



UWSA

THE UNIVERSITY OF WINNIPEG
STUDENTS' ASSOCIATION

GENERAL BYLAWS

Amended by the general membership

1990 | 1992 | 1995 | 1996 | 1997
1998 | 2001 | 2002 | 2003 | 2004
2005 | 2006 | 2008 | 2010 | 2011
2012 | 2013 | 2014 | 2015 | 2016
2017 | 2018 | 2019 | 2020 | 2021

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

Bylaw I. Language and Consistency

1.1 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.

1.2 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.

Bylaw II. Definitions

2.1 Acknowledgement of Responsibility

The waiver signed by all executive and directors of the UWSA Board of Directors and election campaign participants, confirming their fiduciary duty to the UWSA.

2.2 The Act

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

2.3 Board of Directors

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

2.4 Business Manager

Means the Business Manager employed by the UWSA.

2.5 Canadian Federation of Students (CFS)

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

2.6 Chief Executive Officer

Refers to the President of the UWSA.

2.7 Chief Financial Officer

The Chief Financial Officer is appointed by the Board of Directors to manage the finances and operations of the UWSA. The Chief Financial Officer reports to the Chief Operating Officer and the Board of Directors.

2.8 Chief Operating Officer

The Chief Operating Officer is appointed by the Board of Directors to manage all UWSA staff and the day-to-day operations of the UWSA. The Chief Operating Officer is the Staff Relations Officer and the Privacy Officer, except where otherwise assigned by the by-laws and policies of the UWSA. The Chief Operating Officer reports to the Executive and to the Board of Directors.

2.9 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.

2.10 Community Partner Organization

An organization which receives UWSA resources and support in the maintenance of their day-to-day operations. The current UWSA Community Partners are the UWSA Daycare, CKUW, and the Uniter.

2.11 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.

2.12 Daycare Director

The Day Care Director is appointed by the Board of Directors to manage the staff and day-to-day operations of the UWSA Day Care Centre. The Day Care Director reports to the Chief Operating Officer.

2.13 Director

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

2.14 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.

2.15 Executive Directors

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

2.16 General Manager

Means the General Manager employed by the UWSA.

2.17 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.

2.18 Indigenous Students' Association

Means the independently run student association representing Indigenous students on campus.

2.19 Members

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

2.20 Menno Simons College Student Association (MSCSA)

Refers to the independently run and UWSA-recognized student group uniting all students enrolled in Menno Simons College.

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 Quorum

The minimum number of members of a governing body needed in attendance in order for a meeting to be valid.

2.26 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.

2.27 Section or Article

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

2.28 Staff Relations Officer

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

2.29 University

Means the University of Winnipeg.

2.30 University of Winnipeg Act

Means the statute under which the University of Winnipeg is incorporated.

2.31 University of Winnipeg Board of Regents

The governing body that determines overall policy for the University of Winnipeg, including setting of strategic direction and a broad framework of goals and objectives.

2.32 University of Winnipeg Senate

The governing body responsible for academic policy and procedure for the University of Winnipeg, including curriculum development, academic standards, student appeals, and the conferring of degrees.

2.33 Urban and Inner-City Students' Association

The independently run and UWSA-recognized student group uniting all students enrolled in Urban and Inner-City Studies and who student at the Selkirk Campus.

2.34 UWSA

Means the University of Winnipeg Students' Association Incorporated.

2.35 UWSA General Office

The registered offices of the University of Winnipeg Students' Association Incorporated.

2.36 WUSC

Means the World University Service of Canada.

Bylaw III. Membership**3.1 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, 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.

3.2 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.

3.3 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.

3.4 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.

Bylaw IV. Election of Directors

4.1 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. Education Director
 - e. Science Director
 - f. Arts Director
 - g. Part-Time/Mature Students' Director
 - h. International Students' Director
 - i. Community Liaison Director
 - j. Recreation and Athletics Director
 - k. Two (2) Indigenous Students' Directors
 - l. Women, Trans, and Non-Binary Students' Director
 - m. Environmental Ethics Director
 - n. Two-Spirit, Lesbian, Gay, Bisexual, Transgender, Queer, and * Students' Director
 - o. Accessibility Director
 - p. Director of Student Living
 - q. Business and Economics Director
 - r. Graduate Student Director

- s. Menno Simons College Director
 - t. Professional, Applied, and Continuing Education Director
 - u. Urban and Inner-City Campus Director
 - v. Racialized Students' Director
 - w. Four (4) Emerging Leader Directors
- 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 Indigenous Students' Directors shall be elected by the Indigenous Students' Association (ISA) for a one (1) year term during the ISA spring election process, in accordance with its constitution. These Directors shall be appointed to the UWSA Board of Directors.
 - b. The Menno Simons College Director shall be elected by the Menno Simons College Student Association (MSCSA) for a one (1) year term during the MSCSA spring election process, in accordance with its constitution. This Director shall be appointed to the UWSA Board of Directors.
 - c. The Urban and Inner-City Campus Director shall be elected by the Urban and Inner-City Students' Association (UICSA) for one (1) year term in accordance with the UICSA constitution. This Director shall be appointed to the UWSA Board of Directors.
 - d. 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.
 - e. 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)n of the University of Winnipeg Act, but not fewer than six [6]). These UWSA representatives shall be elected in accordance with these by-laws.

4.2 Term of Office

- i. The term of office of all directors shall be a one-year term, from May 1st through to April 30th with the following exceptions:
 - a. The two Vice Presidents shall hold staggered two-year terms. The term of office for the Vice President External Affairs and Vice President Student Affairs shall commence May 1st of the year they are elected through to April 30th of the second calendar year from the commencement date. The Vice Presidents shall be elected on opposite years so that one Vice Presidential seat is open in each General Election.

- b. The term of office for the Indigenous Students Directors shall be determined by the constitution of the Indigenous Students' Association and in accordance with the Corporations Act (Manitoba).
 - c. The term of office for the Menno Simons College Director shall be determined by the constitution of the Menno Simons College Student Association and in accordance with the Corporations Act (Manitoba).
 - d. The term of office for the Urban and Inner-City Campus Director shall be determined by the constitution of the Urban and Inner-City Students Association and in accordance with the Corporations Act (Manitoba).
 - e. The Emerging Leader Directors shall hold staggered two-year terms. The term of office for the Emerging Leader Directors shall commence May 1st of the year they are elected through to April 30th of the second calendar year from the commencement date.
- ii. Retiring directors shall be eligible for re-election as per these 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 term shall be renewed annually unless otherwise determined by the Board of Directors.
 - 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.

4.3 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. No appointments shall be permitted for an Executive Director position in the case of vacancy.
- iii. 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.
- iv. The Chair of the Board of Directors shall be hired in accordance with UWSA hiring policies and ratified by the Board of Directors.
- 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 fill those vacancies by way of appointment. The duration of such an appointment shall be the balance of the unexpired term of the vacancy.

4.4 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.

4.5 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 Indigenous Students' 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).
- iii. 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.
- iv. 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.
- v. 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.
- vi. 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.

- vii. The Director affected by this petition is eligible to run and campaign for themselves in the By-Election.
- viii. 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.
- ix. No Director may be subjected to more than one (1) recall process in a given term of office.
- x. 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.
- xi. 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.
- xii. The Chair of the Board of Directors or the Secretary of the Board of Directors may be removed from the Board of Directors by a motion passed with a two-thirds ($\frac{2}{3}$) majority vote at a duly convened Board of Directors meeting. The Board of Directors is required to publish a notice of motion at least one (1) week prior to a vote to remove the Chair of the Board of Directors or the Secretary of the Board of Directors. The Director so removed shall no longer be a Director of the UWSA and their position shall be considered vacant until it is filled in accordance with UWSA policy and these By-Laws. The Director so removed may, at their discretion, be present at one additional Board of Directors meeting and may, at this meeting, request that the decision to remove be rescinded and state their reasons for wanting the decision rescinded.
- xiii. The Indigenous Students' 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 $\frac{2}{3}$ majority to carry.

4.6 Qualification of Directors for Election and Holding Office

- i. In order to be eligible for any UWSA office except for Chair of the Board of Directors, one must be a UWSA Member as per these By-Laws.
- ii. The President, Vice President External Affairs, and Vice President Student Affairs 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 Student Affairs and Vice President External Affairs 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.

- iv. 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.
- v. 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.
- vi. An Executive Director who is not enrolled in at least one half (1/2) course, three (3) credit hours in the final semester of their term does not qualify for re-election.
- vii. ***The Menno Simons College Director*** shall be a University of Winnipeg student enrolled in Menno Simons College. This is defined as any and all students enrolled in at least one (1) half (1/2) courses, three (3) credit hours, in the departments of Conflict Resolution Studies (CRS) and International Development Studies (IDS), during the academic year, and/or who have declared their major in Conflict Resolution Studies or International Development Studies, who have a valid University of Winnipeg ID card, and who have paid their UWSA student fees.
- viii. ***The Education Director*** shall be a student enrolled in the Bachelor of Education Program at the University of Winnipeg.
- ix. In the event of the ***Two-Spirit, Lesbian, Gay, Bisexual, Transgender, Queer, 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 two-spirit, lesbian, bisexual, gay, transgender, queer, 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.
- x. ***The Women, Trans, and Non-Binary Students' Director*** must be a student who identifies as a woman, trans, or non-binary person.
- xi. ***The International Students' Director*** must be an International Student.
- xii. ***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.
- xiii. ***The Racialized Students' Director*** must be a student who is a racialized person.
- xiv. ***The Arts Director*** shall be a student enrolled in the Bachelor of Arts Program at the University of Winnipeg.
- xv. ***The Science Director*** shall be a student enrolled in the Bachelor of Science Program at the University of Winnipeg.
- xvi. ***The Business and Economics Director*** shall be a student enrolled in the Bachelor of Business and Economics Program at the University of Winnipeg.
- xvii. ***The Graduate Student Director*** shall be a student enrolled in a graduate program at the University of Winnipeg.
- xviii. ***The Professional, Applied, and Continuing Education Director*** shall be a student enrolled in the Professional, Applied, and Continuing Education Program at the University of Winnipeg, with a minimum of six (6) months remaining in their program during their term.

- xix. ***The Urban and Inner-City Campus Director*** shall be a student enrolled in the Urban and Inner-City Studies Program at the University of Winnipeg
- xx. 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.
- xxi. 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 or any UWSA partner organization while fulfilling their term as a director, excepting the compensation they receive for their directorship.
- xxii. 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.

4.7 Co-Directorships

- i. A Co-Directorship may exist in accordance with proper UWSA elections procedures, or else any Director except an Executive 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 Two-Spirit, Lesbian, Gay and Bisexual, Transgender, Queer, 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. In the case of shared positions, the Directors shall share the salary or *honoraria* equally.
- v. Individual Executive Director, Senator, and Regent seats may not be co-operatively held.

4.8 Provisions

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

Bylaw V. Elections and Referenda

Section A – Definitions

5.1 By-Election

Means an election held in the fall-term of the University of Winnipeg's academic year. In a by-election, seats unfilled in the previous General Election are open to nominees.

5.2 Campus

Shall include the following buildings: Buhler, Education building at 480 Portage, Menno Simons College, Richardson College, Axworthy RecPlex, Duckworth, Asper Centre for Theatre and Film, Helen Betty Osborne Campus, Lockhart, Centennial, Manitoba, Bulman Student Centre, Ashdown, Wesley, Bryce, Sparling, Graham, McFeetors Hall, Balmoral Houses, Lions Manor, 527 Selkirk Avenue and Merchants Corner, and extend to include the Main Campus front lawn, the Spence Street Promenade, and the quad area.

5.3 Campaign

Means any act by, or on behalf of, an election campaign participant that can reasonably be interpreted as calculated to gain support for the vote including, but not limited to:

- a. Talking to individuals or groups of students;
- b. Presenting in front of a classroom;
- c. Handing out campaign materials;
- d. Making posts on social media;
- e. Any other communication about a candidate, platform, the UWSA, or the election campaign.

5.4 Campaign Materials

Means posters, handbills, pamphlets, ribbons, buttons, banners, and any other physical or digital material produced to support or oppose a candidate or referendum.

5.5 Campaign Opportunities

Means any promotional engagement for candidates targeted at classrooms, student groups, or any group of ten (10) or more students, table bookings or campaign displays (not including posters or banners), debates, forums, and any other publicly promoted engagements.

5.6 Candidate

Means any member of the UWSA whose nomination for election is accepted under procedures established by these by-laws.

5.7 Chief Elections Commissioner - CEC

The CEC acts on behalf of the UWSA Membership to carry out the electoral logistics of all UWSA elections and referenda.

5.8 Election Accountability Board - EAB

The EAB acts on behalf of the UWSA membership to support the CEC and ECFs in the management of a fair and transparent election and referenda process.

5.9 Election Cycle

Means the period in which an election and/or referendum takes place, starting at the opening of nominations and closing of the polls.

5.10 Election Campaign Facilitator - ECF

The ECFs act on behalf of the UWSA Membership to support electoral candidates and volunteers through the elections process, to facilitate the collaborative creation of the UWSA Election Campaign, and to mediate conflicts that arise throughout the electoral process.

5.11 Election Campaign Participant

Means all accepted candidates and referendum volunteers participating in a given election cycle.

5.12 Final Election Report

The report issued at the close of each election cycle which includes reports from the CEC, ECFs, and EAB.

5.13 General Election

Means an election held in the winter-term of the University of Winnipeg's academic year.

5.14 Nominee

Means any member of the UWSA who is submitting themselves for nomination for election or referendum volunteer under the procedures established by these by-laws.

5.15 Referendum

A question put to a balloted vote of the membership during the course of an election cycle.

5.16 Referendum Volunteer

Means any member of the UWSA whose nomination for referendum volunteer is accepted under procedures established by these by-laws.

5.17 Scrutineer

Means any member of the UWSA approved to oversee the ballot count on behalf of an election campaign participant.

5.18 Slate

Means two (2) or more candidates who are members of a single campaign, each running for a different position. Slates are prohibited under the UWSA by-laws.

5.19 Spoiled Ballot

Means a ballot where no clear intention can be discerned. Only the CEC may rule a ballot spoiled.

5.20 Supplementary Rules

Means additional rules to those in the Elections By-Laws and Polices that are created by the CEC and/or ECF and approved by the EAB to guide election campaign participants through a particular election.

5.21 UWSA Election Campaign

Means the campaign under which all election campaign participants run for election or as a referendum volunteer.

Section B – Election Management Team

5.22 Chief Elections Commissioner (CEC)

- i. The CEC's term shall commence upon appointment of the Board of Directors and shall expire on April 30th of the same academic year. The term shall be renewed annually unless the CEC is otherwise notified by the Chief Operating Officer.
- ii. The CEC works alongside the Election Campaign Facilitators (ECFs) and is accountable to the Election Accountability Board (EAB). Questions, concerns, and complaints arising from any CEC interpretation of the By-Laws may be directed to the chair of the EAB.
- iii. The CEC liaises with UWSA staff to prepare and implement election logistics; however, the CEC reports directly to the EAB and the Board of Directors and does not take instruction or direction from staff.
- iv. The CEC shall receive training and orientation from the Chief Operating Officer, the General Manager, and the Events and Communications Department, before the beginning of the election cycle for which they have been hired.
- v. Upon receiving notice from the EAB that it has voted to remove a CEC for conduct which they deem warranted for such dismissal, a CEC may be dismissed from their position with a two-thirds ($\frac{2}{3}$) vote of the Board of Directors.

5.23 Chief Elections Commissioner Powers and Duties

- i. The CEC shall run elections safely, fairly, and in accordance with UWSA by-laws and policies.
- ii. The CEC shall oversee election logistics, including, but not limited to:
 - a. Managing the candidate and referendum volunteer nomination processes, including:
 1. Working with the ECFs and the UWSA Communications Department to create nomination forms and approving all forms before circulation;
 2. Ensuring that nomination forms are available by the deadlines ascribed in these by-laws;
 3. Ensuring that the nomination forms are clear, accessible, and collect all information required to assess candidate eligibility as stipulated in these by-laws and The Corporations Act (Manitoba) if applicable;
 4. Arranging and promoting drop-off details for candidates to submit nominations;

5. Being reasonably available to answer eligibility questions of potential nominees;
 6. Ensuring the availability of nomination forms in accessible formats and assisting students with filling out nomination forms if requested;
 7. Verifying the eligibility credentials of all nominees and announcing all verified election candidates and referendum volunteers to the ECFs and the membership in accordance with these by-laws.
- b. Arranging all poll and voting logistics, including:
1. Working with the UWSA Communications Department to develop the ballot for paper and/or digital polling and approving all ballots before circulation.
 2. Organizing any physical polls, including:
 - i. Being present at the opening and closing of the polls each day of the voting period;
 - ii. Situating polls on campus in accordance with these by-laws;
 - iii. Ensuring polls have the equipment needed to run a fair and confidential vote;
 - iv. Ensuring polls are properly staffed in accordance with these by-laws;
 - v. Ensuring that clear voting instructions are posted at all polls;
 - vi. Ensuring poll officers are trained on providing accessibility accommodations to voters, and
 - vii. Responding to student issues or concerns with the physical polls.
 3. Organizing any digital polls, including:
 - i. Working with the UWSA Administration and Communications Departments to administer the voting software backend,
 - ii. Ensuring that the student list is securely and accurately uploaded,
 - iii. Ensuring that clear voting instructions are included on the digital ballot,
 - iv. Ensuring that online polls open and close at the correct times, in accordance with these by-laws, and
 - v. Responding to student issues or concerns with the voting software.
 4. Appointing, training, and supervising all polling officers.
 5. Ensuring the security of all ballots and ballot boxes.
- c. Overseeing all ballot count logistics, and ensuring that a fair, accurate, and cost-effective ballot count occurs.
- iii. The CEC shall work with the UWSA Communications Department and the Election Campaign Facilitators to arrange promotion of election information, including information on qualifications for election, nominations, referenda registration, deadlines, poll hours and locations, digital polling access, and voting instructions.
 - iv. The CEC shall work with the ECFs under the guidance of the EAB to ensure that members of the UWSA Board of Directors and UWSA staff do not use their positions or UWSA resources to campaign to an unfair advantage either “for” or “against” a candidate or referendum.
 - v. The CEC shall post and implement supplementary nominations and polling rules, subject to the approval of the EAB.

- vi. The CEC shall work with the UWSA Communications Department to notify the membership of the official results of the election and/or referenda and ensure that notifications are made public within the timelines ascribed by these by-laws.
- vii. The CEC shall submit to the UWSA Board of Directors, at the first board meeting or general meeting where the election results are ratified, a final report of activities and recommendations in accordance with the Final Election Report By-laws.

5.24 Election Campaign Facilitators (ECFs)

- i. The ECFs term shall commence upon appointment of the Board of Directors and shall expire upon the delivery of the Final Election Report for the given election cycle.
- ii. The ECFs work alongside the CEC and are accountable to the Election Accountability Board (EAB). Questions, concerns, and complaints arising from any ECF interpretation of the By-Laws may be directed to the Chair of the EAB.
- iii. The ECFs liaise with UWSA staff to prepare and implement UWSA Election Campaign logistics, however, the ECFs report directly to the EAB and the Board of Directors and do not take instruction or direction from staff.
- iv. The ECFs shall receive training and orientation from the Chief Operating Officer, the General Manager, and the Events and Communications Department, before the beginning of the election cycle for which they have been hired.
- v. Upon receiving notice from the EAB that it has voted to remove an ECF for conduct which they deem warranted for such dismissal, an ECF may be dismissed from their position with a two-thirds ($\frac{2}{3}$) vote of the Board of Directors.

5.25 Election Campaign Facilitators Powers and Duties

- i. The Election Campaign Facilitators shall organize and facilitate the All Candidate's Training and Campaign Preparation Week, safely, fairly, and in accordance with these by-laws, including:
 - a. Arranging sessions including, but not limited to:
 - 1. Collaborative governance;
 - 2. UWSA mission and vision, internal structure and operations, UWSA Ambassadorship Policies, and election rules;
 - 3. Non-profit board regulations, duties and privileges;
 - 4. How to campaign; and
 - 5. Conflict mediation and resolution.
 - b. Scheduling UWSA staff and external partners to facilitate sessions relevant to their expertise.
 - c. Facilitating the creation of the UWSA Election Campaign through the collaboration of all electoral candidates and referendum volunteers.
 - d. Working in coordination with the Communications Department, the Chief Election Commissioner, and all election candidates and referendum volunteers to arrange promotion of the UWSA Election Campaign.
- ii. The ECFs shall work with election participants to ensure that the elections process is equally accessible to all participants.
- iii. The ECFs shall organize all campaign opportunities for candidates and volunteers including debates, forums, classroom presentations, meetings with student groups, and any other campaign opportunity targeting ten (10) or more voting members.

- iv. The ECFs shall post and implement Supplementary Campaign Rules, subject to the approval of the EAB.
- v. The ECFs shall keep regular office hours and give notification to candidates and volunteers of these hours no later than the Monday of Week 4 at 8 a.m.
- vi. The ECFs shall ensure fair and equal access to all campaign resources provided by the UWSA Election Campaign.
- vii. The ECFs shall hear concerns and complaints from candidates, volunteers, and the student membership and shall work to resolve issues through mediation before escalating them to the EAB in accordance with relevant UWSA Policy.
- viii. The ECFs shall bring any complaint which cannot be resolved through mediation to the EAB for consideration and ruling in accordance with relevant UWSA Policy.
- ix. The ECFs shall work with the CEC under the guidance of the EAB to ensure that members of the UWSA Board of Directors and UWSA staff do not use their positions or UWSA resources to campaign to an unfair advantage either “for” or “against” a candidate or referendum.
- x. The ECFs shall submit to the UWSA Board of Directors, at the first board meeting or general meeting where the election results are ratified, a final report of activities and recommendations in accordance with the Final Election Report By-laws.

5.26 Chief Election Commissioner and Election Campaign Facilitators Selections and Hiring

- i. Selection
 - a. The CEC and ECFs shall be hired in accordance with UWSA hiring policies and ratified by the Board of Directors.
 - b. In addition to regular public postings for the ECF positions, the Chief Operating Officer shall actively recruit consulting professionals to apply.
- ii. Applications from the following people shall not be considered for either the CEC or ECF:
 - a. Current Directors and Executive Directors of the UWSA;
 - b. Former Executive Directors of the UWSA whose term ended within the last five (5) years;
 - c. Current Part-Time or Full-Time Employees of the UWSA;
 - d. Current UWSA Service Centre Coordinators;
 - e. Employees of any UWSA partner organization.

5.27 Chief Election Commissioner and Election Campaign Facilitators Training, Orientation, and Support

- i. The Chief Operating Officer shall be the UWSA Election Staff Liaison and shall be responsible for coordinating with the EAB and relevant UWSA departments to provide training and orientation for the incoming CEC and ECFs.
- ii. CEC and ECF training shall include, but is not limited to:
 - a. By-law and policy review;
 - b. Access to the Election Report archive and review of past practices;
 - c. Communication strategies and practices;
 - d. Orientation with the EAB.
- iii. The CEC and ECFs shall be supported by UWSA staff in the implementation of election processes as determined by these by-laws.

- iv. The CEC and ECFs may request additional support from UWSA staff subject to the review and approval of the EAB.

Section C – Election and Referenda Guidelines and Procedures

5.28 Annual General Election and By-Election

- i. In the winter term of each University of Winnipeg academic year there will be a General Election for available UWSA Executive and Director positions, University of Winnipeg Senate seats, and University of Winnipeg Board of Regents seats.
- ii. One (1) seat on the University of Winnipeg Board of Regents will be open for election annually.
- iii. The number of University of Winnipeg Senate seats open for election annually shall be determined in consultation with the University Secretary and in accordance with the University of Winnipeg Act.
 - a. One UWSA Senate seat shall be reserved for each of the following:
 - 1. The UWSA President;
 - 2. The Vice President External Affairs;
 - 3. The Vice President Student Affairs;
 - 4. The PACE Director;
 - 5. A Graduate Student.
- iv. The Vice President External Affairs and Vice President Student Affairs shall be elected on a two-year schedule such that the Vice President External Affairs is elected in Cycle A and the Vice President Student Affairs is elected in Cycle B.
- v. The Emerging Leader Directors shall be elected on a two-year schedule where two (2) of the four (4) positions are open for election in each cycle.
- vi. The two-year schedule shall be as follows:
 - a. Cycle A (which shall be the first year in each two-year General Election schedule) the following directors shall be elected for two-year terms:
 - 1. Vice President External Affairs
 - 2. Two (2) Emerging Leader Directors
 - b. Cycle B (which shall be the second year in each two-year General Election schedule) the following directors shall be elected for two-year terms:
 - 1. Vice President Student Affairs
 - 2. Two (2) Emerging Leader Directors
 - c. In both Cycle A and Cycle B, all other executive and directors excepting those identified in By-law 4.2.i shall be elected to one-year terms.
 - d. In the pilot year of the two-year General Election schedule, Cycle A candidates shall be elected for one-year terms and Cycle B candidates shall be elected for two-year terms.
 - e. Where a position is unfilled in a General Election or By-Election, or is vacated before the expiration of its term, it shall be open for election in the subsequent General Election or By-Election. The duration of the term of the person elected to fill such a vacancy shall be the balance of the unexpired term such that the filled position's term shall terminate in the standard timeline if the position had not been vacated.
- vii. By-Elections shall be held in the event of vacancies in the Fall Term.

- viii. Participation in elections and referenda as committee members, candidates, volunteers, and scrutineers is limited to members of the UWSA as determined by these by-laws. Members must be 18 years of age or older to participate in UWSA elections.

5.29 Election Cycle

- i. Unless otherwise determined by the board of directors, the election cycle shall run on a five (5) Week cycle, with Week 3 coinciding with the reading week occurring in the winter term.
- ii. The election cycle shall commence at 9:00 a.m. on Monday of Week 1 and end at 6:00 p.m. on Wednesday of Week 5.
 - a. Week 1 and Week 2 shall be Nominations and Referendum Volunteer Registration Weeks.
 - b. Week 3 shall be the All Candidates' Training and Campaign Preparation Week.
 - c. Week 4 shall be the Campaign Week.
 - d. Week 5 shall be Campaign and Voting Week.
- iii. No day of an election cycle shall fall between April 1 and September 1 of any given year.

5.30 Referenda

- i. Referenda can occur during either the General Election or By-Election. All clauses in these by-laws referring to the 5 Week election cycle shall apply to the referenda.
- ii. Referenda must be triggered prior to the commencement of the election cycle. Referenda may be triggered by either a vote by the Board of Directors or a petition of the membership.
- iii. A referendum question must be a positively worded motion to which voters answer YES or NO.
- iv. Motion for referendum from the UWSA Board of Directors must:
 - a. Clearly state the exact wording of the referendum question;
 - b. Be passed by a two-thirds ($\frac{2}{3}$) majority.
- v. Petition for referendum must:
 - a. Clearly state the exact wording of the referendum question;
 - b. Include the signatory name, signature, and student number of 5% of the UWSA membership;
 - c. Be submitted to the Chair of the Board of Directors by or before 11:59 p.m. the last Friday prior to the commencement of the given election cycle.

5.31 Nominations (Week 1 and 2)

- i. Nomination and referendum volunteer forms shall be available in the UWSA Office, the CEC Office, and online at the UWSA website.
- ii. A separate nomination form shall be available for each:
 - a. Executive Director Nominations;
 - b. Director Nominations;
 - c. Referendum Volunteer Nominations.
- iii. Election candidate nominations may only be submitted on the official nomination form and must include:
 - a. The nominee's name, UWinnipeg student ID number, date of birth, and contact information as requested;

- b. The nominee's signed confirmation that they do not currently hold the status of bankruptcy;
 - c. The nominee's signed confirmation of their citizenship, residency, or immigration status;
 - d. A copy of the nominee's academic transcript demonstrating that they meet the eligibility requirements of the position for which they are nominated, as per these By-Laws;
 - e. The nominee's availability for Weeks 3, 4, and 5 of the Election Cycle.
- iv. Referendum volunteer nominations may only be submitted on the official nomination form and must include:
- a. The side of the referendum question for which they are registering (YES or NO).
 - b. The nominee's name, UWinnipeg student ID number, date of birth, and contact information as requested;
 - c. A copy of the nominee's academic transcript demonstrating that they are a member of the UWSA.
 - d. The nominee's availability for Weeks 3, 4, and 5 of the Election Cycle.
- v. Nomination forms which are incorrect, incomplete, or inaccurate will be ruled invalid. Nominees shall have a 48-hour window to correct their nomination information upon receiving notification from the CEC that their nomination has been ruled invalid.
- vi. Nomination forms must be submitted to the CEC directly, via email to the CEC's UWSA email address, or in a drop-off location designated by the CEC (notice of which must be posted on the door of the CEC office). Nomination forms shall not be accepted at the UWSA General Office or by any UWSA staff person.
- vii. All nomination forms must be received by the CEC by 6:00 p.m. on the Thursday of Week 2.

5.32 All Candidate's Meeting, Training, and Campaign Preparation Week (Week 3)

- i. At 12:30 p.m. on Friday of Week 2, there shall be an All Candidates' Meeting where the CEC will serve notification to the membership of the names of all accepted candidates, whether those candidates are running for Executive or Director positions, the names of all accepted referendum volunteers, and the side which all those volunteers are supporting. The candidates and volunteers announced at the All Candidate's Meeting shall make up the election campaign participants.
- ii. At the All Candidates' Meeting, the Election Campaign Facilitators shall be introduced to all election campaign participants and shall announce the All Candidate's Training and Campaign Preparation Week (Week 3) schedule.
- iii. All election campaign participants shall be required to attend the Week 3 sessions scheduled by the ECFs.
- iv. Training and preparation sessions shall be planned by the ECFs in accordance with these by-laws and shall include, but are not limited to, sessions on:
 - a. Collaborative governance;
 - b. UWSA mission and vision, internal structure and operations, UWSA Ambassadorship Policies, and election rules;
 - c. Non-profit board regulations, duties and privileges;
 - d. How to campaign; and
 - e. Conflict mediation and resolution.

- v. During Week 3, the ECFs shall facilitate the collaboration of all election campaign participants in the creation of the UWSA Election Campaign.
- vi. At the commencement of UWSA Election Campaign planning, candidates shall announce the position for which they are running.
- vii. Candidates may amend the position for which they are running, subject to confirmation of their eligibility, join in a co-directorship bid with another election campaign participant, or withdraw from candidacy, until 9:00 a.m. on the Friday of Week 3.

5.33 Campaign Guidelines

- i. All statements, promotions, materials and any other communication by or on behalf of the UWSA, the UWSA Election Campaign, and election campaign participants must abide by the following guidelines:
 - a. They must be factually correct;
 - b. They must be honest and made in good faith;
 - c. They may not contain libel or slander (based on consultation with legal counsel if necessary);
 - d. They must abide by the UWSA Code of Conduct, the Positive Space Policy, and all other UWSA by-laws and policies;
 - e. They must abide by all federal, provincial, and municipal laws;
 - f. They must abide by all University of Winnipeg policy and procedure, including the *Respectful Work and Learning Environment Policy*.
- ii. Election campaign participants who fail to follow the campaign guidelines are subject to consequences as determined by the Election Accountability Board and in accordance with the Election Complaints Policy and Election Anti-Harassment Policy.

5.34 Campaigning (Week 4 and 5)

- i. Campaigning is any act by, or on behalf of, an election campaign participant that can reasonably be interpreted as calculated to gain support for the vote including, but not limited to:
 - a. Talking to individuals or groups of students;
 - b. Presenting in front of a classroom;
 - c. Handing out campaign materials;
 - d. Making posts on social media;
 - e. Any other communication about a candidate, platform, the UWSA, or the election campaign.
- ii. Campaigning shall begin at 8:00 a.m. on Monday of Week 4.
- iii. Campaigning prior to 8:00 a.m. on Monday of Week 4 shall be considered a violation of these by-laws subject to consequences in accordance with the Election Complaints Policy.
- iv. Election campaign participants must at all times abide by the campaign guidelines.
- v. Campaigning (including the posting of signs and other materials) may not occur within 10 meters of a polling station. The CEC will create a visible marker of these boundaries. The perimeter may not be appealed to the EAB.
 - a. When a poll station is in operation outside the Riddell Hall Cafeteria, no campaigning will be permitted on the Lobby level of the Riddell Atrium, except for that done within the cafeteria.

- vi. Campaigning may occur on social media, on campus (see definitions) up to the public sidewalk and on the Selkirk Avenue Campus and Merchants Corner.
 - a. Campaigning may not occur at bus stops, in businesses (not including Diversity Foods), and between campuses on the downtown campus.
 - b. Campaigning may not occur in any classroom without the explicit consent of the instructor.
 - c. Campaigning may not occur in the UWSA General Office or the office of any UWSA staff person; index; Infobooth; the Muslim Prayer Space; the Chapel; the Bulman MPR during Foodbank operations; any UWSA Service Centre, including the Bike Lab, the BIPOC Lounge, the Rainbow Lounge, the Women-Trans Spectrum Centre, or the Access Lounge.
- vii. No election campaign participant may campaign through a medium that could not be reasonably accessed equally by any other candidate including text messages, private phone calls, emails to individual members, or personal/professional websites.
 - a. Participants may respond to voter questions directed to them through private communications in cases where the voter initiated the contact.
- viii. Collusion between candidates for election will not be tolerated, including:
 - a. Promoting one or more candidates as part of an election slate;
 - b. Making statements that a reasonable person could interpret as linking two candidates as members of a joint slate for election;
 - c. Campaigning on behalf of another candidate.
- ix. Harassing (as defined in the University of Winnipeg's *Respectful Working and Learning Environment Policy*) students or creating physical barriers in attempts to garner support will not be tolerated and will be grounds for immediate disciplinary action in accordance with the Election Anti-Harassment Policy.

5.35 Campaign Opportunities

- i. Campaign opportunities shall be any promotional engagement for candidates targeted at classrooms, student groups, or any group of ten (10) or more students, table bookings or campaign displays (not including posters or banners), debates, forums, and any other publicly promoted engagements.
- ii. All campaign opportunities shall be approved or arranged by the ECFs.
- iii. Planning for campaign opportunities shall be done collaboratively during the All Candidate's Campaign Preparation Week.
- iv. All candidates contesting for the same position shall have equal access to the same campaign opportunities.
- v. Candidates found to have arranged for private campaign opportunities shall be in violation of these by-laws and subject to consequences in accordance with the Election Complaints Policy.
- vi. Classroom presentations may only be made with instructor permission and must follow any restrictions imposed by the instructor within their classroom, subject to compliance with these by-laws.
- vii. The ECFs, in coordination with the UWSA Communications Department, shall arrange for the purchase of ad space in the Uniter to feature UWSA Election Campaign promotions and/or candidate bios.

5.36 Campaign Materials

- i. All campaign materials shall be developed collaboratively through the UWSA Election Campaign.
- ii. UWSA Election Campaign materials shall feature all candidates equally.
- iii. Candidates are prohibited from creating or distributing any campaign material not approved as UWSA Election Campaign materials.
- iv. The ECFs shall not approve any materials that may damage University of Winnipeg infrastructure or create a physical obstruction.
- v. The ECFs shall not approve campaign materials that violate the campaign guidelines established in these by-laws.
- vi. UWSA Election Campaign materials must include voting information including the dates and times of the polls, poll locations, and a digital voting summary approved by the CEC.
- vii. The ECFs shall be responsible for coordinating with the UWSA Events and Communications Department for the hanging of all posters and banners.
- viii. All election campaign participants shall have equal access to distributable campaign materials. Distributable campaign materials shall be stored in a UWSA Election Campaign Office to which all election campaign participants have access for Weeks 3-5 of the given election cycle.
- ix. Posters**
 - a. UWSA Election Campaign posters must adhere to the UWSA and University of Winnipeg poster policies.
 - b. Posters may be no larger than 11x17 inches each.
- x. Banners**
 - a. UWSA Election Campaign Banners shall be general voting promotions and shall not include specific candidate information.
 - b. Banner sizes, locations, placement, and removal shall be negotiated with the University of Winnipeg Communications Offices and University of Winnipeg Physical Plant by the ECFs and the UWSA Events and Communications Department.
- xi. Distributable Campaign Materials**
 - a. The UWSA Election Campaign should be cognizant of the environmental impact of printing large quantities of handbills and must adhere to the same sustainable printing regulations outlined in the UWSA Poster Policy.
 - b. No handbill may exceed 4.25x5.5 inches.
 - c. Handbills may not be affixed to any bulletin board, wall, or other surface.
 - d. Font size may be no smaller than 12pt as recommended by the Canadian National Institute for the Blind.

5.37 Social Media

- i. Election campaign participants may campaign on their personal social media by sharing the UWSA Election Campaign materials and promoting their candidacy.
- ii. Social media posts must abide by the campaign guidelines.
- iii. Election campaign participants may not solicit votes via private messages on social media platforms but may respond to voter questions directed to them through private messages in cases where the voter initiated the contact.

- iv. Candidates and volunteers are responsible for all posts on their social media and are encouraged to change the settings on their social media so that only they can post directly to their personal pages and accounts.
 - a. Content not attributed to an election campaign participant but posted on their social media pages or accounts which violates the campaign guidelines must be removed immediately upon its discovery, immediately upon notification from the ECFs, or within 24 hours of the posting of the content—whichever comes first. It is the responsibility of election campaign participants to thoroughly monitor their own social media pages and accounts.
- v. Any campaigning on official UWSA or University of Winnipeg social media shall be coordinated by the ECFs in consultation with the UWSA Communications Department.
- vi. Any campaigning on the social media of a UWSA student group shall be coordinated by the ECFs, with the explicit consent of that group.
- vii. Additional social media guidelines may be collaboratively designed by all election participants during Week 3 and set as supplemental rules in accordance with these by-laws.

5.38 Voting and the Ballot (Week 5)

- i. Campaigning must cease at 6:00 p.m. on Wednesday of Week 5.
- ii. UWSA Members are entitled to one ballot per election.
- iii. Physical polling stations may use online and/or paper ballots at the discretion of the CEC.
- iv. Paper ballot polling stations shall register voters through the online polling software to ensure that each member receives only one ballot.
- v. Ballots shall display the legal or preferred name of the candidate and the position for which they are running.
- vi. Where a position is uncontested, a YES/NO ballot shall be used. Referenda shall use the same YES/NO format.
- vii. The UWSA Senate seat ballot shall be a cumulative vote in which voters may select multiple Senator candidates up-to the number of available seats as determined in accordance with these by-laws. Should there be more candidates than available seats, the candidates with the most votes shall win the election.
- viii. The Emerging Leader Director ballot shall be a cumulative vote in which voters may select multiple candidates up-to the number of available seats as determined in accordance with these by-laws. Should there be more candidates than available seats, the candidates with the most votes shall win the election.
- ix. A referendum is approved when 50% + 1 of voters support the question.
- x. A paper ballot's vote will count when there is a clear indication of candidate preference. This may include, but is not limited to, a marked "X," "check mark," or written statement within the ballot's boundary for a single candidate.
- xi. Where a paper ballot's vote is ruled invalid for a particular candidate or candidates, that shall not necessarily rule its other votes invalid. All votes on a paper ballot where the candidate preference is clear shall be ruled valid.
- xii. Only the CEC may rule a ballot spoiled.

5.39 Tie-Breaker Procedure

By Monday of Week 5, the CEC shall score otherwise blank paper ballots such that contested races have one affirmative ballot per candidate, and uncontested races and referenda have one

affirmative and one negative ballot. These ballots shall be stored individually in envelopes separated by position/question. In the event of a tie, one envelope per tied race shall be selected at random and the vote inside shall be considered the deciding vote.

5.40 Ballot Count

- i. The paper ballot count shall commence immediately following the close of the polls on the Wednesday of Week 5.
- ii. The CEC shall arrange for polling officers to count the ballots and shall be present for the entire duration of the ballot count.
- iii. Online polling results shall be tabulated automatically and shall not be subject to recount.
- iv. Results of the paper ballot count shall be added to the online polling results to determine the pending election results.
- v. The pending election results shall be announced to the membership no later than 9:00 a.m. on Thursday of Week 5, regardless of any active complaints proceedings. If a complaint which may result in a change to the pending election results is still in process, then notice shall be given to the membership that the pending results are subject to a trial of the Election Accountability Board.
- vi. Election results are not official until ratified by motion at the subsequent UWSA General Meeting or meeting of the UWSA Board of Directors.

5.41 Ballot Recount

- i. A recount of the paper ballots may only be called where the difference in paper ballot votes between the two top candidates for that position is equal to or less than five percent (5%) of the total ballots cast for that position.
 - a. At their discretion, the CEC may allow for a recount where the difference in votes between the top two candidates is greater than five percent (5%) of the total ballots cast for that position, to accommodate cases where voter turnout or paper ballot usage is low.
 - b. At their discretion, the CEC may allow for a second recount only in the case that the candidate who won the initial ballot count loses the recount. There shall be no more than two recounts per position per election.
 - c. In the case of a recount where the tie-breaker procedure was utilized, the tie-breaker ballot shall be set aside and shall only be added to the recount tabulation if the recount again yields an equivalence of votes.
- ii. A recount of the ballots must be called by 12 p.m. on the Thursday of Week 4. A second recount must be called immediately following the first recount.
- iii. Paper ballots will be confidentially destroyed by the CEC immediately following the closing of the recount period and the completion of any outstanding recounts.

5.42 Scrutineers

- i. Candidates for election and referendum volunteers are permitted two scrutineers each.
- ii. Scrutineers must submit their name, the candidate or volunteer they are representing, their contact information, and transcripts demonstrating their eligibility to the CEC by 6:00 p.m. Monday of Week 5.
- iii. Approved scrutineers shall be allowed to be present during the tabulation of paper ballots and shall be allowed to see ballots as they are tabulated.

- iv. Scrutineers may contest the approval of votes where they feel the indication of candidate preference is unclear; however, validation of votes is at the discretion of the CEC.
- v. Scrutineers may not handle the ballots, ballot tabulation sheets, or ballot boxes.
- vi. Scrutineers may be removed from the ballot counting room at the discretion of the CEC.

5.43 Polling Officers

- i. Selection:
 - a. Polling officers shall be hired and trained by the CEC in accordance with UWSA Policy and with support from the UWSA Administration Department and Chief Operating Officer.
 - b. Polling officer terms shall commence upon appointment by the CEC and shall expire at the close of the given election cycle.
 - c. Polling officers shall be paid an honourarium that compensates hours served at a living wage, as determined by UWSA policy.
- ii. Applications from the following people shall not be considered:
 - a. Current Directors and Executive Directors of the UWSA;
 - b. Former Executive Directors of the UWSA whose term ended within the last five (5) years;
 - c. Current Part-time or Full-time employees of the UWSA;
 - d. Current UWSA Service Centre Coordinators;
 - e. Employees of any UWSA partner organization.

5.44 Polling

- i. The CEC shall work in coordination with the Events Department to set up all physical polls. Physical polls shall be managed by the CEC and staffed by approved polling officers.
- ii. In all UWSA elections, a polling station shall be assigned to Riddell Hall, Merchants Corner, and Richardson College on all three days of voting.
- iii. There shall be a polling station at Buhler Centre and Wii Chiiwaakanak Station at least one voting day per election.
- iv. Physical polls shall be open between 9:00 a.m. and 6:00 p.m. on the Monday, Tuesday, and Wednesday of Week 5.
- v. The CEC shall work in coordination with the Administration Department to set up all online polls. Online polls shall be managed by the CEC.
- vi. Online polls shall be open from 9:00 a.m. Monday to 6:00 p.m. Wednesday of Week 5 inclusive.

5.45 Supplemental Rules

- i. Supplemental rules may not contradict the by-laws and policies of the UWSA.
- ii. Supplemental rules may be created by the CEC and/or the ECFs to address issues that arise during the course of an election. All supplemental rules are subject to review and approval by the EAB.
- iii. Election campaign participants shall not be penalized for violating supplemental rules if the violation occurred before the rule was approved and circulated to participants; however, all election campaign participants are bound by supplemental rules once approved and may be required to change behaviours and campaign strategies upon the circulation of supplemental rules.

- iv. Supplemental rules will last the duration of the election cycle in which they are approved and expire with the ratification of election results.

Section D – Election Violations, Complaints, and Accountability

5.46 Election Violations and Complaints

- i. Election campaign participants are required to act reasonably, respectfully, and in good faith. This includes ensuring that they:
 - a. Are aware of, understand, and comply with all Election Rules;
 - b. Abide by the UWSA Code of Conduct, Acknowledgement of Responsibility, and all UWSA By-laws and Policies;
 - c. Abide by the Campaign Guidelines outlined in these by-laws;
 - d. Comply with University of Winnipeg Policies and Procedures;
 - e. Comply with local, provincial, and federal laws.
- ii. Directors or Executives running for election or re-election shall not violate their Acknowledgement of Responsibility waivers, campaign based on Closed Session information, nor use their position with the UWSA or UWSA resources to campaign to an unfair advantage.
- iii. The CEC and ECFs are empowered to investigate and rule upon any breach of the Election Rules, whether submitted by complaint or by self-initiated investigation in accordance with the Election Complaints Policy.
- iv. Complaints of discriminatory or harassing conduct shall be managed by the ECFs and/or the EAB in accordance with the Elections Anti-Harassment Policy.

5.47 Violation Consequences and Disqualification

- i. Consequences may only be applied against election campaign participants by the Election Accountability Board in accordance with the Election Complaints Policy and Election Anti-Harassment Policy.
- ii. Candidates for election may be disqualified prior to the commencement of the voting period by removal from the ballot, or after the voting period has commenced or expired by retroactive disqualification.
- iii. If a candidate who is retroactively disqualified received the most votes in a contest race, the candidate with the next highest number of votes shall be declared the winner of that race. If a candidate is retroactively disqualified in an uncontested race, the seat shall remain vacant.
- iv. Disqualified candidates shall be barred from participating in the remainder of the given election cycle, where applicable, and shall not qualify for election or appointment to the Board of Directors or its subcommittees until one (1) additional election cycle has elapsed.

5.48 Election Accountability Board (EAB)

- i. The Election Accountability Board works alongside the Chief Election Commissioner and the Election Campaign Facilitators to ensure the validity, integrity, and fairness of UWSA Elections and Referenda.

- ii. The Election Accountability Board shall be composed of all executive and directors of the Board of Directors and all students-at-large appointed to committees of the board that are not election campaign participants during the election cycle in question. The Chair of the Board of Directors shall be the Chair of the EAB.
- iii. All those who qualify for the EAB shall be interviewed by the Chair prior to attending a hearing of the EAB to ensure they do not have a conflict of interest (as per the Conflict of Interest Policy) with a party involved in the complaint in question.
- iv. Quorum for a meeting of the Election Accountability Board shall be 50% + 1 of the membership of the EAB minus any members in a conflict of interest or three (3) voting members, whichever is more. At least three (3) UWSA Directors must be present at a meeting of the EAB in order for it to meet quorum.
- v. A secretary of the EAB shall be chosen by and from its membership at the commencement of each meeting.
- vi. At their discretion, the EAB may invite non-voting advisories to attend their sessions, including, but not limited to, the CEC, the ECFs, the Chief Operating Officer, Campus or Community Elders, and/or University of Winnipeg Human Rights Officers.
- vii. Sessions of the EAB shall be held in closed session, however, a public report of each session shall be made available in accordance with the policies of the UWSA.
- viii. Minutes of the EAB shall be submitted to the Board of Directors for information in closed session at its first meeting following the close of the given election cycle.
- ix. The proceedings of the EAB shall be held in accordance with UWSA policies, including the UWSA Rules of Order and the Election Complaints Policy and Election Anti-Harassment Policy.
- x. The EAB shall make every reasonable effort to hold a hearing and deliver a ruling within 48-hours of receiving a complaint.
- xi. In order to ensure the timeliness of its proceedings, the EAB may hold meetings by virtual or teleconference platform, or otherwise arrange for an electronic vote.
- xii. The EAB shall submit to the UWSA Board of Directors, at the first board meeting or general meeting where the election results are ratified, a final report of activities and recommendations in accordance with the Final Election Report By-laws.

Section E – Final Election Report

5.49 Final Election Report

- i. At the first meeting of the UWSA Board of Directors or General Meeting following the close of an election cycle, the CEC, ECFs and Chair of the EAB shall release a joint Final Election Report that includes:
 - a. The report of the CEC including: the number of valid votes, the number of spoiled ballots, and the outcome of each race and referenda; any voter demographic information collected at the polls; all procedural complaints and rulings in accordance with the Election Complaints Policy; and any recommendations for procedural changes or rule amendments.
 - b. The report of the ECFs including: a summary of the All Candidate’s Training and Campaign Preparation Week; a summary of the UWSA Election Campaign and campaign opportunities; a summary of participant feedback in accordance with

the Election Evaluation and Feedback Policy; all conduct complaints and rulings in accordance with the Election Complaints Policy and Election Anti-Harassment Policy; and any recommendations for procedural changes or rule amendments.

- c. The report of the EAB including: all supplemental rules approved during the course of the election; all Formal Resolution rulings in accordance with the Election Complaints Policy and Election Anti-Harassment Policy, a list of all EAB members and guests present at each hearing, and recommendations for procedural changes or rule amendments.

Bylaw VI. The Board of Directors and the Duties of Directors

Section A - Officers and Directors

6.1 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 Chief Operating Officer 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.
- ii. 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.
- iii. 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.
- iv. All Directors will attend the scheduled Board of Directors orientation organised by the Executive Directors in concert with the UWSA Chief Operating Officer and UWSA staff. Only extenuating circumstances will permit another Board of Directors Orientation to be arranged within two (2) months of taking office.
- v. All Directors shall be a member of at least one (1) Standing Committee.
- vi. 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.
- vii. 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.

6.2 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.

6.3 Staff Relations Officer

In the absence of a UWSA Chief Operating Officer, 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 Chief Operating Officer can be hired. Refer to the definition of the Staff Relations Officer elsewhere in the By-Laws.

6.4 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 and the Vice President Student 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.

6.5 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 a liaison between the different recognized groups, affiliated groups, service groups and the Board of Directors.
- xiv. The Vice President External 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.
- xv. The Vice President External 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.
- xvi. The Vice President External Affairs shall serve as the Chair of the Campaigns and External Relations Committee.
- xvii. The Vice President External Affairs shall be one of the signing authorities of the UWSA.
- xviii. The Vice President External Affairs shall attend all meetings of the Board of Directors and Executive Committee.
- xix. The Vice President External Affairs shall be a student representative on the University Senate.
- xx. The Vice President External Affairs shall train and advise the incoming Vice President External Affairs.

6.6 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 be a member of at least the Executive Committee and Student Life Committee.
- iv. The Vice President Student Affairs shall chair the Student Life Committee.
- v. The Vice President Student Affairs shall be a student representative on the University Senate and shall sit on the Senate Appeals Committee and the Senate Student Services Committee.
- vi. The Vice President Student Affairs shall perform such duties that the Board of Directors determines from time to time by motion or By-Law.
- vii. The Vice President Student Affairs shall be one of the signing authorities of the UWSA.
- viii. The Vice President Student Affairs shall attend all meetings of the Board of Directors and Executive Committee.
- ix. The Vice President Student Affairs shall assist with the development and implementation of all campaigns of the union.
- x. The Vice President Student Affairs shall train and advise the incoming Vice President Student Affairs.

6.7 Duties of the Chair of the Board of Directors

- i. The Chair of the Board of Directors is a non-unionized part-time employee of the UWSA reporting directly to the Board of Directors and supported by the General Manager.
- ii. 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.
- iii. The Chair of the Board of Directors shall ensure that all meetings that they preside 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 in the UWSA Policy Manual. The rules for conducting meetings will be the UWSA 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 the UWSA Rules of Order.
- iv. The Chair of the Board of Directors shall ensure that a copy of the UWSA 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.
- v. 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
- vi. 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.
- vii. 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.
- viii. The Chair or acting Chair may vote on any motion upon which there is an equality of votes.
- ix. The Executive Review shall be completed by the Chair of the Board with assistance from the Chief Operating Officer.
- x. The Executive Review shall demonstrate an annual review of the work of the UWSA Executive Directors and submit it to the Board of Directors no later than December 31 and April 30 of each year.
- xi. The Executive Review shall seek the feedback of the Membership, the UWSA Board of Directors and the UWSA Staff as to the performance of the Executive Directors.

6.8 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.

6.9 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.

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.

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.

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 perform other duties that the Board of Directors determines from time to time by motion or By-Law.

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 hosted by international student groups or that the UWSA sponsors or is involved with.
- iv. The International Students' Director shall act as liaison with all international student groups on campus.
- v. The International Students' Director shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.

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 Executive Directors in the implementation of political campaigns that focus on student issues involving communication with the community at large.
- iv. 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.
- v. The Community Liaison Director shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.

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.

6.16 Duties of the Indigenous Students' Directors

- i. The Indigenous Students' 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 Indigenous Students' Directors shall act as spokesperson for these issues.

- ii. The Indigenous Students' 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 Indigenous Students' Directors shall act as Liaison with the Indigenous Students' Association and the Student Services staff of the University.
- iv. The Indigenous Students' Directors shall act as liaison with any provincial Aboriginal organisations that they deem appropriate.
- v. The Indigenous Students' Directors shall be ex-officio members of the Indigenous Advisory Circle.
- vi. The Indigenous Students' Directors shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.
- vii. The Indigenous Students' Directors shall be current members of the Indigenous Students' Association.

6.17 Duties of the Women, Trans, and Non-Binary Students' Director

- i. The Women, Trans, and Non-Binary 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 women students are represented at the Board of Directors. The Women, Trans, and Non-Binary Students' Director shall act as spokesperson for these issues.
- ii. The Women, Trans, and Non-Binary Students' 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 Women, Trans, and Non-Binary Students' Director shall liaise with the UWSA Women-Trans Spectrum Centre.
- iv. The Women, Trans, and Non-Binary Students' Director shall act as liaison with any federal or provincial women's groups that they deems appropriate.
- v. The Women, Trans, and Non-Binary Students' Director shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.
- vi. The Women, Trans, and Non-Binary Students' Director shall be a member of the UWSA Women-Trans Spectrum Centre Collective.

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.

6.19 Duties of the Two-Spirit, Lesbian, Gay, Bisexual, Transgender, Queer and * Students' Director

- i. The Two-Spirit, Lesbian, Gay, Bisexual, Transgender, Queer, 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 two-spirit, lesbian, gay, bisexual, transgender, queer, and * students are represented at the Board of Directors. The Two-Spirit, Lesbian, Gay, Bisexual, Transgender, Queer, and * Students' Director shall act as spokesperson for these issues.
- ii. Two-Spirit, Lesbian, Gay, Bisexual, Transgender, Queer, 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 two-spirit, lesbian, gay, bisexual, transgender, queer, and * students.
- iii. The Two-Spirit, Lesbian, Gay, Bisexual, Transgender, Queer, and * Students' Director shall act as liaison with the Rainbow Lounge and any other recognized Two-Spirit, Lesbian, Gay, Bisexual, Transgender, Queer, and * groups on campus.
- iv. The Two-Spirit, Lesbian, Gay, Bisexual, Transgender, Queer, 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 Two-Spirit, Lesbian, Gay, Bisexual, Transgender, Queer, and * Students' Director shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.
- vi. The Two-Spirit, Lesbian, Gay, Bisexual Transgender, Queer, and * Students' Director shall be a current member of the Rainbow Lounge.

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.

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 Student Affairs 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.

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.

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.

6.24 Duties of the Menno Simons College Director

- i. The Menno Simons College Director, while at all times keeping in mind the general welfare of the UWSA and all of its Members, shall ensure that interests particular to Menno Simons College students are represented at the Board of Directors. The Menno Simons College Director shall be a spokesperson for these issues.
- ii. The Menno Simons College Director shall assist the Vice President External Affairs and President in corresponding with the University of Winnipeg, Canadian Mennonite University, government and community as necessary on matters relevant to Menno Simons College students.
- iii. The Menno Simons College Director shall act as liaison with the Menno Simons College Student Association and Menno Simons College faculty and staff.
- iv. The Menno Simons College Director shall perform such duties that the Board of Directors determines from time to time by motion or By-Law.
- v. The Menno Simons College Director shall be a current member of the Menno Simons College Student Association.

6.25 Duties of Professional, Applied, and Continuing Education (PACE) Director

- i. The PACE Director shall assist the Vice President External Affairs and President in corresponding with the University, government, and community on matters relevant to PACE students.
- ii. The PACE Director will, along with the Vice President Student Affairs, act as a liaison between the UWSA, students, and PACE administrators.
- iii. The PACE Director will work with the UWSA Executive and Board of Directors to improve the visibility and accessibility of UWSA events and services to students enrolled in PACE programs.
- iv. The PACE Director shall perform such duties that the Board of Directors determines from time to time by motion or By-Law.
- v. The PACE Director shall be a student representative on the University Senate and shall sit on the Senate Professional, Applied, and Continuing Education Committee.
- vi. The PACE Director shall be responsible for proper transfer of documents and information to their successor.

6.26 Duties of the Urban and Inner-City Campus (UIC) Director

- i. The UIC Director shall assist the Vice President External Affairs and President in corresponding with the University, government, and community on matters relevant to UIC students.
- ii. The UIC Director will, along with the Vice President Student Affairs, act as liaison between the UWSA, students, and UIC administrators.

- iii. The UIC Director will work with the UWSA Executive and Board of Directors to improve the visibility and accessibility of UWSA events and services to students enrolled at the Selkirk Campus
- iv. The UIC Director shall perform such duties that the Board of Directors determines from time to time by motion or By-Law.

6.27 Duties of the Racialized Students' Director

- i. The Racialized 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 racialized students are represented at the Board of Directors. The Racialized Students' Director shall act as spokesperson for these issues.
- ii. The Racialized Students' Director shall assist the Vice President External Affairs and President in corresponding with the University, government, and community on academic issues relevant to racialized students.
- iii. The Racialized Students' Director shall act as liaison with racialized student groups on campus.
- iv. The Racialized Students' Director shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.

6.28 Duties of the Emerging Leader Directors

- i. The Emerging Leader Directors shall hold two-year terms to help preserve the Board of Directors' institutional knowledge and to support the mentorship of incoming directors.
- ii. The Emerging Leader Directors shall assist the UWSA Executive with outreach and engagement of the general membership.
- vi. The Emerging Leader Directors shall promote membership attendance at UWSA Events, Board of Directors meetings, and General Meetings.
- vii. The Emerging Leader Directors shall provide training and mentorship to incoming Emerging Leader Directors.
- viii. Following an election, the Emerging Leader Directors shall liaise with Executive in supporting the transition of the incoming Directors and Executive.
- ix. The Emerging Leader Directors shall perform other duties that the Board of Directors determines from time to time by motion or By-Law.

6.29 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.
- iii. UWSA Regents are required to hold a seat on at least one sub-committee of the University of Winnipeg Board of Regents.

6.30 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:

6.31 Salaries

- i. The salaries of the President, Vice President External Affairs, and the Vice President Student Affairs shall be forty thousand dollars (\$40,000) per year. This sum is subject to periodic review and shall only be altered by the Membership at a General Meeting of the Members.
- ii. The Chair of the Board of Directors shall be compensated at an hourly rate as negotiated with the Board of Directors and in accordance with UWSA Policy.
- iii. Each Board of Directors position, excluding Executive Directors, the Chair of the Board of Directors, and the Secretary of the Board of Directors shall be entitled to a five-hundred dollar (\$500) *honorarium* at the end of their term.
- iv. Each member of the Indigenous Advisory Circle shall be entitled to a five-hundred dollar (\$500) *honorarium* at the end of their term.
- v. 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.
- vi. 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*.
- vii. The Secretary of the Board of Directors shall be entitled to a two-thousand dollar (\$2000) *honorarium* at the end their term.

6.32 Executive Director Benefits

- i. Executive directors shall be entitled to two (2) weeks' paid vacation throughout their term, to be taken at a time that is mutually agreeable to the rest of the Executive Team and the Chief Operating Officer.
- ii. Executive Directors can take paid time-off, either through banked overtime or vacation, with consultation with the rest of the Executive Team and the Chief Operating Officer.
- iii. Executive Directors shall accrue one-and-a-half paid Sick Days per month, as per Manitoba Employment Standards, accumulating until the end of their term. These days shall not be paid out, but can be used at the discretion of the Executive Director, until the end of their term.
- iv. Executive Directors must log hours worked in excess of 37.5 weekly, and present it to the Board of Directors monthly as overtime hours. Banked overtime can be used at the Executive Director's discretion throughout the year as paid time off. Banked overtime will not be paid out to an Executive Director at the end of a term, as with employee overtime.
- v. Executive Directors are entitled to the same paid days-off as other full-time administrative employees of the UWSA, including statutory holidays, campus closures,

respite days, and alternating four-day work weeks in the months of May, June, July, and August.

Section C – Meetings of the Board of Directors

6.33 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.
- vi. 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.
- vii. 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.
- viii. *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.
- ix. *Voting* - Motions arising at any meeting of Directors shall be decided by a majority of the votes unless otherwise stipulated within these By-Laws. Neither the Chair of the Board of Directors nor the Secretary of the Board of Directors shall vote on any matter. 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.

- x. 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

6.34 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.

6.35 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.

6.36 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.

Bylaw VII. Committees and Meetings

Section A - Definitions

7.1 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.

7.2 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.

7.3 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.

7.4 Collective

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

7.5 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.

7.6 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.

7.7 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.

7.8 Department Coordinator

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

7.9 Organizational Chart

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

7.10 Organizational Level

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

7.11 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.

7.12 Standing Committee

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

Section B – Roles and Processes**7.13 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.

7.14 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.

7.15 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.

Section C – Standing Committees

7.16 Indigenous Advisory Circle

The Indigenous Advisory Circle (The Circle) shall be composed of the two (2) Indigenous Students' Directors; one (1) Urban and Inner-City Campus Representative; one (1) Graduate Students' Representative; one (1) Women and Non-Binary Students' Representative; two (2) students-at-large; and one (1) Elder. The Chair and the Secretary of the Circle shall be non-voting students-at-large.

- i. All members of the Indigenous Advisory Circle must identify as Indigenous.
 - a. The Urban and Inner-City Campus Representative shall be appointed by the Urban and Inner-City Campus Students' Association.
 - b. The students-at-large; Graduate Students' Representative; Women and Non-Binary Students' Representative; the Elder; the secretary; and the Chair shall be appointed by The Circle Selections Committee, comprised of the two (2) Indigenous Students' Directors and the President of the UWSA (or delegate). The Circle Selections Committee shall be chaired by the Chair of the Board of Directors and its appointments shall be ratified by the Board of Directors.
- ii. The Indigenous Advisory Circle works to ensure that the governance, programs and services of the UWSA are operated in true and meaningful collaboration with Indigenous People.
- iii. The Circle shall advise and give direction on Indigenous projects and initiatives, implementation of the Truth and Reconciliation Calls to Action, and the implementation of the Missing and Murdered Indigenous Women and Girls Inquiry Calls to Justice that relate to post-secondary institutions and Indigenous students including, but not limited to, language rights and the right to education.
- iv. The Circle shall guide the UWSA in campaign and lobby work to improve access to education for Indigenous students and to address barriers and racism that Indigenous students experience.
- v. The Circle shall receive and review the open session minutes of all standing and ad-hoc committees of the board, except for those of the EAB, and shall make recommendations on this business as it pertains to the mandate of The Circle prior to its ratification by the Board of Directors.
- vi. The Circle shall meet at least monthly, no less than seven (7) days prior to each meeting of the Board of Directors.

7.17 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. The General Manager and the Chief Operating Officer shall serve as non-voting advisory members to this Committee. The Chair of the Board shall act as the non-voting 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 make recommendations to the Board of Directors on changes to UWSA Policy.
- v. The By-Laws and Policy Committee shall ensure that current UWSA Policy is reviewed at least once every two (2) years.

7.18 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 submitted to the Board of Directors for ratification.

7.19 Executive Committee

- i. The Executive Committee shall be composed of the three (3) Executive Directors and two (2) other Directors.
- ii. 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.
- iii. The Executive Committee shall meet at least once per month.
- iv. The Executive Committee shall act as Management on behalf of the Board of Directors, and may designate the three (3) Executive Directors, the Chief Operating Officer, 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.

7.20 Finance and Operations Committee

- i. The Finance and Operations Committee shall be composed of four (4) UWSA directors, and two (2) students-at-large. The Chief Operating Officer shall be a non-voting advisory member of the Finance and Operations Committee.
- ii. The Finance and Operations Committee shall meet at least once per month.
- iii. The Chief Financial Officer 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.
- v. **Delegation of Finance and Operations Committee Authority for Expenditures**
 - a. 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.
 - b. 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.
 - c. 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.
 - d. 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.
- vi. **Budget**
 - a. 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.
 - b. 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.

vii. **Financial Reports**

- a. The Finance and Operations Committee shall review the following reports at least once per month:
 1. Accurate income and expense statements for each department and a consolidated statement for all departments.
 2. All deposit and trust account reconciliations.
- b. The Finance and Operations Committee shall ensure that the following reports are presented to the appropriate departments at least once per month:
 1. Accurate income and expense statements.
- c. 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:
 1. Accurate consolidated income and expense statements for all departments.
 2. Accurate deposit and trust account reconciliations.
- d. 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.

viii. **Transparency and Accountability**

- a. 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.
- b. The Finance and Operations Committee shall ensure compliance with these By-Laws and relevant financial policy.
- c. The Finance and Operations Committee shall ensure that at least one (1) internal audit is conducted, or caused to be conducted, per year.
- d. 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.
- e. 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.
- f. 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.

ix. **Renovations and Purchasing**

- a. The Finance and Operations Committee shall discuss renovations to and the maintenance of the Bulman Student 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.
- b. 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.

7.21 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 two (2) students-at-large. The Manager of Special Projects 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. The Campaigns and External Relations Committee shall receive and rule on applications for recognized and affiliated student groups.
- vi. The Campaigns and External Relations Committee shall receive and rule on student group funding applications.
- vii. 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.

7.22 Student Life Committee (SLC)

- i. The Student Life Committee shall be composed of the Vice President Student Affairs, four (4) UWSA directors, and two (2) students-at-large. The Events Manager 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 Student Life Committee.
- iv. The Student Life Committee shall be responsible for hearing applications for student conference funding support

7.23 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.

Section D – Student Senate Caucus

7.24 Student Senate Caucus (SSC)

- i. The Student Senate Caucus shall be comprised of the President, Vice President Student Affairs, Vice President External Affairs, all UWSA Senators elected or appointed in accordance with these by-laws, and any Student Senator otherwise appointed to the Senate. The UWSA President shall be the chair of the SSC.
- ii. The Student Senate Caucus shall meet no more than 2 business days prior to meetings of the Senate.
- iii. In order to accommodate the Senate Executive Committee’s motion submission deadlines, special meetings may be called by any Student Senator wishing to draft a motion to the Senate. Requests for special meetings shall be submitted to the Chair.
- iv. The Student Senate Caucus shall be an open forum for Student Senators to discuss the affairs of the Senate and its Committees, develop questions and position statements to be delivered to the Senate, and coordinate advocacy, student representation, and leadership on students’ academic and policy driven issues.
- v. The Student Senate Caucus shall nominate student representatives to the Committees of the Senate.
- vi. The Student Senate Caucus shall appoint a secretary from its membership to take minutes at meetings of the SSC. Minutes of the SSC shall be submitted for information to the UWSA Board of Directors.

Bylaw VIII. Records of Meetings

Section A – Definitions

8.1 Minutes

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

8.2 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.

8.3 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.

Section B - Minutes

8.4 Minutes of Special and General Meetings

- i. Minutes of Special and General Meetings shall be submitted to the subsequent meeting of the Board of Directors for approval.
- 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.

8.5 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.

8.6 Minutes of Standing and Ad-Hoc Committee Meetings

- i. Minutes from Standing and Ad-Hoc Committee Meetings must be submitted to the subsequent meeting of the Indigenous Advisory Circle for review and recommendation before being submitted to the Board of Directors for approval. Motions passed by Standing and Ad-Hoc Committees are not ratified until the minutes of that meeting have been approved by the Board of Directors.
- ii. 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.
- iii. 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.

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

Bylaw IX. Meetings of Members

9.1 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 and no later than the first day of spring, 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 shall be decided by a simple majority unless otherwise determined by majority vote of the membership.
 - 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.

9.2 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 subsequent meeting of the Board of Directors.

9.3 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.

9.4 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 fourteen (14) days in advance of the meeting. Notice containing the same information as printed notice must be posted to UWSA social media no less than seven (7) days in advance of the meeting.

9.5 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.

9.6 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.
- iv. Motions submitted at General Meetings that are not addressed before adjournment shall be sent to the subsequent meeting of the Board of Directors.

9.7 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.

9.8 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.

9.9 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.

9.10 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.

9.11 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.

9.12 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.

9.14 Proxy Form Format

As a guideline for any person who wishes proxy their vote to another, the format of the proxy form should be standardized as follows:

I _____ do hereby appoint _____ as my proxy to vote and act on my behalf as a voting member of this meeting to be held on the __ day of _____, the year _____.

Signature of Proxy

Student #

(Signature of Director or Absent Voting Member)

Student #

(Signature of Chair)

9.15 Invalidation of Proxy

- i. A proxy shall not be valid if:
 - a. The intent to proxy a vote is not clearly stated on the form; or
 - b. There is no handwritten signature from the Director or voter who is proxying their vote to another; or
 - c. A voter recants their intent to proxy in handwriting to the Chair.
- ii. Any discovered forgery of a proxy shall be summary grounds for immediate removal from the Board of Directors or suspension of UWSA Membership by the Board of Directors.

9.16 Quorum at Annual General Meetings

The quorum required for any general meeting of the UWSA Membership shall be no less than twenty-five (25) Members personally present, not counting proxies, unless otherwise stated in these By-Laws. If within half (1/2) an hour of the designated starting time of the meeting quorum is not present, then the meeting shall be dissolved and rescheduled at a future date, no more than two (2) weeks (fourteen days (14)) later.

9.17 Minutes and Role of the Secretary at Meetings

- i. Official Minutes of all Board of Directors Meetings and Annual General Meetings shall be taken and kept on file by the Secretary of the Board of Directors and the Secretary of each Standing and/or Ad-Hoc Committees, who shall be a non-voting advisor at all such meetings and shall not count for quorum. Open Session Minutes shall be provided to all Board Directors, and shall be supplied to any UWSA Members upon request. Closed Session Minutes shall be distributed to Directors on the relevant Standing and/or Ad-Hoc Committee or the Board of Directors, but these Closed Session Minutes may be viewed by any Director by requesting of the Chair of the Board of Directors or relevant Standing and/or Ad-Hoc Committee.
- ii. The minutes of all Annual General Meetings and Special Meetings of the UWSA Membership shall be approved at the following Board of Directors Meeting, and those minutes and the text of all passed motions and by-law amendments shall be immediately posted publicly and made available to all members.

Bylaw X. State of Emergency Measures

Section A – Definitions

10.1 Election

The Annual General Election and By-Election of the UWSA as governed by the provisions found elsewhere in these by-laws.

10.2 Meetings of the UWSA

Any meeting authorized under the provisions of these by-laws including, but not limited to: meetings of the board, committees of the board, and general meetings of the membership.

10.3 State of Emergency

Any circumstance which prohibits access to the University of Winnipeg campus or otherwise impedes the physical convening of the UWSA General Offices, membership, or board including, but not limited to: flood, fire, pandemic, natural disaster, government ordered state of emergency, and force majeure.

Section B – Procedure

10.4 Procedure for Calling a State of Emergency

- i. A state of emergency shall be called by the Chief Operating Officer of the UWSA under direction of the UWSA Executive and subject to approval by a majority vote of the Board of Directors.
- ii. The meeting at which a State of Emergency is approved shall be considered duly convened regardless of restrictions on virtual or telecommuted meetings found elsewhere in these by-laws and the Act.

Section C – Meetings

10.5 Meetings of the UWSA Under a State of Emergency

- i. Under a State of Emergency, meetings of the UWSA may be duly convened and shall be considered valid regardless of restrictions on electronic or telecommuted meetings found elsewhere in these by-laws.
- ii. Meetings of the UWSA held by electronic or telecommunication platforms must permit all persons participating in the meeting, including those entitled to vote on its business, to communicate adequately with each other during the meeting.
- iii. Notice of meetings and methods of registration shall be duly posted on the UWSA website and shared on UWSA social media in accordance with the timelines stipulated for that type of meeting as provided for elsewhere in these by-laws.
 - a. The duty to post physical notice of meetings on campus bulletin boards, as set out in these by-laws, shall be waived during the period of a State of Emergency.

10.6 State of Emergency Meeting Procedures

- i. The General Manager in coordination with the appropriate chair shall arrange virtual meeting spaces as needed and shall reasonably ensure that meetings are accessible for directors, staff, and members.
 - a. Attendees of a meeting shall be provided an alternative method of contacting the chair to report accessibility issues, should the mechanisms provided by the virtual meeting space fail.
- ii. For the purposes of quorum, all attendees of a meeting held on a virtual platform shall be considered present if their phone or electronic device registers them as present. It is the duty of attendees to report communication issues to the chair.
 - a. Meeting quorum shall be monitored by the chair and the secretary. Where quorum is lost due to technical difficulties, the meeting shall not be considered adjourned until 30 minutes have elapsed in which the member who lost connection can attempt to reconnect, or until the member reports through an alternative method that they are unable to return to the meeting.
 - b. No business shall be discussed or approved in the interval in which quorum has been lost.
- iii. Where voting takes place at a meeting held on a virtual platform, the chair shall ensure that each vote is validly submitted and verified.
- iv. No proxy shall be valid at a virtual or telecommuted meeting.

Section D – Elections and Referenda

10.7 Election and Referenda Held During a State of Emergency

- i. Under a State of Emergency, the UWSA shall reasonably ensure that the bi-annual election and referenda cycle is respected.
- ii. The timing of an election cycle mandated elsewhere in these by-laws may be reasonably rescheduled and extended to accommodate the drafting of State of Emergency election rules, as determined by the CEC and/or ECFs and approved by the Board of Directors. Notwithstanding the foregoing, an election cycle must take place within the academic term during which it was initially scheduled.
- iii. An election cycle may only be cancelled during a State of Emergency when conditions exist that make voting impossible, as determined by the Chief Elections Commissioner and EAB, acting reasonably and exhausting all options to complete the scheduled election, subject to approval by a 2/3 majority of the Board of Directors.

10.8 State of Emergency Election Rules

- i. The CEC and/or ECFs, in coordination with the General Manager and the Chair of the Board, shall draft a set of interim State of Emergency election rules to be approved in accordance with these by-laws.
- ii. The State of Emergency election rules shall work in tandem with the election rules found elsewhere in these by-laws. Where there is contradiction between the State of Emergency election rules and the general election rules found elsewhere in these by-laws, the State of Emergency election rules shall be paramount and considered the applicable rules for an election cycle held during a State of Emergency.
- iii. State of Emergency election rules shall be established on the following timeline:
 - a. A set of rules guiding nominations and referenda question submission shall be prepared prior to the commencement of the nomination period of the given election cycle and ratified by the Board of Directors.
 - b. A set of rules guiding campaigning, campaign opportunities, voting, balloting, ballot count, campaign violations, complaints, and consequences shall be prepared prior to the commencement of campaigning and ratified by the EAB.
- i. Election rules enacted during a State of Emergency shall only be valid for the duration of the individual election cycle in question and shall expire once all complaints and appeals are resolved.
- ii. Complaints with respect to the State of Emergency election rules may be made by any UWSA member. These complaints shall be considered appeals and shall be filed with the EAB in accordance with the election appeals rules found in the State of Emergency election rules and elsewhere in these by-laws.

During a State of Emergency election cycle, online balloting shall be arranged, and all election rules contained in these by-laws mandating physical polling stations shall be inapplicable and of no force or effect.

Bylaw XI. Capitals and Documents

11.1 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.

11.2 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.

11.3 The Fiscal Year

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

11.4 Budget Proposal for Next Year

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

11.5 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 Finance and Operations Committee in consultation with the Chief Financial Officer.
- ii. Amendments to the Budget of the UWSA must be approved by vote at a meeting of the Board of Directors and may be made only after:
 - a. The Finance and Operations 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.

11.6 Financial Expenditures

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

11.7 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.

11.8 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.

11.9 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.

11.10 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.

Bylaw XII. Policy

12.1 Creation and Amendment of Policy

Any Member of the UWSA may propose an amendment to UWSA Policy, so long as proposals are submitted to the Board of Directors for approval with at least fourteen (14) business days' notice. At the discretion of the Board of Directors, motion to amend Policy may be sent to the By-law and Policy Committee for research and recommendation. Notice of changes in UWSA Policy shall be published on the UWSA website and any relevant social media platform. Changes to 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

Bylaw XIII. Amendment, Enactment, Validity and Inviolability of the General By-Laws of the UWSA

13.1 Revision of By-Laws

- i. Amendment, repeal or enactment of these By-Laws shall be approved by motion at a General Meeting of the membership or approved by the By-law and Policy Committee and ratified by the Board of Directors.
- ii. Amendment or repeal of the By-Laws ratified by the Board of Directors shall be submitted for information to the subsequent General Meeting of the membership.
- iii. By-law changes shall be decided by a two-thirds ($\frac{2}{3}$) majority vote of directors present when ratified by the Board of Directors. By-law changes shall be decided by a simple majority of voters present when ratified by the General Membership.
- iv. Notice of changes to the By-Laws shall be available to the membership on the UWSA website and by paper copy as requested, fourteen (14) days prior to the meeting at which they will be voted upon.
- v. It is recommended, but not required, that UWSA legal counsel be consulted on amendment, repeal, or creation of UWSA By-Laws.

13.2 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.

13.3 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 in accordance with these By-Laws.

Bylaw XIV. Seal

14.1 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.