

GENERAL BY-LAWS OF  
Fédération des associations étudiantes de la Faculté d'arts et science de l'Université Concordia

Concordia University Arts & Science Federation of Student Associations

The Arts and Science Federation of Associations acknowledges that Concordia University is located on unceded Indigenous lands. The Kanien'kehá:ka Nation is recognized as the custodians of the lands and waters on which we gather today. Tiohtiá:ke/Montreal is historically known as a gathering place for many First Nations. Today, it is home to a diverse population of Indigenous and other peoples. We respect the continued connections with the past, present and future in our ongoing relationships with Indigenous and other peoples within the Montreal community.

Passed by resolution of ASFA Council of Representatives on 8 April 2004

Amended by Council on February 10, 2005

Ratified by Membership on February 16, 2005

Amended by Membership on March 8, 2007

Amended by Membership on November 29, 2007

Amended by Membership on February 19, 2009

Amended by Membership on November 26, 2009

Amended by Membership on February 18th, 2010

Amended by Membership on October 14th, 2010

Amended by Membership on October 13th, 2011

Amended by Membership on November 14th, 2013

Amended By Membership on March 30th, 2018

Amended By Membership on March 29th, 2019

Amended by Membership on April 8th, 2020

Amended by Membership on May 24th, 2020

Amended by Membership on May 29th, 2021

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## **SECTION 1: GENERAL PROVISIONS**

1. Contractual Nature. These general By-Laws create relations of a contractual nature between the Federation, its Members and its Member Associations.

2. Definitions in the By-Laws:

“**Academic Year**” shall mean ASFA’s fiscal year ranging from June 1st to May 31st of the subsequent year;

“**Act**” or “Companies Act” shall mean the Companies Act, R.S.Q., chap. C-38, and any amendment thereto, either past or future, and shall include, in particular, and act or statute which may replace it, in whole or in part. In the event of such replacement, any reference to a provision of the Act shall be interpreted as being a reference to the provision which replaced it;

“**Annual General Elections**” shall mean the annual general elections duly held in accordance with Section 7, Part I of these By-Laws and in accordance with the ASFA Electoral Regulations;

“**ASFA**” shall mean Concordia University Arts and Science Federation of Student Associations;

“**Assistant Coordinator**” shall mean the Frosh Coordinator and the Elections Coordinator;

“**Associate Member**” shall mean any natural Person satisfying the conditions of Article 22;

“**By-Elections**” shall mean by-elections duly held in accordance with Section 7, Part II of these By-Laws and within the ASFA Electoral Regulations;

“**By-Laws**” shall mean the present by-laws, any other by-laws of the Federation which are in force at the time as well as any amendments thereto;

“**Conflict of Interest**” shall mean a situation in which an individual has private interests or those of a related person that could improperly influence the performance of their official duties and responsibilities or in which the individual uses his or her office for personal gain.

“**Constituting Act**” shall mean the memorandum of agreement, the letters patent, the supplementary letters patent and the by-laws passed pursuant to sections 21 and 87 of the Act;

“**Councilor**” shall mean any voting member of ASFA Council in accordance with Section 5 Part I of these bylaws;

“**Council**” shall mean the ASFA Council of Representatives who acts as the Board of Directors of ASFA;

“**Department**” shall mean any designated department as outlined by the Faculty;

**“Electoral Regulations”** shall mean the ASFA Electoral Regulations as adopted or modified by Council from time to time and contained in the Standing Regulations;

**“Executive”** shall mean any member of the Executive Body;

**“Faculty Association”** shall mean the official student representative organization of any of the faculties at Concordia University;

**“Faculty”** shall mean the Faculty of Arts & Science at Concordia University; **“Federation”** shall mean Fédération des associations étudiantes de la Faculté d’arts et science de l’Université Concordia / Concordia University Arts & Science Federation of Student Associations;

**“Financial Regulations”** shall mean the Financial Regulations of the Federation as adopted or modified by Council from time to time and contained in the Standing Regulations;

**“JC”** shall be the abbreviation of “Judicial Committee”;

**“Juridical Day”** shall mean any Monday, Tuesday, Wednesday, Thursday or Friday, to the extent that it does not fall on a Non-Juridical Day;

**“Member Association”** shall mean any academic student association which represents a program of study in the Faculty and is recognized by Council;

**“Member-At-Large”** shall mean any Regular Member who is not a Councilor, an officer, the Chairperson of Council, the Minute Keeper of Council or a member of JC.

**“Member”** shall mean any Regular Member or Associate Member;

**“Non-Juridical Day”** shall mean Saturday, Sunday and any other day that is a non-Juridical Day as defined in the Quebec Code of Civil Procedure or which is a University holiday;

**“Officer”** shall mean any Executive of the Federation, as listed in Section 5 Part VII of these By-Laws;

**“Person”** shall include, in particular, an individual or a natural Person, a partnership within the meaning of the Civil Code of Quebec, an association, a Body Corporate, a trustee, the liquidator of a succession, a tutor, a curator, an advisor to a Person of full age, a mandatary, the administrator of a succession or any representative of a deceased Person or any other Person responsible for the administration of the property of another;

**“Policy”** shall be defined as a mandate or authority given, resultant from a resolution by the majority of sitting Councilors at a duly convened meeting of the members;

**“Referendum”** shall mean a referendum duly held in accordance with Section 7, Part III of these By- Laws and within the ASFA Electoral Regulations;

**“Register”** shall mean the register of sole proprietorships, partnerships and legal Persons created pursuant to An Act respecting the legal publicity of sole proprietorships; 4

**“Regular Meeting”** shall mean the duly convened monthly Council meetings satisfying the conditions of Article 69 of these By-Laws

**“Regular Member”** shall mean any natural Person satisfying the conditions of Article 21;

**“Regulation”** shall be any policy of a permanent nature which may only be adopted, amended or rescinded by a two-thirds (2/3) majority of sitting Councilors at a duly convened Council meeting. This includes but is not limited to all policies outlined in the ASFA Standing Regulations.

**“Resolution”** shall be all motions expressed in writing authorizing or mandating one or several actions, carried by a Council vote at a duly convened meeting of the members.

**“Simple Majority”** shall mean more than half of the votes cast by Persons legally entitled to vote, excluding absences and abstentions, at a duly convened meeting at which a quorum is present;

**“Special Meeting”** shall mean a meeting satisfying the conditions stipulated in Section 4 Part I of these By-Laws;

**“Standing Committee”** shall mean the internal committees of ASFA responsible for aiding in the day- to-day management of the Federation;

**“University”** shall mean Concordia University in Montreal/Tiohtiá:ke, Quebec.

3. **Definitions in the Act or in the Regulations.** Subject to the above definitions, the definitions provided for in the Act or in its Regulations shall apply to the terms and to the expressions used in the By-Laws of the Federation.

## **SECTION 2: INTERPRETATION**

4. Rules of Interpretation. Terms and expressions used only in the singular shall include the plural and vice-versa, and those only importing the feminine gender shall include the masculine and the neutral genders and vice-versa.
  - 4.1. Discretion. Unless otherwise provided, where the By-Laws confer a discretionary power upon the Councilors, the latter shall exercise such power as they see fit,

and shall act prudently, diligently, honestly and faithfully in the best interests of the Federation and they shall avoid placing themselves in a position of Conflict of Interest between their personal interest and that of the Federation. The Councilors may also decide not to exercise such power. No provision contained in these By-Laws shall be interpreted so as to increase the duties incumbent on the Councilors beyond those which are provided in the Act.

- 4.2. Precedence. In the event of a contradiction between the Act, the Constituting Act, the By-Laws or the Standing Regulations of the Federation, the Act shall prevail over the Constituting Act, the By-Laws and the Standing Regulations; the Constituting Act shall prevail over the By-Laws and the Standing Regulations; and the By-Laws shall prevail over the Standing Regulations.
- 4.3. Headings. The headings used in these By-Laws shall serve merely as references and they shall not be considered in the interpretation of the terms, of the expressions or of the provisions contained in these By-Laws.

### **SECTION 3: THE FEDERATION**

#### **Part I – Objectives of the Federation**

5. The purpose of the Federation will be:
  - 5.1.1. To unite in a federation all the academic student associations which represent a program of study in the Arts & Science Faculty at Concordia University according to an Act respecting the financing and accreditation of student associations ;
  - 5.1.2. To act as the official representative organization of all Arts & Science students at the University;
  - 5.1.3. To formally represent each Member Association within the Faculty, at the faculty level, University level, and outside the University;
  - 5.1.4. To promote and provide for the social, political, recreational and academic interests of its Members;
  - 5.1.5. To represent its Members as required and to provide full representation of Arts & Science Students on the Arts & Science Faculty Council and any other boards, Councils or committees at the Faculty and University level, when possible;

- 5.1.6. To exercise such supervision so as to ensure that the activities of the Faculty are conducted in the best interests of the Federation, the Federation's Members and the University;
6. In addition to the Federation's purpose in Article 5, the Federation may also:
  - 6.1.1. Take all measures necessary to ensure that any and all boards, Councils, committees or unions at the faculty and University level conduct their affairs in the best interests of the Faculty, the Federation, the Federation's Members and the University.
  - 6.1.2. Cooperate with other organizations and associations having similar interests and Objectives;
  - 6.1.3. Purchase, lease or acquire by any other means the necessary movable and immovable property for the purposes described above, possess and exploit such property, and supply its Members with services of all kinds in relations to the objectives of the Federation; and
  - 6.1.4. Hold shares in the capital stock of a corporation.

## **Part II – Name**

7. The Federation has the corporate name "Fédération des Associations Étudiantes de la Faculté d'Arts et Science de Concordia / Concordia University Arts & Science Federation of Student Associations" and it shall exercise its rights and perform its obligations under that name.

## **Part III – Head Office and Establishment**

8. Place and Address of the head office. The head office of the Federation shall be located on the grounds of Concordia University, upon unceded indigenous lands in the city of Montreal/Tiohtiá:ke, in the province of Quebec as determined by the Council.

## **Part IV – Seal and Other Means of Identification of the Federation**

9. **Seal.** Unless the Federation adopts one by resolution of the Council, the Federation shall have no seal.
10. **Logo.** The Federation may approve one (1) or more logos according to the specifications prescribed by the Council.

11. **Use of the Seal and Logo.** The seal or logo of the Federation may only be used by an Executive, or by any Representative that has received authorization from the Council.
12. **Colours.** It is recommended that informational materials created for the purpose of public notices should use the following colour: (C:28, M:100, Y:78, K:29).
13. It is recommended that promotional materials created for the purpose of advertisements and signage should use the following colour: (C:15, M:100, Y:98, K:5).
14. **Fonts.** It is recommended that informational and promotional materials created for the purpose of public notices, advertisements, and signage should use the font “Myriad Pro” in boldface type for headings and “Century Gothic” in boldface type for text.

#### **Part V – Books and Registers**

15. Books of the Federation. The Federation shall opt for one (1) or more books in which the following documents, as the case may be, are to be kept:
  - 15.1. A copy of the Constituting Act of the Federation;
  - 15.2. The By-Laws of the Federation and any amendments thereto;
  - 15.3. A copy of any Declaration deposited in the Register;
  - 15.4. The resolutions of Council, the Executive Body, the Standing Committees and of the other committees of the Council and the minutes of their meetings, certified by the Chairperson of the meeting or where there is no Chairperson, the Advocacy and Executive Coordinator of the Federation;
  - 15.5. The minutes of the meetings of the Members, certified by the Chairperson of the meeting, or where there is no Chairperson, the Executive Coordinator of the Federation;
  - 15.6. A register of the Persons who are presently or have formerly been Councilors of the Federation indicating the name, the address and the profession of each, as well as the period of their terms of office; and
  - 15.7. A register of hypothecs or mortgages;
  - 15.8. A register, compiled annually, of the Members of the Federation



16. Minutes and Resolutions. The minutes of the meetings of the Members, the Council, the Executive, the Standing Committees, and the other committees of the Council as well as the minutes of the meetings of the Members may be kept in the same Book of the Federation under the same tab divider.
17. Safekeeping. The Book of the Federation shall be kept at the head office of the Federation or, under extenuating circumstances, at any other place determined by the Council.
18. Accounting Records. The Federation shall keep at its head office one (1) or more books in which are recorded, its receipts and its disbursements and the matters to which each relates, its financial transactions as well as its credits and liabilities.
19. Examination of Books, Registers and Documents. Subject to the Act, the Members, the creditors, as well as their mandataries may examine, during the normal business hours of the Federation, the following books, registers and documents: the Constituting Act of the Federation, the By-Laws and any amendments thereto, the minutes of the meetings of the Council, the Executive Body, the Standing Committees and any other committee of the Council, the minutes of the meetings of the Members, the copy of any Declaration deposited in the Register, the register of hypothecs or mortgages of the Federation, and the register of the Members.

#### **Part VI – Banking and Borrowing Arrangements:**

20. The banking business of the Federation including, without limitation, the borrowing of money and the giving of security therefore, shall be transacted with such banks, trust companies or other bodies corporate or organizations and under such agreements, instructions and delegations of powers as Council determines. Without limiting the borrowing powers of the Federation, Council may when necessary:
  - 20.1. Borrow money upon the credit of the Federation;
  - 20.2. Issue, re-issue, sell or pledge bonds, debentures, notes, or other evidence of indebtedness or guarantee of the Federation, whether secured or unsecured;  
and
  - 20.3. Mortgage, hypothecate, pledge, or otherwise create an interest in or charge upon all or any property (including the undertaking and rights) of the - Federation, owned or subsequently acquired, by way of mortgage, hypothec, pledge or otherwise, to secure payment of any such evidence of indebtedness or guarantee of the Federation.
  - 20.4. Nothing in this article limits or restricts the borrowing of money by the Federation on bills of exchange or promissory notes made, drawn, accepted, or

endorsed by or on behalf of the Federation.

#### **SECTION 4: MEMBERS**

21. **Regular Members.** Regular Members shall include all undergraduate students registered in an honours, specialization, major, minor or certificate within a program of study in the Arts & Science Faculty at Concordia University.
22. **Associate Members.** Associate Members shall include all students who are registered in a course within the Faculty, despite not being registered within the Faculty itself.
23. **Student Fees.** All Members of the Federation shall pay a fee to ASFA upon registration with the University. Student fees shall be set by a by law approved by a Simple Majority of Regular Members at a Referendum held for that purpose. The current fee (as of September 1, 2020) is set at \$2.22 per credit and will be annually adjusted to the Consumer Price Index of Canada.
  - 23.1. All Members reserve the right to be reimbursed for their Fees by completing a form available at the Head Office of the Federation and submitting it to the General Manager.
24. **Member Associations.** Member Associations shall include all academic student associations which represent a department in the Faculty and which are recognized by Council.

#### **Part I – Meetings of the Members**

25. **Annual General Meetings.** Annual general meetings of the Members of the Federation shall be held at least once during the Academic Year. The Administration and Internal Committee shall determine the place, date and time of any annual general meetings.
  - 25.1. The Annual General Meeting of members shall be held solely for the following purposes:
    - 25.1.1. Receiving the Chief Electoral Officer's report on the Annual General Elections of the Federation and on any Federation referendums or by-elections held concurrently;
    - 25.1.2. Receiving the audited financial statements of the Federation for the last fiscal year and the auditors' report thereon as well as the interim financial

statements up to at least the end of February of the current fiscal year;

25.1.3. Appointing the auditors for the ensuing year;

25.1.4. The presentation of a written annual report from the outgoing Executive;

25.1.5. Confirming changes to the By-Laws duly passed through Council

25.2. The Administration and Internal Committee and Council shall have the sole authority to call the annual general meetings.

25.3. The quorum for the annual general meeting of Members shall consist of thirty (30) Regular Members.

26. **Special General Meeting.** Special General Meetings of the Members may be called by a two-third (2/3) majority vote at a Council meeting, upon the recommendation of the Administration and Internal Committee, or by a petition signed by two-thirds (2/3) of the ASFA Councilors, or by a petition signed by two percent (2%) of the Regular Members. The quorum for a Special General Meeting shall be two (2%) of the Regular Members.

27. **Calling by Members.** A Special General Meeting of the Members shall be called by the Administration and Internal Committee upon receipt of a petition signed by two percent (2%) of the Regular Members. Such request, signed by the petitioners and filed with the Executive Coordinator and Internal Coordinator shall set out, in general terms, the purpose of such a meeting, the matters to be discussed and, as the case may be, the specific resolutions which the petitioners wish to be put before the Members. Upon receipt of such a request, it shall be incumbent upon the Executive Coordinator to call a meeting in Accordance with the By-Laws of the Federation. If the Executive Coordinator fails to do so, any member of the Administration and Internal Committee may call such a meeting. Finally, if the meeting is not called within ten (10) Juridical Days from the date that the request was filed with the Executive Coordinator and Internal Coordinator, the promoters designated in the petition by Regular Members signatories thereof may call this Special General Meeting themselves.

28. **Notice of Meeting.** The notice of the calling of any meeting of the Members shall be publicized through the posting of notices in visible areas of the Faculty and University. Such notice must be posted at least ten (10) Juridical Days before the date of said meeting.

29. **Contents of the Notice.** Any notice of the calling of a general or Special Meeting of the Members shall indicate the place, date and time of the meeting. Notice of the calling of a Special General Meeting shall refer, in general terms, to any item placed

on the agenda and to the specific resolutions proposed by the Council, Administration and Internal Committee or Regular Members, as the case may be.

30. **Irregularities.** If any Member wishes to contest the validity of any meeting of the Members on the grounds of irregularities affecting the notice of a meeting or the sending thereof, they may do so in writing within three (3) Juridical Days of the meeting in question. The contestation shall be submitted to the JC who shall render their decision to ASFA Council at its next duly convened meeting.

31. **Persons Entitled to Attend a Meeting.** The Members, the auditors of the Federation and other Persons who, pursuant to the Act, the Constituting Act or the By-Laws, are entitled to attend a meeting of the Members, may do so. Any other Person may be admitted to a meeting of the Members upon invitation by the Chairperson of the meeting or if a Simple Majority of the Regular Members agrees thereto.

32. **Quorum.** The quorum at a meeting of the Members, other than an annual general meeting, shall consist of two percent (2%) of the Regular Members. The number of Regular Members shall be determined by the Dean of Students in the month of October.

33. **Chairperson & Minutekeeper.** The meetings of the Members shall be chaired by the Chairperson of ASFA Council or, in their absence, by the Executive Coordinator.

The Minute Keeper shall act as recording Minute Keeper of the meetings. In the absence of the aforementioned Persons, the Regular Members attending the meeting shall designate any Person amongst themselves to act as Chairperson or Minute Keeper of the meeting.

34. **Procedures.** The latest edition of "Robert's Rules of Order Newly Revised" shall govern the proceedings of all meetings of the Members. It shall be the duty of the Chairperson of the meeting to ensure the proper conduct of the meeting and the proper application of these rules.

35. **Enforcement.** Except where restricted or qualified by the Act, all decisions taken by resolutions adopted by a Simple Majority vote of the Regular Members at an annual or Special General Meeting of the Members shall be binding upon the Council, the Executive, the Standing Committees and all Member Associations until such resolutions and motions have been repealed or amended by the Regular Members at another meeting of the Members, or through Referenda.

## **Part II – Rights of Members**

36. **General Rule.** Each Regular Member shall be entitled to one (1) single vote at meetings of the Members. Regular Members have the right to vote in all elections and on all issues to which they are entitled as per the By-Laws. A Member may not be represented by another Person at a meeting of the Members and proxy votes cannot be used for any meetings of the Members.
37. **Restrictions on Associate Members.** An Associate Member shall not have the right to hold any office within ASFA, nor to vote at any meetings of the Members and during elections. However, Associate Members may attend and will have speaking rights at any meetings which they are entitled to attend.
38. **Voting Procedure.** Any question submitted to a meeting of the Members shall be decided by a vote through a show of hands, unless a ballot vote is requested by a Regular Member attending the meeting. The Chairperson of the meeting may not, under any circumstances, cast a vote.
39. **Scrutineer.** The scrutineer's responsibility shall be limited to the collection, verification, and counting of votes or ballots, along with the verification that every Person purporting to submit a ballot or vote is duly qualified by checking the relevant voting list. The Council of the Federation may appoint one (1) or more Persons to act as scrutineers at the meeting. The scrutineers may not be members of Council or the Standing Committees.
40. **Ballot Vote.** In the case of a ballot vote at a meeting of the Members, the Minute Keeper and Chair of the meeting shall provide each Regular Member with a ballot with which to cast their vote. Each Regular Member shall deliver to the scrutineer or Chairperson of the meeting the ballot on which they have cast their vote. A ballot vote shall take precedence over a vote by a show of hands.

## SECTION 5: REPRESENTATION OF THE FEDERATION

41. **Representative Bodies.** The Federation shall act through its representative bodies: the Council, the Standing Committees, the Executive Body, the Assistant Coordinators, the meeting of the Members, and its other Representatives. These bodies shall represent the Federation within the limits of the powers granted to them by virtue of the Act, of its Regulations, of the Constituting Act or of the present By-laws.
42. **Council.** The governing authority of ASFA shall be vested in the Council of Representatives. Its authority shall supersede that of all other ASFA representative bodies, save for meetings of the Members and Referenda, except where provided by

law.

43. **Composition.** Council shall be composed of one (1) Representative from each Member Association officially recognized by the Council of Representatives as per Article 44, elected or appointed in accordance with the Standing Regulations.

In addition to the Representatives from each Member Association, Council shall also be composed of five additional (5) Representatives, referred to as Independent Councilors, to be elected from the Regular Members during the Annual General Elections or By-Elections. The five (5) said Representatives may not sit on the executive of any Member Association. All aforementioned Representatives shall have the title of Councilor.

44. At the June Regular Council Meeting, the Council of Representatives shall approve, by a Simple Majority vote, the list of officially recognized Member Associations. The list shall include all Member Associations whose election proceedings adhere to the Policies set forth in the Standing Regulations and any regulation duly adopted by Council which may augment or succeed it.

All Member Associations seeking official recognition from ASFA after the June Regular Meeting are subject to a two-thirds (2/3) majority vote of the Council of Representatives at a duly convened Council meeting.

45. In addition to the parties outlined in Article 43, the following shall be the advisors to ASFA Council with permanent ex-officio rights to speak at Council meetings and during closed sessions: the Executive Body, members of the Standing Committees, the Judicial Committee, the Chairperson and Minute Keeper of Council, the ASFA Chief Electoral Officer, and the elections coordinator.

46. **Duration of Terms in Office.** Councilors, when possible, must be elected by the members of their Member Association during their Elections, and shall sit for the duration of the Academic Year in which they were elected, or until their resignation.

The five (5) Independent Councilors will serve a one (1) year term beginning June 1st, and ending May 31st of the subsequent year until their replacements, elected at the Annual General Elections, take office, or until their resignation or removal from office.

47. **Resignation.** Any Councilor who wishes to resign their office may do so by sending written notice to the Chair of Council and the Administration and Internal Coordinator, to be read at the next Regular Meeting of Council by the Chair. In the event that the resignation is that of a Councilor representing a Member Association, it will be the

duty of that Member Association to appoint a new Representative before the next Council meeting, to be confirmed by a vote of Council at the beginning of the following meeting.

47.1. In the event that the resignation is that of a Councilor not representing a Member Association, they may only be replaced through By-Elections.

48. **Vacancy.** Should a seat on Council be vacant, the Council may continue to act provided that a Quorum of the remaining Councilors is present.

49. A Councilor may hold no more than one seat on the ASFA Council at any given time.

50. A Member Association may hold no more than one seat on ASFA Council at any given time.

51. Only ASFA Councilors and Executives shall have voting rights at any and all ASFA Council Meetings.

52. All Councilors must be Regular Members of their respective Member Association program throughout their term in office. A Councilor is deemed to resign immediately upon ceasing to be a Regular Member.

## **Part II – Tasks and Powers**

53. The tasks and powers of the Council of Representatives may only be properly exercised in the course of a duly convened meeting of the Council. In particular the Council shall do or cause the following to be done:

53.1. Formulate the policy for the Federation;

53.2. Approve the annual budgets for the Federation and its Member Associations;

53.3. Ratify appointments of the Federation;

53.4. Enact, amend or repeal policies, regulations and resolutions which shall be binding on the Federation, its Member Associations, Officers, employees, and all others under its authority.

Regulations shall be policies of a permanent nature which may only be adopted, amended or rescinded by a two-thirds (2/3) majority of Council at a duly convened meeting.

Policy, unless otherwise specified, may be enacted, amended or repealed by Simple Majority;

- 53.5. Enact, amend or repeal policies, regulations and resolutions to ensure its own proper Functioning;
- 53.6. Enact, amend or repeal policies, regulations and resolutions so that the Federation conform to any policy, regulation or resolution passed in a duly convened meeting of the Members, and to the results of duly conducted Referendum which reach quorum; and
- 53.7. Such other acts as afforded to the Federation under the law which do not contravene these By-Laws.

### **Part III – Chairperson**

54. The primary function of the Chairperson is to uphold and ensure that these By-Laws are adhered to and that all ASFA Council meetings are chaired in accordance with the latest edition “Robert’s Rules of Order Newly Revised,” and shall act on behalf of Council when mandated to do so.
55. The Chairperson shall coordinate the activities of ASFA Council and is responsible for the convening of all regular ASFA Council meetings.
56. The Chairperson shall be responsible for compiling and distributing the agenda for the Council meetings.
57. It is the Chairperson's duty to attend all Council meetings, except under extenuating circumstances. In such a case, a temporary Chairperson will be appointed in accordance with Robert's Rules of Order. In the event that an executive acts as temporary Chair, their role shall then be outlined exclusively by Section 5, Part III of these By-Laws.
58. In the case that the Chairperson cannot attend a Regular Council Meeting, they shall submit their regrets in writing to the Executive Coordinator, who will read them at the next Regular Meeting. A two-thirds (2/3) majority vote will determine if 100.00\$ is to be deducted from the Chairperson’s honorarium.
59. The Chairperson will be removed from office if found to be in violation of the following:
  - 59.1. Recurring, unwarranted behaviour deemed hostile and or a threat to the welfare of Concordia students and/or faculty;



- 59.2. Any violations of the Quebec Charter of Human Rights and Freedoms on Concordia University grounds;
- 59.3. Misappropriation of funds;
- 59.4. Dereliction of duties;
- 59.5. Violations of ASFA's By-Laws or that of the Member Association. In addition to these standing regulations, and ASFA's policy against discrimination, harassment and violence.
  
- 59.6. The Chairperson may resign by notifying the Administration and Internal Committee in writing.
  
- 60. The Chairperson shall be appointed at a duly convened Meeting of Council in accordance with the Appointments Policy of the Federation and any Regulation duly adopted by Council which may augment or succeed it.

#### **Part IV – Minute Keeper**

- 61. The responsibilities of the Minute Keeper shall consist of the recording of the minutes of the ASFA Council meetings and submitting a final version of the minutes three (3) Juridical Days before the following regular Council meeting.
  
- 62. In closed session, the Minute Keeper shall only take minutes of the resolutions, regulations and policies adopted by Council.
  
- 63. It is the Minute Keeper's duty to attend all Council meetings, except under extenuating circumstances. In such a case, an interim Minute Keeper shall be chosen at Council by a Simple Majority vote.
  
- 64. In the case that the Minute Keeper cannot attend a Regular Council Meeting, they shall submit their regrets in writing to the Chairperson, who will read them at the next Regular Meeting.
  
- 65. The Minute Keeper will be removed from office if found in violation of the following:
  - 65.1. Recurring, unwarranted behaviour deemed hostile and or a threat to the welfare of Concordia students and/or faculty;
  - 65.2. Any violations of the Quebec Charter of Human Rights and Freedoms on Concordia University grounds;
  - 65.3. Misappropriation of funds;
  - 65.4. Dereliction of duties;
  - 65.5. The Minute Keeper may resign by notifying the Administration and Internal Committee in writing.

## **Part V – Consul**

66. The Consul will be appointed by Council from amongst the Councilors by a two-thirds (2/3) majority vote of Council at a duly convened Meeting.
67. The responsibilities of the Consul shall consist of Chairing monthly meetings of the Executive; issuing and submitting a written report to all Regular Council Meetings of their dealings with the Executive; and breaking a tie in any vote of the Executive.
68. An alternate consul is appointed to be present when consul cannot be present at an exec meeting or replace them permanently if they leave or resign
  - 68.1. The primary consul must keep the alternate consul up to date in the event they may need to be present for a meeting
  - 68.2. The alternate consul shall also remain for the entire academic year and preceding summer
  - 68.3. If the alternate consul becomes the primary consul, a new alternate consul is chosen as well

## **Part VI – Meetings**

69. ASFA Council shall be convened for one (1) Regular Meeting on the second Thursday of each month of the Academic Year. No meetings will be held in July or August. The June and September Regular Meetings shall be held on the third Thursday of the month. Council may, by a two-thirds (2/3) majority vote at a duly convened meeting, change the day and/or the week of these meetings, provided that Council continues to meet at least one (1) time per month in which Meetings are required to be held.
70. The agenda for all regularly scheduled Council meetings will be distributed to all members of Council at least five (5) Juridical Days in advance of any such meeting.
71. Any of the Standing Committees, any three members of the Executive Body or any three Councilors may call a Special Meeting of the Council of Representatives by notifying the Chair in writing. The Chair must provide at least three (3) juridical days notice of such Meeting to all Councilors and Executives.
72. The ASFA Council of Representatives shall be deemed to have met quorum if at least one-third (1/3) of voting council members are present at said meeting. Members of the Executive may never constitute more than fifty (50) percent of quorum.

73. Councilors. The maximum number of Councilors is stated to be forty (40) in the Letters Patent to account for any potential Member Associations seeking to be constituted. The number of sitting Councilors shall be the number of officially recognized Member Associations plus the number of sitting Independent Councilors. Quorum for Council shall be calculated using the number of sitting Councilors.

## **Part VII – Procedure**

74. Procedures of Council shall be governed by the latest edition of “Roberts Rules of Order Newly Revised”, except when such rules contravene these By-Laws.

75. No Councillor shall vote by proxy.

76. Notices of Council meetings shall be delivered to the members of Council via telephone, e-mail, or any other means as determined from time to time by Council. Notices sent to Councilors representing Member Associations shall only be delivered to the coordinates specified in the Councillor appointment form.

77. A notice of a Council meeting stating the date and time of said meeting shall be posted at least five (5) Juridical Days before such a meeting takes place, on the door of the Federation’s head office. The agenda of all Council meetings shall also be made available, upon request, five (5) Juridical Days before the meeting is to take place. This Article does not apply in the case of a Special Meeting of the Council of Representatives.

78. Composition. The Executive Body shall be the Officers of the Federation, and shall be composed of the following:

- 78.1. Academic Coordinator
- 78.2. Finance Coordinator
- 78.3. Equity and Executive Coordinator
- 78.4. Internal Coordinator
- 78.5. Mobilization Coordinator
- 78.6. Outreach Coordinator

No powers beyond those provided for in these By-Laws shall derive from these designations.

79. Election of the Executive Body. Each Officer shall be elected at the Annual General Elections or By- Elections of the Federation. Following this Election Officers must be confirmed by a Simple Majority of a quorum of Councilors of the Federation at the following Regular Meeting of Council per Article 78 of these By-Laws. Each Executive Office elected must be a Regular Member who has been elected individually.

80. Appointment of the Executive Body. Each Officer duly elected at the Annual General Elections or By-Elections shall be subject to ratification at the following Regular Meeting of Council, which shall constitute their appointment as an Officer. Such ratification shall require a Simple Majority of a quorum of Councilors, excluding absences and abstentions. Council may only refuse to appoint candidates elected from among the members for such reasons as would constitute grounds for removal from office per Section 8 of these By-Laws. The Officer shall be deemed to take office at the beginning of the Academic Year if appointed pursuant to an Annual General Election; they shall be deemed to take office immediately if appointed pursuant to a By-Election or otherwise pursuant to the regulations of the Federation.
81. Monthly Executive Meeting. The Executive body is mandated to have a meeting once per month. This meeting will be chaired by the Consul. The Consul will Chair executive meetings and report to the next duly convened Council meeting any news that they deem necessary to report.
82. The following are not eligible to run for the Executive Body:
- 82.1. Current Chief Electoral Officers of the Federation;
  - 82.2. Current members of the Judicial Committee;
  - 82.3. Current and former Chairpersons of Council;
  - 82.4. Current and former Chief Electoral Officers of the Concordia Student Union;
  - 82.5. Current and former members of the Judicial Board of the Concordia student Union;
  - 82.6. Current and former Chairpersons of the Concordia Student Union Council of Representatives.
83. Duration of Term. All Members elected to the Executive Body will be in office for up to one (1) Academic Year as defined in these By-Laws. No member of the Executive Body shall retain office past the beginning of a new Academic Year.
84. Resignation. Any Executive who wishes to resign their office may do so by sending written notice to the Chair of Council (ASFA Chair), the internal coordinator and general manager, to be read at the next meeting of Council by the Chair. The executive must give at least 2 weeks notice prior to resigning preferably as a written document for record keeping to the ASFA chair, internal coordinator and general manager.
- 84.1. Should an ASFA executive resign without 2 weeks notice then they will forfeit that month's portion of the honorarium.
  - 84.2. During the 2 week period until their resignation, an executive or coordinator must provide a tasklist for their current executive team and/or incoming executive team.

- 84.3. During the 2 week period until their resignation, an executive or coordinator must archive and preserve relevant emails and files for their current executive team and/or incoming executive team.
85. Executives are required to submit a monthly written report to each regular Council meeting. Executives who miss three reports will be deemed resigned. In the case that they do not submit an executive report, an excusal must be submitted to the chair to be approved by Council.
86. Executives are required to transition their successors for the following year. This comes in the form of a guide to the position, a powerpoint presentation, as well as multiple meetings to ensure the incoming executives understand their roles.

### **Part IX – Executive Mandates**

87. Equity and Executive Coordinator
- 87.1. The mandate of the Equity and Executive Coordinator is to facilitate the equitable participation of executives, staff and volunteers in all ASFA activities; maintain its policies and ensure that the federation's administrative functions are carried out.
- 87.2. The Equity and Executive Coordinator shall be responsible for:
- 87.2.1. Ensuring the continuation of the Equity Committee to Eliminate Racial and Sexual Violence, as well as ensuring the Investigative Committee is equipped to carry out its responsibilities in an accountable manner;
- 87.2.2. Coordinating with the Care, Culture, and Equity Commissioner or their designate to organize and implement any and all training as per the Policy Against Harassment, Discrimination, and Violence Policy;
- 87.2.3. Chairing and convene the Policy Committee;
- 87.2.4. With support from staff, ensuring that ASFA By-Laws, Policies, and other records reflecting the decisions of council are updated and maintained;
- 87.2.5. Meeting with ASFA's legal team as needed;
- 87.2.6. Coordinating with the General Manager to ensure the effective management of the Federation's administrative functions, including hiring and employee management;
- 87.3. Acting as one (1) of three (3) signing officers of the Federation and the Chief Executive Officer of the Federation for purposes concerning the Quebec Registre des Entreprises.
88. Finance Coordinator
- 88.1. The mandate of the Finance Coordinator is to prepare the budget of the Federation, and ensure the responsible management and regular reporting of ASFA's finances.
- 88.2. The Finance Coordinator shall be responsible for:
- 88.2.1. Prepare the budget of the Federation;

- 88.2.2. Chairing and convening all committees created to address the allocation of funds, including but not limited to the Finance Committee;
  - 88.2.3. Respecting the budgetary allocations outlined in the existing policies of the Federation;
  - 88.2.4. Ensuring financial information is up-to-date and kept in order in all financial books and documents;
  - 88.2.5. Prepare quarterly financial reports for Council;
  - 88.3. Acting as one (1) of three (3) signing officers of the Federation and as the Treasurer of the Federation.
89. Internal Coordinator
- 89.1. The mandate of the Internal Coordinator is to ensure Member Association Executives have the information necessary to fulfill their mandates, as well as acting as the point of contact between ASFA and Member Associations.
  - 89.2. Internal Coordinator responsibilities include;
    - 89.2.1. Ensuring that Member Association executives receive all information necessary to register with the University, maintain or acquire accreditation, track resignations and appointments, facilitate elections and onboard new members;
    - 89.2.2. Tracking Member Association records;
    - 89.2.3. Chairing and convening the Internal Committee as well as Appointments.
    - 89.2.4. Review update Member Association's By-Laws and other records, and ensure that they do not contradict ASFA's By-Laws or policies;
    - 89.2.5. Maintaining the continuation of the Judicial Committee by ensuring the Judicial Committee is equipped to carry out its responsibilities in an accountable manner;
    - 89.2.6. Maintaining the continuation of elections by ensuring the Elections Committee is equipped to carry out its responsibilities in an accountable manner;
  - 89.3. Acting as one (1) of three (3) signing officers of the Federation and the Secretary of the Federation.
90. Academic Coordinator
- 90.1. The mandate of the Academic Coordinator is to advocate for the academic interests of ASFA members within the University.
  - 90.2. The Academic Coordinator's responsibilities include;
    - 90.2.1. Advocating for the academic interests and initiatives of the Arts & Science student body through their positions on academic bodies;
    - 90.2.2. Sitting on all University academic bodies of which ASFA has a seat, and ensuring other student seats designated to ASFA members are filled;
    - 90.2.3. Chairing and convening the Academic Committee;
    - 90.2.4. Ensuring that initiatives including but not limited to academic workshops and the ASFA Journal are carried out.
    - 90.2.5. The Academic Coordinator is an ex-officio representative for ASFA at the Arts & Science Faculty Council, the Faculty Council Steering Committee, and the Curriculum Committee. They shall further be designated ex-officio

by the Federation as the student representative on the Student Request Committee and the Honours Committee.

90.2.6. "Ex-officio" in this case refers to the right to sit on academic bodies but is not an obligation\*.

91. Mobilization Coordinator

91.1. The mandate of the Mobilization Coordinator is to ensure Member Association Executives have the skills necessary to effectively represent and advocate for the needs of their membership; as well as to oversee any advocacy-related affairs of the Federation.

91.1.1. Chairing and convening the Mobilization Committee;

92. Outreach Coordinator

92.1. The mandate of the Outreach Coordinator is to ensure continued communication and engagement between ASFA and its membership through the organization of events that cater to the diversity of all Arts and Science Students.

92.1.1. Chairing and convening the Student Life Committee;

92.1.2. Attending regular Loyola Committee meetings;

93. The Outreach Coordinator is the lead organizer of Frosh Week and must be available to work full-time during Frosh week and the two weeks leading up to it, at a minimum.

### **Part X – Appointed Assistant Coordinators**

94. Elections Coordinator

94.1. The Elections Coordinator is responsible for facilitating and overseeing the logistics of ASFA and Member Association elections. They are the ASFA point of contact for the ASFA CEO and all MA CEOs

94.1.1. Appointment of the Elections Coordinator. The Elections Coordinator shall be appointed by the Elections Coordinator Appointment Committee.

Composition. The Elections Coordinator Appointment Committee shall be composed of the Internal Committee and the incoming Internal Coordinator

94.1.2. Timeline. The Elections Coordinator Appointment Committee shall form in the period between the end of General Elections and May 31st.

94.1.3. Procedure. The Elections Coordinator Appointment Committee shall follow the procedure for appointments outlined in the Appointments Policy.

94.1.4. Duration of Elections Coordinator Term. The Elections Coordinator shall be in office for up to one (1) Academic Year as defined in these By-Laws. The Elections Coordinator shall not retain office past the beginning of a new Academic Year.

94.1.5. Resignation. The Elections Coordinator may resign their office by sending two weeks' written notice to the Chair of Council and the Administration and Internal Committee, to be read at the next meeting of Council by the Chair.

## **Part XI – Standing Committees**

95. Committees. The day to day activities of the Federation and its Executive shall be supported by the Standing Committees, the composition, mandate and selection of which Council may determine from time to time in the Regulation Concerning the Standing Committees of the ASFA, or any regulation duly adopted by Council to augment or succeed it.

### **SECTION 6: JUDICIAL COMMITTEE**

96. The Judicial Committee shall be composed of no less than three (3) and no more than five (5) Regular Members of ASFA.

97. ASFA Council may, by a two-thirds (2/3) majority vote at a duly convened meeting, fill a vacancy or appoint Regular Members to the Judicial Committee. Judicial Committee members remain in office for as long as they are Regular Members or have resigned. Judicial Committee members who cannot provide proof of membership to Council are deemed resigned. The ASFA Executive or Council may, at any time, also request proof of membership.

98. ASFA Council must fill a vacancy at the earliest convenience via a Special Meeting if the requirements of Article 95 are not met.

99. The following are not eligible to sit on Judicial Committee:

- 99.1. Current members of the Concordia Student Union Judicial Board;
- 99.2. Current and former members of the Concordia Student Union Council of Representatives or Executive;
- 99.3. Current and former Chairpersons of the Concordia Student Union;
- 99.4. Current and former members of the ASFA Executive;
- 99.5. Current and former executives of any ASFA Member Association;
- 99.6. Current and former Independent Councilors;
- 99.7. Current and former Chairpersons of ASFA; or
- 99.8. The Minute Keeper of Council

100. Powers and Tasks. The Judicial Committee shall upon written request of any Member, Member Association or ASFA-constituted body, with the approval of Council, convene to:

100.1. Interpret the By-Laws and the validity of regulations and resolutions enacted by ASFA Council;

100.2. Declare invalid any act of any Member or Member Association who, through their action, derogates from these By-Laws or from the constitution of any



Member Association;

100.3. Settle disputes on matters concerning ASFA between its Members, Officers or constituted Bodies;

100.4. Investigate any questionable financial or other duties associated with ASFA or Member Association executives; and

100.5. Issue provisional decisions to safeguard the rights of the parties in the course of proceedings. Provisional decisions are issued when they are urgent and necessary to avoid irreparable prejudice which the final decision could not effectively remedy. Such provisional decisions require a two-thirds (2/3) majority of the JC. Provisional decisions remain in effect until the final decision is rendered, save earlier revocation by the JC.

101. Procedure. The JC shall observe the following procedures:

101.1. It shall render all its decisions in writing and answer those questions put to it by a plaintiff. In the case of the plaintiff naming a respondent, that respondent must be notified in writing of the case, charges, and all other relevant matters to the case within three (3) Juridical Days of the question being submitted by the plaintiff;

101.2. It shall not dismiss charges of any plaintiff without having sat in session;

101.3. In the event of new evidence forthcoming, any Member or Member Association may request that such evidence be considered at a new hearing. The JC shall determine whether new evidence has been presented;

101.4. Quorum for the Judicial Committee shall be three (3) members;

101.5. Every final decision of the JC must be presented to ASFA Council at the meeting following such a decision. Every decision of the JC shall be considered final and binding. However, ASFA Council may, at the request of a party to the proceedings, annul a decision of the JC, by a four-fifths (4/5) majority vote, should it conclude that the JC decision was manifestly unreasonable, or influenced by collusion, bribery, discrimination or Conflict of Interest;

102. In addition to the provisions of Article 97 of these By-Laws, the JC shall adopt its own set of procedures, to come into effect upon the approval of ASFA Council.

103. Removal from Office. A Simple Majority of the JC may recommend the removal from office of a member of the JC. The JC shall submit their recommendation to the Chairperson of Council and the Administration and Internal Committee. Upon this

recommendation, ASFA Council may remove a JC member by two-thirds (2/3) majority vote at a duly convened meeting.

## **SECTION 7: ELECTIONS**

### **Part I – Annual General Elections**

104. Each Academic Year, general elections will be held for the Executive Body of the Federation as well as for the five (5) Independent Councilors.
105. The Council shall assure that a Chief Electoral Officer (CEO) is appointed in order to conduct the general elections, as well as any By-Elections and Referenda. The CEO is charged with the supervision of the said plebiscites and shall submit a written report the particulars and results of such directly to the Council at the next duly convened meeting of Council. If the next duly convened meeting of Council is less than ten (10) Juridical Days away, the CEO shall submit the report to Council at the following duly convened meeting of Council.
106. The proceedings for Annual General Elections, By-Elections, and Referenda shall be set out in Standing Regulations of the Federation, or any regulation duly adopted by Council to augment or succeed it.
107. Quorum for Annual General Elections, By-Elections, and Referenda shall be two and a half percent (2.5%) of the Regular Members.
108. In the case of an uncontested candidacy, the candidates shall only be declared elected upon obtaining a majority of votes in a ratification poll held during said election.
109. In the case of a vacant Executive office, the Administration and Internal Committee shall re-distribute said Executive's duties amongst the remaining members of the Executive Body or, upon the recommendation of the Administration and Internal Committee, Council shall appoint an interim Executive Officer from its Members to hold the office that is vacant by a two-thirds (2/3) majority vote at a duly convened meeting. The interim Executive Officer must be ratified at the next duly convened regular Council meeting and will hold office until the By-Elections or Annual General Elections.

### **Part II – By-Elections**

110. Should there be a vacancy in any of the Executive offices or in the five (5) Independent Councilors, By-Election shall be held to fill those positions.

111. Article 115 of these By-Laws notwithstanding, by-elections may only be called if a vacancy occurs in a manner which allows for the polling of the By-Elections to take place during the fall semester, on days when regular classes are held. Should the vacancies occur in a fashion which would not allow for By-Elections, any of the five (5) Independent Councilor seats that are vacant shall remain so until the Annual General Elections; Council may, pursuant to the Appointments Policy of the Federation, or any regulation duly adopted by Council which may augment or succeed it, make appointments to the Executive in case of a vacancy.

### **Part III – Referenda**

112. ASFA Council may choose to call Referendums on amendments to these By-Laws or on questions of importance to the Federation. All Referendums, if timing permits, shall be held concurrently with the ASFA By-Elections or Annual General Elections. The calling of a Referendum shall require a two-thirds (2/3) majority vote of Council at a duly convened meeting.

113. Referendums may also be called by a petition of two and a half percent (2.5%) of the Regular Members presented to Internal Affairs and Administration Coordinator. The petition must state clearly the intentions of the signatories for calling the Referendum.

### **SECTION 8: REMOVAL FROM OFFICE**

114. By Vote of Council. All members of the Executive Body may be removed from office by a two-thirds (2/3) majority vote of Council at a duly convened meeting for misappropriation of funds, dereliction of duties, violation of these By-Laws or any of the regulations adopted Thereunder, and violation of ASFA's policy against discrimination, harassment and violence. Ten (10) Juridical Days notice of the proposed recall must be given to the Person subject to the recall and to the Council indicating the alleged cause(s) for recall, including the specifics of the charge(s), and the date, time and place of the meeting of the Council where the issue will be decided.

115. By Petition of the Members. Any members of the Executive Body and the five (5) Independent Councilors may be removed from office by a petition of two and half (2.5%) of all the Regular Members of the Federation for misappropriation of funds, dereliction of duties, violation of these By-Laws or any of the Regulations adopted thereunder. In the event that the removal is for three (3) or more Executives, they shall be recalled to election through By-Elections whose polling period ends no later than thirty (30) Juridical Days upon receipt of the petition by the Chair of Council. This Article shall be applied notwithstanding the time restrictions for By-Elections that are stated in Article 116.

116. In the case of a recall election, the Executives in question will remain in office until by-elections have been held to fill their positions. Such persons may run for re-election upon their recall. However, in the case of a recall for misappropriation of funds, Council may suspend an Executive until the recall vote has been taken and the result has become official.

117. By Reason of Absence. In the event that a Member Association does not have a Councilor present for two (2) scheduled Regular Meetings of Council without excusal, the said Member Association budgets shall be frozen due to unexcused Council absences, which will affect five percent (5%) of the remainder of the annual budget of said Member Association. It will be up to the Finance Committee to decide where this money is taken from within the said budget.

In the event that a Member Association does not have a Councilor present for three (3) scheduled Regular Meetings of Council without excusal, the said Member Association budget shall be frozen due to these Council absences which will affect an additional ten percent (10%) of the remainder of the annual budget of said Member Association. It will be up to the Finance Committee to decide where this money is taken from within the said budget

In the event that a Member Association does not have a Councilor present without excusal , more than three (3) scheduled Regular Meetings of Council, the said Member Association shall forfeit its seat on Council for the remainder of the Academic Year and their budget shall be frozen.

In extenuating circumstances, a Member Association may be granted a reprieve by a two-thirds (2/3) majority vote of Council at a duly convened meeting. The Councilor representing said Member Association may not vote on their own request for a reprieve, but if present, is deemed to have abstained.

118. In the event that one (1) of the five (5) Independent Councilors has not received an excused absence for two (2) scheduled Regular Meetings of Council during a term in office, they are deemed to have resigned. In extenuating circumstances, said Councilor may be granted a reprieve by a two-thirds (2/3) majority vote of Council at a duly convened meeting. The Councilor in question may not vote on their own request for a reprieve, but if present, is deemed to have abstained.

119. Removal of Councilors. Councilors may not be directly removed by a vote of Council. However, Council may take such disciplinary actions as are provided for in Robert's Rules of Order.

120. Request for Reprieve. To be eligible for reprieve, a request must be submitted in writing to the Council Chairperson before the meeting in order for it to be considered and voted upon at said meeting.

If a request for reprieve is submitted after the missed meeting, its eligibility will be assessed and voted upon at the next Regular Council meeting of the Members. No request for reprieve will be granted in the following circumstances: academic events excluding final or midterm exams, homework, work or vacation.

Automatic reprieve will be granted in the case of a final or midterm exam occurring concurrently to the meeting in question provided appropriate documentation has been sent along with the request for reprieve. Both granted and denied reprieves will be reflected in the meeting minutes in the Council Chairperson's Report.

In the event of a sanction for removal as designated within the ASFA policy against discrimination, harassment and violence, any such councillor or executive will automatically be removed from their position.

## **SECTION 9: LEGAL AND FINANCIAL AUTHORITY**

121. Signing of Documents. Contracts, documents or instruments in writing requiring the signature of the Federation may be signed by two (2) of the three (3) signing Officers of the Federation and all contracts, documents or instruments in writing so signed shall bind the corporation without the necessity of any other authorization or formality. The Council may also authorize any other Person to sign and to deliver on behalf of the Federation all contracts, documents or instruments in writing and such authorization may be given by way of resolution in general or in specific terms.
122. Auditors. The Auditors of the Federation shall be appointed annually by the finance committee and the office or general manager.
123. Fiscal Year. The fiscal year of the Federation shall terminate on May 31st of each year. The financial statements of the affairs of the Federation for the presentation to the Members at the annual general meeting shall be made up to no earlier than the end of February of that year.
124. The Authority to contact and mandate ASFA's Corporate Legal Counsel shall be limited to: any three councillors, the ASFA consul, ASFA Chair, ASFA General Manager, HR Manager, or any single executive along with one of the aforementioned parties;
125. They may contract/mandate ASFA's legal counsel, up to \$1,000 billable hours, after which, further approval must be obtained from Council.

126. Any use of the ASFA lawyers is to be reported to the Council Chairperson immediately, and will be explicitly disclosed at the next council meeting.
127. The use of the ASFA lawyers is only for corporate usage and not matters that relate personally.
128. The main point of contact for the lawyers to outreach asfa, will be consul@asfa, chair@asfa, and the executive position the contact relates to.
129. The General Manager Shall be informed that the lawyers are being used for record keeping and that once the decision has been finalized and passed at council, the pertinent information required for archiving will be provided by the Chair.

## **SECTION 10: APPLICATION OF BY-LAWS**

### **Part I – Authority of By-Laws**

130. In the event of any conflict between these By-Laws and the constitution of any Member Association, these By-Laws shall take precedence.

### **Part II – Amendments to By-Laws**

131. All amendments, regulations, and resolutions, motions or decisions of the Federation, including, but not limited to those made by the Council, the Standing Committees, Special General Meetings, Referendums and any Member Association must be made in conformity with these By-Laws.
132. Amendments to these By-Laws and the adoption of any new by-law must be approved by a two-thirds (2/3) of Council at a duly convened meeting, and shall only be in force and effect upon confirmation by a simple majority of a quorum of members both at the Annual General Meeting and through Referendum at the Annual General Elections.
133. Any proposed amendments to the Standing Regulations, or any documents which should succeed them, must be sent to the Chairperson of Council at least five (5) Juridical Days before a Council meeting. Amendments to the Standing Regulations, or any documents which should succeed them, requires approval of a two-thirds (2/3) majority vote Council at a duly convened meeting. The Chairperson must send all proposed amendments to the Judicial Committee upon receiving them.

### **Part III – Executive Decree**

134. The Executive shall have the authority to exercise in writing, by decree, all the powers of the Council of Representatives between meetings of the latter. Any

exercise of the powers of the Council of Representatives by the Executive shall be reported to the next regular Council meeting of the Academic Year for ratification by a two-thirds (2/3) majority vote. The decree must occur between two scheduled regular Council meetings. The exercising of the decree can only be used for unforeseen events that cannot be remedied by calling a Special Meeting of the Council of Representatives or where a Special Meeting of the Council of Representatives failed to achieve quorum. The decree in writing must be approved and signed by two-thirds (2/3) of the Executive Body. The decree in writing must also be approved and signed by at least two (2) of the three (3) signing officers of the Federation.

### **SECTION 11: THE MEMBER ASSOCIATIONS**

135. All regulations governing the relations between the Federation and its Member Associations and amendments hereafter shall be decided upon by a two-thirds (2/3) majority vote of Council at a duly convened meeting. All decisions made in this regard shall be kept for reference in the Standing Regulations.
136. All Member Associations shall conform to these By-Laws and the Standing Regulations.

### **SECTION 12: THE FINANCIAL POLICY**

137. All regulations governing the financial conduct of the Federation and amendments hereafter shall be decided upon by a two-thirds (2/3) majority vote of Council at a duly convened meeting. All decisions made in this regard shall be kept for reference in the Standing Regulations.
138. No modifications to the remuneration of the Executive shall be enacted in the course of the same Academic Year in which they were adopted.