies
  3. Dentistry
  4. Kinesiology and Physical Education
  5. Law
  6. Medicine
  7. Music
  8. Nursing
  9. Pharmacy
  10. Toronto School of Theology
- ii. Individuals elected as Professional Faculties at-large representatives must be from separate Professional Faculties.

**d. Vice-President, Professional Faculties**

- i. The Vice-President, Professional Faculties must be a member of and be elected by the Professional Faculties. The Vice-President, Professional Faculties may serve as a full-time student.

## Bylaw VI - Elections and Referenda

### 1. Elections and Referenda Committee

The UTSU shall maintain an Elections and Referenda Committee, which shall be responsible for the administration of all UTSU elections. :

#### a. Mandate

- i. The Elections and Referenda Committee shall ensure that all elections occur in accordance with the Bylaws and the Policies of the UTSU.
- ii. The Elections and Referenda Committee shall operate in full the elections for the Executive Committee positions, Academic positions, At-Large positions, and other positions not filled by student societies operating internal elections on behalf of the UTSU.
- iii. The Elections and Referenda Committee shall monitor all internal elections run by individual student societies and ensure they are being run in a manner consistent with the Bylaws and Policies of the UTSU.

#### b. Composition

The Elections and Referenda Committee shall be comprised of:

- i. Three (3) Executive Committee members selected by the Executive Committee
  - ii. One (1) Director from Division I
  - iii. One (1) Director from Division II
  - iv. One (1) additional Director from the Board
- c. The Elections and Referenda Committee shall determine the eligibility of all nominated candidates, pursuant to Bylaw II - Membership.
  - d. The Elections and Referenda Committee may disqualify a candidate or rule an election invalid for any violation of the Bylaws or Elections & Referenda Code.

### 2. Annual Ratification Meeting

The Elections and Referenda Committee shall call and hold an Annual Ratification Meeting pursuant to Bylaw III - Meetings.

- a. Should the Annual Ratification Meeting adjourn or be declared inquorate without ratification having occurred, or if the ratification motion does not carry, the Elections and Referenda Committee shall meet within ten (10) days to call another Ratification Meeting. This meeting may be held during the Summer session.

- i. Pursuant to Section 128 (6) of the *Canada Not-for-profit Corporations Act*, all Division I and Division II shall retain their offices until their successors have been elected and ratified.
- b. If, within seventy-two (72) hours of the publication of unofficial results, the Chair of the Elections and Referenda Committee receives a challenge to the procedural validity of an election conducted under Bylaw VI ~~3~~, the ERC shall conduct an investigation into said election, with which the relevant student society shall be obligated to comply. If the ERC concludes that the election was procedurally invalid, it shall declare the election void and immediately make preparations to conduct a second election.

### **3. Appointment of Officers and Directors**

- a. There shall be six (6) appointed directors:
  - i. President,
  - ii. Vice-President, Operations
  - iii. Vice-President, Public and University Affairs
  - iv. Vice-President, Equity
  - v. Vice-President, Student Life
  - vi. Vice-President, Professional Faculties
- b. All directors appointed to fill vacancies shall be deemed to have been appointed under Section 132 (1) of the *Canada Not-for-profit Corporations Act*.
  - i. Subsequent to the Spring Elections as determined in Bylaw VI(5) and prior to April 30th:
    1. If there remains one (1) vacant position on the Executive Committee, the UTSU Board of Directors may choose to fill that vacancy by special election or by appointment, pursuant to Section 132 (1) of the *Canada Not-for-profit Corporations Act*.
    2. If there remain two (2) or more vacant positions on the Executive Committee, the UTSU shall call a special election to fill those vacant Executive Committee positions prior to April 30th.
    3. Division I and II Director positions left vacant subsequent to the conclusion of the Spring Elections shall remain vacant until the Fall Elections of the next term, pursuant to Bylaw X(5).
  - ii. Positions which become vacant on or after May 1st of each year shall be filled or left vacant pursuant to Bylaw X(5).

### **4. Division I and Division II Internal Elections**

With the exception of the Academic positions and the Professional Faculties at-large positions, the UTSU may allow the relevant representative student societies at the

University of Toronto to conduct elections for all Division I and Division II position elections on its behalf, in a manner consistent with the *Elections & Referenda Code*.

## 5. Schedule of Elections

- a. The UTSU shall hold:
  - i. A general election in the Spring Session, between 1 February and 31 March of each year, for the positions of the Executive Committee, Academic Directors, Professional Faculties at-large Directors, and any Division I or Division II Director positions that will not be determined by a student society election.
  - ii. A general election in the Fall Session, between 20 September and 30 October of each year, for the positions of Directors representing constituencies having an academic program for one year, and for any vacancies in the Board or Executive occurring before 15 September of any year.
  - iii. No by-election between 1 December and 10 January of any year.
- b. The schedule of elections shall include:
  - i. Notice of the date of the elections and nomination procedure shall be given to members by campus publication and UTSU website at least fourteen (14) days prior to the start of the nomination period.
  - ii. No less than sixteen (16) hours of polling over a period of no less than two (2) days.
  - iii. The schedule for elections for the Board of Directors shall be set by the Board of Directors, with recommendation from the Elections and Referenda Committee.
  - iv. Recognition of all dates set out for Division I and Division II internal elections.

## 6. Nomination

- a. All Division I and Division II Director candidates running in internal student society elections shall be nominated and elected in accordance with their respective student society's bylaws, policies and election procedures.
- b. Candidates running in elections held by the UTSU must first be nominated by a minimum number of members, as determined by the Policies of the UTSU.

## 7. Voting

- a. Members of the UTSU may cast one ballot for each position available in an election, in their respective constituency.

- b. All members who vote online must receive a receipt that allows them to independently verify that their vote was correctly recorded by checking the receipt against a public, anonymized list of all of the online ballots cast.

## **8. Elections & Referenda Code**

- a. In addition to this Bylaw, there shall be an Elections & Referenda Code governing the elections of the Board of Directors, which must be approved by the Board of Directors, based on the recommendation of the Elections and Referenda Committee.
- b. Amendments to the Elections Procedure Code shall be subject to the restrictions outlined in Bylaw IV and Bylaw VII, and must be subsequently confirmed by the Membership at a General Meeting by a simple majority.

## **9. Referenda**

- a. A referendum of the members of the UTSU for the purpose of determining any question shall be conducted in accordance with the Elections & Referenda Code.
- b. Procedures for holding referenda shall be determined by the Elections & Referenda Code, in full compliance with and recognition of the relevant policies of the University of Toronto.

## Bylaw VII - Mandate of the Board of Directors

The Board of Directors is the highest decision-making body of the UTSU, and is responsible for determining the direction and purpose of the organization. It consists of Directors elected by the membership to govern the affairs and broader decision-making of the UTSU.

The Board of Directors are afforded the following rights and responsibilities:

### 1. Board Responsibility for UTSU Finances and Property

The Board shall receive, budget and administer all moneys, properties, and securities of whatever nature may be placed in the custody of, or that may become the property of the UTSU.

### 2. Board Responsibility for UTSU Budget

The Board shall prepare an annual budget for the UTSU.

### 3. Maintenance of UTSU Policies

The Board shall maintain the Policies for the UTSU.

### 4. Division I and Division II Director Responsibility

Constituency Directors are responsible for:

- a. Attending meeting of the Board of Directors, and sending regrets to the speaker when unable to attend;
- b. Reporting activities of the UTSU to their Constituencies and corresponding student societies;
- c. Sitting on at least one (1) committee;
- d. Maintaining regular office hours or actively joining a project or campaign of the UTSU;
- e. Acting with diligence, fiduciary responsibility, honesty and good faith in the best interest of the UTSU; and
- f. Recruiting students from their constituency to participate in UTSU projects, events, services, and campaigns.
- g. Reading, understanding and abiding by the UTSU Bylaws, Letters Patent and Policies.
- h. Maintaining confidentiality of in camera sessions and documentation.

### 5. Rights of the Board of Directors



The Board of Directors, can, with exceptions of staff and office policies, vary, add to, reassign or limit the powers and duties of the executives or individual members of the Executive Committee by a two-thirds ( $\frac{2}{3}$ ) majority vote of members present at the meeting of the Board, subject to provisions in these bylaws.

## Bylaw VIII - Mandate of the Executive Committee

### 1. Members of the Executive Committee shall be:

#### a. Voting

- i. President
- ii. Vice-President, Operations
- iii. Vice-President, Public and University Affairs
- iv. Vice-President, Equity
- v. Vice-President, Student Life
- vi. Vice-President, Professional Faculties

#### b. Non-Voting

- i. General Manager

### 2. Powers and Responsibilities of the Executive Committee

The Executive Committee shall be empowered to:

- a. Authorize the reimbursement of the reasonable expenses incurred by Directors and officers of the UTSU in carrying out their duties, including their attendance at meetings of the Board of Directors and the Executive Committee;
- b. Employ unionized and contractual staff, as it deems necessary for the best interest of the UTSU, and in keeping with the Collective Bargaining Agreement between the UTSU and Canadian Union of Public Employees Local 1281;
  - i. Except in the case of full-time non-management staff, all employment contracts shall state that any overtime logged shall have no monetary value;
  - ii. Any single severance payment larger than \$100,000 shall be approved in camera by the Board of Directors;
  - iii. The creation of any new full-time position shall be approved by the Board of Directors.
- c. In conjunction with the Vice-President Operations, expend funds of the Corporation in accordance with the budget as approved by the Board and establish procedures for the administration of the UTSU's funds.
- d. Prepare agendas for meetings of the Board and schedule meetings of the Board pending Board approval.
- e. The Executive Committee shall carry out all decisions of the Board and shall have the powers and duties as are prescribed in the Bylaws or as delegated by the Board of Directors;

- f. Between meetings of the Board and its Committees, the governance and management of the UTSU are vested in the members of the Executive Committee, subject to direction from, accountability to, review by, and approval of the Board.
- g. The Executive Committee shall also be charged with the responsibility for all legal items that may arise as a result of the actions of the Board of Directors and the Executive Officers.
  - i. The Executive Committee may retain any legal counsel, as it deems necessary to carry out the business of the UTSU. The Executive Committee has the right to settle or litigate any item, upon approval of the Board of Directors.

### **3. Responsibilities of Executive Members**

In addition to the following responsibilities, further responsibilities, duties, powers, and descriptions of each position shall be set out in the Policies of the UTSU.

#### **a. President**

- i. Serves as the official representative, spokesperson, and media liaison of the UTSU;
- ii. Serves as the Chief Executive Officer of the UTSU, as defined in the Act;
- iii. Serves as an ex-officio member with a vote on all Committees of the Corporation with the exception of the Executive Review Committee.
- iv. Serves as a signing officer of the Corporation;
- v. Has the authority, along with one other signing officer, to bind the UTSU to contracts, agreements, and other obligations;
- vi. Works a minimum of forty (40) hours per week;
- vii. May not be enrolled in full-time studies.

#### **b. Vice-President, Operations**

- i. Acts as the Interim-President in the absence of the President.
- ii. Serves as Chief Financial Officer of the UTSU;
- iii. Serves as Chief Operating Officer of the UTSU;
- iv. Serves as Secretary of the UTSU;
- v. Serves as a signing officer of the Corporation;
- vi. Has the authority, along with one other signing officer, to bind the UTSU to contracts, agreements, and other obligations;
- vii. Works a minimum of forty (40) hours per week.
- viii. May not be enrolled in full-time studies.

**c. Vice-President, Public and University Affairs**

- i. Acts as the Interim President in the absence of the President and Vice-President, Operations;
- ii. Acts as chief liaison regarding affairs with the University of Toronto administration and variously faculty and departmental academic divisions on behalf of the UTSU;
- iii. Acts as the chief liaison to all external organizations to the University of Toronto St. George campus in collaboration with the President;
- iv. Works a minimum of forty (40) hours per week.
- v. May not be enrolled in full-time studies.

**d. Vice-President, Equity**

- i. Works to advocate in partnership with marginalized groups on campus in the interest of furthering equity;
- ii. Works a minimum of twenty-five (25) hours per week;
- iii. May not be enrolled in more than four (4) FCEs or the relevant equivalent thereof.

**e. Vice-President, Student Life**

- i. Responsible for overseeing the UTSU's event strategy and orientation;
- ii. Serves as the chief liaison with UTSU-recognized campus groups.
- iii. Works a minimum of twenty-five (25) hours per week;
- iv. May not be enrolled in more than four (4) FCEs or the relevant equivalent thereof.

**f. Vice-President, Professional Faculties**

- i. Advises the UTSU on matters pertaining to Professional Faculty students and serves as the chief coordinator on initiatives and advocacy on behalf of students enrolled in Professional Faculties;
- ii. Works a minimum of ten (10) hours per week.

**4. Responsibilities of the General manager**

- a. The Executive Committee shall appoint a chief business operator to be known as the General Manager. The General Manager's duties are in the contract between the UTSU and the General Manager, and include:
  - i. Be immediately responsible to the Vice-President, Operations, and President;

- ii. Act as Chief Administrator of the UTSU;
- iii. Act as manager of both unionized and non-unionized personnel;
- iv. Act as a liaison between the staff and Executive Committee;
- v. Receive and administer all funds accruing to the UTSU and ensure maintenance of appropriate accounting records;
- vi. Be an ex-officio member without a vote of the UTSU's Committees;
- vii. Serves as a signing officer of the Corporation.
  - i. Has the authority, along with one other signing officer, to bind the UTSU to contracts, agreements, and other obligations.

## Bylaw IX - Finances

### 1. Fiscal Year

The Fiscal Year of the UTSU is from 1 May to 30 April.

### 2. Budget

- a. The budgeting and financial reporting processes of the UTSU shall be determined by the Policies of the UTSU; and
- b. The Finance Committee shall have a mandate to provide oversight to the financial decision-making of the UTSU.

### 3. Borrowing

The Board of Directors shall be empowered to:

- a. Borrow money on the credit of the UTSU;
- b. Limit or increase the amount borrowed; and,
- c. Issue or sell debentures or other securities of the UTSU and set the sums and prices thereof.

### 4. Spending

- a. Discretionary Spending shall be determined by the Policies of the UTSU.
- b. Overspending of more than 10% in any given area may not be authorized without the approval of the Finance Committee or the Board of Directors.

### 5. Banking

The banking of the UTSU shall be transacted at a bank or credit union designated by the Officers of the UTSU.

# Bylaw X - Attendance and Vacancies

## 1. Attendance

### a. Definition of Meeting

A meeting shall refer to any scheduled meeting of the Board of Directors, meetings of the committees of the Board, or general meeting of the members.

### b. Types of Absences

There shall be two types of Absences recognized by the Board of Directors and recorded by the Speaker:

- i. Excused Absences, recognized upon the absence of a director at a meeting that meets the criteria of Bylaw X(1)(d); and
- ii. Unexcused Absences, recognized upon the absence of a Director at a meeting that does not meet the criteria of Bylaw X(1)(d).

### c. Criteria for Excused Absences

Excused Absences shall be deemed when attendance is not possible due to any of the following:

- i. Academic obligations (limited to attendance in University of Toronto classes, practicums/placements, exams, and midterms); or
- ii. Contracted work shifts scheduled prior to notice of the meeting being provided; or
- iii. Religious or cultural observations; or
- iv. Required attendance at a scheduled meeting of a student society of which the absentee is a voting member; or
- v. Unexpected illness or emergency; or
- vi. Both physical and remote attendance are not possible; or
- vii. Remote attendance is unreasonable due to a difference in time zones, where a meeting takes place between 10:00pm and 6:00am in an attendee's local time zone; or
- viii. Other reasons not outlined in Bylaw X(1)(d), with sufficiency determined at the discretion of the Speaker.

### d. Assessing Attendance

For the purposes of administering a Meeting attendance record, the following conditions shall apply:

- i. Emergency meetings of the Board of Directors shall not be considered;
- ii. In the case that a Director is not able to attend the first meeting of their term after being elected or appointed, they shall automatically be marked as Excused; and
- iii. Members of the Board who proxy their vote at a general meeting of the members will be deemed as being Excused for said Meeting, so long as the requirements of Bylaw X(1)(d) are met;

## **2. Abandonment of Office**

- a. A Division I or Division II Director of the UTSU shall be deemed to have delivered their resignation to the Board of Directors; immediately if the Director, during their term:
  - i. has accumulated two (2) consecutive Unexcused Absences, and has not responded to attempts made to contact them by the Speaker and Vice-President Operations for at least twenty-one (21) calendar days; or
  - ii. has accumulated four (4) instances of Unexcused Absences; or
  - iii. has been eligible to fulfill their requirement to stand on one (1) standing committee by nominating themselves in a committee election but has failed to do so two (2) times; or
  - iv. had met any of the requirements of (i), (ii), or (iii) and then had their deemed resignation rejected by the Board, but has subsequently accumulated two (2) more Unexcused Absences.
- b. In the case of Bylaw X(2)(a), the acceptance of a Director's deemed resignation shall be considered at the next possible Scheduled Board Meeting, so long as at least seven (7) days notice has been given to the Director by the Speaker.
- c. Any such resignation of a Director:
  - i. may be overturned by a simple majority of the Board of Directors against the motion;
  - ii. may be considered in omnibus with other resignations, while any member of the Board of Directors may, without a vote, request a Director's resignation be considered as its own motion;
  - iii. must allow for the Director an opportunity to speak for a maximum of five (5) minutes in their own defense during the debate of a motion to accept their resignation or submit a written statement.



### 3. Ineligibility

A Director of the UTSU shall cease to be eligible to remain in office if the Director:

- a. Fails to become a member of the UTSU, for the academic year in which they hold office by the first day of the Fall session;
- b. Ceases to be a member of the UTSU;
- c. Submits a written resignation to the Board.

### 4. Impeachment Proceedings

A Division I or II Director may be removed from office upon the following procedure, in order stated:

- a. A petition signed by no less than fifteen per cent (15%) of the membership in the Constituency that elected the Director calling for a referendum on the question of the Director's removal;
- b. A referendum conducted by the Board in the Constituency represented by the Director; such a referendum shall follow upon a simple majority of the Board vote on the resolution.

### 5. Vacancies

- a. Should a Division I or Division II position become vacant on or before 15 September, a by-election shall be held no later than 31 October.
- b. Should a Division I or Division II position become vacant after 15 September, the Board of Directors may appoint a replacement after soliciting applications from the membership for no less than fourteen (14) days. Alternatively, a two-thirds ( $\frac{2}{3}$ ) majority of the Board of Directors may vote to leave the position vacant for the remainder of the year.
- c. Should an Executive position become vacant on or before 15 September, a by-election shall be held no later than 31 October.
- d. Should an Executive position become vacant after 15 September but before 16 December, the Executive Committee shall solicit applications from the membership for no less than fourteen (14) days. The Executive Committee shall then present no less than two (2) applicants to the Board of Directors.
- e. Should an Executive position become vacant after 15 December, the position shall remain vacant unless a two-thirds ( $\frac{2}{3}$ ) majority of the Board of Directors authorizes the Executive Committee to appoint a replacement.

### 6. Removal of Executive

- a. Members of the Executive may be removed from office by:
  - i. A simple majority of members of the UTSU, voting in a referendum requisitioned by no less than 5% of members of the UTSU. No more than

- 500 members from any one constituency may be counted toward the 5%;
- ii. A three-fourths majority of the Board of Directors, who must constitute at least one-half of all members of the Board of Directors;
  - iii. A two-thirds majority of the Board of Directors, conditional on a recommendation of impeachment by the Executive Review Committee.
- b. In the case of (i), the requisition must be submitted to the Chair of the Board of Directors. The Chair must then call an Emergency Meeting, to be called to order no less than ninety-six (96) hours after the submission of the requisition. At the Emergency Meeting, the Board shall schedule the requisitioned referendum to be held no less than ten (10) days before and more than twenty (20) days after the day of the meeting. The referendum shall be conducted according to the Charter of Referenda, and a simple majority shall be sufficient to remove an Executive from office. In the event of a vote in favour of removal, the Executive in question shall be suspended as soon as the result of the referendum is published, and formally removed as soon as it is ratified by the Board.
  - c. In the case of (ii), a motion to impeach an Executive may be moved by any member of the Board. The motion must specify the misconduct of which the Executive in question is accused, and be sent to every member of the Board at least ten (10) days prior to the Board meeting at which it is to be considered. A motion to impeach may not be withdrawn. At the meeting, the motion may not be put to a vote before the Executive has been given at least forty-five (45) minutes to offer a defence. The accused Executive shall have the right to be represented by an individual of their choosing, as well as the right to present documentary evidence. Any such evidence must be sent to the Board at least three days prior to the meeting at which the motion to impeach is to be considered. Should three-fourths ( $\frac{3}{4}$ ) of the Board vote in favour of impeachment, the Executive shall leave office as soon as the result of the vote is announced.
  - d. In the case of (iii), a motion to impeach an Executive may be moved by any member of the Board on the condition that the Executive Review Committee has recommended impeachment. The motion must specify the misconduct of which the Executive in question is accused, and be sent to every member of the Board at least ten (10) days prior to the Board meeting at which it is to be considered. A motion to impeach may not be withdrawn. At the meeting, the motion may not be put to a vote before the Executive has been given at least forty-five (45) minutes to offer a defence. The accused Executive shall have the right to be represented by an individual of their choosing, as well as the right to present documentary evidence. Any such evidence must be sent to the Board at least three days prior to the meeting at which the motion to impeach is to be considered. Should two-thirds ( $\frac{2}{3}$ ) of the Board vote in favour of

impeachment, the Executive shall leave office as soon as the result of the vote is announced.

## Bylaw XI - Committees

### 1. Committees of the UTSU

All Committees shall adhere to the UTSU's Policies. The Committees of the UTSU shall be laid out in the Committees of the Board of Directors Policy. The Committees of the UTSU shall conduct all decisions made by the Board and seek approval in all matters outside of their jurisdiction, as determined by the Policies of the UTSU.

### 2. Committee Membership

- a. Directors of the Board shall be elected by the Board of Directors to serve on the Committees in keeping with the applicable Policies.
- b. Committee members who are not members of the Board of Directors are selected by the relevant hiring committee to serve on the Committees in keeping with the applicable Policies.

### 3. Committee Procedures

- a. Notice of meetings shall be given no less than forty-eight hours (48) before the start of the meeting.
- b. At minimum, quorum is four (4) members, and proxies count for quorum.
  - i. At least one (1) Director must be present at meetings of the committees except for the Executive Committee.
- c. Members may carry no more than two (2) proxies.
- d. Committees shall be struck in keeping with the Committees of the Board of Directors Policy.

### 4. *Ad hoc* Committees

The Board may strike *Ad hoc* Committees at its discretion, subject to the following restrictions:

- a. An *Ad hoc* Committee must have a specific mandate.
- b. The mandate of an *Ad hoc* Committee should not conflict with the mandate of any other Committee of the UTSU, or with the mandate of any Executive.
- a. The mandate of an *Ad hoc* Committee must expire at the end of the term in which it was struck.

## Bylaw XIII - Amendment of Bylaws

### 1. Making an Amendment

An Amendment to the UTSU's Bylaws shall be ratified as follows:

- a. The UTSU Bylaws shall be reviewed regularly by the Governance Committee and can recommend amendments or repeals to the Board of Directors or review any proposed amendments or repeals for compliance with the Act;
- b. Subject to the Act, the Board of Directors may, by a minimum three-quarters ( $\frac{3}{4}$ ) majority resolution, make, amend or repeal any bylaw that regulates the activities or affairs of the UTSU upon the recommendation of the Governance Committee.
- c. Any such bylaw, amendment or repeal shall be effective from the date of the resolution of Directors until the next meeting of members where it may be confirmed, rejected or amended by the members by ordinary resolution. If the bylaw, amendment or repeal is confirmed as amended by the members, it remains effective in the form in which it was confirmed. The bylaw, amendment or repeal ceases to have effect if it is not submitted to the members at the next meeting of members or if it is rejected by the members at the meeting.
- d. Paragraphs b. and c. above do not apply to a bylaw that requires a special resolution of the members according to subsection 197 (1) of the Act (fundamental change) because such bylaw amendment or repeals are only effective when confirmed by members.

## Bylaw XIV - Invalidity

### 1. Invalidity

The invalidity of any Bylaw or provision shall not affect the validity or enforceability of the remaining Bylaws or provisions.

### 2. Omissions and Errors

In the event that there are any omissions in giving notice to any member, director or officer or non-receipt of any notice when given in accordance with the Bylaws, such errors or omissions will not invalidate any action taken at any meeting to which the notice pertained.

## Bylaw XV - Grievance Procedure

The UTSU intends to make itself an open and accessible space to all members. The UTSU shall have a grievance procedure that facilitates a structured mode to grieve.

### 1. Procedure

Any alleged violation of the administration or procedures of the UTSU's Bylaws by the Directors may be dealt with by filing of a Grievance by any member of the Corporation. Any such Grievance shall be put in writing and addressed to the Grievance Officer, who shall be the Speaker of the UTSU.

- a. In order to be valid, a Grievance shall be submitted to the Grievance Officer within thirty (30) days of the alleged violation taking place.
- b. The Grievance Officer shall ask for a written response from the person or persons responsible for the matter in contention. This response must be received within fourteen (14) days of the request.
- c. The Grievance Officer shall meet with the parties concerned within two weeks of receiving the response referred to in (b) above, and attempt to affect a mutually satisfactory resolution of the matter.
- d. If the matter cannot be resolved in the above manner, then a meeting of the Board must be called within thirty (30) days of the meeting referred to in (c) above.
- e. At this Board meeting, one authorized representative from each side shall present their case and answer any questions from the floor.
- f. The resolution of the issue shall be decided by majority vote of the Board present at the meeting.

## Bylaw XVI - Appellate Board

### 1. Terms of Reference

- a. The Appellate Board shall conduct itself in accordance with the Appellate Board Terms of Reference, which may not contradict the Bylaws and may not be amended other than by a three-quarters majority of the Board of Directors.

### 2. Jurisdiction

- a. The jurisdiction of the Appellate Board shall be limited to the hearing of appeals of disciplinary decisions from the Grievance Officer, the Elections and Referenda Committee, and the Executive Review Committee.
- b. All decisions of the Appellate Board shall be final and binding on the UTSU.

### 3. Composition

- a. Class A (4 Members) – The Class A Members shall be members of the UTSU enrolled at the Faculty of Law. They may not have previously sought or held elected office in the UTSU.
- b. Class B (3 Members) – The Class B Members shall be members of the UTSU enrolled in first-entry programs. They shall have completed at least two (2) years of study. Class B Members shall not have previously sought or held elected office in the UTSU.
- c. Quorum at meetings of the Appellate Board shall be five (5) Members.

### 4. Appointment

- a. The Class A Members shall, following an application process, be nominated as a slate by a Nominating Committee chaired by the Speaker of the Board of Directors. The slate shall be confirmed by a simple majority of the Board of Directors.
- b. The Class B Members shall, following an application process, be nominated as a slate by a Nominating Committee chaired by the Speaker of the Board of Directors. The slate shall be confirmed by a simple majority of the Board of Directors.
- c. The further composition of each Nominating Committee shall be established by the Terms of Reference.
- d. Each Member shall hold office from 1 May until the subsequent 1 May, or until their successor takes office.
- e. Vacancies shall be filled in accordance with the Terms of Reference.

### 5. Conditions of Continued Membership and Forfeiture of Office



- a. No Member may seek or otherwise come to hold elected office in the UTSU during their term on the Appellate Board.
- b. No Member may seek or otherwise come to hold appointed office in the UTSU during their term on the Appellate Board.
- c. No Member may seek or otherwise come to hold employment at the UTSU during their term on the Appellate Board.
- d. No Member may hold or seek appointed or elected executive office in a divisional student society during their term on the Appellate Board. An exception shall be made for Members of Class A, who may hold office in the Students' Law Society.
- e. Any Member who violates one or more of the above restrictions shall cease to be a Member. If the Appellate Board receives a complaint alleging that one of the Members has violated the above restrictions, the Appellate Board shall rule on the complaint within five (5) days.

## 6. Impeachment

- a. Any fifty (50) members of the UTSU may petition the Board of Directors to impeach a Member.
- b. The signatories to the petition must meet the conditions of the continued membership established by Bylaw XVIII(6).
- c. The petition must allege specific misconduct by the Member, and must be delivered to the Speaker of the Board of Directors.
- d. Upon receipt of a valid petition, the Speaker shall call a meeting of the Board of Directors. The meeting shall occur between fifteen (15) days and thirty (30) days after the submission of the petition, excluding campaign days. The meeting may not occur during a campaign period.
- e. At the meeting, the Member and one (1) signatory to the petition shall each be given thirty (30) minutes to speak, after which the Board of Directors shall deliberate in camera.
- f. At the conclusion of the deliberation period, the Board of Directors shall vote on a motion to remove the Member from office. The motion must receive a two-thirds ( $\frac{2}{3}$ ) majority in order to carry.

## 7. Standing

- a. The right to appeal a decision of the Grievance Officer, the Elections and Referenda Committee, or the Executive Review Committee to the Appellate Board shall be limited to the following:

- i. The individual or individuals who submitted the original complaint to the Grievance Officer, the Elections and Referenda Committee, or the Executive Review Committee
- ii. Any individual or individuals on whom the decision of the Grievance Officer, the Elections and Referenda Committee, or the Executive Review Committee imposed a penalty

## 8. Appeals from the Grievance Officer

- a. Once the grievance procedure laid out in Bylaw XVII(1) has concluded, any individual with the right of appeal may, within three (3) days, submit a Motion to Appeal to the Appellate Board. The purpose of the Motion to Appeal shall be to persuade the Appellate Board that the decision of the Grievance Officer should be reviewed. In particular, the Motion must persuade the Appellate Board that the Grievance Officer misapplied the relevant Bylaws and/or Policies, or otherwise breached the principles of fundamental justice. The Appellate Board may only decline to hear an appeal if neither condition is met.
- b. If any four Members vote in favour of hearing the appeal, the appeal shall be heard. If the Appellate Board declines to hear the appeal, the decision of the Grievance Officer shall stand. The Appellate Board shall rule on the Motion to Appeal within three (3) days of receiving it, having considered only the Motion itself and the decision of the Grievance Officer that is at issue. No Member shall be compelled to have their vote recorded.
- c. If the Appellate Board votes to hear the appeal, it shall immediately inform both the appellant and the Committee and schedule a hearing, which shall commence within ten (10) days of the ruling on the Motion to Appeal being issued. If the same decision of the Grievance Officer was appealed by multiple individuals, the Appellate Board may consolidate the appeals into a single hearing.
- d. Each party shall be responsible for submitting written arguments, along with any documentary evidence (including a list of witnesses) upon which they intend to rely, to the Appellate Board no later than two (2) days prior to the commencement of the hearing. The parties shall be informed of this responsibility by the Appellate Board when they are informed of the ruling on the Motion to Appeal. Written arguments and documentary evidence submitted later than two (2) days prior to the commencement of the hearing may not be considered by the Appellate Board.
- e. The hearing shall be conducted in accordance with the Terms of Reference.
- f. The Appellate Board shall deliberate in camera. No individual who is not a Member may be present for any part of the deliberations.
- g. The Appellate Board shall issue a decision no more twelve (12) hours after the conclusion of the hearing. It shall notify the parties immediately.

## 9. Appeals from the Elections and Referenda Committee

- a. Once the Elections and Referenda Committee (“the ERC”). has given formal notice of a decision, any individual with the right of appeal may, within twenty-four (24) hours, submit a Motion to Appeal to the Appellate Board. The purpose of the motion shall be to persuade the Appellate Board that the decision of the ERC should be reviewed. In particular, the Motion must persuade the Appellate Board that the Elections and Referenda Committee misapplied the relevant Bylaws and/or Policies, or otherwise breached the principles of fundamental justice. The Appellate Board may only decline to hear an appeal if neither condition is met.
- b. If any four Members vote in favour of hearing the appeal, the appeal shall be heard. If the Appellate Board declines to hear the appeal, the ERC decision shall stand. The Appellate Board shall rule on the Motion to Appeal within thirty-six (36) hours of receiving it, having considered only the Motion itself and the ERC decision that is at issue. No Member shall be compelled to have their vote recorded.
- c. If the Appellate Board votes to hear the appeal, it shall immediately inform both the appellant and the Committee and schedule a hearing, which shall commence within three (3) days of the ruling on the Motion to Appeal being issued. If the same ERC decision was appealed by multiple individuals, the Appellate Board may consolidate the appeals into a single hearing.
- d. Each party shall be responsible for submitting written arguments, along with any documentary evidence (including a list of witnesses) upon which they intend to rely, to the Appellate Board no later than twelve (12) hours prior to the commencement of the hearing. The parties shall be informed of this responsibility by the Appellate Board when they are informed of the ruling on the Motion to Appeal. Written arguments and documentary evidence submitted later than twelve (12) hours prior to the commencement of the hearing may not be considered by the Appellate Board.
- e. The hearing shall be conducted in accordance with the Terms of Reference.
- f. The Appellate Board shall deliberate in camera. No individual who is not a Member may be present for any part of the deliberations.
- g. The Appellate Board shall issue a decision no more than six (6) hours after the conclusion of the hearing. It shall notify the parties immediately.
- h. Should the Appellate Board disqualify a candidate after the Board of Directors has ratified the results of the elections, the list of individuals to be presented to the Annual Ratification Meeting shall be amended to reflect the decision of the Appellate Board.

## 10. Appeals from the Executive Review Committee

- a. Once a decision of the Executive Review Committee ("the XRC") has been ratified by the Board of Directors, any individual with the right of appeal may, within three (3) days, submit a Motion to Appeal to the Appellate Board. The purpose of the Motion to Appeal shall be to persuade the Appellate Board that the XRC decision should be reviewed. In particular, the Motion must persuade the Appellate Board that the Executive Review Committee misapplied the relevant Bylaws and/or Policies, or otherwise breached the principles of fundamental justice. The Appellate Board may only decline to hear an appeal if neither condition is met.
- b. If any four Members vote in favour of hearing the appeal, the appeal shall be heard. If the Appellate Board declines to hear the appeal, the XRC decision shall stand. The Appellate Board shall rule on the Motion to Appeal within three (3) days of receiving it, having considered only the Motion itself and the XRC decision that is at issue. No Member shall be compelled to have their vote recorded.
- c. If the Appellate Board votes to hear the appeal, it shall immediately inform both the appellant and the Committee and schedule a hearing, which shall commence within ten (10) days of the ruling on the Motion to Appeal being issued. If the same XRC decision was appealed by multiple individuals, the Appellate Board may consolidate the appeals into a single hearing.
- d. Each party shall be responsible for submitting written arguments, along with any documentary evidence (including a list of witnesses) upon which they intend to rely, to the Appellate Board no later than two (2) days prior to the commencement of the hearing. The parties shall be informed of this responsibility by the Appellate Board when they are informed of the ruling on the Motion to Appeal. Written arguments and documentary evidence submitted later than two (2) days prior to the commencement of the hearing may not be considered by the Appellate Board.
- e. The hearing shall be conducted in accordance with the Terms of Reference.
- f. The Appellate Board shall deliberate in camera. No individual who is not a Member may be present for any part of the deliberations.
- g. The Appellate Board shall issue a decision no more twelve (12) hours after the conclusion of the hearing. It shall notify the parties immediately.

## 11. **Scope of Penalties**

- a. When hearing appeals from the Grievance Officer, the Appellate Board may only impose those penalties available to the Grievance Officer.
- b. When hearing appeals from the Elections and Referenda Committee, the Appellate Board may only impose those penalties available to the Elections and Referenda Committee. The Appellate Board may not amend the Elections Procedure Code.

- c. When hearing appeals from the Executive Review Committee, the Appellate Board may only impose those penalties available to the Executive Review Committee.
- d. The Appellate Board may only impose penalties for offences alleged in the original complaint submitted to the Grievance Officer, the Elections and Referenda Committee, or Executive Review Committee

## 12. **Amendment**

- a. Notwithstanding Bylaw XV, Bylaw XVIII may only be amended by a two-thirds majority of a general meeting, other than the Annual Ratification Meeting.
- b. Amendments to Bylaw XVIII that have been approved by the Board of Directors shall not take effect until approved by a two-thirds majority of a general meeting.

## 13. **Transitional Provision**

- a. The original Members shall be appointed by 1 December 2016 and hold office until 1 May 2017.

## Bylaw XVIII - Autonomy

1. The UTSU shall not become a member of any organization from which the UTSU would not be able to withdraw via a vote of the Board of Directors.
2. The UTSU shall not enter into any perpetual agreement that cannot be terminated by a vote of the Board of Directors.
3. Bylaw XVIII shall not apply to actions taken prior to 30 October 2017.
4. No part of Bylaw XVIII may be amended other than by a three-quarters majority ( $\frac{3}{4}$ ) of members voting at a general meeting at which at least 10% of members are present, either in person or by proxy.