



SFSS Bylaws

simon fraser

student society

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BYLAW 1 – INTERPRETATION

1. If there is a conflict between these Bylaws and the Act or the regulations under the Act, the Act or the regulations, as the case may be, prevail.
2. The definitions in the Act apply to the Bylaws.
3. In these Bylaws,
 - a. “Act” means the *Societies Act* of British Columbia, as amended from time to time.
 - b. “Ancillary Student Groups” means clubs, student unions, and constituency groups created pursuant to Society Regulations.
 - c. “Board” means the Simon Fraser Student Society Board of Directors.
 - d. “By-election” means an election other than the General Election.
 - e. “Bylaws” means these bylaws, as amended from time to time.
 - f. “Capital Fee” is defined in a manner consistent with the *University Act* of British Columbia and the regulations under the *University Act*.
 - g. “Chief Commissioner” means the Chief Commissioner of the Independent Electoral Commission.
 - h. “Commission” means the Independent Electoral Commission.
 - i. “Committee” means a committee created by the Board to assist the Board in the exercise of its duties.
 - j. “Director” means a Member of the Board of Directors of the Simon Fraser Student Society.
 - k. “External Organization” means a student society, union, corporation, or other form of association or organization external to the Society and University.
 - l. “External Organization Fees” includes monies payable to an External Organization at specified intervals, based directly or indirectly on the number of members in the Society.
 - m. “Faculty” means a faculty of Simon Fraser University, as designated by the University Registrar.
 - n. “Faculty Member” means a Member enrolled in a Faculty.
 - o. “Full-Time Student” means a student who, for a given semester, is any student registered in an undergraduate course at the University other than a Part-Time Student.

- p. “General Election” means the annual election during which Members elect other Members to fill positions on the Board and Council.
- q. “Member” means a member of the Simon Fraser Student Society.
- r. “Part-Time Student” means a student taking three (3) or fewer course hours for credit in an undergraduate course at the University.
- s. “Society Regulations” means any rules or policies enacted by the by the Board, as amended from time to time.
- t. “Society” means the Simon Fraser Student Society.
- u. “Student” is defined in a manner consistent with the *University Act* of British Columbia.
- v. “Student Society Fee” is defined in a manner consistent with the *University Act* of British Columbia and the regulations under the *University Act*.
- w. “Program or Service Fee” is defined in a manner consistent with the *University Act* of British Columbia and the regulations under the *University Act*.
- x. “University” means Simon Fraser University.

BYLAW 2 – MEMBERSHIP

ELIGIBILITY

1. Subject to Bylaw 2.4, students who are enrolled in one or more undergraduate courses at the University and who have paid the applicable Student Society Fees are Members of the Society with all the rights and obligations derived therefrom.
2. A student who is a Member during one semester continues to be a Member until the day before the first day of the subsequent semester.
3. Members are Faculty Members of the Faculty or Faculties in which they are enrolled.

TERMINATION OF MEMBERSHIP

4. Membership in the Society ceases when a Member:
 - a. has not, on or before the first day of a semester, registered for at least one undergraduate course at the University,
 - b. fails to pay the applicable Student Society Fees,
 - c. withdraws, or is required to withdraw, from all undergraduate courses at the University,
 - d. graduates from the University, or
 - e. resigns their membership in the Society.
5. Faculty Membership ceases when a Faculty Member is no longer enrolled in the Faculty.

RIGHTS AND OBLIGATIONS OF MEMBERS

6. Every Member must:
 - a. uphold the constitution of the Society,
 - b. comply with these Bylaws, and
 - c. comply with Society Regulations.

BYLAW 3 – GENERAL MEETINGS

TIME OF GENERAL MEETING

1. The Annual General Meeting must be held during the fall semester of every academic year, at a time and place determined by the Board, and convened pursuant to a resolution approved by a majority vote of the Board.
2. Other general meetings of the Society may be convened at any time by a resolution approved by majority vote of the Board, or by requisition of the Members in accordance with the Act.

ORDINARY BUSINESS AT A GENERAL MEETING

3. The Board may place any business on the Agenda of the General Meeting that is not inconsistent with the Act or the Bylaws.
4. In addition to any business that the Board has placed on the Agenda, the business at a General Meeting must include the following:
 - a. confirming that quorum has been met,
 - b. electing a Chair for the meeting pursuant to Bylaw 3.11, if the President of the Board is not present and the Chair was not designated by the Board in accordance with Bylaw 3.10.
 - c. approving the Agenda,
 - d. approving the Minutes from the last General Meeting, and
 - e. terminating the General Meeting.
5. The business at a General Meeting may include new business, including matters for which Notice was not given, other than special resolutions.
6. Special resolutions may only be voted on at a General Meeting if notice of the special resolution was given in accordance with Bylaw 3.9.
7. If the General Meeting is an Annual General Meeting, the business must also include:
 - a. receiving the Directors' Report on the financial statements of the Society for the previous financial year,
 - b. receiving the Auditor's Report on the Financial Statements,
 - c. receiving any other reports concerning Board activities and decisions for the year, and
 - d. appointing an Auditor for the coming year.

NOTICE OF GENERAL MEETING

8. Notice of the General Meeting must be provided twenty-one (21) days prior to the date of the General Meeting and set out the date, time, and location of the General Meeting.
 - a. The Board must provide Notice of the General Meeting by posting the date, time, and location of the General Meeting on the Society website.
 - b. The Board may also provide Notice of the General Meeting by other means the Board feels appropriate.

NOTICE OF SPECIAL RESOLUTION

9. Notice of a General Meeting must include the text of any special resolution to be submitted to the meeting.

CHAIR OF GENERAL MEETING

10. Subject to Bylaw 3.11, the Chair of a General Meeting will be the President of the Society or any other person designated by the Board.
11. If the President is not presiding as Chair and the Board has not designated a Chair within 15 minutes of the scheduled start time for the General Meeting, the Members who are present must elect a person present at the meeting to preside as the Chair.

QUORUM

12. Business, other than the election of the Chair of the General Meeting and the adjournment or termination of a General Meeting, must not be transacted at a General Meeting unless a quorum of Members is present.
13. The quorum for the General Meeting is one hundred (100) Members.
14. If a quorum of Members is not present when the General Meeting commences, the General Meeting must be adjourned to a later date. If, at the continuation of the General Meeting, a quorum of Members is not present:
 - a. in the case of a General Meeting convened on the requisition of Members, the General Meeting is terminated, and that termination must be recorded in the Minutes; or
 - b. in all other cases, the Members who are present will constitute quorum for purposes of the General Meeting.
15. If, at any time during a General Meeting convened on the requisition of Members, there ceases to be a quorum of the Members present, the General Meeting must be adjourned for thirty (30) minutes. If, at the end of thirty (30) minutes, a quorum is not present, the General Meeting is terminated and that termination must be recorded in the Minutes.

16. In all other cases, if at any time during a General Meeting there ceases to be a quorum of the Members present, the General Meeting must be adjourned for thirty (30) minutes. If at the end of thirty (30) minutes, quorum is not present, the General Meeting must be adjourned to a later date.

VOTING

17. Only Members are eligible to vote at General Meetings.
18. At a General Meeting, voting must be by a show of hands or other method that adequately discloses the intention of the Members who vote, at the discretion of the Chair.
19. A simple majority of votes cast is sufficient to pass a resolution at a General Meeting, unless it is a special resolution, in which case two-thirds (2/3) of the votes cast are required.
20. In cases of a tie, the vote of the Chair will not be counted.
21. The Chair of a General Meeting must announce the outcome of each vote and that outcome must be recorded in the Minutes.
22. Voting by proxy is not permitted at General Meetings.

PROCEDURE AT GENERAL MEETINGS

23. If the Board has adopted Society Regulations concerning the conduct of General Meetings, the Society Regulations apply.
24. If the Board has not adopted Society Regulations concerning the conduct of General Meetings, or an issue arises at a General Meeting that is not governed by the Society Regulations, the General Meeting or that issue must be conducted in accordance with the most recent edition of *Robert's Rules of Order*.

BYLAW 4 – COMPOSITION OF THE BOARD

DIRECTORS AND OFFICERS

1. The Society must have no fewer than five (5) and no more than nine (9) Directors.
2. At least one of the Directors must be ordinarily resident in British Columbia.
3. The Board of Directors consists of the Officers and Members-at-Large.
4. Subject to Bylaw 4.2, the Members must elect Directors to fill the following position, in accordance with the Bylaws, the Act, and the Society Regulations:
 - a. President
 - b. Vice President – Finance
 - c. Vice President – Internal Relations
 - d. Vice President – External Relations
 - e. Vice President – Member Engagement
 - f. Four (4) Members-at-Large.
5. Notwithstanding Bylaw 4.1, if no one is elected to fill a position either because there were no candidates nominated for the position or only one candidate was nominated and did not get a majority of votes as required under Bylaws 14.19 and 14.20, the positions shall remain vacant for the duration of the one-year term, subject to the following:
 - a. if the position that is vacant is that of President or Vice-President, the position shall be filled in accordance with Bylaw 5.9 and 5.11;
 - b. if the number of Members elected to the Board falls below five (5), the Society:
 - i. must hold a By-election to fill all vacant positions if the number of Directors falls below five (5) on or before the last day of the summer semester,
 - ii. may hold a By-election to fill all vacant positions if the number of Directors falls below five (5) after the last day of the summer semester.

ROLE OF PRESIDENT

6. The duties of the President include:
 - a. acting as Chair of the Board and General Meetings,
 - b. providing leadership to the Board,

- c. acting as the official spokesperson for the Board and the Society,
- d. serving as an ex-officio member on all Board Committees,
- e. acting as the primary Board point of contact with the senior member of the staff,
- f. acting as a signing officer, and
- g. such other duties as the Board may designate.

ROLE OF VICE PRESIDENT – INTERNAL RELATIONS

7. The duties of the Vice President – Internal relations include:
- a. assuming the office of President if it becomes vacant during the President’s term of office, in accordance with Bylaw 5.9,
 - b. performing the duties of the President temporarily if the Board determines, acting reasonably, that the President is temporarily unable to carry out the duties of the office,
 - c. acting as the President when requested by the President,
 - d. acting as a liaison between the Board, student unions, constituency groups, and student representatives on all University governance bodies,
 - e. serving on the Advocacy Committee, if the Board creates such a Committee, and
 - f. such other duties as the Board may designate.

ROLE OF VICE PRESIDENT – FINANCE

8. The duties of the Vice President – Finance include:
- a. presenting and recommending a financial reporting and review schedule to the Board,
 - b. reporting to the Board on financial reports and reviews,
 - c. reporting on the presence of, and adherence to, the SFSS corporate records retention policy,
 - d. serving as Chair of the Finance and Audit Committee, if the Board creates such a Committee,
 - e. reviewing the annual budgets with the Board and with the Finance and Audit Committee, if the Board creates such a Committee,
 - f. reviewing and presenting audit documentation to the Board,

- g. authorizing Board expenses for processing where these have been approved by the Board, and
- h. such other duties as the Board may designate.

ROLE OF VICE PRESIDENT – EXTERNAL RELATIONS

- 9. The duties of the Vice President – External Relations include:
 - a. acting as a liaison between the Board of Directors and external bodies, including government and External Organizations,
 - b. acting as the President when requested by the President,
 - c. gathering information on behalf of the Board from external stakeholder groups and reporting that information back to Board,
 - d. serving on the Advocacy Committee, if the Board creates such a Committee, and
 - e. such other duties as the Board may designate.

ROLE OF VICE PRESIDENT – MEMBER ENGAGEMENT

- 10. The duties of the Vice President – Member Engagement include:
 - a. acting as a liaison between the Board of Directors and SFSS clubs,
 - b. reporting to the Board on the development, status, and results of member engagement initiatives,
 - c. reporting on the development, status, and results of SFSS strategic priorities and projects to clubs and the general membership,
 - d. serving on the Events Committee, if the Board creates such a Committee,
 - e. serving on any other committees aimed at developing member engagement strategies or initiatives and reporting on their work to Board, and
 - f. such other duties as the Board may designate.

ROLE OF MEMBER-AT-LARGE DIRECTORS

- 11. The duties of the Member-at-Large Directors include:
 - a. assisting the Board in the performance of engaging Members, strategic planning, and organizational performance evaluation;
 - b. proposing and supporting Board initiatives and projects,

- c. serving on Board Committees, at the discretion of the Board, and
- d. such other duties as the Board may designate.

BYLAW 5 – BOARD

1. The Directors must be elected by the Members in accordance with these Bylaws and Society Regulations.
2. Only Members are eligible to run for and hold the position of Directors of the Society.
3. All Members, upon consenting to be nominated a Director, must
 - a. provide the Chief Commissioner with a nomination application, in accordance with Bylaw 14.10,
 - b. provide the Chief Commissioner with written confirmation that the Member is enrolled in one or more undergraduate courses at the University and has paid the applicable Student Society Fees,
 - c. provide the Chief Commissioner with confirmation that the Member is or is not a resident of British Columbia,
 - d. agree to provide the Society with any information necessary to determine their eligibility to hold office at any time the Society requests such information during the Member's tenure as a Director,
 - e. agree to immediately notify the Board if the Member no longer meets the eligibility criteria for being a Director, and
 - f. agree to immediately resign their position as a Director if the Member no longer meets the eligibility criteria for being a Director.
4. Any Member seeking election as a Director must also meet any requirements of the Act.

TERM OF DIRECTORS

5. Where a Member is elected to the position of Director by means of a General Election, that Member will hold office as a Director from May 1st up to and including April 30th.
6. Where a Member is elected to the position of Director by means of a By-election, that Member will hold office as a Director from the date of the first Board meeting after the By-election up to and including April 30th.

RESIGNATION AND REMOVAL OF DIRECTORS

7. The resignation of a Director will be deemed to have been submitted to and accepted by the Society where that Director:
 - a. fails or ceases to meet the eligibility criteria for being a Director,

- b. delivers a signed statement of resignation to the Chair, or
 - c. is absent without the written consent of the Board from more than three (3) Directors' Meetings during any one semester.
8. A Director may be removed from office by special resolution.

VACANCIES

9. If the position of President becomes vacant the Vice President – Internal Relations may assume the office of President for the remainder of the President's term of office, and the Board must appoint one of the Member-at-Large Directors to act as Vice President – Internal Relations for the remainder of the term of office.
10. If the Vice President – Internal Relations is unable or unwilling to assume the office of President pursuant to Bylaw 5.9, the Board will appoint one of the following officers to assume the office of President in place of the Vice President – Internal Relations, in the order listed:
- a. The Vice President – External Relations,
 - b. If the Vice-President – External Relations is unable or unwilling to assume the office of President, then the Vice President – Member Engagement, or
 - c. If the Vice-President – Member Engagement is unable or unwilling to assume the office of President, then the Vice President – Finance.
11. If one or more of the positions of Vice President become vacant the Board must appoint one of the Member-at-Large Directors to act as Vice President for the remainder of the term.
12. If, on or before the last day of the summer semester, the number of Directors falls below five (5) due to the removal, impeachment, disqualification, resignation, permanent incapacitation, or death of a Director or Directors, a By-election must be held to fill the vacant positions.
13. If the number of Directors falls below five (5) after the last day of the summer semester, the Board may hold a By-election to fill the vacancies, at its discretion.

BYLAW 6 – DUTIES AND POWERS OF THE BOARD

1. The Board may, in name of, and on behalf of the Society, do all acts and exercise all powers that the Society is authorized at law to do.
2. The Board may delegate to a Member or employee of the Society such of its powers, duties, and obligations as it may deem expedient for the practical conduct of the affairs of the Society, provided that such delegation is not inconsistent with the Bylaws, Society Regulations, or the Act.
3. The Board may authorize expenditures on behalf of the Society, and may delegate that right to one or more officers or employees.
4. The Board may, for the purpose of carrying out the objects of the Society, borrow, raise, or secure the repayment of money, and authorize the issue of bonds, or any mortgage, charge, or other security on the whole or part of the property or assets of the Society, present and future, including Society fees now or hereafter due or payable, except that no bond, mortgage, charge, or other security may be issued without a special resolution.
5. The Board may enact, amend, appeal, or rescind, by a resolution approved by a simple majority vote of the Board, Society Regulations concerning all matters that are within the Board's powers and duties, including, but not limited to
 - a. Elections and Referenda,
 - b. General Meetings,
 - c. Board Meetings, and
 - d. Board Committees.
6. All Society Regulations that are in force must be posted on the Society's website.

BOARD COMMITTEES

7. The Board may create Committees to assist it in the daily operation and governance of the Society.
8. A Board Committee may perform any acts or exercise any powers delegated to it by the Board.
9. Board Committees may include, but are not be limited to, the following:
 - a. The Advocacy Committee,
 - b. The Finance and Audit Committee, and
 - c. The Events Committee.
10. The Board may at any time rescind the delegation of an act or power to a Board Committee.

11. The Board may accept or refuse to accept, in whole or in part, any recommendation of a Board Committee.
12. The Board may appoint, and at any time rescind the appointment, of any Member to a Board Committee.
 - a. The Board may appoint the Chair of any Board Committee.
 - b. The Board may delegate to the members of a Board Committee the power to elect its own Chair from among its members.

REMUNERATION OF DIRECTORS

13. The Board may authorize the Society to pay the Directors a stipend.
14. The Board may authorize the Society to reimburse a Director for reasonable expenses incurred by the Director in performing their duties as a Director.

BYLAW 7 – DIRECTORS’ MEETINGS

CALLING A DIRECTORS’ MEETING

1. A Directors’ meeting may be called by the President or by any two (2) other Directors.

QUORUM FOR DIRECTORS MEETINGS

2. The quorum for the transaction of business at a Directors’ meeting is a majority of the currently sitting Directors.

PROCEDURES

3. If the Board has adopted Society Regulations concerning the conduct of Board Meetings, those Society Regulations will apply.
4. If the Board has not adopted Society Regulations concerning the conduct of Board Meetings, or an issue arises at a Board Meeting that is not governed by the Society Regulations, the Board Meeting or that issue must be conducted in accordance with the most recent edition of *Robert’s Rules of Order*.

RECORDS OF BOARD MEETINGS

5. The Board must appoint a recording secretary, whose duties will include maintaining a written record of all Board notices, preparing draft Minutes of all meetings, and maintaining a record of all approved Minutes of all Board meetings.
6. At each meeting, the Board must approve the Minutes for the previous meeting. Once Minutes have been approved, the draft of those Minutes need not be retained.

BYLAW 8 – SIGNING AUTHORITY

1. A contract or other record to be signed by the Society must be signed on behalf of the Society by:
 - a. the President and one other director,
 - b. if the president is unable to provide a signature, the Vice-President – Internal Relations or Vice-President – External Relations, and one other director, or
 - c. a senior staff member designated by the Board.

BYLAW 9 - SEAL

1. The Seal of the Society must be kept in the custody of the Society's Finance Office and shall not be affixed to any instrument or contract unless authorized by resolution of the Board.

BYLAW 10 – COUNCIL

ROLE OF COUNCIL

1. The role of Council is to provide advice to and consult with the Board, at the sole discretion of the Board.
2. The Board will not be bound by any advice, recommendations, instructions, or directions it receives from Council.
3. Council is subject to all Society Bylaws and Regulations.

COMPOSITION OF COUNCIL

4. Council will consist of a minimum of fifteen (15) and maximum of twenty (20) elected Faculty Representatives.
5. Each Faculty must be accorded at least one Faculty Representative seat on Council,
6. If there are less than twenty Faculties at any given time, the Board must distribute the remaining seats proportionately among the Faculties.

ELECTION OF FACULTY REPRESENTATIVES

7. Faculty Representatives must be elected in accordance with these Bylaws and Society Regulations.
8. Only Members enrolled in the Faculty to be represented by the Faculty Representative position may vote in the election of that Faculty Representative.
9. Only Members enrolled in the Faculty to be represented by the Faculty Representative position are eligible to run as a candidate to that Faculty Representative position.
10. Only Members enrolled in the Faculty to be represented by the Faculty Representative position are eligible to hold that Faculty Representative position.
11. Faculty Members who wish to run as Faculty Representatives must provide the Chief Commissioner with written confirmation from the University Registrar that they are enrolled in the Faculty, when they submit a nomination application in accordance with Bylaw 14.10.
12. No Member elected to the position of Faculty Representative is eligible to hold the position of Director during the term for which they were elected as Faculty Representative.
13. No Member of the Board is eligible to hold the position of Faculty Representative during the term for which they were elected to the Board.

TERM ON COUNCIL

14. Where a Member is elected to the position of Faculty Representative by means of a General Election, that Member will hold office from May 1st up to and including April 30th.
15. Where a Member is elected to the position of Faculty Representative by means of a By-election, that Member will hold office up to and including April 30th.

RESIGNATION OF FACULTY REPRESENTATIVES

16. The resignation of a Faculty Representative will be deemed to have been submitted to and accepted by the Society where that Faculty Representative:
 - a. fails to meet the eligibility criteria for being a Faculty Representative,
 - b. delivers a signed statement of resignation to the Chair of Council, or
 - c. is absent from more than three (3) Council Meetings during any one semester.
17. A Faculty Representative may be removed from office by special resolution.

COUNCIL OFFICERS

18. Council must elect, from among its members, a Chair and Vice-Chair.
19. The duties of the Chair are:
 - a. to provide leadership to Council,
 - b. to act as Chair of Council Meetings,
 - c. to act as the official spokesperson for Council,
 - d. to serve as an ex-officio member on all Council committees,
 - e. to act as the primary point of contact with the Board President, and
 - f. such other duties as the Council may designate.
20. The Duties of the Vice-Chair are:
 - a. to assume the role of Chair should the Chair be removed, impeached, disqualified, or permanent incapacitated, or resign or die,
 - b. to act as the Chair where requested by the Chair,
 - c. to assist the Chair in the performance of the Chair's duties,
 - d. to report on the availability and filing of all Council records,

- e. to review and report on the annual Council budget to Council,
 - f. to authorize Council expenses where these have been approved by Council, and
 - g. such other duties as Council stipulates.
21. If the Vice-Chair assumes the office of the Chair, or should the Vice-Chair be removed, impeached, disqualified, or permanently incapacitated, or resign or die, Council must elect a new Vice-Chair from among its members.

BYLAW 11 – COUNCIL MEETINGS

CALLING A COUNCIL MEETING

1. A meeting of Council may be called by:
 - a. the Council Chair,
 - b. the President of the Board of Directors, or
 - c. any seven (7) Faculty Representatives.
2. At least one (1) week's notice of a Council Meeting setting out the date, time, and location of the meeting must be given unless all Faculty Representatives agree to a shorter notice period.
3. Notice of a Council Meeting must be provided by posting the time, date, and location of the meeting on the Society website.
4. Notice of a Council Meeting may also be provided by any other means Council considers appropriate.
5. The accidental omission to give Notice of a Council Meeting to a Faculty Representative, or the non-receipt of a notice by a Faculty Representative, does not invalidate proceedings at the Council Meeting.
6. The quorum for the transaction of business at a Council Meeting is a majority of the currently sitting Faculty Representatives.

PROCEDURE AT COUNCIL MEETINGS

7. If the Board has adopted Society Regulations concerning Council Meetings, those Society Regulations will apply.
8. If the Board has not adopted Society Regulations concerning the conduct of Council Meetings, or an issue arises at a Council Meeting that is not governed by the Society Regulations, the Council Meeting or that issue, must be conducted in accordance with the most recent edition of *Robert's Rules of Order*.

BYLAW 12 – ANCILLARY STUDENT GROUPS

1. Ancillary Student Groups must comply with these Bylaws and Society Regulations.
2. The Board, in its sole and unreviewable discretion, may determine whether an Ancillary Student Group has complied with the Bylaws and Society Regulations, and determine what steps, if any, to take if the Ancillary Student Group was or is out of compliance with these Bylaws.
3. Notwithstanding anything in the Bylaws or Society Regulations, the Board retains the sole and unreviewable discretion to determine what money or other support the Society may provide to an Ancillary Student Group.

BYLAW 13 – INDEPENDENT ELECTORAL COMMISSION

1. The Board of Directors must appoint a Chief Commissioner to oversee elections and referenda and ensure that the Commission has the facilities, equipment, and funding to fulfill its functions, subject to the following:
 - a. If the number of Directors falls below five (5), Council must appoint a Chief Commissioner to oversee elections and referenda, and Society staff shall ensure that the Commission has the facilities, equipment, and funding to full its functions;
 - b. If the number of Directors falls below (5) and there are fewer than fifteen (15) Faculty Representatives, Society staff must appoint a Chief Commissioner to oversee elections and referenda, and Society staff shall ensure that the Commission has the facilities, equipment, and funding to fulfill its functions.
2. Once appointed, the Chief Commissioner may appoint up to four other commissioners.
3. The Board may authorize the Society to pay the Commissioners a stipend.
4. No current member of, or candidate for, the Board or Council may serve as a member of the Commission.
5. The Commission must:
 - a. ensure that that Society elections and referenda are conducted in accordance with these Bylaws and Society Regulations,
 - b. use a system of electronic voting such as the system that is used by the University at the time of the election or referendum,
 - c. confirm that all candidates running for a position on the Board are Members,
 - d. confirm that all candidates running for a position on Council are Members of the Faculty they would be representing if elected,
 - e. subject to these Bylaws and Society Regulations, consider and rule on any disputes that arise concerning the nomination, campaign, voting processes, and electoral and referendum results.
6. Within two weeks of the close of voting, the Chief Commissioner must provide a Report to the Board concerning the election or referendum, including:
 - a. the names of any candidates and the positions for which they ran,
 - b. the number of votes each candidate received,
 - c. the exact wording of any referendum question, and
 - d. the number of votes in favour and against each referendum question.
7. The Commission may take any other steps the Commissioner considers necessary for the proper administration of the election or referendum, subject to these Bylaws and any Society Regulations.

BYLAW 14 – ELECTIONS

1. The Society shall hold one General Election each year, during which each position on the Board and Council will be elected by the Members of the Society, subject to Bylaws 5.9, 5.10, 5.11, 5.12, 5.13, 14.2, and 14.3.
2. If there are no candidates for one or more of the positions on the Board and Council, those positions shall remain vacant.
3. Notwithstanding Bylaw 5.13, the Society must hold By-elections to fill vacancies on the Board or Council,
 - a. if, during the summer semester, the number of Directors on the Board falls below five (5),
or
 - b. if, during the summer semester, the number of Faculty Representatives on Council falls below fifteen (15).
4. The General Election must occur no later than April 1 of each year.
5. The Society must provide notice of the election or By-election, in accordance with these Bylaws and Society Regulations.

NOTICE OF ELECTION

6. The Society must provide notice of an election no earlier than the first week of classes in the spring semester and no later than two (2) weeks prior to the date set for the commencement of the nomination period.
7. Notice of the General Election or a By-election must be given by posting the date of the election and positions that will be voted on in the election on the Society website.

NOMINATION PERIOD

8. The Society must hold a nomination period during which prospective candidates for the Board of Directors or Council must submit a nomination application to the Commission.
9. The nomination period of an election must commence no earlier than the fifth week of classes during the spring semester and last for two (2) weeks.
10. Nomination applications must be signed by prospective candidates and contain:
 - a. the name, student number, telephone number, email address of the prospective candidate,
 - b. the position being sought by the prospective candidate,

- c. the names, signatures, and student numbers of ten (10) Members who are entitled to vote in elections for the position being sought, and
 - d. written confirmation that the prospective candidate is eligible for the position, and any other information required under Society Regulations.
11. The Chief Commissioner must provide notice of the nomination period in accordance with these Bylaws and Society Regulations.
 12. Notice of the nomination period must be posted on the Society website.

CAMPAIGN PERIOD

13. The campaign period an election must begin at the close of the nomination period and last for at least two weeks.
14. Within seventy-two (72) hours of the close of the nomination period, the Commission must provide notice of the names and positions sought of each candidate, as well as the dates, times, and places of polling.
15. The Chief Commissioner must provide notice of the campaign period in accordance with these Bylaws and Society Regulations.
16. Notice of the campaign period must be posted on the Society website.

VOTING PERIOD

17. Voting must take place during a period of no less than two (2) days and no more than four (4) days, and must be conducted in accordance with these Bylaws and Society Regulations.
18. Where a position is contested, the qualified candidate who received the most votes for that position must be declared elected.
19. Where only one nomination is received for a particular office, the Commission must conduct an election in which the Members may vote “yes” or “no” for that position.
20. If a candidate for an uncontested office fails to receive a majority of “yes” votes, the office shall remain vacant, subject to Bylaws 5.9, 5.10, and 5.11.
21. The Chief Commissioner must provide notice of the Voting Period in accordance with these Bylaws and Society Regulations.
22. Notice of the voting period must be posted on the Society website.

BYLAW 15 – REFERENDA

1. Ordinary and special resolutions of the Society may be put to vote
 - a. at a General Meeting, or
 - b. by referendum.
2. Ordinary and special resolutions may be put to referendum by:
 - a. simple majority vote of the Board, or
 - b. the submission of a petition to Board that is signed by five (5) percent or more of the Members, which includes the text of the proposed resolution.
3. Referenda may be held in the fall semester or concurrently with the General Election or a By-election.
4. When the Board receives a petition as for a referendum, the Board must state via Board motion whether:
 - a. the petition complies with Bylaw 15.2,
 - b. the resolution is an ordinary resolution or a special resolution.
5. Resolutions submitted to the Board or put by the Board in compliance with Bylaw 15.2 are to be placed on a referendum ballot no later than the next regularly scheduled election.
6. Except where the Society seeks to change a Student Society Fee that includes a Capital or a Program or Service fee, only Members are eligible to vote in that Society referendum.
7. Where the Society seeks to change a Student Society Fee that includes a Capital or a Program or Service Fee, only undergraduate University students who would have been entitled to vote in the referendum if they had been Members of the Society and Members are eligible to vote in that Society referendum.
 - a. Bylaws and Society Regulations, as they relate to Society referenda, apply to undergraduate University students described in Bylaw 15.7.
8. The Chief Commissioner must give Notice of the referendum, including the text of the resolution being put to referendum and whether the resolution is an ordinary resolution or a special resolution, by posting it on the Society website at least two weeks prior to the commencement of the campaign period and other such other means as the Commissioner may feel is appropriate.
9. The campaign period for a referendum shall be no less than two weeks and commence:
 - a. at the same time as the campaign period for the General Election, if the referendum is being held concurrently with the General Election,
 - b. at the same time as the campaign period for the By-election, if the referendum is being held concurrently with the By-election, or

- c. immediately preceding the date of the referendum, if the referendum is not being held concurrently with an election.
- 10. No referendum shall be deemed to have passed unless five (5) percent or more of the Members cast ballots in the referendum.
- 11. A resolution that is voted on by referendum requires a simple majority of the votes to pass, unless it is a special resolution, in which case it requires a two-thirds (2/3) majority of the votes.
- 12. Referenda will be administered by the Commission in accordance with these Bylaws and Society Regulations.

BYLAW 16 – PRIMACY OF BYLAWS

1. In the event of conflict, these Bylaws prevail over:
 - a. the Society Regulations,
 - b. resolutions of the Board, and
 - c. the constitution, bylaws, articles, shareholders' agreement, or rules (by whatever name those instruments may be called) of any other External Organizations.

BYLAW 17 – MEMBERSHIP IN EXTERNAL ORGANIZATIONS

1. Notwithstanding anything in the Bylaws and Society Regulations, no person or group of persons, including the Board, is competent to bind the Society by contract or otherwise, to become, remain, or cease to remain, a member of an External Organization except in accordance with the Bylaws.
2. The Society may become or remain a member of an External Organization if, but only if:
 - a. a Referendum to join the External Organization has passed in accordance with the Bylaws,
 - b. notwithstanding any External Organization's bylaws or other instruments, the Society retains the right to cease membership in the External Organization if a referendum to that effect has passed in accordance with the Bylaws, and
 - c. the Society retains the power to approve, terminate, increase, or decrease External Organization Fees payable to the External Organization by a referendum passed in accordance with the Bylaws.
3. The Board must not pay External Organization Fees, or any increase in External Organization Fees, unless the payment has been approved by a referendum passed in accordance with the Bylaws.
4. Notwithstanding Bylaw 17.3, if in a referendum the Society resolves to decrease or terminate paying monies that would otherwise be payable to an External Organization under these Bylaws, the Society may pay any monies that became due and payable on the day before the date of the referendum, and
5. Notwithstanding Bylaw 17.3, if the Society is ordered by a Court of law to pay monies to an External Organization, the Society must pay such fees on the terms ordered.

BYLAW 18 – STUDENT SOCIETY FEES

1. The Society may not revoke, reduce or otherwise cancel a duly approved student society fee that has been implemented for the purpose of repaying a loan made to the Society or on the basis of which a loan has been made to the Society if the effect of such revocation, reduction or cancellation would be to cause the Society to be unable to repay the loan as it become due.