



Brescia University College Students' Council
BY-LAW #1

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BY-LAW #1
OF
BRESCIA UNIVERSITY COLLEGE
STUDENTS' COUNCIL

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1.0 PURPOSE:

A By-law generally referring to the conduct and/or business affairs of the Brescia University College Students' Council.

2.0 DEFINITIONS AND INTERPRETATIONS

2.01 In this Constitution and all other policies of the Council, unless the context otherwise requires, the following definitions will be used in the interpretation:

- (1) **“Academic Year”** means the period between September 1st of any calendar year until April 30th of the following calendar year;
- (2) **“BUCSC Advisor”** means the liaison from Brescia University College as appointed by the Brescia University College Administration;
- (3) **“Brescia”** means Brescia University College;
- (4) **“BUC”** means Brescia University College;
- (5) **“BUCRC”** means the Brescia University College Residence Council;
- (6) **“BUCSC”** means the Brescia University College Students' Council;
- (7) **“Chief Returning Officer”**, or CRO means the person designated to run BUCSC Elections;
- (8) **“Club”** means any organization ratified under the BUCSC Clubs' Policy;
- (9) **“College”** means the Administrative Body of Brescia University College;
- (10) **“Community”** means the students, staff, and faculty of the Brescia University College and the University of Western Ontario;
- (11) **“Council”** means the BUCSC acting as a representation of the student body of Brescia University College;
- (12) **“Duly Called Meeting”** means any meeting called, which follows proper procedures as outlined in By-Law #1;
- (13) **“the Executive or BUCSC Executive”** means collectively or singularly the Executive branch of the BUCSC, as defined in Executive Terms of Reference

- (14) **“Executive Term”** or **“Board Term”** refers to the annual term of the Executives, beginning upon May 1st and ending April 30th, coinciding with the annual fiscal year.
- (15) **“Ex-Officio”** means a member by virtue of office, who has a voice but no vote and whose attendance is not mandatory;
- (16) **“Material Change”** means a change that alters the substance of any Policy or Procedure but does not include any grammatical and spelling changes;
- (17) **“Member”** refers to an individual holding any membership class of the Council;
- (18) **“Ordinary Member”** or **“Voting Member”** means any individual who holds a position listed in subsection 4.03(2) and who has full voting rights at Council;
- (19) **“Resource Member”** means any individual who holds a position listed in subsection 4.03(3) and who does not have voting rights at Council.
- (20) **“Policy”** refers to any policy statements or documents or principles as ratified and amended from time to time as the BUCSC may see fit, and are considered a part of this constitution, to which this constitution takes precedence;
- (21) **“Senator”** means a student member of U.W.O. Senate;
- (22) **“Senior Class”** refers to any student entering third year or above;
- (23) **“Simple Majority”** means more than half of the votes cast, excluding blanks and abstentions;
- (24) **“Student”** means any person who is registered as a full time or part-time student at Brescia University College, or any person who lives in residence at Brescia University College provided she has made special arrangements within the College for the payment of fees to the BUCSC;
- (25) **“Student Assembly”** means the body consisting of all students of Brescia University College;
- (26) **“Two-Thirds Vote”** means at least Two-Thirds (2/3) of the votes cast, excluding blanks and abstentions;

(27) “**USC**” means the University Students’ Council at the University of Western Ontario;

(28) “**UWO**” means Western University.

2.02 Other Definitions

(1) The terms are defined in the context in which they appear and shall have the meanings therein indicated.

2.03 Headings

(1) The headings used throughout the By-Laws are inserted for reference purposes only and are not to be considered in construing the terms and provisions or to be deleted in any way to clarify, modify or explain the effect of such terms or provisions.

2.04 Interpretation

(1) Words, phrases or sentences written in singular include the plural.

(2) Words, phrases or sentences written in feminine include the masculine.

2.05 Wherever the terms “includes”, “include” or “including” are written in the By-Laws, the Policies, or the Procedures, they shall be deemed to be followed by the words, “without limitation”.

3.0 APPLICATION

3.01 This By-Law applies to all transactions and affairs of the Council.

3.02 The transactions and affairs of the Corporation shall be governed in order of preference by¹:

(1) The Act;

(2) The Letters Patent;

(3) The By-Laws; and,

(4) The Policies and Procedures.

3.03 To the extent that any conflict exists between the provisions of the By-Laws and the provisions of either the Act or the Letters Patent exists, the provisions

¹ Granted upon incorporation of the Council

of the Act or Letters Patent shall take precedence.

- 3.04 To the extent that any conflict between the provisions of the By-Laws, and the Policies or the Procedures exists, the provisions of the By-Laws shall take precedence.

4.0 THE CORPORATION

- 4.01 Upon incorporation, all details of the corporation shall be listed accordingly.

5.0 MEMBERS

- 5.01 There shall be two (2) classes of membership in the Council:

- (1) Ordinary Members; and,
- (2) Resource Members.

- 5.02 Voting Classes;

- (1) Each ordinary member shall be entitled to receive notice of and vote at meetings of Members;
- (2) Resource Members shall not be entitled to vote but shall be entitled to receive notice of and attend all meetings of Members.

- 5.03 Composition of Council;

- (1) Council shall be comprised of both Ordinary Members and Resource Members.
- (2) The Voting, Ordinary Members of Council shall be:
 - (2.1) The Speaker of Council (when appropriate/applicable);
 - (2.2) The BUCSC President;
 - (2.3) The Vice-Presidents Student Events and Student Life;
 - (2.4) Student Representatives, as indicated in the BUCSC General & Resource Members Terms of Reference
- (3) The Non-Voting, Resource Members of Council shall be:

- (3.1) The Chief Communications Officer and Chief Financial Officer
- (3.2) All Directors and Commissioners
- (3.3) The Chief Returning Officer
- (3.4) The Governance Officer

5.04 Eligibility;

- (1) Membership of the BUCSC is open to any Brescia student, subject to election or interview, as outlined in By-Law #2;
- (2) Any member who ceases to be a student of Brescia University College also ceases to be a member of the BUCSC;
- (3) No individual shall be an Ordinary Member who represents a constituency to which they do not belong.

5.05 No individual shall hold more than one (1) voting seat on Council.

- (1) No BUCSC member may seek to fill a newly vacated position due to dismissal or resignation during the same term of office on the BUCSC;
 - (1.1) With exception to the role of President or Executive Membership, as outlined in the Executive Member Vacancy Policy.

5.06 Discipline;

- (1) Any Member of Council, including the Executives, are subject to potential disciplinary action, as outlined by the BUCSC Attendance Policy;
- (2) Additional disciplinary action could be applied to Members who commit any of the following:
 - (2.1) Just cause, including failure to comply with their responsibilities, duties or obligations;
 - (2.2) Theft, fraud, or embezzlement of funds;
 - (2.3) Failure to disclose a significant or continuing conflict of interest, as defined in the Conflict of Interest Policy;
 - (2.4) Breach of confidentiality; and,

- (2.5) Misuse of BUCSC Property.
- (3) Failure to comply with the BUC Student Code of Conduct and/or BUCSC Community Standards Policy may result in additional disciplinary action, as required;
- (4) Further disciplinary action – separate from the BUCSC Attendance Policy – could include:
 - (4.1) A written warning;
 - (4.2) Removal of the Member;
 - (4.3) Any other type of discipline provided in Corporate Policies and Procedures, as deemed fit.
- (5) Any disciplinary proceedings shall be carried out in accordance with the following Procedure:
 - (5.1) The Speaker shall bring a motion to discipline the Member;
 - (5.2) The Speaker shall determine whether or not a motion and approval from Council is necessary for a written warning to a Member;
 - (5.3) The motion shall refer to the type of discipline to be imposed and refer to the specific misconduct of the Member in question;
 - (5.4) The Member shall be provided with confidential notice of the motion at least three (3) days in advance of the meeting at which it is to be brought forward;
 - (5.5) The motion to discipline the Member shall be affirmed by Two-Thirds Vote in order to take effect.
- (6) Any Member may be removed from Council in the following ways:
 - (6.1) Removal of representatives by their Faculty:
 - 1. Any Member that is removed from their position as Faculty representative by the Faculty in question or by BUC Administration forfeits their membership on the BUCSC;
 - (6.2) Removal by council:
 - 1. Ordinary Members may be removed by Council, subject to a Two-Thirds Majority, subject to the following:

- a. Notice of Motion for the Removal
 - i. Shall be posted by the Speaker in accordance with this By-Law and BUCSC Attendance and Points Policy;
 - b. Shall be confidential; and,
 - c. Shall indicate the specific misconduct of the Member in question.
2. The Member shall receive confidential notice of the motion at least three (3) days in advance of the meeting at which it is to be brought forward;
 3. Said meeting must be confidential;

(6.3) In the event of removal, the following must be upheld:

1. The Member is prohibited from holding a position on Council for both the remainder of the year in which they were removed, and the subsequent year;
2. A formal record of the removal must be held by the Governance Officer, and maintained by Council for at least three (3) years;
3. This prohibition may be appealed to the Affiliates Appeals Board.

6.0 COUNCIL MEETINGS

6.01 Powers and Privileges;

- (1) The Ordinary Members may consider and transact any business at any meeting;
- (2) Subject to the following objections, all Ordinary Members are entitled to speak, propose options, vote and otherwise participate in the meetings of Council;
 - (2.1) The Speaker of Council shall not be entitled to move or second motions, with the exception of moving the motion to discipline Members, and shall only have a vote in the event of a tie vote at a Duly Called Meeting.

- (3) Resource Members shall not be entitled to vote, nor move and second motions. However, they are entitled to full speaking rights;
- (4) Any Observer may speak when yielded speaking rights by an Ordinary Member, and must state their name, position and whom they represent, prior to addressing Council.

6.02 Minimum Number of Meetings;

- (1) Throughout the Academic Year, there shall be a General meeting no less than once every four weeks, and no more than bi-weekly, as determined by the Speaker;
- (2) Throughout the summer months of May, June, July and August, Council is not required to hold a General Meeting;

(2.1) Should circumstances dictate otherwise, a General Meeting may be called if:

1. The Executive Council submits a written request to the Speaker of Council to call a meeting; or,
2. Five (5) Ordinary Members submit a written request to the Speaker of Council.

(2.2) In the Event a General Meeting is called during the summer months:

1. A rationale, subject to approval by the Speaker of Council, must be provided to Council;
2. Quorum shall be understood in the same manner as outlined in Section 5.07; and,
3. Proper notice for a summer General Meeting shall be understood to be fourteen (14) days. Notice for motions remains the same as outlined in section 5.05.

6.03 Calling Meetings;

- (1) A General Meeting may be called by:
 - (1.1) A resolution of Council;
 - (1.2) The Speaker of Council;

- (1.3) By the Speaker of Council, on the written request of the President, provided the Speaker is in receipt of the direction no less than five (5) days before the meeting is to take place; or,
- (1.4) By the Speaker of Council, on the written request of five (5) Ordinary Members, provided that the Speaker of Council is in receipt of such direction not less than five (5) days before the meeting is to take place.
- (2) All meetings shall be held at BUC at Western University or in Middlesex County, as the Speaker of Council may determine and on such day as the Speaker of Council may appoint;
- (3) A General Meeting may be held at any time or place without notice if all the Ordinary Members are present;
- (4) The Speaker of Council may appoint a day or days in any month or months for regular meetings at an hour to be named, and for such meetings no subsequent notice need to be sent.

6.04 Notice – General Meetings;

- (1) Unless otherwise stated, the following shall be sufficient for the purpose of giving notice:
 - (1.1) Notice may be delivered in person, by mail, or by email;
 - (1.2) Notice sent by mail shall be deemed to have been received four (4) days after it was mailed;
 - (1.3) Notice given in person or by email shall be deemed to have been received on the day it was sent;
 - (1.4) The email address of any person who is entitled to receive notice under this By-Law shall be their last address recorded on the books of the Corporation;
 - 1. Unless a written request submitted to and approved by both the Speaker of Council and the Chief Communications Officer, the email provided by the BUCSC is considered the valid address for which proper notice is understood to be given;
 - (1.5) No error or omission in giving notice of any meeting of Members or any adjourned meeting of Members shall invalidate such meeting or make void any proceedings taken threat and the

Members may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings or had taken threat;

- (2) Unless otherwise stated, proper notice is understood to be four (4) days;
- (3) When calculating proper notice, the day in which notice is sent, and the day in which notice is given for are not counted;

6.05 Notice of Motions;

- (1) For the purpose of this By-Law, the following shall apply with respect to giving notice of motions:
 - (1.1) All original motions shall require four (4) days of notice prior to any given Council meeting and, unless otherwise expressly provided for in the By-Laws, where such notice is given, the motion shall require a Simple Majority to pass;
 - (1.2) Should the notice required in subsection (5.05.1.1.1) not be given, then the motion in question will require a Two-Thirds Vote in favour of the motion to pass; and,
 - (1.3) In addition to any other notice provisions, notice of a motion shall be properly given if posted on the Corporation's motions board or website.
- (2) Requirements for notice apply for both original motions and confidential motions.

6.06 Attendance;

- (1) Member attendance shall be regulated with the BUCSC Attendance and Points Policy, and shall be under the jurisdiction of the Governance Officer;

6.07 Quorum;

- (1) Quorum for a General Meeting shall be one-half (1/2) of Ordinary Members, excluding the Speaker of Council, if:
 - (1.1) Disciplinary action towards any member of Council is discussed and/or enacted;
 - (1.2) Amendment of any By-Laws or Policies is discussed or enacted;

- (1.3) Financial matters exceeding one-thousand dollars (\$1000.00) is voted on by council; or,
- (1.4) Any other matter deemed by the Speaker of Council to be of similar significance is brought before Council.
- (2) Any Duly Called Meeting which fails to be called to order or fails to reach quorum within thirty (30) minutes of the scheduled start time shall be deemed a Duly Called Meeting that failed to meet quorum;
- (3) Any Duly Constituted Meeting subsequently consisting of fewer Ordinary Members than required to preserve quorum shall be adjourned.

6.08 Rules of Procedure;

- (1) The Speaker of Council, in consultation with the Governance Officer, shall arbitrate all disputes involving Procedures to be followed and business to be transacted by Council during a meeting. Any decision by the Speaker of Council may be overturned by the Ordinary Members by a Two-Thirds Vote.
- (2) The rules of Procedure for Council meetings shall be determined in order of preference by:
 - (2.1) The By-Laws; and,
 - (2.2) *By Robert's Rules of Order.*
- (3) The Ordinary Members may, upon a Two-Thirds Vote at a Duly Constituted Meeting, adopt a motion to suspend any specified rule of Procedure expressed herein or elsewhere, except any rule or Procedure which pertains to the amendment of the By- Laws, for the duration of the meeting at which such resolution is passed.
- (4) Where the Speaker of Council is not present, the Governance Officer shall act in their place and exercise all of the powers of the Speaker of Council.
- (5) Where both the Speaker of Council and the Governance Officer of Council are absent, the Ordinary Members shall elect a replacement for the period during which both the Speaker of Council and the Governance Officer remain absent. Such replacement shall exercise all the powers of the Speaker of Council;

- (6) Unless otherwise provided for herein, an Ordinary Member shall only cast one (1) vote.
- (7) Unless otherwise provided for in the By-Laws and unless expressly provided for by the Act or by *Robert's Rules of Order*, every question shall be decided by a Simple Majority.
- (8) Unless a poll is called for by an Ordinary Member, every question shall be decided by a show of hands. Where a poll is called, the Ordinary Member shall specify the method of polling to be used, being either a roll call or secret ballot. The call for a poll may be withdrawn.
- (9) Unless a poll has been called for, a declaration by the Speaker of Council that a resolution has been carried or not carried and an entry to that effect in the minutes of the meeting is conclusive evidence of the fact, with proof of the number or proportion of votes recorded in favour of or against such a resolution.
- (10) The calling of a poll requires the consent of six (6) Ordinary Members or twenty percent (20%) of Ordinary Members, whichever number is larger, after the request for a poll has been brought forward.
- (11) All votes cast by secret ballot shall be tabulated by the Speaker of Council or designate(s). All votes cast by roll call shall be tabulated by the Administrative Director.
- (12) A meeting may be adjourned at any time by the Speaker of Council. In the event that a meeting is adjourned to reconvene at a stated time and place, no further notice is necessary unless it is decided otherwise by way of resolution of Council.

6.09 Advance Voting and Proxies;

- (1) Advance voting of any kind is strictly prohibited;
- (2) Proxies:
 - (2.1) Every member entitled to vote at a meeting of the members may appoint a proxy, who need not be a member of the BUCSC, as the member's nominee to attend and act in the manner of the Representative at a meeting, to the pre-determined level of authority as conferred by the Representative;
 - (2.2) A proxy form must be signed by the Member and provided to the Speaker of Council at least twenty-four (24) hours in

advance of the beginning of the meeting;

(2.3) The proxy is valid only at the meeting for which a valid proxy form is given;

(2.4) A member may revoke a proxy by informing the Speaker of Council in writing before the last business day before the meeting.

6.10 Minutes and Records;

(1) The Administrative Director shall take, or cause to be taken, minutes of all meetings and proceedings and shall keep proper books of meetings and accurate records of proceedings;

(1.1) In cases where the Administrative Director is not present, the Governance Officer will record minutes of all meetings and proceedings;

6.11 Confidential Meetings;

(1) Council may in circumstances where it is determined to be necessary to serve the best interests of the Corporation, hold confidential (“in-camera”) meetings.

(2) A confidential meeting may be held when the following issues are addressed: legal, financial, contractual or personnel issues, and any other issues which if disclosed, could compromise or adversely affect the Corporation.

(3) The Speaker of Council shall entertain a request to hold a confidential meeting of Council or move into a confidential session during a Duly Called Meeting upon the request of the President, an Ordinary Member, or the Governance Officer.

(4) An Ordinary Member shall bring forward a motion to hold a confidential meeting. The motion shall be included in the non-confidential minutes and reference to the type of issue(s) discussed shall be made by including them in the motion. The motion shall be supported by a Simple Majority.

(5) Confidential meetings are closed to the public.

(5.1) The BUCSC Executive and Ordinary Members are entitled to attend confidential meeting.

(5.2) Any person whose presence is determined to be necessary may also be permitted to attend a confidential meeting or part of a

confidential meeting.

1. The presence of the Administrative Director, Governance Officer and BUCSC Executive is presumed necessary, unless the resolution to go confidential specifies otherwise;
 2. Permitting additional individuals to attend a confidential meeting or part of a confidential meeting requires a resolution of Council, supported by a Simple Majority.
- (6) Unless otherwise provided for herein, any person who would have been permitted to attend a confidential meeting may request that the Speaker of Council make the minutes from that part of the confidential meeting during which they would have attended available to her for review.
- (7) No person who has been precluded from attending a confidential meeting due to a conflict of interest will be permitted to review the relevant minutes of that meeting.
- (8) Any review of the minutes of a confidential meeting shall take place in the back BUCSC office.
- (9) Any person who, pursuant to this By-Law, attends a confidential meeting or reads the minutes of a confidential meeting, is bound by any By-Laws, Policies or Procedures pertaining to confidentiality.

6.12 Annual General Meeting;

- (1) The BUCSC President shall set the date for the Annual General Meeting.
 - (1.1) The Annual General Meeting shall be held in the summertime and shall coincide with Summer Training Weekend

7.0 TERMS OF OFFICE

- 7.01 Terms of Office for Ordinary Members, Directors, Commissioners, and Associate Vice-Presidents shall commence May 1st (unless otherwise stated), and shall adjourn following the annual inaugural (turnover) meeting;
- 7.02 Terms of Office for the President, Vice-Presidents, or Chief Officers shall officially begin May 1st – with exception to turnover and/or training responsibilities – and shall officially adjourn as of April 30th.
- 7.03 Vacancies shall be filled in accordance with the BUCSC Executive Vacancy Policy and/or the BUCSC General Member Vacancy Policy.

8.0 CREATION AND AMENDMENT OF BY-LAWS

- 8.01 Jurisdiction of the Executive Committee and Council;
- 8.02 The BUCSC Executive shall be empowered to create and amend the Policies and Procedures that govern the affairs of the Council, with a focus on human resources; labour-management relations; internal controls; legal and insurance; contracts; purchasing and capital expenditures; banking and investments; physical plant and space usage; and any other general corporate policies and procedures;
- 8.03 The Council shall be empowered to create and amend Policy and Procedures that govern the affairs of the BUCSC Executive and Council, with a focus on advocacy and student interest policy; programming policy; clubs policy; Executive portfolios; Executive oversight; accountabilities and discipline; Executive honoraria; Council policies; procedures and General Members Terms of Reference; and BUCSC student services.
- 8.04 If jurisdiction over a Policy or Procedure is unclear, the Governance Officer shall make a recommendation to the Speaker of Council and the President for their joint decision. If the Speaker of Council and President cannot come to a joint decision as to the appropriate jurisdiction, both the Council and the Board shall be required to approve the Policy or Procedure.
- 8.05 Process for Amending Policies and Procedures;
- (1) The Governance Officer shall act as the steward of the Policies and Procedures and shall be responsible for ensuring that all Policies and Procedures are not in conflict with the By-Laws.
 - (2) Amending the Policy and Procedures at Executive Council;
 - (2.1) An Executive may make a motion to create or amend a standing Policy or Procedure that is within jurisdiction of the Executive Committee;
 - (2.2) The motion shall be submitted to the Governance Officer in advance of the meeting and shall be accompanied by a rationale to the Policy change;
 - (2.3) Council shall be informed of all Policies and Procedures that have been created or amended by the Executive Committee, and shall have an opportunity to raise comments or concerns, or make motions requesting the Executives to reconsider decisions, during the Executive Presentations section of the Council Agenda.

- (3) Amending Policies and Procedures at Council;
 - (3.1) Any Voting Member may make a motion at Council to amend a standing Policy or Procedure that is within the jurisdictions of Council;
 - (3.2) If the Policy or Procedure is not within the jurisdiction of Council, the Speaker of Council shall stand down the motion and refer it to the Executive Committee for consideration. The Representative making the motion shall be afforded the opportunity to speak to the Executive Committee on the matter at the next Duly Called Executive Committee meeting;
- (4) The President, on behalf of Council and the Executive Committee, shall sign and date all Policies and Procedures, including amendments. No Policy, Procedure or Amendment shall take force or effect until such signing. The President shall sign no later than five (5) business days after it has been approved.

9.0 PROCEDURAL AUTHORITY

9.01 Further Procedures necessary for the effective and efficient implementation of this policy shall be established and amended as necessary by Council

- (1) The scope of such Procedures is limited to the scope of this policy.
- (2) In the event of any conflict, this Policy supersedes any document created under it.
- (3) Council must ratify any new Procedures and amendments to any existing Procedures before said changes take effect.
- (4) Any Procedures ratified by Council, or any subsections therein, may be repealed by a resolution of Council.