

**THE CONSTITUTION AND BY-LAWS  
OF THE STUDENT ASSOCIATION OF  
GEORGE BROWN COLLEGE**

**ENACTED BY THE MEMBERSHIP FEBRUARY 6, 2019  
AMENDED BY THE MEMBERSHIP OCTOBER 22, 2020**

Editor's note:

This version of the Constitution and By-laws of the Student Association of George Brown College contains headings and citation note. The headings and citation notes are for convenience of reference only, and do not constitute part of the text of the Constitution and By-laws.

Citations are in the following format (document, number, section) for example (By-laws 2020, b.1, and s.1) refers to Section 1 of By-Law 1. Should that section be amended, the reference would read By-laws 2020 as amended AGM F2020, b.1, s.1).

Definitions do constitute part of the text of the Constitution and By-laws and have full force and effect.

As much as possible, the format of the Constitution and By-laws are consistent with the Canadian Common Law legislation drafting practices, however, for historic reasons, the drafting of the Constitution is done in accordance with French Civil Code Drafting Practices. This edition no longer uses the American numbering and drafting practices which previous versions used.

Every attempt was made to ensure consistent formatting, proper spelling and consistent grammatical style, if errors are present, they are entirely the mistake of the editor.

By-law 13 is deleted from this publication as it is a spent provision and repealed effective January 2, 2020 (in accordance of section 6 of that by-law).

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# **THE CONSTITUTION OF THE STUDENT ASSOCIATION OF GEORGE BROWN COLLEGE**

## **Article 1: Mission Statement**

We are the students of George Brown College committed to supporting each other in the struggle for students' rights, the pursuit of quality education and the provision of services in a safe, equitable, and accessible environment.  
(Constitution 2020, a.1, s.1)

## **Article 2: Mandate**

### **1. Organizational Mandate**

The Student Association functions as the central student government representing the interests of all George Brown College students. The Student Association focuses on representation, advocacy, delivery of services and the operation of businesses to support its overall mandate.

The Student Association's basic objectives shall be:

- a) To build a united student movement among the students of George Brown College regardless of gender, religion, ethnicity, language, ability, sexual orientation, age or socio-economic status.
- b) To provide a democratic forum to voice students' concerns and issues.
- c) To provide the opportunity for students to unite in various student groups to address concerns specific to particular constituencies of the Student Association.
- d) To facilitate cooperation among all students and student groups to work towards common goals on a cooperative basis.
- e) To voice the students' perspective on issues at the College, municipally, provincially, and federally and to represent the students' interests at all levels.
- f) To promote awareness of pertinent College activities and policies.
- g) To strive towards a high-quality education by providing optimal support services accessible to all students. (Constitution 2020, a. 2, s. 1)

## **2. Representation and Advocacy**

With respect to representation and advocacy, the Student Association shall:

- a) Act as an advocate on behalf of students whenever students' rights have been violated.
- b) Ensure that the college establishes equitable policies and procedures for the resolution of student concerns and that such policies and procedures are adhered to and administered consistently.
- c) Recommend changes to policies and procedures wherever students' rights are not being adequately met.
- d) Advocate for the delivery of College services that support students in their academic studies and daily experiences at the College.
- e) Work to ensure that the College is fully accessible to all students.
- f) Represent, promote and defend students' interests at the local, provincial, and federal levels of government, and all levels of decision-making within the College.
- g) Ensure that the Student Association is well run, practices good governance, and maintains transparency wherever possible.  
(Constitution 2020, a. 2, s. 2)

## **3. Services**

With respect to student services, the Student Association shall:

- a) Provide the opportunity and support for student groups to form and function in order to meet the needs of students.
- b) Provide activities and events for students to participate in and socialize with other students and members of the College community.
- c) Provide a comprehensive orientation program for new members of the Student Association.
- d) Deliver services to groups of students that are traditionally underrepresented in order to provide an atmosphere where students can socialize and advocate for those issues specific to the constituency.
- e) Communicate issues, concerns, events, and activities to students and provide the opportunity for student feedback through all means available, including student publications.
- f) Provide student owned and operated spaces for students to relax and socialize

in a safe, healthy and accessible environment. (Constitution 2020, a. 2, s. 3)

#### **4. Financial Operations**

With respect to financial operations and business, the Student Association shall:

- a) Generate revenue to support services, initiatives, and facilities.
- b) Provide flexible jobs opportunities for students to work on campus.
- c) Provide reasonably priced alternatives for students.
- d) Maintain student membership fees at the lowest feasible level.
- e) Collect fees, create an annual operating budget and ensure that funds are expended as intended.
- f) Ensure that any amount greater than \$1,000 is approved by Purchase Order and signed by 2 authorized individuals. (Constitution 2020, a.2, s.4)

#### **Article 3: Organization of the Student Association**

The Student Association of George Brown College shall be governed by the By-laws and this Constitution, as well as operational policies and procedures. Wherever any discrepancy seems to exist among those documents, the By-laws shall prevail.

##### **1. By-laws**

The By-laws shall establish the generic legal composition of the Student Association, as well as the powers, authority and overall composition of its various components including its membership. (Constitution 2020, a.3, s.1)

##### **2. Constitution**

The Constitution shall outline the mission, purpose and mandate. The Constitution shall also establish the jurisdiction and duties of the Student Association's officers, directors, representatives and various components. (Constitution 2020, a.3, s.2)

##### **3. Policies and Procedures**

The Student Association shall establish policies and procedures that govern the day-to-day operations of the organization, in accordance with the By-laws. (Constitution 2020, a.3, s.3)



## **ARTICLE 4: BOARD OF DIRECTORS**

### **1. Board Of Directors Composition**

The Board Directors shall be composed of 8 (eight) to twenty-two (22) Directors as set forth in By-Laws. (Constitution 2020, a.4, s.1)

### **2. Board Jurisdiction**

The Board of Directors will have ultimate jurisdiction over the affairs of the Student Association and its various components. The board shall:

- a) Ensure that the Student Association adheres to its Bylaws, Constitution, Policies and Procedures and all applicable municipal, provincial and federal laws.
- b) Establish Policies and Procedures in accordance with the Bylaws.
- c) Develop and monitor the long term strategic direction of the organization.
- d) Develop, establish and modify new and existing programs, services and financial operations.
- e) Establish and monitor the annual budget for the organization and its subsidiary operations.
- f) Revise the annual budget as needed.
- g) Approve expenditures from internally restricted funds.
- h) Approve expenditures not included in the annual budget.
- i) Carry out any borrowing on behalf of the organization
- j) Receive proposals with respect to student ancillary fees, make fee adjustment recommendations, and approve ancillary fees pending approval of the College's Board of Governors.
- k) Make decisions concerning Human Resources including Compensation, benefits, and issues pertaining to the General Manager.
- l) Make decisions concerning the impeachment of members of the Board.
- m) Normally meet at least once per month.
- n) Approve policy statements concerning the official opinion and position of the Student Association.
- o) Appoint individuals to standing committees.

- p) Monitor the work of the committees and assist with the implementation of campaigns, activities, publicity, and events.
- q) Bring forward students' concerns to the appropriate committee. (Constitution, a. 4, s.2)

## **Article 5: Executive Committee**

### **1. Executive Committee Composition**

The Executive Committee shall be composed of the officers of the Corporation as appointed under the by-laws. (Constitution 2020, a.5, s.1)

### **2. Executive Committee Jurisdiction and Collective Duties**

In addition to the duties of each respective portfolio, Executive Committee members shall:

- a) Be familiar with and uphold all Student Association policies and procedures including, but not limited to, the Voting Director's Accountability Manual.
- b) Undergo any necessary training in order to fulfill the responsibilities of their position.
- c) Develop an annual strategic plan by August 15<sup>th</sup> of each year, including but not limited to: publicity and advertising, a campaigns strategy, an events calendar, forums, and advocacy issues.
- d) Monitor and report to the Board concerning the status of the annual strategic plan.
- e) Monitor the finances and budget of the Executive Committee and Board of Directors at each meeting of the Executive.
- f) Ensure that expenditures are within the approved budget.
- g) Hold the General Manager accountable for day-to-day operations.
- h) Encourage members to run in elections of the Student Association.
- i) Ensure that transition sessions are held with incoming Executive Members for a minimum of three days in order to transfer relevant knowledge, skills, files and records before the end of the term.
- j) Establish positive working relationships with College faculty, staff, administrative, and community members.
- k) Endeavour to contribute to the harmonious and effective interaction of staff, Executive, and Board members.

- l) Approve and coordinate all appointments to Student Association committees, George Brown College committees and various community-based committees as required and report them to the Board of Directors.
- m) Meet at least once per month.
- n) Liaise between the Student Association and student groups.
- o) Monitor suggestions received from students and follow up with appropriate parties.
- p) Serve as a primary advocate for current student issues to the college.
- q) Select a member to serve on college council.
- r) Negotiate with the college on behalf of the Student Association. (Constitution 2020, a.5, s.2)

#### **Article 6: Constitutional Amendments**

The Constitution may be amended or replaced by a two-thirds majority vote of the Board, provided that the full text of such amendment is available not less than 10 business days prior to the Board meeting at which the amendment is to be considered and the amendment or replacement is included in the respective notice for such meeting. (Constitution 2020, a.6)

## **DEFINITIONS**

**Unless otherwise stated, the following definitions shall pertain throughout the Constitution and By-laws of the Student Association of George Brown College:**

“Act” means the *Canada Not-For-Profit Corporations Act* S.C. 2009, c.23 including the Regulations made pursuant to the Act, and any statute or regulations that may be substituted, as amended;

“Articles” means the articles of incorporation, the certificate of continuance, and any amendments to the articles as made under the act;

“Board” means the Board of Directors of the Student Association of George Brown College established under this by-laws;

“by-laws” means these by-laws and any other by-laws of the Corporation as amended and which are in force and effect;

“Committee members” can refer to Board members, members, and staff of the corporation, College personnel, or external community partners to the corporation;

“Corporation”, “Association”, and “Student Association” all refer to the Student Association of George Brown College;

"Director" means a Member of the Board of Directors established under these by-laws;

“Meeting of members” includes an annual meeting of members or a special meeting of members called and held under these by-laws;

“Majority” means at least one-half of the total, or at least one half plus one of the total number if that number cannot be divided evenly;

“Special meeting of members” includes a special meeting of all members entitled to vote at an annual meeting of members;

“Ordinary resolution” means a resolution passed by a majority of the votes cast on that resolution;

“Special resolution” means a resolution passed by a two-thirds majority of the votes cast on that resolution.

“The College” refers to the George Brown College of Applied Arts and Technology established under the Colleges of Applied Arts and Technology Act, 2002, S.O. 2002, c. 8, Schedule. F. (Definitions 2020)

# **THE BY-LAWS OF THE STUDENT ASSOCIATION OF GEORGE BROWN COLLEGE**

## ***BY-LAW 1: ORGANIZATION OF THE CORPORATION***

Be it enacted as a by-law of the Student Association of George Brown College, which is incorporated under the Canada Not-for-Profit Corporations Act, as follows:

### **Composition Of Membership**

- 1.** The Corporation's membership shall consist of all individuals who are either:
  - a) Currently enrolled as students of George Brown College ("the College") and either have paid the student activity fee for the current term of study; or
  - b) Belong to a category of students in respect of which the corporation has accepted a grant in lieu of such fee; or
  - c) The elected members of the Board of Directors of the corporation as defined in these by-laws; or
  - d) Currently enrolled students of George Brown College belonging to a category of students, such as full-time students on a reduced course load due to College-approved accessibility accommodations, in respect of which the corporation has acknowledged associated membership and negotiated the terms and conditions of membership fees.

### **Property And Business –Board Of Directors**

- 2.** The property and business of the Corporation shall be managed by a Board of Directors. (By-laws 2020Amended AGM F2020, b.1, s.6)

### **Committees**

- 3.** The Board of Directors shall be advised by the Committees of the Corporation. (By-laws 2020 Amended AGM F2020, b.1, s.7)

### **General Manager**

- 4.** The Board of Directors shall delegate the ongoing day-to-day operation of the corporation to the General Manager, who will be accountable to the Board and report to the Executive Committee on a minimum bi-weekly basis. The General Manager shall exercise general control and management of the affairs of the Corporation for the purpose of efficient and effective operations of the Corporation. (By-laws 2020 Amended AGM F2020, b.1, s.8)

### **Electronic Meetings And Attendances**

- 5.** The Corporation may conduct any meetings or attendances by electronic means, and where these By-Laws require that a meeting or attendance be "in person" that requirement may be satisfied if the meeting or attendance is conducted by electronic means, including by telephone or videoconference.

## ***BY-LAW 2: BOARD OF DIRECTORS COMPOSITION***

Be it enacted as a by-law of the Student Association of George Brown College, which is incorporated under the Canada Not-for-Profit Corporations Act, as follows:

### **Board Of Directors – Composition**

1. The Board of Directors shall be composed of:

- a) The Director of Communications and Internal;
- b) The Director of Operations;
- c) The Director of Education and Equity;
- d) The Director of Student Experience;
- e) Arts, Design and Information Technology Educational Centre Representative;
- f) Business Educational Centre Representative;
- g) Community Services and Early Childhood Educational Centre Representative;
- h) Construction and Engineering Technologies Educational Centre Representative;
- i) Health Sciences Educational Centre Representative;
- j) Hospitality and Culinary Arts Educational Centre Representative; and
- k) Preparatory and Liberal Studies Educational Centre Representative. (By-laws 2020, b.2, s.1)

### **General Manager – Liaison**

2. The General Manager shall act as the liaison between the Board of Directors and the staff of the corporation. (By-laws 2020, b.2, s.2)

### **BY-LAW 3: BOARD OF DIRECTORS ELIGIBILITY**

Be it enacted as a by-law of the Student Association of George Brown College, which is incorporated under the Canada Not-for-Profit Corporations Act, as follows:

#### **Voting Director Eligibility**

1. (1) Each voting director shall be a member of the Corporation shall:

- a) Be a member in accordance with By-Law 1;
- b) Be at least 18 years of age as of the date of ratification; and
- c) Otherwise eligible to be a Director of a Corporation under the Act, namely not being found incapable of handling property under the *Substitute Decisions Act, S.O. 1992, c.30* or the *Mental Health Act, R.S.O. 1990, c.M.7* and not having an undischarged bankruptcy under *the Bankruptcy and Insolvency Act, R.S.C. 1985, c.B-3*.
- d) Not be currently employed by the Corporation in any role; and
- e) In the case of the Director of Operations and the Director of Communications and Internal, not be currently employed by the Corporation or the College in any role. (By-Laws 2020as amended AGM F2020, b.3, s.1)

(2) In addition to the eligibility requirements in section 1(1) of this By-Law, the Director of Communications and Internal, the Director of Operations, and any candidate seeking a nomination for either position shall also meet the following eligibility requirements:

- a. Have at least a 3.0 grade point average during their most recent academic term and be in good academic standing for their program;
- b. Have submitted a letter of reference from a professor, employer or other supervisor confirming the candidate's critical thinking and leadership skills. This criteria is met upon submission of the letter of reference, and the Chief Returning Officer shall not have the authority to reject a nomination based on the contents of the letter;
- c. If the director or candidate was an employee of the Student Association, not have discipline in the form of a written warning, suspension without pay, or termination for cause on file during the previous three years;
- d. Not have been disqualified as a candidate in the election during the previous three years;

- e. Not have been removed from the Board, suspended without pay, or impeached in accordance with the By-Laws within the previous three years; and
- f. The Chief Returning Officer in consultation with the Elections Committee shall prepare a session on the Board's roles and responsibilities prior to the start of nominations, and shall prepare a written summary of the session. In order to have their nominations certified, all candidates must, prior to certification, have either (i) attended the session; or (ii) reviewed the written summary of the session, and have passed a test administered by the Chief Returning Officer or a Deputy Returning Officer regarding the board roles and responsibilities with a focus on the role of the Director of Operations and Director of Communications and Internal.

### **Idem –Educational Centre Representatives**

**2.** Each educational centre representative shall also be a member registered in a program at their respective educational centre during their term. (By-laws 2020, b.3, s.2)

### **Declaration Re Duties - Candidates**

**3.** Each director shall have reviewed and agreed, in writing, to abide by the job descriptions of the Directors as set forth in the governing documents. These signed agreements are to be collected from all Directors during their candidacy at the All Candidates Meeting for the election in which they are running. (By-laws 2020, b.3, s.3)

### **Maximum Terms - Executives**

**4.** An individual member may hold a position on the executive for a maximum of three terms within a five-year period. (By-Laws 2020, b.3, s.4)

### **Maximum Term – Non-Executives**

**5.** An individual member may hold a non-executive position on the board for a maximum of two terms within a five-year period. (By-laws 2020, b.3, s.5)

### **Term Of Directors**

- 6. a)** The term of office of each Director shall be from May 1st until April 30th of the following year, with the exception of Director of Communication and Internal and, Director of Operations which terms shall be from January 1st to December 31st of each year. (By-laws 2020, b.3, s.6 (a))
- b)** Each newly elected director is expected to attend a mandatory training within two weeks from the commencement of their term. (By-laws 2020, b.3, s. 6(b))



### **Course Load Limit - Executive**

7. a) The Director Communications and Internal and Director Operations shall be enrolled in no more than a maximum of one course at the College per semester during the term of office.
- b) The Director of Education & Equity and Director of Student Experience shall be enrolled in no more than the required courses per semester as provided by the college (the number of courses outlined in the program outline per semester until the college requires any changes).  
Extra courses are not allowed to be taken if stated otherwise.

### **Adeclaration Of Conflicts Of Interest**

8. a) Upon being elected, and prior to the start of their term, each Director shall be given a copy of the Directors' Code of Conduct, Conflict of Interest and Confidentiality Policy, and shall disclose all interests which might create an actual or perceived conflict of interest, including (but not limited to) any personal, financial or employment interests that could conflict with their duties as Directors.
- b) Without limiting the generality of the above, each Director must declare whether they are currently employed by the Corporation or the College. (By-laws 2020as amended F2020, b.3, s.8)

### **No Employment With The Corporation**

9. Directors cannot be employed by the Corporation in any role at any time during their term of office. Prior to taking office, each Director must resign from any position of employment with the Corporation. No Director may apply for or accept a new position of employment with the Corporation during their term as a Director. (By-laws 2020as amended F2020, b.3, s.9)

### **Employment With The College**

10. a) The Director of Operations and the Director of Communications and Internal also cannot be employed by the College in any role at any time during their term of office. Prior to taking office, the Director of Operations and the Director of Communications and Internal must resign from any position of employment with the College, and they cannot apply for or accept a new position of employment with the College during their term as a Director.
- b) Any other Directors who are employed by the College must declare their employment prior to the start of their terms, and must abide by the following measures:
- i) Excuse themselves from and not participate in any Board discussions or decisions in any way related to labour relations with the Union (being OPSEU Local 557 or its successor), including but not limited to collective bargaining, grievances or other labour relations matters.

ii) Not sit on the Labour Relations Committee or participate in any meetings, discussions, decisions or work of the Labour Relations Committee.

iii) Not take an active role with the Union in any labour relations matter involving the College or the Corporation, whether as a Union Steward, a member of the Bargaining Committee or any similar negotiating or labour relations committee, or otherwise.

iv) Carefully review and abide by the requirements of the Directors' Code of Conduct, Conflict of Interest and Confidentiality Policy, and ensure that none of the Board's confidential information is improperly shared or disclosed in any manner to any third party outside of the Board. (By-laws 2020as amended F2020, b.3, s.10)

## ***BY-LAW 4: BOARD OF DIRECTOR DUTIES AND REMUNERATION***

Be it enacted as a by-law of the Student Association of George Brown College, which is incorporated under the Canada Not-for-Profit Corporations Act, as follows:

### **General Duties - Directors**

1. Every Director in exercising their powers and discharging shall:
  - a) act honestly and in good faith with a view to the best interests of the Corporation; and
  - b) exercise the care, diligence, and skill that a reasonably prudent person would exercise in comparable circumstances. (By-laws 2020, b.4, s.1)

### **Duties – Director Of Communications And Internal**

2. Director of Communications and Internal shall:
  - a) Be the official spokesperson of the corporation to the general public, George Brown College, campus groups, and at College and external functions where a representation of the corporation is required.
  - b) Oversee the keeping of records of meetings, policies, membership and any other records required by law.
  - c) Receive remuneration of \$17 per hour and meet the obligations of a 37.5-hour work week during their term of office
  - d) Perform all duties as outlined in the Voting Director’s Accountability Manual. (By-laws 2020, b.4, s.2)

### **Duties-Director Of Operations**

3. Director of Operations shall:
  - a) Oversee and disburse the funds of the corporation under the direction of the executive committee and will report at each meeting of the board and meeting of members on their transactions as director of operations and on the financial position of the corporation.
  - b) Receive a remuneration of \$17 per hour and meet the obligations of a 37.5-hour work week during their term of office.
  - c) Perform all duties as described in the Voting Director’s Accountability Manual. (By-laws 2020, b.4, s.3)

## **Duties – Director Education And Equity**

### **4. Director of Education and Equity shall:**

- a) Receive a remuneration of \$17 per hour and meet the obligations of a 24 hour work week during their term of office.
- b) Perform all duties as described in the Voting Director’s Accountability Manual. (By-law 2020, b.4, s.4)

## **Duties – Director of Student Experience**

### **5. Director of Student Experience shall:**

- a) Receive a remuneration of \$17 per hour and meet the obligations of a 24 hour work week during their term of office.
- b) Perform all duties as described in the Voting Director’s Accountability Manual. (By-law 2020, b.4, s.5)

## **Duties – Educational Centre Representatives**

### **6. Education Centre Representatives shall:**

- a) Receive a monthly honorarium of \$600 and meet all the conditions mentioned below:
  - a.1) A work plan in advance for a month
  - a.2) Providing detailed & completed monthly Board Report
  - a.3) Meeting the obligation of attending board meetings and or notifying in advance with appropriate notice and regrets
  - a.4) Participating in two class talks per semester"
- b) Perform all duties as described in the Voting Directors Accountability Manual. (By-laws 2020, b.4, s.6)

## **BY-LAW 5: BOARD OF DIRECTORS MEMBERS**

Be it enacted as a by-law of the Student Association of George Brown College, which is incorporated under the Canada Not-for-Profit Corporations Act, as follows:

### **Deemed Vacancy - Director**

1. The position of Director shall be deemed vacant if:

- a) The Director dies, ceases to meet the eligibility and other mandatory requirements set out in By-Law 3, or resigns in writing to the Director Communications and Internal, or, in the case of the Director Communications and Internal, to the General Manager;
- b) The Director becomes bankrupt or declared incapable of managing property under the *Mental Health Act, R.S.O. 1990, c. M.7*, or the *Substitute Decision Act, S.O. 1992, c. 30*;
- c) The Director commences legal action against the corporation;
- d) At a meeting of members called for that purpose an ordinary resolution is passed to declare the office vacant; or
- e) If they are absent at two consecutive meetings of the Board, without having provided written regrets in advance to the Director Communications and Internal or the General Manager, the Board may pass a resolution declaring that the member has abandoned their office, then the Director shall be deemed to have resigned their office.
- f) If the director ceases to be a member of Voting Member in accordance with By-law 1. (By-Laws 2020as amended AGM F2020, b.5, s.1).
- g) The Board votes to impeach the Director as a result of a complaint that has been adjudicated under the Voting Directors' Complaint Protocol (as set out in the Voting Directors Accountability Manual).

### **Declaration Of Vacancy**

2. If the office of a Director becomes vacant under section 1, the Director of Communications and Internal (or the General Manager in case of the Director of Communications and Internal) shall at its next meeting of the Board declare the office to be vacant, except if a vacancy occurs as a result of the death of a Director, the declaration may be made at either of its next two meetings. (By-Laws 2020 as amended AGM F2020, b.5, s.2).

### **Filling Vacancies**

3. When a vacancy has occurred, the Board shall fill the vacancy within 60 days of the declaration made under section 2 by either:

- a) fill the vacancy by appointing a member as per By-Law 1, who has consented to accept the office, in accordance with section 4; or
- b) require a by-election to be held to fill the vacancy in accordance with By-law 12. (By-Laws 2020 as amended AGM F2020, b.5, s.3).

*Method of filling vacancies*

- 4. If the vacancy is filled through appointment, the appointment shall be made as follows.
  - a) Candidates shall apply by submission of a cover letter, a resume, and profile addressed to the Chief Returning Officer who shall present the resume, cover letter, and profile to the Board at the Board Meeting.
  - b) The Board shall meet to fill the vacancy, at the appointed time, and each candidate shall address the board for up to three minutes, and then answer any questions from members of the board.
  - c) The Board shall then proceed to a vote by secret ballot. Balloting shall continue until one candidate receives a two-thirds majority of the total votes casted. The candidate with the lowest number of votes shall be removed after each ballot which does not produce a winner until there are two candidates left on the ballot. If there are two candidates left, and no candidate receives the required two-thirds majority after three successive ballots, then a majority shall be used to determine the winner. (By-Laws 2020 as amended AGM F2020, b.5, s.4).

**Term**

- 5. A person appointed or elected to fill a vacancy under section 2 shall hold office for the remainder of the term of the person he or she replaced. (By-Laws 2020 as amended AGM F2020, b.5, s.5).

**Interim Provisions**

- 6. a) The Board may, at its discretion:
  - i) temporarily appoint a Director to fulfill the functions of a Director whose office is vacant, until the vacancy is filled under section 3; or
  - ii) otherwise re-assign the duties of a Director whose office is vacant, until the vacancy is filled under section 3.
- b) When an appointment or re-assignment is made under subsection (a) by-law 3, section 7 does not apply. (By-Laws 2020 as amended AGM F2020, b.5, s.6).

**Special Rule Regarding Pending Elections**

- 7. Despite section 3, if a vacancy occurs within 60 days before voting day for the office, there is no requirement to fill the vacancy. For an executive office which becomes vacant which will not be filed, the Board shall appoint a member to perform

those function in accordance with section 6. (By-Laws 2020 as amended AGM F2020, b.5, s.7).

### **Power To Suspend And Impeach**

- 8.** a) The Board and/or the Board Mediation Committee may suspend a Director with pay pending the outcome of a Formal Complaint Investigation against the *Director*.
- b) *The Board may suspend a Director without pay or impeach the Director if the Board Mediation Committee has validated a Formal Complaint against the Director and the Board determines that suspension without pay or impeachment is warranted.*
- c) A suspension with or without pay will not result in the Director's office being declared vacant under this section. The Board shall have authority to temporarily re-assign the Director's duties, at its discretion, for the duration of the suspension.

## **BY-LAW 6: COMMITTEES**

Be it enacted as a by-law of the Student Association of George Brown College, which is incorporated under the Canada Not-for-Profit Corporations Act, as follows:

### **Standing Committee**

1. The Board shall maintain Standing Committees. (By-laws 2020, b.6, s.1)

### **Standing Committees – Membership And Mandate**

2. The membership and mandate of these committees are set forth in the Voting Directors Accountability Manual. Each standing committee shall have the authority needed to perform the tasks delegated or assigned to it by the Board. (By-laws 2020, b.6, s. 2)

### **Ad Hoc Committees**

3. The Board may establish *ad hoc* committees for such purposes and on such terms as it deems appropriate. Each *ad hoc* committee shall have the authority needed to perform the tasks delegated or assigned to it by the Board. (By-Laws 2020, b.6, s.3)

### **Ad Hoc Committee - Chair**

4. The Board shall appoint an individual to chair each *ad hoc* committee of the Board. (By-laws 2020, b.6, s.4)

### **Standing Committee – Calling Of Meeting**

5. Each Standing Committee meeting shall be called, as needed, by the Chair of the said committee. (By-laws 2020, b.6, s.5)

### **Ad Hoc Committee - Report**

6. The Chair of each *ad hoc* committee shall attend and submit a report of the committee's activities at a meeting of the Board whenever given notice of the meeting in accordance with these by-laws and accompanied by a request to attend from the Director of Communications and Internal or a majority of the Board. The Board may impose such further requirements on any committee as it deems appropriate. (By-laws 2020, b.6, s.6)

### **Committee Members - Stipend**

7. Committee members may receive a reasonable stipend as determined by the Board from time to time for reasonable expenses and for serving the corporation in another capacity. (By-laws 2020, b.6, s.7)



### **Board Mediation Committee And Formal Complaints Process**

**8.** The Board has authority to create a process for dealing with Formal Complaints about and between Directors, and to delegate authority to the Board Mediation Committee to hear, investigate, and adjudicate any such complaints. The Board Mediation Committee shall have all necessary authority to perform its duties on behalf of the Board as set out in the Voting Directors Accountability Manual. (By-laws 2020, b.6, s.8)

## **BY-LAW 7: OFFICERS**

Be it enacted as a by-law of the Student Association of George Brown College, which is incorporated under the Canada Not-for-Profit Corporations Act, as follows:

### **Officers Of The Corporations**

1. The officers of the Association shall consist of the Executive Committee which is composed of the following four (4) Executive Members:

- a) Director of Communications and Internal;
- b) Director of Operations;
- c) Director of Equity and Education; (By-laws 2020, b.7, s.1) and
- d) Director of Student Experience.

### **Acting Executive**

2. When a member is acting in an executive role, that member in accordance with by-law 6, section 6, that person is an officer for the time when they are acting. (By-laws 2020 as amended F2020, b.7, s.2)

## ***BY-LAW 7A: THE CHAIRPERSON OF THE CORPORATION***

Be it enacted as a by-law of the Student Association of George Brown College, which is incorporated under the Canada Not-for-Profit Corporations Act, as follows:

### **Chairperson**

1. The Board shall appoint a Chairperson who shall preside over board and membership meetings so that its business can be carried out efficiently and effectively. The Chairperson shall hold office for a one-year period during good behaviour. The Chairperson shall not be a member of the Corporation.

### **Agenda And Minutes**

2. The Chairperson shall prepare the agenda of the board and members meetings and shall review and approve the minutes of the board and membership.

### **Authority Re By-Laws, Etc**

3. The Chairperson shall have the authority to be vigilant and active in causing the by-laws, the code of conduct, and the policies of the Corporation to be duly executed and obeyed.

### **Formal Complaint**

4. In the event that the Chair determines that a serious breach of the by-laws, the code of conduct, and/or the policies of the Corporation has occurred, which cannot be resolved informally, the Chair may file a Formal Complaint in accordance with the Voting Directors Complaints Protocol, as set out in the Voting Directors Accountability Manual. All such complaints shall be dealt with by the Board Mediation Committee in accordance with the Protocol. (By-laws 2020, b.7A, s.4)

## ***BY-LAW 8: MEETINGS OF THE BOARD AND COMMITTEES OF THE BOARD***

Be it enacted as a by-law of the Student Association of George Brown College, which is incorporated under the Canada Not-for-Profit Corporations Act, as follows:

### **Board Meeting – Calling Of Meetings**

1. The Director Communications and Internal shall call one meeting of the Board to be held each month during the fall and winter semesters, and other meetings of the Board at the Executive Committee’s discretion and whenever requested to do so in writing by a majority of the other directors. In the event that no Board meeting is scheduled during a period longer than one month an ordinary resolution of Board members may request in writing to the Director Communications and Internal to call a meeting of the Board. (By-laws 2020, b.8, s.1)

### **Committee Meetings – Calling Of Meetings**

2. The Chair of each committee shall call meetings of the committee at the Chair’s discretion and whenever requested to do so in writing by the Executive Committee, the Board or a majority of the other members of the committee. (By-laws 2020, b.8, s.2)

### **Board Meeting - Notice**

3. The Director Communications and Internal shall cause notice of a meeting of the Board to be given to all committee members at least five (5) business days prior to the meeting. Such notice shall disclose the date and time of the meeting and at which office of the corporation within the City of Toronto the meeting shall be held. (By-laws 2020, b.8, s.3)

### **Board Meeting – Waiver Of Notice**

4. A meeting of the Board may be held at any time without notice if all members of the Board are present and consent to the holding of the meeting, or those who are absent have consented, in writing, to the Director Communications and Internal, to the meeting being held in their absence. (By-laws 2020, b.8, s.4)

### **Board Chair – Appointment**

5. The Board shall appoint a Chair in the first meeting of each year, who shall preside at all meetings of the Board and of the Membership. (By-laws 2020, b.8, s.5)

### **Board Meetings – Teleconference**

6. If all individuals entitled to vote at a meeting of the Board have consented, any individual may participate in the meeting by means of conference telephone or other communications equipment that allows all individuals in the meeting to communicate

with one another. Any individual participating in such a manner shall be deemed present at the meeting. (By-laws 2020, b.8, s.6)

### **Board Meetings - Quorum**

**7.** Quorum for a meeting shall be a majority of the members of the Board. (By-laws 2020, b.8, s.7)

### **Secretary Of The Board**

**8.** The Director Communications and Internal, or such other individual as appointed by the Board, shall serve as secretary at each meeting of the members or of the Board, with the exception of *in camera* sessions of the Board, provided that no minutes shall be effective until approved at a subsequent meeting. (By-laws 2020, b.8, s.8)

### **Minutes Of Meetings - Inspection**

**9.** The minutes of all meetings of the Board, once approved, shall be available for inspection by members through the website of the corporation within ten (10) days of approval. (By-laws 2020, b.8, s.9)

### **Decision Of The Board Or Committee**

**10.** All matters to be decided at a meeting of the Board of Directors or a committee shall be decided by ordinary resolution of those in attendance and entitled to vote, unless the Act, the Student Association of George Brown College Policies and Procedures Manual or these By-laws require a Special Resolution. In the event of a tie, the motion shall be considered defeated. (By-laws 2020, b.8, s.10)

## **BY-LAW 9: MEETINGS OF MEMBERS**

Be it enacted as a by-law of the Student Association of George Brown College, which is incorporated under the Canada Not-for-Profit Corporations Act, as follows:

### **General Meeting – Calling Of Meeting**

1. The Board shall call a general meeting of the membership to be held at which the corporation's financial statements and reports of the directors and of the auditor shall be presented.

### **General Meeting – Calling Of Special Meeting**

2. The Director Communications and Internal shall call special meetings of the members and whenever requested to do so in writing by a majority of the Board or at least five percent (5%) of the members, provided that such writing also discloses business requested to be conducted at the meeting and enough information to allow the members to make a reasoned decision on the matter. (By-laws 2020, b.9, s.2)

### **Notice Of Meeting**

3. The Director Communications and Internal shall cause notice of a meeting of the members to be given in at least one of the following manner:

- a) by electronic to each member entitled to vote at the meeting 21 to 35 days before the day of the meeting;
- b) by affixing the notice to a notice board on which information respecting the corporation's activities no later than 30 days before the day of the meeting;
- c) by publication in the Campus Newspaper at least once in each of the three weeks immediately before the day of the meeting. (By-laws 2020, b.9, s.3)

### **Requirements Of Notice**

4. Notice of a meeting of the members shall remind members of the right to vote by proxy. In the case of a special meeting of the members, such notice shall also disclose the special business to be conducted at the meeting and background information. Pursuant to subsection 197(1) (Fundamental Change) of the Act, a special resolution of the members is required to make any amendment to the By-laws of the corporation to change the manner of giving notice to members entitled to vote at a meeting of members. (By-laws 2020, b.9, s.4)

### **Quorum**

5. Quorum for a meeting of the members shall be thirty (30) current members present in person or by proxy. The individual chairing any meeting for which quorum is not

obtained within thirty (30) minutes after the meeting is scheduled to begin, or for which quorum ceases to exist, shall adjourn such meeting to another day and time of which no further notice need be given. (By-laws 2020, b.9, s.5)

### **Decision - Majority**

**6.** All matters to be decided at a meeting of the members shall be decided by majority vote of those in attendance and entitled to vote, including the individual chairing the meeting, unless the Act, the Student Association of George Brown College Policies and Procedures Manual or these By-laws otherwise provide. In the event of a tie, the motion shall be considered defeated. (By-laws 2020, b.9, s.6)

### **Proxy**

**7.** Members shall be entitled to attend and vote at a meeting of members by proxy, by providing a written proxy to another member in the form prescribed by the Board. Any one member may hold not more than two (2) proxies. Pursuant to subsection 197(1) (Fundamental Change) of the Act, a special resolution of the members is required to make any amendment to the by-laws of the Corporation to change this method of voting by members not in attendance at a meeting of members. (By-laws 2020, b.9, s.7)

### **Member's Proposal**

**8.** A motion intended for a meeting of the members from any individual member shall be placed on the agenda of a meeting of the Membership if fifteen (15) members sign a petition in support of it. The full text of the motion must be included on the petition and the text of the motion and signed petitions must be submitted to the Director of Communications and Internal a minimum of forty-five days before the meeting of the Membership. The petition referred in this section is the same as a Membership Proposal in accordance with section 163 of the Canada Not for Profit Corporations Act. (By-laws 2020 as amended F2020, b.9, s.8)

### **Idem**

**9.** Notwithstanding Section 8, the Board may deny the petition being added on the agenda for the meeting, if the petition:

- a) appears that the primary purpose of the petition is to enforce a personal claim or redress a personal grievance against the corporation or its directors, officers, members or debt obligation holders;
- b) appears that the petition does not relate in a significant way to the activities or affairs of the corporation;
- c) the petition process being abused to secure publicity; or
- d) any other reasons set out in section 163(6) of the Act. (By-laws 2020, b.9, s.9)

## ***BY-LAW 10: LEGAL AND FINANCIAL***

Be it enacted as a by-law of the Student Association of George Brown College, which is incorporated under the Canada Not-for-Profit Corporations Act, as follows:

### **Head Office**

1. The head office of the Corporation shall be in the city of Toronto, in the province of Ontario. (By-laws 2020, b.10, s.1)

### **Seal**

2. The seal of the Corporation shall be established by resolution of the Board of Director. The seal shall remain in the custody of the Director Communications and Internal, or such other Director as the Board may designate, and shall be affixed by such individual documents requiring it. (By-laws 2020, b.10, s.2)

### **Fiscal Year**

3. The fiscal year of the corporation shall be from June 1 to May 31. (By-laws 2020, b.10, s.3)

### **Contracts, Etc.**

4. Contracts, cheques and other documents to be executed by the corporation shall be signed by two individuals: the General Manager, and in that person's absence or unavailability, the Operations Manager or Manager of Equity and Advocacy and one of either the Director of Operations or the Director Communications and Internal, or otherwise as the Board of Directors shall direct. (By-laws 2020, b.10, s.4)

### **Borrowing Funds**

5. The corporation may borrow funds whenever authorized to do so by a two-thirds majority vote of the Board of Directors. (By-laws 2020, b.10, s.5)

### **Duty Re Proper Accounts, Records, Etc.**

6. The Board shall cause all proper accounts, books, and records to be regularly and properly kept on behalf of the corporation. (By-laws 2020, b.10, s.6)

### **External Auditor – Appointment And Term Of Office**

7. An external auditor shall be appointed at each annual general meeting of the members to audit the corporation's financial statements and report to the members. The auditor shall serve as such until the next annual general meeting unless in the meantime another auditor is appointed by the members or the auditor resigns. If the



auditor resigns, the Board shall appoint another auditor to serve until the next annual general meeting. (By-laws 2020, b.10, s.6)

### **Indemnity – Board Members, Offices, Etc.**

**8.** Every member of the Board of Directors, Officer of the Corporation, and Employees of the Corporation and his or her or their, executors and administrators, and estate and effects, with the consent of the members of the Corporation, are from time to time and at all times, indemnified and saved harmless out of the funds of the corporation, from and against:

- a) all costs, charges and expenses whatsoever that he, she or they sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him, her or them, for or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him, her or them, in or about the execution of the duties of his, her or their office; and
- b) all other costs, charges and expenses that he, she or they sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his, her or their own wilful neglect or default.
- c) However, the indemnity shall only be available to an individual if:
  - i) he, she, or they acted in good faith and with a view to the best interests of the Corporation; and
  - ii) in case of a criminal or administrative action or proceedings that enforced by a monetary penalty, he, she or they had reasonable grounds for believing that his, her, or they conduct was lawful. (By-laws 2020, b.10, s.9)

### **Fair Wage**

**9.** The corporation is committed to providing a fair wage to all students employed in part-time positions. As such, the minimum wage of the corporation will be \$15 per hour. The Student Association Board in consultation with part-time staff will review the minimum wage annually to make sure they are providing a progressive living wage. (By-laws 2020, b.10, s.9)

### **Repealed**

**10.** repealed (By-laws 2020 as amended F2020, b. 10, s.10)

### **Records – To Be Kept By Director Of Communications And Internal**

**11.** The Director of Communications and Internal shall ensure the following records are kept:

- a) the articles and the by-laws, and amendments to them, and a copy of any unanimous member agreement;

- b) the minutes of meetings of members and any committee of members;
- c) the resolutions of members and any committee of members;
- d) if any debt obligation is issued by the corporation, a debt obligations register that complies with section 44 of the Canada Not of Profit Corporations Act;
- e) a register of directors and a register of officers, which shall contain the name of the director and officer, the address of each director and officer, and the email address of each director and officer; and
- f) a register of members. (By-laws 2020, b.10, s.11)

### **Inspect Of Records**

**12.** The records described in section 11 shall at all reasonable times be open to inspection by the directors. The corporation shall, at the request of any director, provide them with any extract of the records free of charge. (By-law 2020, b.10, s.12)

### **Idem**

**13.** A member, a member's personal representative and a creditor of a corporation may examine and, on payment of any reasonable fee, take extracts from the records referred to in section 11 subsection (a) to € during the corporation's usual business hours. (By-laws 2020, b.10, s.13)

### **Copies To Be Provided**

**14.** A member of a corporation is entitled on request and free of charge to one copy of the articles and by-laws, any amendments to them, and any unanimous member agreement. (By-laws 2020, b.10, s.14)

### **Examination Of Records - Purpose**

**15.** A member or member's personal representative may examine the register of members only in connection with:

- a) an effort to influence the voting of members;
- b) requisitioning a meeting of members; or
- c) any other matter relating to the affairs of the corporation. (By-laws 2020, b.10, s.15)

### **Examination Of Records – Solemn Declaration**

**16.** Before a Member or a Member’s representative can access the register of members, the Member requesting the list shall swear a solemn declaration that:

- a) reason why they are requesting the list;
- b) that they will not use the list for any other purpose whatsoever;
- c) that they will not share the list with any other person in any manner whatsoever; and
- d) that misuse of the information as contained in the members list is an offence in accordance with section 262 (3) of the Act punishable by a fine of \$25,000 and up to six months imprisonment. The indemnification under section 8 of this by-law is not available to members who are charged under section 262 (3) of the Act. (By-laws 2020, b.10, s.16)

## ***BY-LAW 11: THE BY-LAWS, POLICIES AND PROCEDURES OF THE CORPORATION***

Be it enacted as a by-law of the Student Association of George Brown College, which is incorporated under the Canada Not-for-Profit Corporations Act, as follows:

### **By-Laws Amendment Procedures**

1. a) These By-laws may be amended or replaced by a majority vote of the members, provided that the full text of such amendment or replacement is included in the respective notices for such meetings.  
  
b) This section does not apply to a By-law that requires a special resolution of the members according to subsection 197(1) (fundamental change) of the Act where the act shall be followed. (By-laws 2020, b.11, s.1)

### **Editorial And Other Changes**

2. These by-laws may be corrected by Director Communications and Internal, the By-laws Committee and/or the Communications and Internal Committee, to be approved by the Board, for the purposes of rectifying:

- a) Spelling, punctuation, and grammatical errors.
- b) Incongruences of language, including the names, titles and positions of documents, and persons elected or hired by the Board, as well as other language and terms used throughout governing documents.
- c) Errors and changes in the numbering of provisions or other portions of these by-laws, other governing documents, and the Act.
- d) An error to a correction that is identified with the appropriate correction also identified.
- e) The Board shall be notified in writing when a correction has been made, and the updated by-laws published upon approval. (By-laws 2020, b.11, s.2)

### **Policies And Procedures – Powers Of The Board**

3. The Board shall produce such policies and procedures as are required by these By-laws, and may produce such other policies and procedures not inconsistent with these By-laws as it deems appropriate. The Board shall cause the policies entitled Student Association of George Brown College Policies and Procedures Manual. (By-laws 2020, b.11, s.3)

### **Policy And Procedures – Amendment Or Repeal**

4. Policies and Procedures may be amended or replaced by majority vote of the Board, provided that the full text of such amendment is available not less than ten (10) business days prior to the meeting at which the amendment or replacement is to be considered and the amendment or replacement is included in the respective notices for such meetings. (By-laws 2020, b.11, s.4)

### **Voting Directors Accountability Manual – Powers To Create**

5. The Board of Directors shall create and set forth a Voting Directors Accountability Manual. The Voting Directors Accountability Manual shall contain those things which are specified in these by-laws. The Voting Directors Accountability Manual has the same force and effect as if it is explicitly written into these by-laws. If there are any inconsistencies between these by-laws and the Voting Directors Accountability Manual, these by-laws are supreme and shall prevail. (By-laws 2020, b.11, s.5)

### **Act And Articles – Supremacy Over By-Laws**

6. The Act and the Articles made under the Act are the supreme governing document of the Corporation. If any inconsistency exists between the by-laws, or policies of the Corporation and the Act or the Articles made under the Act, the Act or Articles made under the Act shall prevail and that provision of the by-law or policies shall have no force or effect. (By-laws 2020, b.11, s.6)

### **By-Laws – Supremacy Over Policies**

7. These By-laws have supremacy over the policies of the Corporation or resolution of the Board. (By-laws 2020, b.11, s.7)

### **Unproven Cases – Appeal To The Interpretation Act**

8. Any dispute made over the interpretation of things, or the computation of time, not otherwise. Settled under these by-laws, shall be decided according to the *Interpretation Act (R.S. 1985, c.I-21)*. (By-laws 2020, b.11, s.8)

### **Establishment Of Policy**

9. a) Policy for the Student Association may be established from time to time by the Board in accordance with the following guidelines:

#### **Operational Policy**

b) i) Operational Policy consists of policy that outlines the framework of managing the operations of the Student Association.

ii) To adopt, amend, or rescind Operational Policy, a majority of two-thirds (2/3) of the Board must vote in favour.

### **Issues Policy**

- c) i) Issues Policy consists of policy that the Student Association takes a stance on. It is policy that either opposes, supports and/or condones, but not limited to, actions that the Student Association or a third-party carries out. An example of such policy is taking a stance on international, national and domestic issues, such as tuition fees.
- ii) To adopt, amend, or rescind Issues Policy, ordinary resolution of the Board must vote in favour. (By-laws 2020, b.11, s.9)

### **Policy - Force And Effect**

**10.** All policy remains the policy of the Student Association until changes, or retracted by a vote of the same or higher authority as that which established the policy. (By-laws 2020, b.11, s.10)

### **Policy Book**

**11.** All policy of the Student Association shall be maintained in the Policy Booklet of the Student Association. (By-laws 2020, b.11, s.11)

## **BY-LAW 12: ELECTIONS**

The Student Association of George Brown College is committed to elected leadership, chosen from and by its student membership.

The Student Association, by way of these By-laws, seeks to ensure that the election process is conducted in a fair, consistent and accessible manner.

The students of George Brown College are entitled to full representation at all levels of the Student Association.

The Student Association is strongly committed to the ideals of safety, equity, and accessibility and encourages students of diverse backgrounds and from traditionally underrepresented groups to run in elections.

Be it enacted as a by-law of the Student Association of George Brown College, which is incorporated under the Canada Not-for-Profit Corporations Act, as follows:

### **Administration Of Elections**

1. a) The Student Association shall govern all the elections of the Student Association. Procedures for elections shall be found in the By-Laws of the Student Association. An Operations Manual for the Elections Committee (OMEC) will be maintained by the elections committee to ensure consistency in annual elections and codify practices that enhance the transparency and strength of the Elections Process. In circumstances where there is no contradiction between the By-Laws and the OMEC, the By-laws shall supersede the OMEC.
- b) The Student Association shall run the elections for the Board of Governors' Position, should the college invite the Student Association to do so. The costs of the election in regards to reimbursement of candidates' expenses shall be subject to reimbursement by the college. The rules for this position shall be determined by the Chief Returning Officer in consultation with the college. (By-laws 2020 as amended F2020, b.12, s.1)

### **Elections Committee – Composition And Chair**

- 2 a) The Elections Committee will be as follows:
  - i) General Manager (or designated manager),
  - ii) Two Members of the Board, as determined through a nomination and vote taken by the Board of Directors, requiring a two-thirds majority vote, and
  - iii) Chief Returning Officer (CRO) of the Elections.
- b) i) The General Manager shall be the Chair of the committee until a Chief Returning Officer is appointed.

- ii) Upon the appointment of a Chief Returning Officer, the Chief Returning Officer shall be the chair of the committee; and
- iii) The General Manager shall ensure that administrative practices and procedures of the Corporation is carried out by the Chief Returning Officer, and shall be the principal contact and supervisor of the Chief Returning Officer.

### **Elections Committee - Duties**

- c) The Elections Committee will be empowered to:
  - i) Hire the Chief Returning Officer (CRO).
  - ii) Recommend election dates to the Board.
  - iii) Publicise important election dates and information.
  - iv) Oversee logistics of the elections.
  - v) Solicit feedback from members regarding the Elections Process in each year.
  - vi) To study the recommendations of the CRO and ensure they are fully considered; review good practices from previous elections and be responsible for implementing any recommendations approved by the Board.
  - vii) Maintaining and updating the BPM;
  - viii) Secure office space for the CRO to work.
  - ix) Members of the Elections Committee are not permitted to seek office with the Association and must remain neutral during the election process.

### **Chief Returning Officer - Duties**

- d) The CRO is responsible for the overall administration of the Student Association Elections. The CRO's responsibilities will include the following:
  - i) The hiring and training of Deputy Returning Officers (DROs).
  - ii) The hiring and training of polling clerks.
  - iii) The acquisition of a voters list from the College.
  - iv) The establishing and setting up of polling stations on campus.
  - v) The preparation of the voter registration database.
  - vi) The Procuring all materials for the elections.
  - vii) The promoting of the elections.
  - viii) The calling of the All Candidates Meeting(s).
  - ix) The Approval of all campaigning material
  - x) Adjudicate and provide rulings on complaints filed by candidates during the electoral process.
  - xi) Overseeing the ballot counting process.
  - xii) The publication of the voting results.
  - xiii) Prepare the CRO's report to be presented to the Board of Directors for ratification.
  - xiv) All other elections materials and communications.



xv) Where in the opinion of the Chief Returning Officer, by reason of mistake, miscalculation, emergency, or unusual or unforeseen circumstances, a situation for which there is no provision made under this by-law, election policy or other regulation exists and the Chief Returning Officer is satisfied that if adaptations is not made a substantial number of voters would not be able to vote or for those who have voted would not have their votes counted, then the Chief Returning Officer with the advice and consent of the Elections Committee chaired by the General Manager, shall give such directions as he or she considers proper, for the sole purpose of enabling electors to exercise their right to vote or enabling the counting of votes. Such directions include but are not limited to changing the dates of voting, timeframes of the election, the method of voting, or the place where voting may take place. The Chief Returning Officer shall immediately give notice of any such direction to all candidates and post such directions on the doors of the student association. Such direction shall not be subject to appeals to the Elections Appeals Committee.

xvi) The Chief Returning Officer shall designate the exercise of his or her authority to the Deputy Returning Officer on such conditions and limitations as deemed appropriate by the Chief Returning Officer with the advice and consent of the elections committee. (By-laws 2020 as amended F2020, b.12, s.2)

### **Timing Of Elections**

3. a) The timetable for the elections shall be as follows:
- i. for the fall election, the voting shall conclude no later than the first Friday in December; and
  - ii. for spring elections, the voting shall end no later than the first Friday in April.
- b) The elections shall be divided into four periods:
- i. Nominations period, which shall start on the 5<sup>th</sup> business day prior to the closed of Nominations and shall end on day approved for the close of nominations;
  - ii. Campaign period which shall begin on the 10<sup>th</sup> business day before the Close of Voting, and continue until the close of voting;
  - iii. Voting Period shall be the five days approved by the Board for voting; and
  - iv. the period in between the close of nominations and the start of the campaign period. (By-laws 2020 as amended Oct 2020, b.12, s.3)

### **Eligibility Of Candidates**

4. a) All members who are in good standing in accordance with By-Law 1 and who meet the applicable eligibility requirements set out in By-Law 3 shall be eligible to run. The Board does not have authority to impose additional conditions on the eligibility of candidates unless those conditions are set out

in the By-Law prior to the start of the election process. (By-laws 2020 as amended Oct 2020, b.12, s.4)

- b) An individual member may hold a position on the executive for a maximum of two terms within a five-year period to commence upon the last day of their second term.
- c) No candidate shall run for more than one position during the same election.
- d) Voting positions on the Board shall be filled as follows:
  - i) The Executive members who shall be elected by the members at large.
  - ii) The Educational Centre Representatives shall be elected by the members registered in an academic program in their respective educational centres. (By-laws 2020 as amended F2020, b.12, s.3)

### **Nomination Of Directors**

- 5.**
- a) Candidates shall be nominated pursuant to a nomination form printed under the authority of the CRO, and submitted to the CRO. Candidates must be nominated by those who are eligible to vote for the office. To the extent possible, candidates will be notified if their nomination form is deficient or incomplete to permit re-submission before the nominations deadline. It is the responsibility of the candidates to submit a complete nominations form.
  - b) Candidates are required to obtain the following valid signatures:
    - i) Executive Members – thirty (30) valid signatures; or
    - ii) All other positions – ten (10) valid signatures (By-laws 2020, b.12, s.5)
  - c) No nominee for any position shall be nominated as part of a slate, and no slate name shall be formed or appear on the ballot. Cross endorsement and cross campaigning shall be allowed, but each platform shall be unique and no expenses shall be shared (By-laws 2020 as amended F2020, b.12, s.5).
  - d) The Elections Committee may establish a nominations process for the Director of Communications and Internal and Director of Operations positions due to the requirements of the positions and subsection (b) will not apply for that process. (By-laws 2020 as amended Oct 2020, b.12, s.5)
  - e) The Chief Returning Officer with the advice and consent of the Elections Committee may establish an alternative nominations process where the application of subsection (b) is not feasible due to the totality of the circumstances. (By-laws 2020 as amended Oct 2020, b.12, s.5)

## **Withdrawals Of Candidates**

**6.** A candidate may withdraw from the Student Association elections so long as their withdrawal is in writing via a completed withdrawal form, which can be obtained from any Student Association office front desk, and is submitted to and accepted by the Chief Returning Officer at any time before 2:00 p.m. local time on the business day following the All Candidates Meeting. Any campaign expenses incurred by the candidate will not be reimbursed upon withdrawal. (By-laws 2020 as amended F2020, b.12, s.6)

## **All-Candidates Meeting**

- 7.**
- a) All nominees, or an authorized representative of each nominee, must attend the All-Candidates Meeting in its entirety or arrange to meet with the CRO in person within twenty-four (24) hours of the meeting.
  - b) For an authorized representative to be valid, they must possess a signed statement from the nominee that the representative has the authority to act on their behalf for the duration of the meeting.
  - c) Any candidate who fails to attend or send an authorized representative to the All-Candidates meeting, or fails to meet with the CRO, shall be disqualified from the election.
  - d) A candidate's eligibility is not official until the CRO has verified the entire set of applicable nomination forms and posted an "Official Candidates List" on which the potential candidate's name appears. The Official Candidates List must, at a minimum, be posted on the doors of all Student Association offices.
  - e) The topics at the all-candidates meeting shall include, but not limited to:
    - i) The elections process;
    - ii) The Election schedule;
    - iii) The duties and functions of the Election officials.
  - f) Each candidate, or authorized representative, will sign a statement before leaving the meeting that indicates they understand the rules and regulations governing the Election.
  - g) It is the responsibility of each candidate to understand all information provided at the All-Candidates meeting. (By-laws 2020 as amended F2020, b.12, s.7)

## **Nomination Period**

- 8.**
- a) The nomination period will be at least five (5) business days and will be advertised on all Student Association in a manner consistent with the notification of a membership meeting

b) There shall be no campaigning during the nomination period. Candidates may only tell individual students that they intend to run in the election for the purpose of being nominated.

c) If the number of nominated candidates certified for an office is less than the total number of persons to be elected to that office, the Chief Returning Officer may extend the nomination period for those offices only for a period of three to five days, or otherwise as approved by the Elections Committee. The additional nominations shall be received and treated as if they were part of the original nomination period and a second all candidates meeting, or in depth briefing shall be held at the close of the extended nominations period for those candidates who were nominated during the extension period. (By-laws 2020 as amended F2020, b.12, s.8)

### **Campaigning – Rules**

9. a) All candidates and campaigners who work on behalf of a candidate must abide by the following rules relating to conduct and behavior of candidates during campaigning and assume responsibility for those campaigning on behalf of candidates.

### **Campaigning - Types**

- b) Campaigning is any action designed to influence the elector, this includes verbal and non verbal ways designed to get the elector to vote in a certain way. The definition of campaigning includes:
- i) Verbally soliciting a students' vote;
  - ii) Handing out materials soliciting a student's vote;
  - iii) Making announcements concerning an individual's candidacy in an election, including in hallways or classrooms.

### **Rules – Cro Authority To Establish**

- c) The CRO shall have the authority to determine the rules of the election and in doing so the CRO shall consult with the Elections Committee.

### **Campaigning – Prohibited Before Nominations Period**

- d) No campaigning shall take place before the start of the campaigning period.

### **Leave Of Absence**

- e) Any members of the Board, staff, or committee members shall take a leave of absence during the campaign period.
- f) The Student Association Board and executive shall not undertake any of the following after the day designated as the start of nominations until the end of the elections period:

- i) the appointment or removal of any board member, officers or managers;
  - ii) any changes to the by-law or policies regarding the election or the elections process or the term of the new board;
  - ii) the creation of any new program or services; and
  - iv) directions to officers or managers of the corporation regarding new programs or services of the Student Association.
- g) For the greater certainty, subsection (g) does not prohibit the Board from:
  - i) Acting in case of emergencies; or
  - ii) Completing work already begun before the opening of the nominations period.
- h) The Board may delegate by resolution a committee which is capable of performing the functions under subsection (h), as long as the committee is composed of at least three people, two of whom must be members of the executive and all of who must be board members not seeking re-election.
- i) Any board member may not undertake or organize an event on behalf of the Student Association or from the budget of the student association from the start of nominations until the close of voting.
- j) Any member of the Board, staff, volunteer or committee member who is running in the election may not discuss the election while on duty from the start of the nominations period.

### **Cro Approval Authority Re Materials**

- k) All campaign material and/or advertisement need approval by the CRO in advance of posting or distribution. All submissions made to the CRO shall be returned with or without approval within two (2) business days.

### **Restriction On Campaigns –Locations**

- l) Restrictions regulating campaigning, that are unique to the following, shall be followed. It is the responsibility of the candidates to familiarize themselves with the different rules that govern each of the aforementioned entities such as:
  - i) No campaigning of any form is permitted in the Student Association offices, or any area that can be perceived to be under the jurisdiction of the Student Association as determined by the Chief Returning Officer.
  - ii) Campaigning within a classroom is forbidden without the expressed permission of its presiding faculty member(s). To campaign in a classroom, a candidate must obtain consent from the professor/lecturer before the start of class.

- iii) Campaigning is not allowed within Student Residence, computer labs, and Library except for any area agreed upon by the Chief Returning Officer and the College (By-laws 2020 as amended F2020, b.12, s.8).

**Spending Limit**

10. a) The spending limit for all positions shall be as follows:

Executive positions	\$250.00
Educational Centre positions	\$75.00
All acclaimed positions	\$50.00

The spending limits shall increase by the CPI index annual with a base calculation for CPI increases being January 1, 2017. The spending limits shall be rounded to the nearest increment of twenty-five dollars, as determined by the Chief Returning Officer.

**Receipts – Provided To Cro Upon Request**

- b) All candidates shall submit to the CRO original receipts of all campaign expenditures within seventy-two (72) hours of the close of voting. The CRO may at any time request from any of the candidate’s original receipts for expenditures prior to the close of voting.

**Campaign Donations**

- c) All campaign donations must be brought to the attention of the CRO and included in the campaign expense report to be submitted by each candidate. Donated materials shall be assigned a dollar value based on fair market value by the CRO and shall be calculated as campaign expenses but will not be considered in the calculation of a refund against election campaign expenditures.

**Prohibition On Use Of Corporation Resources**

- d) Candidates are not entitled to use in their campaign, any service or monies, conferred onto them by virtue of holding any position in any campus organization unless such services would still be available to them otherwise. This includes, but is not limited to, office supplies, equipment, advertising space and staff.

**Appropriation Of Funds**

- e) Funds for the purpose of elections shall be provided for in the operating budget of the Student Association.

**Failure To File – Disqualification**

- f) Failure by a candidate to submit a campaign expense form and original receipts by the deadline may result in disqualification upon decision of the CRO. Any candidate who exceeds the campaign limit shall be disqualified by the CRO.

**Refund Of Expenses**

- g) Each candidate, except those who are declared ineligible for refund or disqualified by the CRO, shall receive a full refund from the Student

Association against election campaign expenditures as prescribed herein.

### **Budget Forms - Samples**

- h) The Chief Returning Officer shall create appropriate budget forms for the candidates to use during the elections process.

### **Required Documents And Misrepresentation – Null And Void**

- i) Any candidate who does not submit the required documents by the deadline imposed or misrepresent campaign expense is disqualified and the said election is null and void. (By-laws 2020 as amended F2020, b.12, s.9)

### **Authority To Administer Provisions Of By-Laws**

- 11. a) CRO shall have the sole authority to administer the provisions of these By-laws and the elections regulations made under this by-law by the CRO, Board, or Elections Committee. The CRO may for violations of these by-laws:

- i) assign demerit points, including assign multiple demit points for where violations encompasses more than one offence;
- ii) disqualify the candidate from running in the election; and
- iii) declare the election of a candidate null and void.

When a candidate for any officer is assigned more than 20 demerit points the candidate shall be disqualified.

### **Authority In Unproven Cases**

- b) The CRO reserves the right to make rulings on issues and events not otherwise covered in this code, or to add in such rulings to supplement existing sections.

### **Time Limit For Submission Of Complaints**

- c) Allegations of violations of these By-laws shall be submitted to the CRO in writing. Such allegations must be made within 48 hours after the incident occurred.

### **Lay Charges For Violation**

- d) The CRO may lay charges of violations of campaign rules at her/his own initiative.

### **Cro's Ruling**

- e) The CRO shall render a decision in writing to the candidates in questions and the complainant, within a reasonable time, this is usually within 48 hours, but may be longer should there be additional information needed from candidate, witnesses, or legal counsel.

### **Publication Of Findings**

- f) Where the CRO finds there has been a violation of these By-laws, the CRO must publish the details of the violation in a designated elections space in the Student Association office. Published notification of violations will only take place once all appeals have been exhausted.

### **Disqualification Of Winner**

- g) When a candidate is disqualified, the candidate will be deemed to have never been nominated, and should voting have already occurred, any votes for that candidate should have been deemed to be rejected by the Chief Returning Officer at validation.

### **Computation Of Time**

- h) The computation of time is subject to the rule as set forth in the *Interpretation Act, R.S.C. 1985, c.I-21*. Further, should because of causes beyond the control of the parties involved the time limits cannot be followed, the Chief Returning Officer shall have the authority to modify the time limits in this section, as long in the opinion of the Chief Returning Officer and having regard to all the facts of the matter doing so would not bring the electoral process into disrepute.

### **Burden Of Proof**

- i) All rulings regarding matters surrounding candidate discipline are to be made with the burden of proof being beyond a reasonable doubt. All other rulings of the Chief Returning Officer shall be made using the balance of probabilities. (By-laws 2020 as amended F2020, b.12, s.10)

### **Method Of Election**

12. a) The Board shall determine the method of election.

### **Polling Places**

- b) The Chief Returning Officer shall determine places for polling stations and limits on campaigning near those polling station.

### **Poll Officials**

- c) The Chief Returning Officer shall appoint, train, and oversee poll officials.

### **Candidate's Representative At The Polls**

- d) Each candidate shall have the right to appoint a candidates representative at the polls to witness the operations of the polls and to ensure compliance with the standards as established by the Chief Returning Officer.

### **Counting Of Ballots**

- e) The counting of the ballots shall occur in such ways as the Chief Returning Officer shall direct, with the consent of the Elections Committee.



### **Candidate's Representative At Count**

- f) Candidates may appoint a representative to witness the count.

### **Official Validation**

- g) An official validation shall take place the next business day after counting. The Chief Returning Officer may delay the validation for sufficient cause.

### **Unofficial Results**

- h) The Chief Returning Officer shall publish unofficial results at the earliest opportunity but until the results have been validated the results are considered unofficial official.

### **Validated Results**

- i) When validation has taken place the Chief Returning Officer shall forthwith certify the results and forward the results to the board.

### **Affidavit Of Elections**

- j) Once the board has accepted the results, the Chief Returning Officer shall swear an affidavit of Election before a Commissioner of Affidavit, duly licensed in the province of Ontario. The Chair of the Elections Committee shall keep a copy of the Affidavit for the official records of the corporation.

### **Ratification Of Candidate On The Ballot**

- k) If at the close of nominations, the number of certified candidates for an office is the same as or less than the number to be elected, the Chief Returning Officer shall place on the ballot the following question regarding that candidate:

Should NAME OF CANDIDATE be elected for the POSITION  
OF CANDIDATE?

Yes

No

If when more than fifty percent of the valid votes cast are votes no, then the candidate shall not be deemed to be elected and the position shall remain vacant.

### **Declaration Of Election**

- l) The Chief Returning Officer shall, as soon as possible after the counting of the ballots, declare the candidate or candidates, as the case may be, who received the highest number of votes to be elected. (By-laws 2020 as amended F2020, b.12, s.11)

### **Equality Of Votes**

**13.** In the event of a tie the Chief Returning Officer shall choose the successful candidate or candidates by lot. (By-laws 2020 as amended F2020, b.12, s.12)

### **Elections Appeals Committee - Composition**

**14.** The Elections Appeals Committee (“EAC”) shall be composed of the Elections Committee without the General Manager and Chief Returning Officer and chaired by the Chair of the Board. (By-laws 2020 as amended F2020, b.12, s.13)

**15.** a) The EAC’s jurisdiction is limited to the following matters:

i) The EAC shall automatically review any discipline decision of the Chief Returning Officer that resulted in the disqualification of a Candidate. The Chief Returning Officer shall notify the EAC in writing within 48 hours of having made any such decision.

ii) The EAC shall review an appeal filed by a candidate in the following circumstances:

- 1) Where the candidate challenges the validity of his or her election result; or
- 2) Where the candidate challenges a discipline decision by the Chief Returning Officer against the candidate.

Any candidate who wishes to file an appeal under section (a)(ii) must submit a written request for appeal (including any written submissions in support of the appeal) no later than 72 hours after being notified of the decision or election result being appealed. (By-laws 2020 as amended Oct 2020, b.12, s.15)

### **Investigation And Adjudication By Election Appeals Committee**

b) The EAC shall investigate and decide any appeal that is properly before it under section 14(a).

In considering any such appeal, the EAC shall assess whether the discipline decision or election result in question was due to a breach of the By-laws and/or the election rules (as set out in the OMEC). If no breach of the By-laws and/or election rules is identified, the appeal shall be dismissed. If a breach is identified which led to the discipline decision or election result that is under appeal, the EAC shall make an appropriate remedial order to address the issues in the appeal, at its discretion.

The EAC shall communicate its decision to the parties.

The EAC’s decision is not subject to further review or appeal. (By-laws 2020 as amended Oct 2020, b.12, s.15)

### ***Declaration of the CRO regarding the election***

**16.** Should the Chief Returning Officer have reason to believe that there were irregularities, fraud or corrupt or illegal practices that affected the result of the election, the Chief Returning Officer shall report those reason to the Board and shall provide the Board with a recommendation as to whether or not the election shall be declared null and void. The Board shall, upon consideration of the Chief Returning Officer's report, either: (a) declare the election to be null and void; and/or (b) take such other action as the Board may deem necessary. (By-laws 2020 as amended F2020, b.12, s.16)

### **Recounting Ballots**

**17.** If the margin of victory is a difference of 5 percent or less of the total votes casted an automatic recount shall take place. The CRO at their discretion reserves the right to call a recount. (By-laws 2020 as amended F2020, b.12, s.17)

### **Ratification**

- 18.** a) Candidates shall not be deemed elected until they have:
- i) Been ratified by the Student Association's Board.
  - ii) Attained the age of majority of eighteen (18) years of age.
- b) At its next meeting following the election, the Board shall confirm that the following conditions have been met:
- i) The Chief Returning Officer has certified the election results in accordance with section 11(i).
  - ii) There are no outstanding appeals pending with the EAC. If any such appeals are pending, the Board shall schedule a meeting to ratify the election results as soon as practicable following the issuance of the EAC's appeal decision.
  - iii) The election has not been declared null and void under section 15.
- c) Upon confirmation that the conditions in section (b) have been met, the Board, including all of its Directors, shall ratify the election results. For further clarity, no Director may refuse to ratify the election results if the conditions in section (b) have been met.
- d) Upon ratification by the Board all ballots will be destroyed. (By-laws 2020 as amended Oct 2020, b.12, s.18)