

By-Law Amendments to Accommodate the Creation of the Secretary of the Board of Directors

CREATE

4.01.ii.c: The Secretary of the Board of Directors shall be a permanent seat on the UWSA Board of Directors. The Board of Directors upon recommendation by the Executive Committee shall appoint the Secretary of the Board of Directors. The Secretary of the Board of Directors shall not have a vote, and only has speaking rights where necessary to request clarification or otherwise ensure the accuracy of the meeting minutes.

CREATE

4.02.iv: The term of the Secretary of the Board of Directors shall be from the time the appointment is ratified until the following April 30th. The Secretary of the Board of Directors is eligible for reappointment in accordance with appropriate UWSA policy and these By-Laws

AMEND

4.03.i: In the event that the vacancy of the office of any Director other than the Chair of the Board of Directors **or the Secretary of the Board of Directors** occurs on or before September 30 in any year, then the vacancy may be filled by appointment by the Board of Directors provided that the Executive Committee may make recommendations to the Board of Directors respecting the filling of the vacancy. The duration of the above appointment shall be until the closing of a By-Election as provided for in these By-Laws.

AMEND

4.05.i: Any Director of the UWSA, with the exception of the Chair of the Board of Directors, **the Secretary of the Board of Directors**, and the Aboriginal Students' Co-Directors as per elsewhere in these By-Laws, may be subjected to recall in accordance with the provisions of this By-Law.

AMEND

4.05.ix: The Chair of the Board of Directors **or the Secretary of the Board of Directors** may be removed from the Board of Directors by a motion passed with a two-thirds ($\frac{2}{3}$) majority vote at a duly convened Board of Directors meeting. The Board of Directors is required to publish a notice of motion at least one (1) week prior to a vote to remove the Chair of the Board of Directors **or the Secretary of the Board of Directors**. The Director so removed shall no longer be a Director of the UWSA and their position shall be considered vacant until it is filled in accordance with UWSA policy and these By-Laws. The Director so removed may, at their discretion, be present at one additional Board of

Directors meeting and may, at this meeting, request that the decision to remove be rescinded and state their reasons for wanting the decision rescinded.

AMEND

4.06.iv: All Directors, except for the Chair of the Board of Directors, [the Secretary of the Board of Directors](#), and the Executive Directors mentioned immediately above, must successfully complete at least one half (1/2) course, three (3) credit hours, during the term of their office in order to remain a member of the UWSA and retain their eligibility for a Board of Directors position.

4.06.vii: [No Director, Chair of the Board of Directors, or Secretary of the Board of Directors](#) shall be an employee or paid volunteer of the UWSA.

CREATE

[6.09 Duties of the Secretary of the Board of Directors](#)

i: [The Secretary of the Board of Directors shall record accurate meeting minutes for all meetings of the Board, General Membership, and appropriate subcommittees and shall work to eliminate all personal or political bias in the official record of discussions and decisions made by the UWSA.](#)

ii: [The Secretary of the Board of Directors shall ensure that all records are properly formatted, distributed, and filed in accordance with these By-laws and all relevant policies of the UWSA.](#)

iii: [The Secretary of the Board of Directors shall assist the Chair of the Board of Directors with Board Orientation and the convening of monthly Board meetings.](#)

iv: [The Secretary of the Board of Directors shall act as a non-voting advisor at all General Membership Meetings.](#)

v: [The Secretary of the Board of Directors is responsible for compiling and distributing the policy that governs the practices and procedures of the UWSA in accordance with these By-laws.](#)

vi: [The Secretary of the Board of Directors shall be a non-voting member of the Executive Review Ad-hoc Committee and shall record, distribute, and file minutes of the Executive Review Ad-hoc Committee meetings in accordance with these By-laws. The Secretary of the Board of Directors only has speaking rights where necessary to request clarification of meaning or otherwise ensure the accuracy of the meeting minutes.](#)

AMEND

6.26.ii: Each Board of Directors position, excluding [Executive Directors, Chair of the Board of Directors, and the Secretary of the Board of Directors](#) shall be entitled to a five

hundred dollar (\$500) *honorarium* at the end of their term provided that the Directors holding the position fulfilled all duties and requirements as per the UWSA By-Laws. 6.26.v: The Chair of the Board of Directors **and the Secretary of the Board of Directors** shall be entitled to a two thousand dollar (\$2000) honorarium at the end their term provided that the Chair of the Board of Directors has fulfilled all duties and requirements as per the UWSA By-Laws.

AMEND

7.02.iii: **Except where elsewhere designated by these By-laws**, the Secretary of a **committee** may be any Director of the Board of Directors or UWSA Staff member.

AMEND

7.09.i: The Executive Review shall be completed by an ad-hoc Executive Review Committee. This committee shall be comprised the Chair of the Board of Directors who is also the chair of this committee, **the Secretary of the Board of Directors who acts as secretary of this committee**, and a minimum of three other directors. No executive director shall sit on this committee. The committee may seek assistance and/or advice from UWSA staff.

AMEND

8.03.iv: Closed Session minutes from Board of Directors Meetings shall only be made available to the Board of Directors. This may include distributing paper copies to all Directors in attendance, or allowing Directors to view the Closed Session Minutes electronically. **The Secretary of the Board of Directors, in consultation with the Chair of the Board of Directors**, may choose other means of distribution that maintain the confidential nature of Closed Session minutes. In order to maintain the confidential nature of Closed Session minutes, the **Secretary** of the Board of Directors shall destroy, or cause to be destroyed, all Closed Session minutes of the Board of Directors distributed at the Closed Session meeting of the Board of Directors.

PRE-EXISTING ARTICLES REFERING TO THE SECRETARY OF THE BOARD:

6.01.ii: All Directors will attend duly convened Board of Directors meetings and assigned, duly convened Standing and/or Ad-Hoc Committee meetings, or will provide regrets to the Chair or Secretary of the Board of Directors or Standing and/or Ad-Hoc Committee in advance of meetings where attendance is impossible.

6.01.iii: All Directors will attend the scheduled Board of Directors orientation organised by the Executive Directors and the Secretary of the Board of Directors. Only extenuating circumstances will permit another Board of Directors Orientation to be arranged within two (2) months of taking office.

6.28.i: Meetings of the Directors shall be held at such time and place as are from time to time decided by the Chair of the Board of Directors and the Secretary of the Board of Directors after consulting the schedules of the Directors. These meetings shall be subject to the approval of the Board of Directors. No meeting of any UWSA Committee or of the Board of Directors shall be valid if it occurs by telephone, Internet, electronic mail or similar device.

9.11: All motions that have been approved as UWSA policy shall be compiled in a Policy Manual and kept on record by the Secretary of the Board of Directors. The Policy Manual will be updated, if necessary, after each Annual General Meeting of the UWSA.

9.17: Official Minutes of all Board of Directors Meetings and Annual General Meetings shall be taken and kept on file by the Secretary of the Board of Directors and the Secretary of each Standing and/or Ad-Hoc Committees, who shall be a non-voting advisor at all such meetings and shall not count for quorum. Open Session Minutes shall be provided to all Board Directors, and shall be supplied to any UWSA Members upon request. Closed Session Minutes shall be distributed to Directors on the relevant Standing and/or Ad-Hoc Committee or the Board of Directors, but these Closed Session Minutes may be viewed by any Director by requesting of the Chair of the Board of Directors or relevant Standing and/or Ad-Hoc Committee.

11.01: The Secretary of the Board of Directors is responsible for the compilation and distribution of the Policy governing the practices and procedures of the UWSA. These Policy shall be kept in writing and made available for Members of the UWSA at all times. The Secretary of the Board of Directors shall ensure that all ratified UWSA policy is kept in the Policy Manual.