



General Bylaws

of the **University of Winnipeg Students' Association**

Amended by the General Membership

1990		1992		1995
1996		1997		1998
2001		2002		2003
2004		2005		2006
2008		2010		2011
2012		2013		2014
		2015		

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These are the General By-Laws of
The University of Winnipeg Students' Association Inc.

By-Law 1: Language and Consistency

1.01 Inclusive Language

Wherever necessary throughout these By-Laws the use of the singular term will include the plural terms and the use of the plural terms will include the singular term.

1.02 Internal By-Law Consistency

After each By-Law change is effected, the various By-Law reference numbers, Table of Contents and any other references within these By-Laws that have been altered as a result of said change may be altered so as to be accurate without needing the formal approval of the Board of Directors or an Annual General Meeting. These changes shall not be made if they alter the meaning or intent of these By-Laws in any fashion.

By-Law II: Definitions and Election of Directors

Section A – Definitions

2.01 Aboriginal Students' Council

Means the independently run student group representing Aboriginal students on campus.

2.02 The Act

Means the statute under which this organisation has been incorporated and any Act substituted for it as amended from time to time.

2.03 Board of Directors

Means the Board of Directors of the University of Winnipeg Students' Association Incorporated.

2.04 Business Manager

Means the Business Manager employed by the UWSA.

2.05 CFS

Means the Canadian Federation of Students, the national student organisation of which the UWSA is a local member.

2.06 Chief Executive Officer

Refers to the President of the UWSA.

2.07 Closed Session

Refers to minutes and/or meeting segments dealing with confidential business addressing sensitive issues. Closed session items may include but are not limited to: disciplinary action, work in progress, organizational crisis, employment matters or negotiations.

2.08 Daycare Management Committee

Refers to the management committee of the University of Winnipeg Students' Association Daycare Centre, as provided in the By-Laws of the UWSA respecting the operation of this Daycare Centre.

2.09 Daycare Director

Means the Daycare Manager Administrator employed by the UWSA.

2.10 Director

Means a person elected or appointed to the Board of Directors as provided for in these By-Laws.

2.11 Employees

Includes all full-time, part-time and casual employees of the UWSA and, except when the context clearly indicates otherwise, each of the officers described in these By-Laws.

2.12 Employment Standards

Refers to those standards for employment set by the Federal and Provincial Government and represented by the Provincial office of the same title.

2.13 Executive Directors

Refers to the President, the Vice President External Affairs, the Vice President Student Affairs, and the Vice President Internal Affairs.

2.14 General Coordinator

Means the General Coordinator employed by the UWSA.

2.15 Headings

By-Law headings have been inserted only as a matter of convenience and for ease of reference and in no way define, limit or extend any of the provisions of these By-Laws nor are they intended to affect their interpretation.

2.16 Health Plan Coordinator

Means the Health Plan Coordinator employed by the UWSA.

2.17 Labour Board

Refers to the Manitoba Labour Board.

2.18 MELCC

Refers to the Manitoba Early Learning and Child Care office; the provincial body which registered daycares report to.

2.19 Members

Means any University of Winnipeg Student that has paid fees into the University of Winnipeg Students' Association.

2.20 MCCA

Refers to the Manitoba Child Care Association, to which the UWSA Daycare staff members belong.

2.21 Officer of the Corporation

Refers to any person functioning as an officer for the UWSA.

2.22 Open Session

Refers to minutes and/or meeting segments not dealt with in Closed Session as defined within these B-Laws.

2.23 Provisions

Where these By-Laws deal with the duties of Directors or officers of the UWSA, these provisions are for the sake of convenience and reference, and are in no way intended to limit or restrict the powers or abilities of the Directors or UWSA Members to endeavour other tasks that will not detract from the day to day work of the UWSA.

2.24 Proxy

A UWSA Member who, upon the direction of another UWSA Member, votes on behalf of the absent Member. If no direction or instruction is provided by the absent Member, the proxy may cast their vote to the best of their ability.

2.25 Registered Office

Until changed in accordance with the Act, the Registered Office of the UWSA shall be at such place as the Board of Directors may from time to time decide.

2.26 Section or Article

Shall refer to any numerically designated By-Law found within The General By-Laws of the University of Winnipeg Students' Association.

2.27 Staff Relations Officer

Refers to the UWSA General Manager, or in the absence of a UWSA General Manager, whichever Executive Director has been designated as the SRO or Staff Relations Officer as per the Manitoba Government Employees' Union Collective Agreement.

2.28 University

Means the University of Winnipeg.

2.29 UWSA

Means the University of Winnipeg Students' Association Incorporated.

2.30 WUSC

Means the World University Service of Canada.

By-Law III: Membership**3.01 Full Membership**

The following are Full members of the UWSA:

- i. Any and all students enrolled in at least one (1) half (1/2) course, three (3) credit hours, during the academic year at the University of Winnipeg, who have a valid University of Winnipeg ID card, and who have paid their UWSA student fees.
- ii. The President, Vice President External Affairs, Vice President Student Affairs, the Vice President Internal Affairs, and the Chair of the Board of Directors are Full Members of the UWSA, whether or not they are enrolled in any courses while holding office.

3.02 Associate Membership

- i. Associate Members of the UWSA are all those who do not qualify as Full Members and have paid their UWSA student fees. Associate Members do not have the right to vote, stand for election or appointment, or represent the UWSA in any way.
- ii. Subject to an agreement between the Board of Directors, the University of Winnipeg administration and the University of Manitoba, all students that are enrolled in a Joint Masters Program shall be considered to be Associate Members of the UWSA.
- iii. Subject to an agreement between the Board of Directors and the University of Winnipeg administration, all students enrolled at the Collegiate shall be considered Associate Members of the UWSA.

3.03 Resignation and Termination of UWSA Membership

Any member of the UWSA may terminate their membership with the UWSA by notifying the Board of Directors in writing. Resignation shall not be accompanied by the remittance of funds, due to the benefits derived by all members of the student body through the work of the UWSA. Full membership shall be terminated when a student fails to meet the requirements for Full Membership as described in this By-Law.

3.04 Membership Fees

Student Membership fees or other financial levies payable by each Member of the UWSA shall be determined by motion at an Annual General Meeting or by a referendum, and the Board of Directors shall have the authority to enter into agreements or arrangements with the University of Winnipeg for the collection of these fees and levies.

3.05 Notification to Membership

Notification to the membership of Ad-Hoc/Sub-committee and/or Meetings of Directors shall be submitted to the membership a minimum of two (2) days in advance, with exception of Special General Meetings, Annual General Meetings, and meetings of the Board of Directors and Executive Committee Meetings through the following avenues:

- i. Online: Through popular social media and The UWSA website
- ii. Postering notifications following UWSA Poster Policy 4.2 in no more than twenty (20) locations on campus.

By-Law IV: Election of Directors

4.01 Number of Directors and the specific Directorships

- i. The number of Directors and the specific directorships shall remain as such until changed in accordance with these By-Laws. The following shall be members of the Board of Directors of the UWSA:
 - a. President
 - b. Vice President External Affairs
 - c. Vice President Student Affairs
 - d. Vice President Internal Affairs
 - e. Education Director
 - f. Science Director
 - g. Arts Director
 - h. Part-Time/Mature Students' Director
 - i. International Students' Director
 - j. CFS Liaison Director
 - k. Community Liaison Director
 - l. Recreation and Athletics Director
 - m. Aboriginal Students' Co-Directors
 - n. Status of Women Director
 - o. Environmental Ethics Director
 - p. Lesbian, Gay, Bisexual, Transgender and * Students' Director
 - q. Adaptive Services Director
 - r. Director of Student Living
 - s. Business and Economics Director
 - t. Graduate Student Director

- ii. Each of these Directors shall have a single vote on the Board of Directors and on those UWSA Committees of which they are a Member, either *ex officio* or through Board of Directors appointment. All Directors shall be elected by the general Membership of the UWSA or appointed by the Board of Directors as per elsewhere in these By-Laws, with the following exceptions, which are subject to Board of Directors ratification:
 - a. The Aboriginal Students' Co-Directors shall be elected by the Aboriginal Student Council (ASC) for a one (1) year term during the ASC spring election process, in accordance with its constitution. These Co-Directors shall be appointed to the UWSA Board of Directors.
 - b. The Chair 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 Chair of the Board of Directors. The Chair of the Board of Directors shall have a single vote, and may only be used in the event of an equality of votes or on committees in which they are an ex-officio member
 - c. 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.
- iii. The UWSA will hold representation on the University of Winnipeg Board of Regents (UWSA President plus three [3] additional seats) and the University of Winnipeg Senate (UWSA President plus one [1] student representative for every three [3] academic staff representatives under clause 17(1)j of the University of Winnipeg Act, but not fewer than six [6]). These UWSA representatives shall be elected as per By-Law 5.03.

4.02 Term of Office

- i. The term of office of all directors shall be from May 1st through to April 30th with the exception of the Aboriginal Students' Co-Directors. Retiring Directors shall be eligible for re-election as per these By-Laws.
- ii. The Term of Office for the Aboriginal Students' Co-Directors shall be as described elsewhere in the By-Laws.
- iii. The term of the Chair of the Board of Directors shall be from the time the appointment is ratified until the following April 30th. The Chair of the Board of Directors is eligible for reappointment in accordance with appropriate UWSA policy and these By-Laws

- 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
- v. The maximum number of terms an elected official can serve in the same position is three (3) terms as per the Manitoba Corporations Act, with full member status granted to the members of the Executive
- vi. The term for UWSA Regents and Senators shall be determined by the University of Winnipeg Act

4.03 Filling Vacancies

- 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.
- ii. A vacancy of a Non-Executive director position occurring on or after September 30 of any year, except that which is the result of an increase in the number of Directorships, may be filled by appointment by the Board of Directors so long as the Executive Committee is in a position to make recommendations pertaining to the filling of this position. The duration for such an appointment shall be the balance of the unexpired term of the vacating Director.
- iii. No appointments shall be permitted for an Executive Director position in the case of vacancy.
- iv. If the number of elected standing Directors is less than ten then the Board of Directors may only appoint sufficient Directors to fill up to ten Board of Directors positions.
- v. If, after the UWSA General Election, there are vacancies within the required number of student representatives outlined by the University of Winnipeg Act for the University of Winnipeg Board of Regents and/or the University of Winnipeg Senate, the UWSA Board of Directors shall be permitted to appoint students to fill those vacancies. These appointments must be made by July 1 of each year.

4.04 Vacation of Office

If the Membership so wills it, then the office of a Director shall forthwith be vacated:

- i. If they fail to comply with any requirements imposed by any valid By-Law respecting the qualification of Directors, in accordance with the impeachment procedures of these By-Laws; or
- ii. If they resign their office and gives written notice to the UWSA of this resignation; or
- iii. If they fail to comply with the requirements imposed by any valid By-Law respecting attendance of Directors at meetings of the UWSA; or
- iv. If they are removed from office in accordance with the recall procedures outlined in these By-laws; or
- v. If they fail to meet the Qualifications of Directors, detailed elsewhere in these By-Laws, at any point during their term in office.

4.05 Recall of Directors

- 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.
- ii. A group of no less than three (3) Members of the UWSA must inform, in writing, the Chair of the Board of Directors of their intention to recall a particular Director or Directors. The Chair of the Board of Directors must, in turn, inform the applicants that their notice has been received and that they now have a period of thirty-one (31) calendar days in which to collect the names, signatures and student numbers of whichever of the following is greater:
 - a. Six hundred (600) valid UWSA Members; or
 - b. Five percent (5%) of the total number of valid UWSA Members; or
 - c. As many valid UWSA Members as actually voted for the Director(s).

The names, signatures and student numbers must be collected on a petition that asks for the recall of the Director(s) in question. The circulation of a petition to this effect prior to informing the Chair of the Board of Directors shall result in the immediate cancellation of the recall process.

- iii.
 - a. If, by the end of this thirty-one (31) day period, the applicants submit a petition to the Chair of the Board of Directors that contains the requisite number of names, signatures and student numbers of valid UWSA members, then the Chair of the Board of Directors shall, within forty eight (48) hours,

- inform both the Board of Directors and the Elections Commission that a recall has been triggered and that the Director in question must be subjected to a By-Election, conducted in accordance with these By-Laws, as soon as possible.
- b. A petition that contains the names, signatures and student numbers of the requisite number of valid UWSA Members shall, for the purposes of this By-Law only, have a similar effect as a Special Meeting motion removing a Director from office, as defined in The Act. The removal from office shall only be carried out in the event that the Director in question loses the By-Election or receives a majority of NO ballots in the event of an uncontested By-Election.
 - c. If the last day of the signature collection period occurs on a day that the UWSA office is closed then the period shall automatically be extended to the end of the next business day of the UWSA.
- iv. The Director affected by this petition is eligible to run and campaign for themselves in the By-Election.
 - v. In the event that the Director in question loses the By-Election, or receives a majority of NO ballots in the event of an uncontested By-Election, then that Director shall be removed from the Board of Directors within seven (7) days upon the announcement of the By-Election results or the Final motion of any Election appeals, whichever is later.
 - vi. No Director may be subjected to more than one (1) recall process in a given term of office.
 - vii. No more than three (3) recall processes shall be allowed in any given academic year. If more than three (3) recalls are asked for then only the first three (3) shall be allowed to proceed. Only recall processes that have successfully met the requirements outlined in this By-Law shall count towards this number.
 - viii. A recall process that is started against multiple Directors shall be considered to be multiple recall processes. Such that if one recall process is started against three (3) Directors, then no other recalls can be launched in that particular academic year.
 - ix. The Chair 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. 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.

- x. The Aboriginal Students' Co-Directors may be removed from the Board of Directors according to the process outlined in their constitution and subject to a vote of the Board of Directors; this vote will require a 2/3 majority to carry.

4.06 Qualification of Directors for Election and Holding Office

- i. In order to be eligible to run for UWSA office, one must be a UWSA Member as per these By-Laws.
- ii. The President, Vice President External Affairs, Vice President Student Affairs, Vice President Internal Affairs, and the Chair of the Board of Directors must also have met either of the two (2) following criteria at the time of nominations for election or appointment:
 - a. They must have completed thirty (30) credit hours at the University of Winnipeg; or
 - b. They must demonstrate via their transcripts that they have attended the University of Winnipeg for at least four (4) full University terms over a period of no less than two (2) full calendar years prior to commencing the term in office.
- iii. The President, Vice-President Internal, Vice-President Student Services and Vice-President Advocate are not required to enroll in any university course during their term of office, and may not enroll in more than 3 hours in any given university academic term (defined as fall and/or winter term) that they are holding office, with exception of an executive director holding an international student visa.
 - a. An Executive Director may request permission to take more than three credit hours in an academic term, and/or 3 credit hours in the spring term subject to approval by a 2/3 majority vote of the Board of Directors.
- 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.
- v.
 - a. **The Education Director** shall be a student enrolled in the Bachelor of Education Program at the University of Winnipeg.
 - b. In the event of the **Lesbian, Gay, Bisexual, Transgender and * Students' Co-Directorship** (of either two (2) or three (3) candidates), each of the Co-Directors shall represent different constituencies within the Directorship; these being the lesbian, bisexual, gay, transgender and * constituencies. In the case that there are three (3) Co-Directors present at a meeting of the Board of

Directors, then two (2) of three (3) votes cast for either approval, abstention or the defeat of a motion shall constitute a majority vote within the Directorship, which will determine how the Directorship's single vote is cast.

- c. ***The Status of Women Director*** must be a woman or a self- identified woman.
 - d. ***The International Students' Director*** must be an International Student.
 - e. ***The Part-Time/Mature Students' Director*** must have been a part-time student for two (2) full years at the University of Winnipeg upon nomination, or they must have been a Mature Student upon admission to the University of Winnipeg.
 - f. ***The Arts Director*** shall be a student enrolled in the Bachelor of Arts Program at the University of Winnipeg.
 - g. ***The Science Director*** shall be a student enrolled in the Bachelor of Science Program at the University of Winnipeg.
 - h. ***The Business and Economics Director*** shall be a student enrolled in the Bachelor of Business and Economics Program at the University of Winnipeg
 - i. ***The Graduate Student Director*** shall be a student enrolled in a graduate program at the University of Winnipeg.
- vi. No person who has lost on a “yes/no” ballot in accordance with proper elections procedures or who was disqualified during an election shall be appointed or otherwise selected to any Board of Directors position during the same term of office of the Board of Directors.
- 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.
- viii. Executive Directors seeking re-election must remove themselves from the UWSA General Office during office hours while actively campaigning during the campaign weeks set out in the election schedule.
- ix. Students running for election for the position of UWSA Regent or UWSA Senator must have successfully completed at least one half (1/2) course, three (3) credit hours during the term of their office in order to remain a representative of the UWSA on either the University of Winnipeg Board of Regents or University of Winnipeg Senate, and retain their eligibility for the position of UWSA Regent or Senator.

4.07 Co-Directorships

- i. A Co-Directorship may exist in accordance with proper UWSA elections procedures, or else any Director may share their responsibilities and a single vote with another UWSA Member in good standing by submitting a letter of explanation to the Board of Directors regarding the need for a Co-Directorship. This letter should explain such matters as how the Co-Directorship will enhance constituency representation or any other way the Directorship will be complemented by the existence of the Co-

Directorship. Approval of the Co-Directorship shall be subject to a two-thirds majority of the votes cast at a Board of Directors meeting.

- ii. If a Co-Directorship is established for any Directorship that represents more than one (1) constituency, the Directors must represent different constituencies within the Directorship.
- iii. The number of Co-Directors permissible per Directorship shall be two (2) in all cases except for the Lesbian, Gay and Bisexual, Transgender and * Student's Co-Directorship for which three (3) Co-Directors are permissible, or any other Directorship which is created by the Board of Directors that clearly denotes representation for a maximum of three (3) constituencies.
- iv. For the Aboriginal Students' Co-Directors, one must be male and one must be female.
- v. In the case of shared positions, the Directors shall share the salary or *honoraria* equally.
- vi. Any co-directorship that is also a signing authority must have all documents signed by more than one position.

4.08 Provisions

The provisions of these By-Laws apply to the offices and officers who are *ex officio* Directors of the UWSA.

By-Law V: Elections and Referenda

5.01 Communication and Notification

5.01.01 Notification to Candidates/Committees

Information and notices to candidates or committee members about meetings and such like shall be considered delivered when a message is left at the contact phone number or electronic mail address provided by the candidate/committee members or when the information is otherwise delivered by another mutually agreeable method.

5.01.02 Notification to Candidates/Committees in Writing

Information to candidates or committee members that must be delivered in writing shall be considered delivered when the conditions of Notification to Candidates/Committees are met and it is mailed to the contact address(es) provided by the candidate or committee member or is delivered by hand or by another mutually agreeable method.

5.01.03 Restrictions on Referendum Question

All Referendum questions must meet the following conditions before being included as part of the Elections/Referendum Cycle:

- i. Have the signatures of 5% of the UWSA membership in support of the proposed question and include the exact wordings of the questions and the election cycle in which the referendum question is intended to appear, or;
- i. Be forwarded to the Elections commission on the recommendation of a 2/3 majority of the Board of Directors.

5.02 Election Responsibilities

5.02.01 Candidates/Committee Members' Responsibilities

All Candidates and Committee Members shall:

- i. Read, understand, abide by and adhere to these By-Laws and relevant Election and Referendum policy.
- ii. Initiate and maintain communication with the Chief Elections Commissioner and the Election/Referendum Commission.
- iii. Be responsible for any information disseminated at All Candidates Meetings

5.02.02 Directors' Responsibilities

All UWSA Directors shall:

- i. Call Elections, By-Elections and Referenda.
- ii. Ensure that the Chief Elections Commissioner is hired before the start of the Election/Referendum Cycle.
- iii. Abide by and adhere to these By-Laws and relevant policy.
- iv. Not use their position or UWSA resources to campaign to unfair advantage either for or against a candidate or committee.
- v. If just cause exists, the Board of Directors may remove the Chief Elections Commissioner from their position subject to a two-thirds (2/3) majority vote.

5.02.03 Chief Elections Commissioner Responsibilities

The Chief Elections Commissioner shall:

- i. Not be a Director, employee or paid volunteer of the UWSA.

- ii. Act on behalf of the UWSA Membership, and is not responsible to the Board of Directors.
- iii. Be ultimately responsible for ensuring that all UWSA Elections, By-Elections and Referenda are conducted with integrity, transparency, honesty and accountability and are conducted in accordance with these By-Laws and relevant policy.
- iv. Encourage UWSA member participation in the Election/Referendum Cycle.
- v. Ensure that copies of relevant By-Laws, nomination and committee forms, Election/Referendum policy, Acknowledgment of Responsibility, ballots and all other necessary elections materials are produced and available in a timely fashion.
- vi. Publish the exact dates and times relevant to the Election/Referendum Cycle.
- vii. Oversee the hiring scheduling, instruction and supervision of an adequate number of polling officers so as to ensure that the polling station(s) is always staffed by two (2) polling officers.
- viii. Ensure that voting instructions are available at the polling station.
- ix. Fulfill all By-Law responsibilities to the Election/Referendum Commission and act as Chair of the Election/Referendum Commission.
- x. Maintain complete and relevant records for the Election/Referendum Commission and the UWSA.
- xi. Arrange for the reimbursement of candidates' and committees' legitimate expenses.
- xii. Either be present personally, or designate one (1) of the students-at-large from the Election/Referendum Commission, to be present at the opening and closing of the polling station(s).
- xiii. Be present for a reasonable period of time at the polling station during voting and at the University during the Election/Referendum Cycle in general to ensure that complaints, appeals and discrepancies are properly dealt with. The Chief Elections Commissioner will keep regular office

hours and will give Notification to Candidates/Committees of these hours no later than the first All Candidates meeting.

- xiv. Ensure that all complaints, appeals and discrepancies are swiftly dealt with in accordance with these By-Laws and relevant policy.
- xv. Enforce these By-Laws and relevant policy.
- xvi. Ensure that voting instructions are available at polling stations.
- xvii. Fulfill all voting obligations as stated in this By-Law.
- xviii. Ensure fair and equal to access to those UWSA resources that the Chief Elections Commissioner has made available for campaigns.
- xix. Ensure that there is a location near the polling booth where Members can mark their ballots in private.
- xx. File a report with the Board of Directors within two (2) weeks of the end of the Election/Referendum Cycle. This report shall include a complete tabulation of all votes for each position and/or referendum question, the percentage of voter participation, a summary of all complaints, appeals and/or any other matter deemed important by the Chief Elections Commissioner.
- xxi. Notify the membership of the official results of an Election, By- Election or Referenda.

5.02.04 Election/Referendum Commission Responsibilities

5.02.04.01 Composition

- i The Election/Referendum Commission shall be composed of the Chief Elections Commissioner, the Chair of the Board of Directors and two (2) or four (4) students-at-large who are neither Directors nor employees nor paid volunteers of the UWSA. The Chief Elections Commissioner in conjunction with the Chair of the Board of Directors shall appoint the students-at-large.
- ii The Chair of the Election/Referendum Commission shall be the Chief Elections Commissioner. The Election/Referendum Commission shall not have a Vice Chair or Secretary. All Commission members shall have voting rights.

5.02.04.02 Responsibilities

- i. The Election/Referendum Commission members may be designated to be representatives of the Chief Elections Commissioner.
- ii. No member of the Election/Referendum Commission shall display any partisan interest during an Election/Referendum Cycle, and members of the Election/Referendum Commission shall serve to uphold relevant UWSA By-Laws and Policy.
- iii. The Election/Referendum Commission shall assist the Chief Elections Commissioner throughout the Election/Referendum Cycle.
- iv. The Election/Referendum Commission members may be designated to be representatives of the Chief Elections Commissioner.
- v. In conjunction with the Chief Elections Commissioner, the Election/Referendum Commission is responsible for ensuring that all UWSA Elections, By-Elections and Referenda are conducted with integrity, transparency, honesty and accountability and are conducted in accordance with these By-Laws and relevant UWSA Policy.
- vi. Subject to these By-Laws, the Election/Referendum Commission acts as the first body of appeal during the Election/Referendum Cycle and shall receive, hear, and where appropriate, take action upon receipt of any appeals, complaints, concerns, questions, comments, and/or suggestions pertaining to any item or issue under the jurisdiction of the Election/Referendum Commission as defined in these By-Laws. A response to said appeal, complaint,

concern, question, comment, and/or suggestion shall be delivered in writing to the party that brought it forward, and to all other parties who are immediately affected by any decision that arose from its consideration. This information shall be included in the final report of the Chief Elections Commissioner.

- vii. Decisions made by the Chief Elections Commissioner may be appealed to the Election/Referendum Commission, which shall render a decision on the merits of the appeal, either upholding or over-ruling the original decision of the Chief Elections Commissioner. The Chair of the Board of Directors shall act as the Chair of the Election/Referendum Commission when handling such an appeal, and the Chief Elections Commissioner may not vote in this instance.
- viii. The Election/Referendum Commission is not required to minute its meetings, but shall provide a final report to the Board of Directors.
- ix. The Election/Referendum Commission must meet no less often than once each week during the Election/Referendum Cycle.
- x. During weeks 3 & 4 the Election/Referendum Commission shall encourage the Membership to vote. This encouragement shall include, but not be limited to, a banner, forty (40) posters and daily leafletting of Members.
- xi. In conjunction with the Chief Elections Commissioner hire, schedule, instruct and supervise an adequate number of polling officers so as to ensure that the polling station(s) is always staffed by two (2) polling officers.
- xii. The Election/Referendum Commission shall carry out the tasks, activities and responsibilities stated elsewhere in these By-Laws.

5.03 Elections, By-Elections and Referenda Process

5.03.01 Starting an Election/Referendum Cycle

- i. On or before January fifteen (15) of each year the Board of Directors shall call and set the dates for an Election/Referendum Cycle so as to conduct a General Election of Directors. This Election/Referendum Cycle shall begin no later than the third Friday of February in the same year.

- ii. On or before the first day of classes in the University's Fall Session, as defined in the University General Calendar, if any position on the Board of Directors that is normally filled by election is either vacant or has been filled by appointment then the Board of Directors shall call and set dates for an Election/Referendum Cycle so as to conduct a By-Election.
- iii. Upon the passage of a resolution with a twothirds ($\frac{2}{3}$) majority, the Board of Directors may call an Election/Referendum Cycle so as to hold a referendum on any matter that may arise before the Board of Directors. Any resolution so passed shall also specify the wording of the referendum question.

5.03.02 Restrictions on Starting an Election/Referendum Cycle

- i. If the Election/Referendum Cycle will occur at the same time as the mid term reading week, as detailed in the University General Calendar, then the Election/Referendum Cycle will be extended by one (1) week to accommodate the interruption.
- ii. The Election/Referendum Cycle shall not be called during the Spring/ Summer session, or its successors, as detailed in the University General Calendar.

5.04 No Acclamations

In the event that there is only one nomination for a particular elected office, then this candidate shall be subject to a "YES/NO" ballot, and shall not be declared elected by acclamation.

5.05 Election/Appointment of Students to the University of Winnipeg Senate and Board of Regents

As per the University of Winnipeg Act, the UWSA holds seats on the University of Winnipeg Board of Regents and the University of Winnipeg Senate. Positions will be considered open for election only during a UWSA General Election. The number of seats available will be as follows:

- a. One (1) seat on the Board of Regents
- b. Four (4) seats on the Senate

5.06 Elections Ballots

A ballot shall be considered valid and not spoiled if it

- a) Indicates clear voter preference for one of the options on the ballot;
- b) Does not include any other identifying marks."

By-Law VI: The Board of Directors and the Duties of Directors

Section A - Officers and Directors

6.01 Duties of All Directors

- i. All Directors, prior to their assumption of office, must sign and return to the Chair of the Board of Directors, or the UWSA General Coordinator in the absence of a Chair of the Board of Directors, an Acknowledgement of Responsibility, as described elsewhere in these By-Laws. The Board of Directors may, but is not required to, request that a Director from the Board of Directors resign if:
 - a. The Director acts in a way detrimental to the interests of the UWSA; or
 - b. The Director has failed to attend three consecutive meetings of the Board of Directors without just cause, or has failed to attend three consecutive Standing and/or Ad-Hoc Committee meetings without just cause; or
 - c. The Director has failed to attend three (3) meetings in total of the Board of Directors without just cause, or has failed to attend three (3) Standing and/or Ad-Hoc Committee meetings in total without sending notice of regrets; or
 - d. The Director has failed to carry out their duties according to By-Laws or the Acknowledgement of Responsibility contract.

If the Director of Directors in question do not resign, they may be recalled from the Board of Directors as per UWSA By-Law 4.05.

- 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.
- 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.
- iv. All Directors shall be a member of at least one (1) Standing Committee.
- v. Each Director, excluding the Executive Directors, shall issue monthly verbal or written reports to the Board of Directors during their mandate that detail their activities as a Director of the UWSA. The President and each Vice President shall issue monthly written reports to the Board of Directors during their mandate that detail their activities as a Director of the UWSA. All reports must be submitted to the Board of Directors for approval prior to being presented to the UWSA Membership at an Annual or Special General Meeting. These reports may include, but are not limited to, the following:
 - a. Significant initiatives while on the Board of Directors and follow up to them;

- b. Meetings with students and students' groups;
 - c. Future plans.
- vi. A Director or Officer who is party to a material contract or proposed material contract with the UWSA, or is a Director or an Officer of or has a material interest in any person who is a party to a material contract with the UWSA, shall disclose in writing the nature and extent of that interest upon the assumption of office or, in the case of a newly developed conflict of interest, as soon as the situation creating said conflict of interest arises. Any such contract or proposed contract shall be referred to the Board of Directors for approval, even if the contract is one that in the ordinary course of UWSA business would not require the approval of the Board of Directors. Additionally, a Director interested in a contract so referred to the Board of Directors shall not vote on any motion to approve the same. Failure of a Director to disclose a conflict of interest, as described in this By-Law, shall result in them being automatically removed from the Board of Directors. Furthermore they shall be barred from holding any position as a Director, Officer or employee of the UWSA in the future.

6.02 Voting in Other Bodies Corporate

The Board of Directors may arrange for the issuance of proxies and voting certificates or other evidence of the right to exercise the voting rights attaching to any securities or other contracts and arrangements held by UWSA. Additionally the Board of Directors may elect, select or appoint, or cause to be elected, selected or appointed, a person or persons to carry out the exercising of said voting rights and may direct the manner in which the voting rights may or shall be exercised.

6.03 Staff Relations Officer

In the absence of a UWSA General Manager, the President and Vice Presidents of the UWSA designate one of the Executive Directors as the Staff Relations Officer or SRO for the duration of their term, or until a UWSA General Manager can be hired. Refer to the definition of the Staff Relations Officer elsewhere in the By-Laws.

6.04 Duties of the President

- i. The President is the Chief Executive Officer of the UWSA, and is charged with overseeing the day-to-day management and supervision of the affairs and operations of the UWSA on behalf of the Executive Committee of the Board of Directors.
- ii. The President shall be Chief Spokesperson of the UWSA, unless otherwise directed by the Board of Directors.
- iii. The President shall be responsible for working with the Vice President External to coordinate the external activities of the UWSA involving community, provincial, national and international organisations.

- iv. The President shall be responsible for working with the Vice President Student Affairs to coordinate the academic activities of the UWSA, and shall promote inclusive and accessible University policy.
- v. The President shall be one of the signing authorities of the UWSA.
- vi. The President shall be a student representative on the University Senate and on the University Board of Regents.
- vii. The President shall be a member of at least the Executive.
- viii. In the event of an absent or vacant Chair of the Board of Directors, the President shall call and Chair Board of Directors Meetings and General Meetings of Members.
- ix. The President shall perform the duties of the Vice President External, the Vice President Student Affairs, and the Vice President Internal Affairs in their absence.
- x. The President shall perform such duties that the Board of Directors determines from time to time by motion or By-Law.
- xi. The President shall attend all meetings of the Board of Directors and Executive Committee.
- xii. The President shall serve as liaison between the UWSA and student groups/associations, and attend the meetings of these groups/associations at their request as far as practicable.
- xiii. The President shall assist with the development and implementation of all campaigns of the union.
- xiv. The President shall oversee all external communications, including press releases, external campaigns, and lobbying efforts of the students' association.
- xv. "The President shall be responsible for coordinating all UWSA appointed/elected Senators and Board of Regents appointees."
- xvi. The President shall train and advise the incoming President.

6.05 Duties of the Vice President External Affairs

- i. The Vice-President External Affairs shall act as the Chief Spokesperson of the UWSA in the President's absence.

- ii. The Vice-President External Affairs shall be responsible for working with the President to coordinate the external activities of the UWSA involving community, provincial, federal and international organizations. The Vice-President External shall act as spokesperson for these activities.
- iii. The Vice-President External Affairs shall assist the President in the promotion of the Canadian Federation of Students on campus.
- iv. The Vice-President External Affairs shall assist the President in the distribution of CFS campaign materials and in the implementation of CFS campaigns on campus.
- v. The Vice-President External Affairs shall act as a liaison with the CFS National Executive Representative for Manitoba.
- vi. The Vice-President External Affairs shall be the Local 8 (UWSA) Representative on the Canadian Federation of Students – Manitoba provincial executive.
- vii. The Vice-President External Affairs shall act as spokesperson for matters pertaining to the UWSA's activities with CFS.
- viii. The Vice-President External Affairs shall be responsible for coordinating the development and implementation of all campaigns of the union.
- ix. The Vice-President External Affairs shall be a member of at least the Executive Committee and Campaigns and External Relations Committee.
- x. The Vice-President External Affairs will act as a liaison with campus lobby, labour and political action groups.
- xi. The Vice-President External Affairs shall perform such duties that the Board of Directors determines from time to time by motion or By-Law.
- xii. The Vice-President External Affairs shall be a delegate to meetings of the Canadian Federation of Students and Canadian Federation of Students-Services.
- xiii. The Vice-President External Affairs shall serve as the Chair of the Campaigns and External Relations Committee.
- xiv. The Vice-President External Affairs shall be one of the signing authorities of the UWSA.
- xv. The Vice-President External Affairs shall attend all meetings of the Board of Directors and Executive Committee.
- xvi. The Vice-President External Affairs shall train and advise the incoming Vice-President External Affairs.

6.06 Duties of the Vice President Student Affairs

- i. The Vice-President Student Affairs shall be responsible for working with the President to coordinate the academic activities of the UWSA, and shall promote inclusive and accessible University of Winnipeg policy. The Vice-President Student Affairs shall act as spokesperson for these activities.
- ii. The Vice-President Student Affairs shall fulfill the role of student advisor for those UWSA members who seek aid in such areas as academic appeals, sexual harassment cases, student housing issues and in accurate referrals to the appropriate University departments.
- iii. The Vice-President Student Affairs shall serve as a liaison between the different recognized groups, affiliated groups, service groups and the Board of Directors. The
- iv. Vice-President Student Affairs shall serve as a liaison between UWSA and student groups/associations, and attending the meetings of these student groups/associations at their request as far as practicable.
- v. The Vice-President Student Affairs is responsible for assisting in the coordination of the activities of the World University Service of Canada (WUSC) on campus, which includes but is not limited to: assisting the WUSC Refugee Student financially and academically.
- vi. The Vice-President Student Affairs shall be a member of at least the Executive Committee and Student Life Committee.
- vii. The Vice-President Student Affairs shall chair the Student Life Committee.
- viii. The Vice-President Student Affairs shall be a student representative on the University of Winnipeg Senate Appeals Committee.
- ix. The Vice-President Student Affairs shall perform such duties that the Board of Directors determines from time to time by motion or By-Law.
- x. The Vice-President Student Affairs shall serve as a student representative on the Senate Student Services Committee.
- xi. The Vice-President Student Affairs shall be one of the signing authorities of the UWSA.
- xii. The Vice-President Student Affairs shall attend all meetings of the Board of Directors and Executive Committee.

- xiii. The Vice-President Student Affairs shall assist with the development and implementation of all campaigns of the union.
- xiv. The Vice-President Student Affairs shall train and advise the incoming Vice-President Student Affairs.

6.07 Duties of the Vice President Internal Affairs

- i. The Vice-President Internal Affairs shall act as the Chief Financial Officer (CFO) for the UWSA and assist the Business Manager and General Manager with the creation of the UWSA operating budget.
- ii. The Vice-President Internal Affairs shall be responsible for the coordination of student services administered by the UWSA. The Vice-President Internal Affairs shall act as spokesperson for these services.
- iii. The Vice-President Internal Affairs shall serve as a liaison between the different UWSA services and the Board of Directors.
- iv. The Vice-President Internal Affairs shall serve as one of the Executive Director members of the Daycare Management Committee.
- v. The Vice-President Internal Affairs shall be responsible for the coordination and administration of the UWSA Food Bank, Student Support Program and shall work with anti-poverty groups to raise awareness surrounding student poverty issues.
- vi. The Vice-President Internal Affairs shall be responsible for coordinating all UWSA Volunteers.
- vii. The Vice-President Internal Affairs shall be responsible for ensuring that all social and environmental sustainability policies of the UWSA are adhered to during the day-to-day operations of the organization.
- viii. Along with the UWSA General Manager, the Vice-President Internal Affairs shall make preparations for executive transitions.
- ix. The Vice-President Internal Affairs shall be a member of at least the Executive and Finance and Operations committees.
- x. The Vice-President Internal Affairs shall chair the Finance and Operations Committee.

- xi. The Vice-President Internal Affairs shall develop and recommend the annual budget to the Board of Directors in consultation with the Executive, Student Service Groups, and other UWSA staff where appropriate.
- xii. The Vice-President Internal Affairs shall prepare and present quarterly financial reports to the board.
- xiii. The Vice-President Internal Affairs shall present financial reports and an audited statement to the membership at the special and annual general meetings.
- xiv. The Vice-President Internal Affairs shall monitor the financial status of the UWSA including budget variances and make recommendations to the Board and Executive regarding major expenditures.
- xv. The Vice-President Internal Affairs shall be one of the signing authorities of the UWSA.
- xvi. The Vice-President Internal Affairs shall attend all meetings of the Board of Directors and Executive Committee.
- xvii. The Vice-President Internal Affairs shall assist with the development and implementation of all campaigns of the union.
- xviii. The Vice-President Internal Affairs shall train and advise the incoming Vice-President Internal Affairs.

6.08 Duties of the Chair of the Board of Directors

- i. The Chair of the Board of Directors shall ensure that all regulations as established in these By-Laws are adhered to in all proceedings of the UWSA, including but not limited to Board of Directors meetings and Meetings of Members of the UWSA.
- ii. The Chair of the Board of Directors shall ensure that all meetings that they presides over are conducted in an orderly fashion. The Chair of the Board of Directors is responsible for maintaining and enforcing the rules for conducting meetings, which are described elsewhere in these By-Laws. The rules for conducting meetings will be Robert's Rules of Order unless others are established by the Board of Directors. The Chair of the Board of Directors will try to establish consensus wherever possible within the rules, and, if consensus cannot be reached, then proceedings and voting will follow Robert's Rules of Order or whatever other rules have been established by the Board of Directors. In the event of a conflict between Robert's Rules of Order, or whatever other rules have been established by the Board of Directors, and these By-Laws, these By-Laws will take precedence.

- iii. The Chair of the Board of Directors shall ensure that a copy of Robert's Rules of Order and any other established rules of conduct, including these By-Laws, are on hand at all times during any meeting of the Board of Directors and at Meetings of Members of the UWSA.
- iv. The Chair of the Board of Directors will be a member of the UWSA By-Laws and Policy Committee and of the Election/Referendum Commission. The Chair of the Board of Directors shall act as an advisor on the UWSA By-Laws and Policy Committee and shall not have a vote
- v. The Chair of the Board of Directors shall be responsible for facilitating an annual review of the work of the Executive Directors as outlined elsewhere in these By-Laws and UWSA Policy.
 - i. The Chair of the Board of Directors shall receive feedback, on an ongoing basis, from the Membership on the performance of the UWSA Board of Directors, including the Executive Directors.
 - ii. The Chair of the Board shall be selected by the Executive Committee and ratified at a Board of Directors meeting.
 - iii. The Chair or acting Chair may vote on any motion upon which there is an equality of votes.

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.

6.09 Duties of the Education Director

- i. The Education Director, while at all times keeping in mind the general welfare of the UWSA and its Members, shall ensure that the interests particular to Education students are represented at the Board of Directors. The Education Director shall act as spokesperson for these issues.
- ii. The Education Director shall assist the Vice President External Affairs and President in corresponding with the University, government, and community on academic matters relevant to Education students.
- iii. The Education Director shall act as liaison with appropriate student associations on campus, like the Education Students' Association and Tomorrow's Educators Building Learning Opportunities (TEBLO), provided they are active and engaged.
- iv. The Education Director shall perform such duties that the Board of Directors determines from time to time by motion or By-Law.
- v. The Education Director shall work with the Board of Regents and Senate representatives on policies related to educational issues.
- vi. The Education Director shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3

6.10 Duties of the Science Director

- i. The Science Director, while at all times keeping in mind the general welfare of the UWSA and all of its Members, shall ensure that the interests particular to Science students are represented at the Board of Directors. The Science Director shall be spokesperson for these issues.
- ii. The Science Director shall assist the Vice President External Affairs and President in corresponding with the University, government, and community on academic issues relevant to Science students.
- iii. The Science Director shall act as liaison with Science students' groups on campus.

- iv. The Science Director shall perform such duties that the Board of Directors determines from time to time by motion or By-Law.
- v. The Science Director shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3.

6.11 Duties of the Arts Director

- i. The Arts Director, while at all times keeping in mind the general welfare of the UWSA and all of its Members, shall ensure that the interests particular to Arts students are represented at the Board of Directors. The Arts Director shall act as spokesperson for these issues.
- ii. The Arts Director shall assist the Vice President External Affairs and President in corresponding with the University, government, and community on academic matters relevant to Arts students.
- iii. The Arts Director shall act as liaison with Arts Students' groups on campus.
- iv. The Arts Director shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.
- v. The Arts Director shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3

6.12 Duties of the Part-Time/Mature Students' Director

- i. The Part-Time/Mature Students' Director, while at all times keeping in mind the general welfare of the UWSA and all of its Members, shall ensure that the interests particular to part-time and mature students are represented on the Board of Directors. The Part-Time/Mature Students' Director shall act as spokesperson for these issues.
- ii. The Part-Time/Mature Students' Director shall assist the Vice President External Affairs and President in corresponding with the University, government, and community on academic matters relevant to Part-Time and Mature students.
- iii. The Part-Time/Mature Students' Director shall act as liaison with the Part-time/Mature Students' Centre.
- iv. The Part-Time/Mature Students' Director shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.
- v. The Part-Time/Mature Students' Director shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3

6.13 Duties of the International Students' Director

- i. The International Students' Director, while at all times keeping in mind the general welfare of the UWSA and all of its Members, shall ensure that the interests particular to international students are represented on the Board of Directors. The International Students' Director shall act as spokesperson for these issues.
- ii. The International Students' Director shall assist the Vice President External Affairs and President in corresponding with the University, government, and community on academic matters relevant to international students.
- iii. The International Students' Director shall assist the Executive Directors in matters relating to international students, including but not limited to workshops, campaigns, Black History Month and other events that the International Resource Centre or the UWSA sponsors or is involved with.
- iv. The International Students' Director shall assist the Vice President Internal Affairs in the orientation of the WUSC refugee student that the UWSA sponsors every year.
- v. The International Students' Director shall act as liaison with the International Resource Centre and all other International student groups on campus.
- vi. The International Students' Director shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.
- vii. The International Students' Director Shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3

6.14 Duties of the Community Liaison Director

- i. The Community Liaison Director shall assist the Vice President External Affairs and President in promoting UWSA involvement in community affairs. This shall be done through participation in community organisations that from time to time organise or are involved in issues which the Community Liaison Director's involvement would be of benefit to the interests of the UWSA Members, subject to the discretion of the Board of Directors. The Community Liaison Director shall act as a spokesperson for these issues.
- ii. The Community Liaison Director shall assist the Executive Directors in the coordination of various charity events at the University.
- iii. The Community Liaison Director shall assist the Vice President Internal Affairs with the UWSA Food Bank.

- iv. The Community Liaison Director shall assist the Executive Directors in the implementation of political campaigns that focus on student issues involving communication with the community at large.
- v. The Community Liaison Director shall assist the Vice President Student Affairs with the orientation of the WUSC refugee student that the UWSA sponsors every year.
- vi. The Community Liaison Director shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.
- vii. The Community Liaison Director Shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3

6.15 Duties of the Recreation and Athletics Director

- i. The Recreation and Athletics Director will assist and maintain regular contact with the Programming Coordinator and Vice President Student Affairs in planning, coordinating and promoting recreational and athletic activities on campus. Promotions include, but are not limited to, distribution of informational pamphlets, postering, and assisting with UWSA information tables.
- ii. The Recreation and Athletics Director will develop and implement, with the approval of the Board of Directors, strategies for improving the visibility and accessibility of the UWSA to students participating and/or enrolled in any recreation or athletic programs or departments.
- iii. The Recreation and Athletics Director will, along with the Vice President Student Affairs, act as a liaison between the UWSA, students, and Duckworth Centre and/or United Health & RecPlex administrators.
- iv. The Recreation and Athletics Director will assist in the planning and promotion of student intramurals, in conjunction with relevant campus groups.
- v. The Recreation and Athletics Directorship will strive to promote and achieve equity in the distribution of resources among teams and events, with special attention to groups such as, but not excluded to, women and students with disabilities.
- vi. The Recreation and Athletics Director will meet regularly with the Duckworth Centre and/or United Health & RecPlex administrators in order to represent the views of students and the UWSA, and will serve on any Duckworth Centre and/or United Health & RecPlex committees on behalf of the UWSA.
- vii. The Recreation and Athletics Director will perform other duties that the Board of Directors determines from time to time by motion or By-Law.

- viii. The Recreation and Athletics Director shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3.

6.16 Duties of the Aboriginal Students' Co-Directors

- i. The Aboriginal Students' Co-Directors, while at all times keeping in mind the general welfare of the UWSA and all of its Members, shall ensure that the interests particular to Aboriginal students are represented at the Board of Directors. The Aboriginal Students' Co-Directors shall act as spokesperson for these issues.
- ii. The Aboriginal Students' Co-Directors shall assist the Vice President External Affairs and President in corresponding with the University of Winnipeg, government, and community on academic matters relevant to Aboriginal students.
- iii. The Aboriginal Students' Co-Directors shall act as Liaison with the Aboriginal Student Council and the Student Services staff of the University.
- iv. The Aboriginal Students' Co-Directors shall act as liaison with any provincial Aboriginal organisations that they deem appropriate.
- v. The Aboriginal Students' Co-Directors shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.
- vi. The Aboriginal Students' Co-Directors shall be current members of the Aboriginal Student Council.
- vii. The Aboriginal Students' Co-Directors shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3.

6.17 Duties of the Status of Women Director

- i. The Status of Women Director, while at all times keeping in mind the general welfare of the UWSA and all of its Members, shall ensure that the interests particular to women students are represented at the Board of Directors. The Status of Women Director shall act as spokesperson for these issues.
- ii. The Status of Women Director shall assist the Vice President External Affairs and President in corresponding with the University, government, and community on academic matters relevant to women students.
- iii. The Status of Women Director shall liaise with the UWSA Women's Centre.
- iv. The Status of Women Director shall act as liaison with any federal or provincial women's groups that she deems appropriate.

- v. The Status of Women Director shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.
- vi. The Status of Women Director shall be a member of the University of Winnipeg Women's Centre Collective.
- vii. The Status of Women Director Shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3

6.18 Duties of the Environmental Ethics Director

- i. The Environmental Ethics Director, while at all times keeping in mind the general welfare of the UWSA and its Members, shall ensure that environmental concerns are represented at the Board of Directors. The Environmental Ethics Director shall act as spokesperson for these issues.
- ii. The Environmental Ethics Director shall assist the Executive Directors in matters pertaining to environmental issues on campus.
- iii. The Environmental Ethics Director shall act as liaison with EcoPIA and any other recognized environmental groups on campus.
- iv. The Environmental Ethics Director shall promote environmental reviews on campus and shall take an active role in these reviews.
- v. The Environmental Ethics Director shall make recommendations to the Board of Directors regarding implementing sustainable practices within the UWSA offices, service groups, and at its meetings and events.
- vi. The Environmental Ethics Director shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.
- vii. The Environmental Ethics Director shall work with the VP Internal to lobby the University administration to implement sustainable practices and policies on campus.
- viii. The Environmental Ethics Director Shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3.

6.19 Duties of the Lesbian, Gay, Bisexual, Transgender, and * Students' Director

- i. The Lesbian, Gay, Bisexual, Transgender, and * Students' Director, while at all times keeping in mind the general welfare of the UWSA and all of its Members, shall ensure that the interests particular to lesbian, gay, bisexual, transgender, and * students are represented at the Board of Directors. The Lesbian, Gay, Bisexual, Transgender, and * Students' Director shall act as spokesperson for these issues.

- ii. Lesbian, Gay, Bisexual, Transgender, and * Students' Director shall assist the Vice President External Affairs and President in corresponding with the University, government, and community on academic issues relevant to lesbian, gay, bisexual, transgender, and * students.
- iii. The Lesbian, Gay, Bisexual, Transgender, and * Students' Director shall act as liaison with the Lesbian, Gay, Bisexual, Transgender, and * Centre and any other recognized Lesbian, Gay, Bisexual, Transgender, and * groups on campus.
- iv. The Lesbian, Gay, Bisexual, Transgender, and * position on the Board of Directors shall be the only such position to be eligible for a Tri-Directorship, in recognition of the three (3) distinct constituencies that this directorship serves. As with Co-Directorships, the Tri-Directorship shall share a single vote at all meetings of the Board of Directors, except that in the case that all three Tri-Directors are present, a two-thirds (2/3) voting majority within the Tri-Directorship shall determine how the single vote is cast.
- v. The Lesbian, Gay, Bisexual, Transgender, and * Students' Director shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.
- vi. The Lesbian, Gay, Bisexual Transgender, and * Students' Director shall be a current member of the Lesbian, Gay, Bisexual, Transgender and * Collective.
- vii. The Lesbian, Gay, Bisexual, Transgender, and * Students' Director shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3.

6.20 Duties of the Accessibility Director

- i. The Accessibility Director, while at all times keeping in mind the general welfare of the UWSA and all of its Members, shall ensure that the interests particular to students disabled by barriers are represented at the Board of Directors. The Accessibility Director shall act as spokesperson for these issues.
- ii. The Accessibility Director shall assist the Vice President External Affairs and President in corresponding with the University, government, and community on academic issues relevant to students disabled by barriers.
- iii. The Accessibility Director shall act as liaison with the Accessibility Resource Centre, or other similar services offered by the University.
- iv. The Accessibility Director shall endeavour to undertake accessibility audits of the University to be used as recommendations to the Administration for the improvement of all aspects of accessibility on campus.

- v. The Accessibility Director shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.
- vi. The Accessibility Director shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3.

6.21 Duties of the Director of Student Living

- i. The Director of Student Living, while at all times keeping in mind the general welfare of the UWSA and all of its Members, shall ensure that the interests particular to the costs of university education are represented on the Board of Directors. The director will pay particular attention to issues surrounding the costs of living for students living independently. The Director of Student Living shall act as a spokesperson for these issues.
- ii. The Director of Student Living shall assist the Vice-President Advocate and the President in corresponding with the University, government, and community on matters related and relevant to students living independently and the *costs* of education.
- iii. The Director of Student Living shall act as a liaison between both the University of Winnipeg Residents Association and the Department of Housing and Student Life and the UWSA Board of Directors.
- iv. The Director of Student Living shall act in concert with the Part- Time/Mature Students' Director to address issues that Part-Time/Mature Students face when living independently.
- v. The Director of Student Living shall provide students with information on covering the costs of education and information on tenant's rights. The Director should also attempt to increase their knowledge in these subject areas to be able to well represent students on these issues.
- vi. The Director of Student Living shall perform such duties that the Board of Directors determines from time to time by motion or By-Law.
- vii. The Director of Student Living shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3.

6.22 Duties of the Business and Economics Director

- i. The Business and Economics Director, while at all times keeping in mind the general welfare of the UWSA and all of its Members, shall ensure that the interests particular to Business and Economics students are represented at the Board of Directors. The Business and Economics Director shall be spokesperson for these issues.

- ii. The Business and Economics Director shall assist the Vice President External Affairs and President in corresponding with the University, government, and community on academic issues relevant to Business and Economics students.
- iii. The Business and Economics Director shall act as liaison with Business and Economics students' groups on campus.
- iv. The Business and Economics Director shall perform such duties that the Board of Directors determines from time to time by motion or By-Law.
- v. The Business and Economics Director shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3.

6.23 Duties of the Graduate Student Director

- i. The Graduate Student Director, while at all times keeping in mind the general welfare of the UWSA and all of its Members, shall ensure that the interests particular to graduate students are represented at the Board of Directors. The Graduate Student Director shall be spokesperson for these issues.
- ii. The Graduate Student Director shall assist the Vice President External Affairs and President in corresponding with the University, government, and community on academic issues relevant to graduate students.
- iii. The Graduate Student Director shall act as liaison with graduate students' groups on campus.
- iv. The Graduate Student Director shall perform such duties that the Board of Directors determines from time to time by motion or By-Law.
- v. The Graduate Student Director shall be the primary UWSA representative for constituency groups listed in UWSA Policy 13.3.

6.24 Duties of UWSA Regents

- i. UWSA Regents, while at all times keeping in mind the general welfare of the UWSA and all of its Members, shall ensure that the interests of students at the University of Winnipeg are represented at the University of Winnipeg Board of Regents.
- ii. UWSA Regents shall appoint, from amongst themselves, at least one representative to report directly as a liaison to the UWSA Board of Directors as per UWSA Policy.
- iv. UWSA Regents are required to hold a seat on at least one sub-committee of the University of Winnipeg Board of Regents.

6.25 Duties of UWSA Senators

- i. UWSA Senators, while at all times keeping in mind the general welfare of the UWSA and all of its Members, shall ensure that the interests of students at the University of Winnipeg are represented at the University of Winnipeg Senate.
- ii. UWSA Senators shall appoint, from amongst themselves, at least one representative to act as a liaison and report directly to the UWSA Board of Directors as per UWSA Policy.
- iii. UWSA Senators are required to sit on at least one sub-committee of the University of Winnipeg Senate.

Section B - Contracts and Remuneration of Directors, Officers and Employees:

6.26 Salaries

- i. The salaries of the President, Vice President External Affairs, Vice President Student Affairs, and the Vice President Internal Affairs shall be twenty-seven thousand dollars (\$27,000.00) per year. This sum is subject to periodic review and shall only be altered by the Membership at a General Meeting of the Members. The executive salary shall be indexed to annual increases in the National Consumer Price Index where the increase is greater than zero.
- ii. Each Board of Directors position, excluding Executive Directors and the Chair 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.
- iii. If any director resigns or is removed from the Board of Directors, they shall receive an honorarium on a pro rata basis based on number of months served. The formula shall be: the full amount of the eligible honorarium divided by twelve (12) multiplied by number of months served.
- iv. Any director who is elected to the board of directors in the fall by-election will receive a two hundred and fifty dollar (\$250.00) honorarium, subject to approval by the Board, upon completion of their term.
- 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.

6.27 Executive Director Requirements

- i. No Executive Director may include more than fourteen (14) days of paid vacation time, not including statutory holidays and days when the University of Winnipeg is closed, and every Executive Director must spend more than half (1/2) of their working hours on campus during the regular University office hours of 8:30 a.m. and 4:30 p.m. with allowances made for evening meetings.
- ii. Time off requests from Executive Directors must be submitted and approved by the board in advance.
- iii. Executive Directors are allowed one and a half (1 ½) paid sick days per four weeks. Any paid sick leave that amounts to more than one and a half (1 1/2) days per month must be approved by the Board. Furthermore, sick leave consisting of three consecutive days requires a doctor's note and/or a note of explanation where there are extenuating circumstances to be submitted to the chair of the board of directors.
- iv. Executive Directors must submit a time sheet documenting hours worked at every board meeting.
- v. Executive Directors are entitled to Health and Dental benefits, to be covered by the students' association.

Section C – Meetings of the Board of Directors

6.28 Meetings of Directors

- 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.
- ii. A meeting of the Board of Directors may be called at any time in which any two (2) Directors express the need. Such a meeting shall be subject to the provisions of these By-Laws in regards to notification of Directors and members.
- iii. Notice regarding regular meetings of the Board of Directors shall be posted in at least ten (10) conspicuous locations throughout the University as well as in the General Office of the UWSA and shall appear on the UWSA website. Additionally, each Director shall be given notice in writing or over the telephone, or by electronic mail if they so desire, of the date, place and time of meetings as they are called.

- iv. Notice of meetings of the Board of Directors should be given at least three (3) working days before the date of the meeting, otherwise the business of the meeting can be rendered null and void in accordance with these By-Laws.
- v. Notification to the membership of Ad-Hoc/Sub-committee and/or Meetings of Directors shall be submitted to the membership a minimum of two (2) days in advance, with the exception of Special General Meetings, Annual General Meetings, meetings of the Board of Directors and Executive Committee Meetings through the following avenues:
 - a. Online: Through popular social media and The UWSA website.
 - b. Postering notifications following UWSA Poster Policy 4.2 in no more than twenty (20) locations on campus.

Additionally, each Director shall be given notice in writing, over the telephone, or by e-mail of the date, place and time of meetings as they are called.

- vi. All Members and staff of the UWSA shall be entitled to attend Open Session meetings of the Board of Directors, including the meetings of UWSA Standing and Ad-Hoc Committees as provided for in these By-Laws. UWSA Members and UWSA staff shall have speaking privileges equal to that of the Board of Directors.
- vii. *Quorum* - The majority of the total number of Directors occupying positions shall form quorum for the transaction of business. Quorum for meetings of the Board of Directors must however include at least three (3) Directors of the UWSA who are not Executive Directors or the Chair of the Board of Directors. Consult elsewhere in these By-Laws for additional details pertaining to quorum.
- viii. *Voting* - Motions arising at any meeting of Directors shall be decided by a majority of the votes unless otherwise stipulated within these By-Laws. The Chair of the Board of Directors shall not be allowed to vote except in the case of an equality of votes. A motion put to the vote shall be decided by a show of hands, or another mutually agreed upon indication unless a confidential poll is requested by any Director before or after the results of a motion having been called to question. Unless a confidential poll has been requested, any declaration by the Chair of the Board of Directors (whether that be an indication that the motion has been carried, carried unanimously, carried by a particular majority of the votes or defeated) shall be final, and such results will be noted in the official Minutes of the UWSA for that meeting. These minutes shall be *prima facie* evidence of the fact, without proof of voting proportions for and against, of whether a motion was carried or defeated. This in no way prevents a Director from making a motion to overturn a previous decision.
- ix. Changes in the scheduling of meetings of the Board of Directors, notice for which must be given thirty-six (36) hours in advance of the originally scheduled meeting

or else render the business of that meeting null and void, may only occur in the event that:

- a. Quorum will not be attained; or
- b. All four Executive Directors cannot be in attendance.

Section D - For the Protection of Directors, Officers, Employees and Others

6.29 Limitations of Liability

No Director, Officer or employee of the UWSA shall be legally liable for the acts, receipts, neglects or defaults of any other Director, Officer or employee, nor for being party to such actions while pursuing their course of duty, including but not limited to voting on resolutions of the Board of Directors or any Standing and/or Ad-Hoc Committee of the UWSA. Furthermore, no Director, Officer or employee of the UWSA shall be legally liable for any loss, theft, error in judgement or oversight by any person with whom this property has been deposited, unless the former has occurred through wilful neglect or default by this person. No provision in a contract, the articles of incorporation, the By-Laws or a resolution relieves Directors or Officers from the duty to act in accordance with The Act and the regulations, or relieves them from liability for a breach thereof. Staff liability in all matters shall be at the discretion of the Board of Directors in consultation with the legal counsel of the UWSA.

6.30 Indemnity

With the approval of the court, the UWSA shall be the legal representative of any Director, Officer or employee of the UWSA, or any former Director, Officer or employee of the UWSA who is found legally liable in connection with their duties as a UWSA Director or Officer, and will cover all legal charges and settlement costs of such person so long as the Board of Directors determines that these costs are reasonable and that they:

- i. Acted honestly and in good faith with a view to the best interests of the UWSA and its Membership; and
- ii. Had reasonable grounds for believing that their conduct was proper and lawful in the case of a criminal investigation; and
- iii. Exercised the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

6.31 Insurance

Subject to the limitations contained in The Act, the UWSA shall purchase and maintain such insurance for the benefit of its Directors and Officers that the Board of Directors may from time to time determine.

By-Law VII: Committees and Meetings

7.01 Definitions

7.01.01 Ad-Hoc Committee

A temporary UWSA Committee struck up by a motion of the Board of Directors to address and/or investigate a matter, item, or issue relevant to the UWSA that does not fall under the jurisdiction of a Standing Committee.

7.01.02 Budget

The document resulting from the open and inclusive budget consultation process in which both the Membership and all affected departments are actively solicited to participate.

7.01.03 Building Fund

All fees collected from UWSA Members and designated as Building Fund fees. This money shall only be spent on capital items or projects that are accessible to, or may be used by, all UWSA Members.

7.01.04 Collective

A body whose structure reflects a union of members who arrive at decisions cooperatively and democratically.

7.01.05 Committee and/or Ad-Hoc Committee Chair

Committee and/or Ad-Hoc Committee Chair responsibilities include:

- i. Compiling, advertising, and posting agendas for Standing and/or Ad-Hoc Committee meetings.
- ii. Facilitating the discussion and decisions at Standing and/or Ad-Hoc Committee meetings.
- iii. Enforcing the applicable rules of order at Committee meetings.
- iv. Ensuring that the Board of Directors is aware of the Standing and/or Ad-Hoc Committee's work.
- v. Assuming ultimate responsibility for the functioning of the Standing and/or Ad-Hoc Committee.
- vi. Ensuring that the Chair of each sub-committee of the Board of Directors shall make reports available upon request to the Board of Directors.

7.01.06 Conflict of Interest

A situation wherein a Board Director, employee, or volunteer has private interests that may benefit from their actions or influence within the UWSA.

7.01.07 Committee and/or Ad Hoc Committee Vice Chair

The Vice Chair shall assist the Chair in the completion of his/her duties, and shall fulfill the duties of the Chair in the event that they are unable to do so.

7.01.08 Department Coordinator

The head of a department, student group, or service group of the UWSA.

7.01.09 Notification to Membership of Employment

Information to the Membership on employment opportunities with the UWSA shall be considered delivered after the following conditions are met:

- i. No less than twenty (20) posters containing the information are conspicuously posted throughout the University of Winnipeg and The Collegiate;
- ii. No less than one Public Service Announcement containing the information is sent to *The Uniter*, WCCRS/CKUW.

7.01.10 Organizational Chart

A document that details the lines of reporting within the UWSA.

7.01.11 Organizational Level

A level of the UWSA's Organisational Chart in which employees or volunteers have comparable authority and responsibility.

7.01.12 Committee and/or Ad-hoc Committee Secretary

The Secretary shall ensure that accurate minutes are taken at each Standing and/or Ad-Hoc meeting, and that these minutes are then handled and distributed in accordance with these By-Laws.

7.01.13 Standing Committee

A UWSA Committee created through these By-Laws, and which is not an Ad-Hoc Committee.

7.02 Roles Within Committees

Unless otherwise specified by By-Law, each Standing and Ad-Hoc Committee shall appoint a Chair, a Vice Chair, and a Secretary.

- i. The Chair of a Standing Committee shall be an Executive Director, and it is recommended, but not required, that the Chair of an Ad-Hoc Committee be an Executive Director. The only exceptions are in the case of the By-Laws and Policy Committee and Executive Review Ad-Hoc Committee, where the Chair of the Board of Directors shall act as Chair of said Committees.
- ii. The Vice Chair of a Standing or Ad-Hoc Committee may be any Director of the Board of Directors.
- iii. Except where elsewhere designated in these by-laws, the secretary of a committee may be any Director of the Board of Directors or UWSA Staff member.

7.03 Quorum at Standing and Ad-Hoc Committees

Unless it is otherwise stated in these By-Laws, quorum for any Committee meeting of the UWSA shall be a majority of the voting members of that Standing or Ad-Hoc Committee. Quorum shall include at least one (1) Director who is not an Executive Director.

7.04 Voting and Decisions at Standing and Ad-Hoc Committees

- i. Unless otherwise stated in these By-Laws, only Directors assigned to said Committee by these By-Laws shall be voting members on that Committee.
- ii. Decisions of a Committee shall only be valid and binding after the Committee has passed a motion, subject to approval of the Board of Directors.
- iii. The Chair of a Committee does not vote on any motion except to break a vote that is tied.
- iv. All decisions made by a Committee shall subsequently be approved or rejected at the Board of Directors meeting directly following the Committee meeting.
- v. Committees may consult with other persons, bodies, or entities in order to ensure that a Committee is adequately informed and capable of fulfilling its duties.

7.05 Ad-Hoc Committees

- i. The Ad-Hoc Committee shall be composed of at least three (3) UWSA Directors, and may include other non-voting advisors who are not UWSA Directors.
- ii. The Board of Directors may, by motion, create an Ad-Hoc Committee. This motion shall include, but is not limited by, the following:
 - a. The purpose and/or mandate of the Ad-Hoc Committee.

- b. The limits of authority and jurisdiction of the Ad-Hoc Committee, including reporting and accountability mechanisms, and details and limits on the expenditure of funds.
- iii. Ad-Hoc Committees shall make recommendations to the Board of Directors.
- iv. An Ad-Hoc Committee shall be dissolved by a motion of the Board of Directors, which may or may not be on the recommendation of the Ad-Hoc Committee.

7.06 By-Laws and Policy Committee

- i. The By-Laws and Policy Committee shall be composed of the Chair of the Board of Directors and four (4) UWSA Directors who shall be from each of the standing committees as identified elsewhere in these By-Laws. The Chair of the Board and the General Coordinator shall serve as a non-voting advisory member to this Committee. The Chair of the Board shall act as the Chair of this Committee..
- ii. The By-Laws and Policy Committee shall meet quarterly.
- iii. The By-Laws and Policy Committee shall make recommendations to the Board of Directors about amendments to these By-Laws.
- iv. The By-Laws and Policy Committee shall review and make recommendations to the Board of Directors about the mission statement of the UWSA at least once per year.
- v. The By-Laws and Policy Committee makes recommendations to the Board of Directors on changes to any UWSA Policy.
- vi. The By-Laws and Policy Committee shall ensure that current UWSA Policy is reviewed at least once every two (2) years.
- vii. The By-Laws and Policy Committee shall ensure that all current UWSA By-Laws and Policy are available to Directors, employees, and Members of the UWSA. This may include posting copies on bulletin boards, posting copies on an internet web site, and/or distributing paper copies upon request.
- viii. The By-Laws and Policy Committee shall ensure that the UWSA By-Laws are reviewed by legal counsel at least once every two (2) years.

7.07 Daycare Management Committee

- i. The Daycare Management Committee shall be composed of one (1) and one (1) other member appointed, as recommended by the Board of Directors, and not less than five (5), but no more than nine (9) parents or guardians of children enrolled in the UWSA Daycare. All these Committee members shall have voting rights. The Manager of the

UWSA Daycare and two (2) employees from the UWSA Daycare, one from the South side and one from the North side, shall serve as non-voting advisory members to the Daycare Management Committee.

- ii. The Chair of the Daycare Management Committee shall be one of the parents or guardians enrolled in the UWSA Daycare. The Daycare Management Committee shall not have a Vice Chair or Secretary.
- iii. The Daycare Management Committee shall be entrusted by the UWSA with the responsibility of managing the affairs of the UWSA Daycare. This responsibility shall include, but is not necessarily restricted to:
 - a. The creation and continuance of Daycare Policy and By-Laws.
 - b. The setting of the annual Daycare budget.
- iv. This Committee shall meet at least once every two (2) months.
- v. This Committee may also create Sub-Committees as needed to assist with the affairs of the Daycare.
- vi. Minutes of the Daycare Management Committee and General Meetings of the Daycare shall be copied to the Board of Directors.

7.08 Executive Committee

The Executive Committee shall be composed of the four (4) Executive Directors and two (2) other Directors.

7.08.01 Mandate, Authority and Jurisdiction

- i. In the event that a particular Committee or the Board of Directors is unable to meet or is unable to make quorum, and this inability is hindering the work of the UWSA, then the decisions that would normally be made in that forum shall be made by the Executive Committee. All decisions made in this fashion shall be subject to ratification or rejection by the Board of Directors at the first Board of Directors meeting that occurs after the Executive Committee's decision.
- ii. The Executive Committee shall meet at least once per month.
- iii. The Executive Committee shall act as Management on behalf of the Board of Directors, and may designate the four (4) Executive Directors, Collectives, committees, Department Coordinators, and/or legal counsel to act as Management on behalf of the Executive Committee in order to:
 - a. Negotiate the terms of work for employees and volunteers including the start date, end date, rate of pay, hours of work, salary and/or *honorarium*, benefits, contracts, and job descriptions.

- b. Set a probation period for all non-unionised employees and/or paid volunteers.
 - c. Evaluate the performance of employees and paid volunteers.
 - d. Discipline and/or terminate employees and/or volunteers when appropriate.
 - e. Maintain confidential personnel files of employees and volunteers.
 - f. Destroy old personnel files when appropriate.
 - g. Destroy all files of unsuccessful applicants for a position in a timely manner.
 - h. Implement Collective Agreements.
 - i. Receive, hear and, where appropriate, take action upon receipt of any appeals, complaints, concerns, questions, comments, and/or suggestions regarding Management from employees and volunteers.
 - j. Negotiate contracts with external entities with a motion from the Board of Directors.
 - k. Monitor and enforce contracts with external entities.
 - l. Select and appoint the Chair of the Board of Directors and the Chief Elections Commissioner, and select and appoint students to internal and external entities.
 - m. Make recommendations to the Board of Directors on any other appointments, including the filling of any Director position vacancies.
 - n. Shall create and distribute an Organisational Chart that establishes reporting lines for all employees and volunteers of the UWSA, distributing portfolios amongst the Executive Directors, Collectives, committees, and/or Department Coordinators.
 - o. Review applications for affiliated and/or recognized group status, making recommendations to the Board of Directors as to the approval or rejection of said applications.
- iv. Broadcasters and Publishers that operate in the name of the UWSA are editorially autonomous in the general course of events. In the event that they engage in activities that put the UWSA at risk, such as exposing the UWSA to possible lawsuits for defamation or libel, then the Executive Committee has all the rights of a head publisher and owner, including editorial control. The exertion of editorial control cannot be used by the Executive Committee unless there is a clear and demonstrable need to protect the UWSA from damage caused by defamation, libel or some other such action, and it cannot be used if the Executive Committee or the Board of Directors simply object to the tone, content, quality or editorial position of said publication or broadcast.

7.09 Executive Review Ad-Hoc Committee

- 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.
- ii. The Executive Review Ad-Hoc Committee shall complete an annual review of the work of the UWSA Executive Directors and submit it to the Board of Directors no later than December 31 of each year.
- iii. The Executive Review Ad-Hoc Committee shall seek the feedback of the Membership as to the performance of the Executive Directors. The Executive Review Ad-Hoc Committee may also seek feedback from UWSA staff and other UWSA directors.
- iv. The membership shall be notified of opportunities for participation in the executive review via no fewer than one social media announcement (such as Facebook or Twitter) and no fewer than one Public Service Announcement in The Uniter, WCCRS/CKUW, or any of their successors.

7.10 Finance and Operations Committee

- i. The Finance and Operations Committee shall be composed of the Vice-President Internal Affairs, four (4) director positions, and four (4) student-at-large positions. The committee shall be comprised of no fewer than five (5) members, and no more than nine (9) members. The Business Manager and General Manager shall be non-voting advisory members of the Finance and Operations Committee.
- ii. The Finance and Operations Committee shall meet at least once per month.
- iii. The Vice-President Internal Affairs shall be the Chair of the Finance and Operations Committee
- iv. The Finance and Operations Committee shall oversee, report, direct and control all financial operations of the UWSA on behalf of the Board of Directors.

7.10.01 Delegation of Finance and Operations Committee Authority for expenditures

- i. Upon a motion of approval from the Board of Directors, the Budget of the UWSA becomes a standing authorization to the Finance and Operations Committee for expenditures in accordance with the Budget.
- ii. Subject to these By-Laws and UWSA Policy, persons or Standing and AdHoc Committees placed in charge of specific departments have standing authorisation for expenditures within that department's approved Budget.

- iii. Upon approval of the Board of Directors, the Finance and Operations Committee may authorise expenditures within a department that exceed the department's approved Budget.
- iv. Any authority delegated through this By-Law may be revoked by the Executive Committee with or without the recommendation of the Finance and Operations Committee, and subject to approval by the Board of Directors.

7.10.02 Budget

- i. Using an open and inclusive budget consultation process, the Finance and Operations Committee shall create and recommend a draft Budget to the Board of Directors.
- ii. Unless otherwise stated in these By-Laws, the Finance and Operations Committee makes recommendations to the Board of Directors on all expenditures that do not fit within the UWSA Budget.

7.10.03 Financial Reports

- i. The Finance and Operations Committee shall review the following reports at least once per month:
 - a. Accurate income and expense statements for each department and a consolidated statement for all departments.
 - b. All deposit and trust account reconciliations.
- ii. The Finance and Operations Committee shall ensure that the following reports are presented to the appropriate departments at least once per month:
 - a. Accurate income and expense statements.
- iii. The Finance and Operations Committee shall ensure that the following reports are presented to the Board of Directors at least once every three (3) months:
 - a. Accurate consolidated income and expense statements for all departments.
 - b. Accurate deposit and trust account reconciliations.
- iv. The Finance and Operations Committee shall make recommendations to the Board of Directors on ways to improve the transparency and accountability of the UWSA's financial resources.

7.10.04 Transparency and Accountability

- i. The Finance and Operations Committee shall, in conjunction with the Executive Committee, ensure compliance and cooperation with the requests and activities of duly authorised external and internal auditors.
- ii. The Finance and Operations Committee shall ensure compliance with these By-Laws and relevant financial policy.
- iii. The Finance and Operations Committee shall ensure that at least one (1) internal audit is conducted, or caused to be conducted, per year.
- iv. The Finance and Operations Committee shall ensure that the recommendations of the auditor(s) is/are implemented whenever it is possible and practical to do so.
- v. The Finance and Operations Committee shall ensure that any discrepancies between budgeted and actual figures in the Financial Reports are investigated. The Finance and Operations Committee shall explain these discrepancies and/or make recommendations to the Board of Directors as to action that seeks to correct these discrepancies.
- vi. The Finance and Operations Committee shall receive, hear and, where appropriate, take action upon receipt of any appeals, complaints, concerns, questions, comments, and/or suggestions regarding Finance and Operations and/or the UWSA Budget from employee and volunteers.

7.10.05 Renovations and Purchasing

- i. The Finance and Operations Committee shall discuss renovations to and the maintenance of the Bulman Students' Centre, and any other issue affecting the physical use of space by the UWSA and its affiliated, recognised, and service groups, making recommendations to the Board of Directors.
- ii. The Finance and Operations Committee shall also make recommendations on the expenditure of monies of the Building Fund, including minor and/or major capital projects. Any such recommendations are subject to relevant terms of agreement with the University of Winnipeg.

7.10.06 UWSA Services

- i. The Finance and Operations Committee shall hear, consider, and make recommendations to the Board of Directors regarding Health Plan Appeals and Health Plan Bursary Applications in Closed Session.

- ii. The Finance and Operations Committee shall ensure that the Health Plan is promoted to the membership.
- iii. The Finance and Operations Committee shall research and discuss issues relevant to the Health Plan and make recommendations to the Board of Directors.

7.11 Campaigns and External Relations Committee (CERC)

- i. The Campaigns and External Relations Committee shall be composed of the Community Liaison Director, and Vice-President External Affairs, along with three (3) other UWSA Directors, and four (4) student-at-large positions. The committee shall be comprised of no fewer than five (5) position and no more than nine (9). The Outreach and Special Projects Coordinator, and the (2)UWSA Campaigners shall serve as a non-voting advisory member of the Campaigns and External Relations Committee. The Vice-President External Affairs shall be the Chair of CERC.
- ii. The Campaigns and External Relations Committee shall meet at least once a month
- iii. The mandate of CERC shall be to recommend social justice, political, or activist campaigns to the Board of Directors, that will further the goals of both UWSA and the larger student movement, as well as to be involved in and providing leadership for approved campaigns while recommending active strategies for positive change for students with regards to meetings with government.
- iv. The Campaigns and External Relations Committee will also be responsible for reviewing requests of vendors and sponsors that wish to work with the UWSA in different capacities.
- v. With the ultimate goal of promoting the interests of the UWSA Members, CERC shall be responsible for the following:
 - a. Liaising with members of the local, provincial, and federal governments on student issues;
 - b. Liaising with the community around the University of Winnipeg; Promoting UWSA and CFS campaigns.

7.12 Student Life Committee

- i. The Student Life Committee shall be composed of the Vice-President Student Affairs, four (4) other directors, and four (4) student-at-large positions. The committee shall be comprised of no fewer than five (5) members, and no more than nine (9) members. The Events Coordinator shall serve as a non-voting advisory member of the Student Life Committee.
- ii. The Student Life Committee shall meet at least once per month.

- iii. The Vice-President Student Affairs shall be the chair of the Events and Services Committee.
- iv. The mandate of the Student Life Committee shall be to recommend events and services to the Board of Directors that will further the goals of the UWSA Membership as well as the larger student movement, as well as recommend opportunities for collaboration with community groups and organizations to the Board of Directors, that will further the goals of the UWSA.
- v. The Student Life Committee shall be responsible for overseeing the planning of official UWSA Events as well as the continual maintenance of the events policy.
- vi. The Student Life Committee will also be the sub-committee that hears applications for funding student group events on campus, and will be responsible for presenting recommendations to the Board of Directors as per the approval or rejection of said applications.
- vii. The Student Life Committee will be the sub-committee that hears applications for Community Partner Status, and will be responsible for presenting recommendations to the Board of Directors.
- viii. The Student Life Committee shall consider requests for space from individual UWSA Members and/or UWSA student groups, making recommendations to the Board of Directors for use of the Bulman Students' Centre and other UWSA affiliated spaces.
- ix. In the event the Student Life Committee discusses an issue or item affecting a particular recognized, affiliated, or service group, the Chair of the Student Life Committee shall notify the group of the discussion, ensuring that the group has the opportunity to send at least one (1) representative to participate in the discussion.
- x. The Student Life Committee shall be responsible for hearing applications for student conference funding support

7.13 Student-at-Large Positions

- i. The Chair of the Board of Directors shall appoint all Student-at-large positions, subject to the ratification by the Board, to standing committees. Procedures for application to sit on a committee shall follow the applicable policies of the UWSA. An individual student may only hold membership on one committee at any given time.
- ii. All Student-at-large positions shall not be official until the UWSA receives a signed Acknowledgement of Responsibility.

- iii. Student-at-large positions on the standing committees of the UWSA shall hold the same rights and responsibilities of a director within their role on the committee.
- iv. Students-at-Large shall at all times keep in mind the general welfare of the UWSA and all of its Members.

By-Law VIII: Records of Meetings

8.01 Definitions

8.01.01 Minutes

The official record of decisions of the Board of Directors and its Standing and Ad-Hoc Committees.

8.01.02 Open Session minutes are public documents and may be viewed by any person. See the definition for Open Session in the definition section of these By-Laws.

8.01 Closed Session minutes are not public documents and, subject to the laws of Canada and Manitoba, may only be viewed under the conditions stated in these By-Laws. See the definition for Closed Session in the definition section of these By-Laws for more information.

8.02 Minutes of Special and General Meetings

- i. Minutes of Special and General Meetings shall be submitted to the UWSA membership for approval at the subsequent Special or General Meeting.
- ii. Minutes from Special or General Meetings shall be securely maintained electronically.
- iii. Minutes from Special and General Meetings shall be made available to UWSA members. This may include posting copies on bulletin boards, posting copies on an Internet web site, and/or distributing paper copies upon request.

8.03 Minutes of Board of Directors Meetings

- i. All minutes of Board of Directors Meetings shall be submitted to the Board of Directors for approval at a subsequent Board of Directors Meeting.
- ii. Open Session minutes from Board of Directors Meetings shall be maintained electronically. They shall also be made available to the UWSA Members. This may include posting copies on bulletin boards, posting copies on an internet web site, and/or distributing paper copies upon request.
- iii. Closed Session minutes from Board of Directors Meetings shall be maintained electronically in a secure, password-protected location.

- 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.
- v. One copy of Closed Session Minutes must be maintained electronically in a secure, password-protected location.

8.04 Minutes of Standing and Ad-Hoc Committee Meetings

- i. Except under the conditions stated below, all minutes of Committee Meetings shall be submitted to the Committee for approval at a subsequent Committee Meeting prior to being sent to a Board of Directors Meeting.
- ii. Minutes from Standing and Ad-Hoc Committee Meetings must be received by the Board of Directors for information as a record of these meetings. Motions from the Standing and Ad-Hoc Committees that are recommendations to the Board of Directors shall be considered by the Board of Directors and either adopted or defeated.
- iii. Open Session minutes from Standing and Ad-Hoc Committee Meetings shall be placed in and maintained electronically, and shall be made available to UWSA Members and the Board of Directors. This may include posting copies on bulletin boards, posting them on an Internet web site, and/or distributing paper copies upon request.
- iv. Unless otherwise stated in these By-Laws, Closed Session minutes from Standing and Ad-Hoc Committee Meetings shall be considered at the first Board of Directors meeting following the Standing and Ad-Hoc Committee Meeting, with the exception of the Executive Committee. This includes distributing paper copies to all Directors in attendance, or allowing Directors to view the Closed Session Minutes electronically. In order to maintain the confidential nature of Closed Session minutes, the Chair of the Board of Directors shall destroy, or cause to be destroyed, all Closed Session minutes of all Standing and Ad-Hoc Committees distributed at the Closed Session meeting of the Board of Directors.
- v. One copy of Closed Session Minutes must be maintained electronically in a secure, password-protected location.

8.05 Minutes of Executive Committee

The Executive Committee shall adhere to all other By-Laws in this section, with the following exceptions:

- i. Closed Session minutes from Executive Committee Meetings shall not be distributed to the Board of Directors.
- ii. The Executive Committee shall notify the Board of Directors that a Closed Session Meeting took place, and shall provide a verbal update at the first Board of Directors meeting following the Executive Committee Meeting.
- iii. One copy of Executive Committee Meeting Minutes must be maintained electronically in a secure, password-protected location.
- iv. The Executive Committee Chair shall allow any Director to view the Closed Session Minutes upon request.

By-Law IX: Meetings of Members

9.01 Annual General Meeting

- i. The Annual General Meeting of the UWSA Membership shall be held at the University of Winnipeg every year following the general election, as determined by the Board of Directors. At Annual General Meetings, every student who is a Member of the UWSA shall have the right to vote, or to proxy one's vote to another Member in accordance with these By-Laws. Motions not affecting By-Laws or Policy shall be decided by a simple majority of the voters present. Motions affecting By-Laws or Policy shall be decided by a two thirds ($\frac{2}{3}$) majority of the voters present. At every Annual General Meeting, the following shall be presented and considered:
 - a. The financial statements and report of the auditors;
 - b. The final reports of UWSA Directors;
 - c. The approval of the following year's Board of Directors;
 - d. Report of the By-Laws and Policy Committee;
 - e. Any other business that is brought forward for consideration.

ii. Notice of Motions for General Meeting

Motions being submitted to meetings of the membership by the UWSA Board of Directors or any member of the UWSA, other than by law changes, must be submitted to the UWSA Chair of the Board, ten (10) days prior to the general meeting. Any substantive motion not duly submitted will not be considered and instead will be referred to the next general meeting.

9.02 Special Meetings

Special Meetings of the UWSA Membership other than the Annual General Meeting may be convened by the Board of Directors at any time, as long as the meeting is held at the

University of Winnipeg. In addition, in the same manner as provided, the Membership of the UWSA may call a Special Meeting of the Membership, provided that the Chair of the Board of Directors receives a petition signed by at least five percent (5%) of UWSA Members. The time and date of such meeting shall be decided by the initiators in conjunction with the Chair of the Board of Directors.

9.03 Notice of Meetings of Members

Printed notice stating the time, date and room of any Annual or Special General Meeting of the UWSA shall be posted conspicuously in at least twenty (20) places around the University no less than thirty-five (35) days in advance. Notice must also be published in the publications of the UWSA.

9.04 Omission or Error in Giving Notice

No error or omission in giving notice of any meeting shall invalidate the motions or proceedings of such meeting unless specifically requested in writing by the Chair of the meeting or twenty-five (25) Members. In the event of the Chair invalidating the motions or proceedings of a meeting, the notice to do so must be submitted by the Chair to the Board of Directors within thirty (30) days of the meeting in question. In the event of twenty-five (25) Members invalidating the motions or proceedings of a meeting, the notice to do so must be submitted to the Chair of the Board of Directors within thirty (30) days of the meeting in question.

9.05 Adjournment

- i. Any meeting of the UWSA shall be adjourned if the following occurs:
 - a. Quorum is lost; or
 - b. The Chair gains the permission of meeting members by general consensus or motion.
- ii. No official UWSA business shall be transacted at a meeting that has been officially adjourned, and specifically, no notices of motion shall be considered.
- iii. No business shall occur if quorum has not been obtained within thirty (30) minutes of the scheduled time of the meeting of that date.

9.06 Voting Procedures

At any meeting, a motion put to vote shall be determined by a show of hands, unless a poll is demanded by at least one (1) Member present. Unless a poll has been requested, a declaration by the Chair that a motion has been carried by a show of hands either unanimously or by a particular majority, or if a motion has been defeated, shall be final.

9.07 Chair

Unless otherwise noted in these By-Laws, all meetings of the UWSA Membership shall be chaired by the Chair of the Board of Directors or in their absence, any person so designated by resolution by a two-thirds (2/3) majority of eligible voters at a meeting.

9.08 Poll

At any meeting of the UWSA, a poll or secret ballot may be requested by any voting Member present on any motion that might come before the Board of Directors for consideration.

9.09 Manner of Taking a Poll

The Chair shall administer the poll, either during the meeting or upon adjournment, by giving each voting member a piece of paper upon which each shall mark their choice as outlined by the Chair. The Chair shall then call a recess if the meeting is still continuing, and tally the votes in private with another Director. The results of the poll shall be announced upon the resumption of the meeting or at the next regularly scheduled meeting of the Board of Directors. Upon announcing the results of the poll, the Chair shall ask for a motion to destroy the ballots and shall cause the ballots to be destroyed once the motion is passed. Any request for a poll may be withdrawn by the initiator before the poll is taken.

9.10 Member Proposals

Every UWSA Member shall be entitled to submit or raise at the Board of Directors level any matter that they are concerned with, and shall be allowed to represent themselves in respect to the proposal or matter that they brought forward.

9.11 Policy Manual

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.

9.12 Proxy Voting

- i. UWSA Members eligible to vote at an Annual General Meeting of the UWSA may do so in person or by proxy. This provision applies both to votes taken by a show of hands and to votes taken by poll.
- ii. Proxy rights shall not apply to Board of Directors or Standing and/or Ad-Hoc Committee meetings
- iii. No UWSA Member shall have in their possession at any one meeting more than two (2) proxies.

9.13 Appointing Proxies

An eligible voter who desires to proxy their vote to another shall communicate their intent to do such on paper and shall sign this proxy form in their own handwriting.

by any Director by requesting of the Chair of the Board of Directors or relevant Standing and/or Ad-Hoc Committee.

By-Law X: Capitals and Documents

10.01 Instruments

Contracts, documents or any instruments in writing requiring the signature of the UWSA shall be signed by at least one (1) Executive Director of the UWSA.

10.02 Deposit of Securities for Safekeeping

Securities of the UWSA shall be deposited for safekeeping in whichever financial institutions the Board of Directors so designates. Withdrawal of these funds or securities may only be done by the Business Manager according to UWSA Financial Policy and procedure.

10.03 The Fiscal Year

The Fiscal Year of the UWSA shall be from April one (1) to March thirty-one (31) of the following year.

10.04 Budget Proposal for Next Year

The proposed Budget for the coming fiscal year shall be submitted to the Board of Directors by the Capital Committee.

10.05 Exceeding Budget Line Items

- i. No expenditure line item in the Budget of the UWSA may be exceeded at any time, except by recommendation of the Capital Committee in consultation with the Business Manager of the UWSA.
- ii. Amendments to the Budget of the UWSA require a two-thirds (2/3) majority vote at a meeting of the Board of Directors and may be made only after:
 - a. The Capital Committee has made a recommendation on the amendment; and
 - b. Notice has been given to Directors at least one (1) week in advance or bringing such amendment to the Board of Directors.

10.06 Financial Expenditures

Financial expenditures of the UWSA shall be made in accordance with these By-Laws and with the Financial Policy of the UWSA.

10.07 Reserve and Contingency Funds

In accordance with these By-Laws, the UWSA shall include in every Budget a reserve fund and a contingency fund, as per the recommendations of the auditors.

10.08 Property and Assets

The Members of the UWSA shall have no interest in the property and assets of the UWSA, and in the event of the dissolution of the UWSA, all remaining property and assets shall be distributed in accordance with The Act.

10.09 Contracts, Documents and Instruments

No contracts, documents or instruments in writing for which the cash requirement exceeds the financial surplus of the UWSA at fiscal year end may be signed or entered into without the prior approval of the Membership at an Annual General Meeting of the UWSA.

10.10 Financial Statements

The UWSA must post the yearly audited financial statements from the previous seven years on the website after the AGM. Financial statements from previous years must remain posted on the UWSA website.

By-Law XI: Policy**11.01 Policy Manual**

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.

11.02 Creation and Amendment of Policy

Any Member of the UWSA may propose an amendment to UWSA Policy, so long as any proposals are submitted to the Board of Directors for approval with at least fourteen (14) business days notice. Notice of any changes in any UWSA Policy shall be published in the daily publication of the UWSA. Any changes to any UWSA Policy must be ratified by a two-thirds ($\frac{2}{3}$) majority vote of Directors present at a meeting of the Board of Directors

By-Law XII: Amendment, Enactment, Validity and Inviolability of the General By-Laws of the UWSA**12.01 Revision of By-Laws**

Any amendment, repeal or enactment of these By-Laws shall only be decided by the Members at a General Meeting of the Members.

No By-Law changes shall be made without proper notice being served. Notice procedures are as follows:

- i. Twenty-one (21) days prior to the AGM the Chair of the Board of Directors shall ensure that the duly submitted proposed By-Law changes are posted in at least twenty (20) conspicuous, on campus, locations.
- ii. The Chair of the Board of Directors shall also ensure that the duly submitted proposed By-Law changes are published in the Uniter prior to the AGM.
- iii. At any General Meeting, where changes to the By-Laws are proposed, it is recommended but not required that UWSA legal counsel be present.

12.02 Validity of By-Laws

The provisions of these By-Laws are valid and binding in regards to all of the activities of the UWSA. In such areas that these By-Laws read contrary to The Act or the laws of the land which we are all subject to, then these By-Laws shall be subject to the provisions of The Act or such valid laws of Canada.

12.03 Inviolability of the By-Laws

These By-Laws may not at any time be suspended or contravened by any Director, Officer, employee, Standing and/or Ad-Hoc Committee, the Board of Directors or the General Membership of the UWSA unless so resolved at an Annual General Meeting in accordance with this By-Law.

By-Law XIII: Seal

13.01 Seal

Until changed, the seal, an impression whereof is stamped on the covering sheet of these By-Laws, shall be the official seal of the UWSA.