

# **Laurentian University Students' General Association Constitution**

**Adopted: By the Board of Directors  
in March 2020**

**Amended: By the Board of Directors in  
November 2020**

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# Table of Contents

Article I - Membership	3
Article II - Officers and Duties	4
Article III - Board Of Directors	6
Article IV - Nominations and Elections	7
Article V - Meetings Of The Membership	9
Article VI - Executive Committee and Administrative Operations	10
Article VII - Committees	11
Article VIII - Senators	12
Article IX - Indemnification	13
Article X - Parliamentary Authority	13
Article XI - Amendment	13

## **ARTICLE I - MEMBERSHIP**

**Section 1. Membership.** Every currently registered student of Laurentian University who is classified by the University, as a member of the SGA/AGÉ, shall be a member of the SGA/AGÉ, provided that they pay all mandatory fees of the SGA/AGÉ as set out by the Board of Directors.

**Section 2. Membership Categories.** There shall be two (2) membership categories: Regular and Honourary.

**2.1 Regular.** Regular membership shall include a single voting privilege at all General Meetings and in all membership-wide elections. Regular members shall be eligible for election to all Executive positions, unless otherwise prohibited by the Constitution. Regular members shall be eligible for election or appointment to any position on the Board of Directors, unless otherwise prohibited by the Constitution.

**2.2 Honourary.** Upon a vote of two-thirds of the Board of Directors at a regular or special meeting, honorary membership can be conferred onto any person who has rendered notable service to the SGA/AGÉ. An honorary member shall have none of the privileges of regular membership. The Board of Directors may not appoint more than five (5) individuals to the honorary membership per calendar year. All former Executive Committee Members and Chairpersons who have successfully completed their full term shall be automatically added to the honorary membership.

**Section 3. Suspension.** Membership may be suspended for cause by ballot vote of two-thirds of the Board of Directors at a regular or special meeting. The Board of Directors shall maintain a policy regarding the suspension of members, including members of the Executive and the Board of Directors. The member may appear, present evidence, and be represented by an advocate at the meeting. Notice of a proposed suspension shall be sent to all board members and to the member whose suspension is being considered. The notice shall be sent at least twenty (20) days, but no more than sixty (60) days, before the meeting is to convene. All suspended members shall not be eligible for election or appointment to any Executive position nor any position on the Board of Directors. All Executives who are removed from their position shall have their membership suspended automatically.

**Section 4. Termination.** Membership shall cease by non-payment of mandatory dues or death.

**4.1 Expulsion.** A member may be expelled for cause by ballot vote of two-thirds of the entire membership of the Board of Directors at a regular or special meeting. The Board of Directors shall maintain a policy regarding the expulsion of members. The member may appear, present evidence, and be represented by an advocate at the meeting. Notice of a proposed expulsion shall be sent to all board members and to the member whose expulsion is being considered. The notice shall be sent at least twenty (20) days, but no more than sixty (60) days, before the meeting is to convene. All expelled members shall not be eligible for election or appointment to any Executive position nor any position on

the Board of Directors. All expelled members shall have none of the rights of regular membership.

## **ARTICLE II - OFFICERS AND DUTIES**

**Section 1. Officers.** There shall be a Chairperson, Vice Chairperson, President, Ranking Vice President and Secretary.

**Section 2. Election.**

**2.1 Chairperson, Vice Chairperson, and Secretary.** The election of the Chairperson, Vice Chairperson, and Secretary shall take place at the October Organizational meeting.

**2.2 President.** The election of the President shall occur annually in the month of February in accordance with the Elections Policy as set by the Board of Directors which shall govern the election.

**2.3 Ranking Vice President.** On the first day of the Executive term, the Executive Committee shall meet and elect among themselves, in accordance with the Vice President policy, the Ranking Vice President.

**Section 3. Terms.**

**3.1 Chairperson, Vice Chairperson, and Secretary.** The terms for the Chairperson, Vice Chairperson, and Secretary shall be one (1) year, beginning at their election at the October organizational board meeting and continuing until their successor shall be elected.

**3.2 President and Ranking Vice President.** The terms for President and Ranking Vice President shall be thirteen (13) months, beginning on May 1 of each year and continuing until May 31 the following year.

**Section 4. Eligibility.**

**4.1 Chairperson, Vice Chairperson, and Secretary.** Only members of the Board of Directors who are: at least eighteen (18) years old; not disqualified from holding a position, due to a clause of this constitution; not been found incapable of managing property under the *Substitute Decisions Act*, 1992 or the *Mental Health Act*; not been found incapable by any court in Canada or elsewhere; not bankrupt; and not currently a member of the Executive Committee shall be eligible for nomination or election to office.

**4.2 President.** Only regular members who are: at least eighteen (18) years old; not disqualified from holding a position, due to a clause of this constitution; legally permitted to work in Canada; not been found incapable of managing property under the *Substitute Decisions Act*, 1992 or the *Mental Health Act*; not been found incapable by any court in Canada or elsewhere; not bankrupt; and not currently holding the office of Chairperson, Vice Chairperson, or Secretary shall be eligible for nomination or election to office.

**4.3 Ranking Vice President.** Only Vice Presidents of the organization, as recognized in the Vice President policy, shall be eligible for nomination or election to office the of Ranking Vice President.

**Section 5. Duties of the Chairperson.** The Chairperson shall be chair the Governance Committee and shall lead the actions of the governance of the SGA/AGÉ . The Chairperson shall have all of those duties and powers set forth for same in the parliamentary authority of the SGA/AGÉ, and those duties and powers set forth under the statutes of Ontario. The Chairperson, along with the President, shall be an official spokesperson of the SGA/AGÉ. The Chairperson shall delegate tasks to other Governance Committee members as they see fit. In addition, the Chairperson shall have such further duties and powers as are set forth in this constitution, the standing orders, and the board policies.

**Section 6 Duties of the Vice Chairperson.** The Vice Chairperson shall have all of those duties and powers set forth for same in the parliamentary authority of the SGA/AGÉ. The Vice Chairperson shall preside in the absence of the Chairperson and shall succeed to the chairpersonship upon the death, resignation, incapacity, or ineligibility of the Chairperson. Upon succession or designation by the board, the Vice Chairperson shall succeed to all of the duties and powers of the Chairperson. The Vice Chairperson shall have such other duties and powers as are set forth in this constitution, the standing orders, and the board policies.

**Section 7. Duties of the President.** The President shall be chair the Executive Committee and shall lead the actions of the Executive. The President shall be the Chief Executive Officer of the SGA/AGÉ. The President, along with the Chairperson, shall be an official spokesperson of the SGA/AGÉ. The President shall have signing authority over all funds of the SGA/AGÉ and shall abide by all board policy regarding signing authority. The President shall lead the operations of the SGA/AGÉ. The President shall delegate tasks to other Executive Committee members as they see fit. The President shall be an *ex-officio* member of the Board of Directors. The President shall have such other duties and powers as are set forth in this constitution, the standing orders, and the board policies.

**Section 8. Duties of the Ranking Vice President.** The Ranking Vice President shall be a member of the Executive Committee. The Ranking Vice President shall succeed to the presidency upon the death, resignation, incapacity, or ineligibility of the President. Upon succession or designation by the board, the Ranking Vice President shall succeed to all of the duties and powers of the President. The Ranking Vice President shall be an *ex-officio* member of the Board of Directors. The Ranking Vice President shall have such other duties and powers as are set forth in this constitution, the standing orders, and the board policies.

**Section 9. Duties of the Secretary.** The secretary shall have all of those duties and powers set forth for same in the parliamentary authority of the SGA/AGÉ. The secretary shall maintain the records of SGA/AGÉ other than the financial records. All board documentation regarding, correspondence, minutes, motions, and notices shall be filed with the secretary. The board may

designate a repository for this documentation with a contractual party, but the secretary shall retain control of and access to these filings and archives. The secretary shall have such other duties and powers as are set forth in this constitution, the standing orders, and the board policies

### **Section 10. Death, Resignation, Incapacity, or Ineligibility of Officers other than Chairperson and President.**

**10.1 Vice Chairperson and Secretary.** Upon death, resignation, incapacity, or ineligibility of the Vice Chairperson or Secretary the board shall fill the vacancy for the balance of the term by appointment.

**10.2 Ranking Vice President** Upon death, resignation, incapacity, or ineligibility of the Ranking Vice President the Executive Committee shall fill the vacancy for the balance of the term by appointment in accordance with the Vice President policy.

## **ARTICLE III - BOARD OF DIRECTORS**

**Section 1 Composition.** The Board of Directors, herein referred to as the Board, shall be composed of fourteen (14) directors, twelve (12) of which shall be elected at the October General Meeting, the remaining two (2) directors shall be the President and the Ranking Vice President

### **Section 2. Terms.**

**2.1 Elected Directors.** Directors shall assume office at the close of the October General Meeting at which they are elected. Directors shall serve one (1) year until the close of the next October General Meeting and until their successors assume office

**2.2 President and Ranking Vice President.** The terms for President and Ranking Vice President shall be thirteen (13) months, beginning on May 1 of each year and continuing until May 31 the following year.

### **Section 3. Eligibility.**

**3.1 Elected Directors.** Individuals who are at least eighteen (18) years old; not disqualified from holding a position, due to a clause of this constitution; not been found incapable of managing property under the *Substitute Decisions Act*, 1992 or the *Mental Health Act*; not been found incapable by any court in Canada or elsewhere; not bankrupt; and not currently a member of the Executive Committee shall be eligible for nomination or election to office.

**3.1.1 Non-member Elected Directors.** A maximum of three (3) and a minimum of one (1) elected directors shall be non-members of the SGA/AGÉ. If a member director ceases to be a member of the SGA/AGÉ, for any reason, they shall automatically vacate all positions they hold. The Board of Directors shall fill the vacancy in accordance with Article III, Section 4.1.

**3.2 President and Ranking Vice President.** The President and Ranking Vice President shall be eligible directors in accordance with Article II, Section 7 and 8.

**Section 4. Vacancies on the Board.**

**4.1 Elected Directors** A vacancy in a position of elected director shall be filled by the board until the next October General Meeting. No vacancy shall be filled in the period commencing thirty (30) days prior to the October General Meeting.

**4.2 President.** A vacancy in the position of President shall be filled by the Ranking Vice President in accordance with Article II Section 8.

**4.3 Ranking Vice President.** A vacancy in a position of Ranking Vice President shall be filled by the board in accordance with Article II Section 10.2.

**Section 5. Duties of the Board.** The board shall have general operational control and responsibility for the SGA/AGÉ. It shall have the duties and powers to approve the annual budget of the SGA/AGÉ. It shall have the duties and powers to recognize clubs. It shall have the duties and powers to create and enforce SGA/AGÉ policy. It shall be the sole legal sponsor of all elections of Executives and Senators. It shall have all of those duties and powers set forth for same in the parliamentary authority of the SGA/AGÉ and those duties and powers set forth under the statutes of Ontario. In addition, the board shall have such further duties and powers as are set forth in this constitution, the standing orders, and the board policies.

**Section 6. Regular Meetings.** The board shall meet at least once in the months of September, October, November, January, February, March, and April. The dates and times of regular meetings shall be set by board, if the board does not set a date, they shall be set by the Chairperson. These regular meetings shall have fourteen (14) days' notice. One of the regular meetings shall be held immediately following the close of the October General Meeting, and shall be identified as the "Organizational Board Meeting."

**Section 7. Special Meetings.** Special meetings of the board may be called by the Chairperson and shall be called by the Secretary on the request of any four (4) board members. Notice may be sent by electronic mail. Forty eight (48) hours notice shall be required for all special meetings. Notice may be waived by any board member before, during, or after the meeting.

**Section 8. Method of Meeting.** Meetings of the board may be held in person, telephonically, or electronically. Any meeting shall provide for communication among all members of the board synchronously and, excepting executive sessions, shall provide for attendance, but not participation, by any member of the SGA/AGÉ.

**Section 9. Method of Notice for Meetings.** Meetings of the board shall be noticed to the membership of the board by electronic mail.

**Section 10. Quorum.** A majority of the SGA/AGÉ Board of Directors shall constitute a quorum.

**ARTICLE IV - NOMINATIONS AND ELECTIONS**

**Section 1. Notice of Candidacy.** Those persons who wish to run either for the positions of President, Vice President, or Senator shall indicate their intention to run to the Chief Returning Officer of the election in which they intend to run in. The form for notice of candidacy shall be made available to the membership of the SGA/AGÉ at least twenty one (21) days prior to the day of the election.

**Section 2. Method of Election.**

**2.1 President.** Candidates for President shall be elected by the membership.

**2.2 Vice Presidents and Senators.** The Board of Directors shall have the authority to establish a policy on which group selects or elects Vice Presidents and Senators. If no such policy is established by January 1 of each year, the general membership shall elect Vice Presidents and Senators.

**2.3 Directors.** Candidates for director positions shall be elected by those present and voting at the October General Meeting. If the number of director candidates is equal to or less than the number to be elected, the candidate(s) shall be declared elected by acclamation.

**Section 3. Ratification of Candidates.** The Board of Directors shall have all the duties and powers to ratify or deny ratification to any candidate who is seeking election to the position of President, Vice President, or Senator.

**3.1 Timing of Ratification.** The ratification or denial of ratification of candidates who are seeking election to the position of President, Vice President, or Senator shall occur at least one (1) week prior to the date of the commencement of the campaigning period for each election.

**Section 4. Time of Election or Selection.**

**4.1 President.** Candidates seeking election to the office of President shall be elected annually in the month of February. The voting period shall be no shorter than twenty four (24) hours in length and no longer than ninety six (96) hours in length.

**4.2 Vice Presidents and Senators.** Candidates seeking election to the office of Vice President, or Senator shall be elected or selected annually in the month of February. The voting period shall be no shorter than twenty four (24) hours in length and no longer than ninety six (96) hours in length.

**4.3 Directors.** Candidates for director positions shall be elected annually at the October General Meeting.

**Section 5. Ratification of Election Results.**

**Section 5.1 President.** The results of the election of the candidates for the position of President shall be ratified by the Board of Directors at the next regular board meeting after election.

**Section 5.2 Vice Presidents and Senators.** The results of the election or selection of the candidates for the positions of Vice President and Senator shall be ratified by the Board



of Directors at the next regular board meeting after election or at the same meeting in which they are selected.

## **ARTICLE V - MEETINGS OF THE MEMBERSHIP**

**Section 1. General Meetings.** The Regular General Meetings of the membership, herein referred to as the General Meetings, shall be held twice annually one shall be held in the month of October the other in the month of April at a date and at a location to be determined by the board. In the event of an emergency, an annual session may be rescheduled or cancelled by a two-thirds vote of the board.

**Section 2. Special General Meeting.** A Special General Meeting may be called by a majority vote of the board.

**Section 3. Electronic General or Special General Meetings.** General or Special General Meetings may be held by electronic means in the event of an emergency being declared by the Premier under the Emergency Management and Civil Protection Act or by a medical officer of health or the Chief Medical Officer of Health under section 22 or 77.1 of the Health Protection and Promotion Act. Once the emergency order ceases, regular General and Special Meeting rules apply.

**Section 4. Notice.** The official notice of each General Meeting shall be distributed using electronic mail (e-mail) delivery systems to all members at least twenty (20) days, but no more than sixty (60) days before the session is to convene.

### **Section 5. Registration Requirements.**

**5.1 Advance Registration.** Members shall be required to register for electronic meetings of the membership 3 days in advance of the meeting by submitting a registration form.

#### **5.2 Credentials Committee.**

The Board of Directors is authorized to appoint a credentials committee for each meeting of the membership. The board is also authorized to adopt policies regarding the form and manner of registration, the forms of identification which are permitted, and such other policies necessary to implement these requirements.

**5.3 Identification.** Members shall be required to present identification to the credentials committee upon arriving at a meeting of the membership. The credentials committee shall verify that the person is a member in good standing prior to issuing credentials to the member.

**Section 6. Voting Members.** The record date for eligibility to vote at meetings of the membership shall be five (5) days prior to the meeting. The roll of voting members shall be those members whose dues are current on that date, five (5) days before the meeting.

**Section 7. Quorum.** Thirty (30) members in good standing shall constitute a quorum for an annual General Meeting or special General Meeting.

**7.1 Absence of Quorum.** In the case a General Meeting is without quorum, the members shall attempt to achieve quorum for no more than fifteen (15) minutes. If quorum is not present after fifteen (15) minutes, the meeting shall adjourn and be rescheduled. Notice for a rescheduled General Meeting shall be forty eight (48) hours. In the case a rescheduled General Meeting is without quorum, the members shall attempt to achieve quorum for no more than fifteen (15) minutes. If quorum is not present after fifteen (15) minutes, the meeting shall adjourn and the Board of Directors shall assume all of the duties and powers of a General Meeting.

**Section 8. Proxy Voting.** Proxy voting shall not be allowed at any meeting of the membership.

**Section 9. Presiding Officer.** The presiding officer of all General Meetings shall be the Chairperson of the Board of Directors. In the case of the absence of the Chairperson, the Vice Chairperson of the Board of Directors shall preside. In the case of the absence of the Chairperson and the Vice Chairperson, the majority present and voting shall appoint a Chairperson *pro tempore*.

## **ARTICLE VI - EXECUTIVE COMMITTEE AND ADMINISTRATIVE OPERATIONS**

**Section 1. The SGA/AGÉ Headquarters.** The SGA/AGÉ Headquarters shall be located in Sudbury, Ontario.

**Section 2. Executive Committee.** The conduct of business at the SGA/AGÉ Headquarters shall be under the direction of the Executive Committee.

**Section 2.1 Composition.** The Executive Committee shall be composed of the President, who shall serve as the chair of the Executive Committee, and all of the Vice Presidents as per the Vice President policy.

**Section 2.2 Accountability.** The Executive Committee shall be employed by the SGA/AGÉ Board of Directors and report to the Governance Committee.

**Section 2.3 Duties.** The Executive Committee shall:

1. be responsible for the day-to-day management of the financial and administrative operations of the association under the direction of the Board of Directors through the SGA/AGÉ Chairperson;
2. be responsible, in consultation with the SGA/AGÉ Chairperson and any committee formed for said purpose, for the employment of all such personnel as required to carry out the duties of the SGA/AGÉ Headquarters' office provided that such employment falls within the constraints established by the budget and personnel policies established by the SGA/AGÉ Board of Directors; and
3. perform such other duties as may be stated in the constitution, the SGA/AGÉ Standing Rules, the operational policies and procedures of the SGA/AGÉ Board

of Directors, and the personnel policies established by the SGA/AGÉ Board of Directors, and as may be directed by the board or the SGA/AGÉ Chairperson.  
**Section 3. Fiscal Year.** The fiscal year shall be from May 1 through April 30.

## ARTICLE VII - COMMITTEES

**Section 1. Purpose and Meetings of Standing and Special Committees.** The purpose of committees is to support the SGA/AGÉ by member involvement in the SGA/AGÉ, and to provide for a strong and effective governance system. Committee meetings may be held in person, telephonically, or electronically. Any meeting shall provide for communication among all committee members synchronously.

**Section 2. Standing Committees.** There shall be the following seven (7) standing committees: Audit, Clubs, Election, Executive, Finance, Governance, and Policy and Constitution.

**Section 2.1 Audit Committee.** The audit committee shall secure an annual audit of all funds and at times when deemed necessary by the committee with the consent of the governance committee. The committee shall submit a report at each General Meeting for consideration by the membership.

**Section 2.2 Clubs Committee.** The clubs committee shall review all applications for club ratification and provide recommendations to the Board. The committee shall review all requests for additional club funds and provide recommendations to the Board. The clubs committee shall mediate any clubs issues and render a report with recommendations to the Board.

**Section 2.3 Election Committee.** The election committee shall hear appeals from candidates, administer disciplinary action as required against candidates or the Chief Returning Officer, and interpret the rules of an election.

**Section 2.4 Executive Committee.** The executive committee shall conduct the administrative business of the SGA/AGÉ in accordance with Article VI.

**Section 2.5 Finance Committee.** The finance committee shall review the finances of the association on at least a quarterly basis. The finance committee shall prepare, in conjunction with staff and the executive committee, an annual budget to be approved at the beginning of the fiscal year.

**Section 2.6 Governance Committee.** The governance committee shall be responsible for Board training; executive and staff relations; overseeing executive transition; acting as the official liaison between the Board, the executive, and the staff of the SGA/AGÉ; acting as the direct supervisor to the executive committee; and conducting bi-annual executive evaluations. The governance committee shall be responsible for the relationship between the SGA/AGÉ and auxiliary organizations of the SGA/AGÉ as per the auxiliary organization policy.

**Section 2.7 Policy and Constitution Committee.** The policy and constitution committee shall be responsible for reviewing, creating, and revising association policy and providing recommendations to Board. The committee may initiate proposed

amendments to the constitution. All amendments to the constitution shall be reviewed by the policy and constitution committee as per Article XI.

**Section 3. Membership of Standing Committees.** Except as otherwise provided in the constitution, the Board shall appoint committee chairpersons subject at the October organizational board meeting; committee members shall be appointed by board at the October organizational board meeting. All committees shall have a minimum of three (3) and a maximum of seven (7) voting members who shall be selected among the elected directors. The Chairperson and President shall be *ex officio* members of all committees; except election committees which are overseeing an election that the Chairperson or President will contest; the Chairperson shall not be a member of the Executive Committee; the President shall not be a member of the Governance Committee; the Chairperson and President shall not be counted in determining a quorum.

**3.1 Terms.** Except as otherwise provided in the constitution, term of office shall begin upon appointment and conclude when a successor is appointed.

**3.2 Audit Committee.** The audit committee shall be appointed by the board. No person may serve simultaneously on both the audit committee and the budget and finance committee, except for *ex officio* members.

**3.3 Governance Committee.** The governance committee shall be composed of the Chairperson, who shall chair the governance committee, the Vice Chairperson, and the Secretary.

**3.4 Vacancies.** Vacancies on a committee shall be filled in the same manner as the original selection of the members for the balance of the term.

**Section 4. Special Committees.** Special committees may be created as necessary by a General Meeting or the SGA/AGÉ Board of Directors.

## ARTICLE VIII - SENATORS

**Section 1. Senators.** There shall be Senators of the SGA/AGÉ.

**Section 2. Composition.** The Senators shall be composed of a number of representatives as required by the Laurentian University Academic Senate. The Indigenous Student Circle Senator shall be elected in accordance with the Indigenous Student Circle Bylaws

**Section 3. Senators and Directors.** Senators shall be permitted to hold their office concurrently with the position of Director, although Senators are not Directors unless elected as Directors in accordance with Article IV.

**Section 4. Senators and Executive Members.** Senators shall not be permitted to hold their office concurrently with Executive positions who are Senators *ex officio*.

## ARTICLE IX - INDEMNIFICATION

Officers, directors, and employees of the SGA/AGÉ shall be indemnified for any costs, expenses, or liabilities necessarily incurred in connection with the defence of any action, suit or proceeding in which they are made a part by reason of being or having been a member serving in an elected or an appointed capacity. No member or employee shall be indemnified when adjudged in the action or suit to be liable for gross negligence or misconduct in the performance of duty.

## ARTICLE X - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the SGA/AGÉ in all cases to which they are applicable and in which they are not inconsistent with this constitution and any special rules of order that the SGA/AGÉ may adopt.

## ARTICLE XI - AMENDMENT

**Section 1. Amendment With Notice Prior to an Annual General Meeting.** The Articles of Incorporation and this constitution may be amended, and any other action defined as a fundamental transaction by the applicable law of the jurisdiction in which the SGA/AGÉ is incorporated may be authorized, at any General Meeting by a two-thirds vote, provided that the amendment, 1. has been submitted by the Policy and Constitution Committee, SGA/AGÉ Board of Directors, a standing or special committee, or at least ten (10) SGA/AGÉ members-at-large; 2. if originated by any group other than the Policy and Constitution committee, it must be submitted to said committee at least sixty (60) days prior to a General Meeting; and 3. has been sent by electronic communication to the members no later than twenty (20) days prior to a General Meeting where changes are to be considered.

**Section 2. Revision.** This Constitution shall be revised only upon authorization by a General Meeting.

**2.1 Preparation of Revision.** Preparing and presenting an authorized revision shall be the duty of the Policy and Constitution committee.

**2.2 Notice of Proposed Revision.** The proposed revision shall be sent to the members no later than sixty (60) prior to the General Meeting which the proposed revision is to be considered.

**2.3 No Amendment to Existing Constitution.** If a revision is authorized, there shall be no other amendments proposed to the existing Constitution.