

Bylaws

**Canadian Federation of Students-Ontario
As amended at the 2019 Annual General Meeting**

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CONSTITUTION

1. Name

The name of the corporation is Canadian Federation of Students-Ontario, hereinafter referred to as the Federation.

2. Purposes

The purposes of the corporation are:

- a. To further the goals of the Canadian Federation of Students as outlined in the Preamble to the national constitution and bylaws of the Canadian Federation of Students;
- b. To represent, promote and defend the common interests of post-secondary students in Ontario;
- c. To promote and support the interests and activities of democratic student organizations in all programs and at all public educational institutions in Ontario;
- d. To bring together post-secondary students from all parts of Ontario to discuss and take common, democratic positions on questions affecting students;
- e. To represent Ontario students in the provincial level of decision-making and to do so by speaking on their behalf with one united voice;
- f. To formulate a provincial program that will serve as a framework for coordinating the efforts of representative post-secondary student organizations throughout Ontario. This program will summarize a long-term strategy for achieving the objectives of students in post-secondary education; will describe general ways of reaching those objectives; and will be revised periodically as new objectives and approaches become appropriate; and
- g. To do all other things that are incidental or conducive to these purposes.

BYLAW I – DEFINITIONS

For the purposes of the Constitution and Bylaws:

1. Canadian Federation of Students

Canadian Federation of Students is a national student organization. Canadian Federation of Students - Ontario is a non-profit chartered provincial component of Canadian Federation of Students.

2. Federation

“Federation” shall refer to the Canadian Federation of Students—Ontario.

3. Head Office

The Head Office of the Federation for the purposes of these Bylaws shall mean the Ontario office.

4. Local Association

A “local association” shall be taken for all purposes to mean an organization of students which satisfies the following criteria:

- It is locally and democratically controlled;
- It is autonomously incorporated; and
- It represents students at only one post-secondary institution.

5. Referendum

A “referendum” will be taken to mean a general vote of the members of a local association, whether conducted at balloting locations or at a formal general meeting of the local association.

7. Plenary

The “plenary” is that portion of the general meeting in which formal decision-making by the delegates of member local associations transpires.

8. At-Large Positions

The “at-large” positions on the Executive Committee are:

- a. Ontario Chairperson;
- b. Ontario Constituency Coordinator;
- c. Ontario National Executive Representative;
- d. Ontario Treasurer; and
- e. Ontario Women’s Commissioner.

9. Executive Committee

The “Executive Committee” shall refer to the “Ontario Executive Committee”, which shall act as the board of directors of the organization pursuant to the Ontario Corporations Act.

10. Delegate

A “delegate” shall refer to a representative of a member local association who is either an individual member or an employee of the association in question and registered at a general meeting.

BYLAW II – MEMBERSHIP

1. Membership

General Description – There is one (1) category of member of the Federation: local student associations representing individual students who have been admitted as members by the Federation (the “member local association”). Membership entails membership in the chartering organization, Canadian Federation of Students.

a. Membership Status – Full Membership

- i. A local students’ association in Ontario is eligible to apply for full membership only if its members have approved full membership in a referendum held within the preceding nine (9) months. The referendum must have included approval of a membership fee totalling the Canadian Federation of Students fee, the Canadian Federation of Students-Ontario fee, and the Canadian Federation of Students-Services fee.
- ii. The official wording for a referendum to join the Federation shall include only the following:
 - “Do you wish to become a member of the Canadian Federation of Students?”
- iii. Full membership status becomes effective at such time as it is approved by:
 - The plenary of the Canadian Federation of Students-Ontario; or
 - The plenary of the Canadian Federation of Students.
- iv. The Federation’s full membership fee for each member local association comprised exclusively of full-time students, or of both full and part-time students, shall be no less than \$2.50 per semester, or \$5.00 per academic year, per local association individual member, pro-rated as per the practice of the member local association with regard to the levying of its local association fee.

The Federation’s full membership fee for each member local association comprised exclusively of part-time students, shall be no less than \$1.25 per semester, per local association individual member, pro-rated as per the practice of the member local association with regard to the levying of its local association fee.
- v. Beginning in 1996, the Federation’s membership fee shall increase on August 1 each year by the rate of increase in the national Consumer Price Index during the previous calendar year.
- vi. Students collectively belonging to a member local association will have the sole authority to initiate, by petition signed by not less than fifteen per cent (15%) of the students and served to the Federation’s Executive Committee, a vote on decertification as described in this Bylaw, and that also entails a vote on decertification in the Canadian Federation of Students, subject to compliance with the Bylaws of the national chartering organization.
- vii. The students collectively belonging to a member local association have the right to have their interests represented collectively in the Federation through their member local association, but, for greater certainty, are not members of the Federation and accordingly will not have voting rights at Federation general meetings.

b. Membership Status – Prospective Membership

- i. A local students’ association in Ontario is eligible to apply for prospective membership if it has passed a motion of its executive, council or equivalent representative body to apply for prospective membership in the Canadian Federation of Students.
- ii. Prospective membership status becomes effective at such time as it is approved by:

- The plenary of the Canadian Federation of Students-Ontario; or
- The plenary of the Canadian Federation of Students.
- iii. The prospective membership fee for local associations is five percent (5%) of the Federation's full membership fee notwithstanding that the fee may be reduced or waived by a majority vote at an Ontario general meeting or the Executive Committee.
- iv. A prospective member association must hold a vote on certification in the Federation, in accordance with Section 3 of this Bylaw, within twelve (12) months following its acceptance as a prospective member unless an extension is granted by the Executive Committee of the Federation;
- v. In the event that the majority of those voting on certification support full membership in the Federation, full membership will be granted at the subsequent Ontario general meeting, at which point prospective membership shall cease;
- vi. In the event that the majority of those voting on certification oppose full membership in the Federation, prospective membership will immediately cease;
- vii. In the event that the vote on certification fails to achieve quorum, prospective membership will be automatically extended and another vote on certification will be held within the subsequent six (6) months in accordance with Section 3 of this Bylaw; and
- viii. In the event that a prospective member local association fails to conduct a vote on certification as required by this Bylaw, the Federation shall have the option to either cancel or extend, by majority vote of a Ontario general meeting, the prospective membership until a vote on certification is conducted. There shall be a two (2) year waiting period between the expiration of prospective membership status before a subsequent prospective membership application will be accepted, unless waived by a two-thirds (2/3) vote at a Federation general meeting.
- ix. A prospective member local association shall have full voting rights at general meetings and shall have the same access to Federation resources and materials.

2. Vote to Certify

Students belonging to a prospective member local association may vote on becoming full members of the Federation, subject to the following rules and procedures:

a. Notice

Notice of a vote to become full members must be delivered by registered mail to the head office of the Federation not less than one (1) month prior to the start of the voting.

b. Campaigning

- i. Campaigning shall take place for no less than one (1) week and no greater than two (2) weeks preceding the vote during which time classes are in session, and on each and every day on which voting is to occur.
- ii. Students and representatives of the member local association, representatives of the Federation and representatives of other Federation member local associations shall be permitted to participate in the campaign.
- iii. Campaign materials shall not be misleading, defamatory or false. The Chief Returning Officer shall be the sole arbiter of whether materials are misleading, defamatory or false.

c. Voting

- i. Voting must be conducted by paper ballot and cannot be conducted in any other manner. Voting must take place at voting stations or, subject to the agreement of the Federation, at a general meeting of the prospective member association or by mail-out ballot;
- ii. There shall be no less than sixteen (16) hours of polling over no less than two (2) days, except in the case of voting being conducted at a general meeting;
- iii. In the event that polling is conducted at a general meeting, representatives of the Federation and Federation member local associations shall be extended full speaking rights in the meeting; and
- iv. It shall be the responsibility of the member local association to obtain and provide to the Federation, no later than seven (7) days in advance of the vote, a list of all of the students eligible to participate in the vote. If the member local associations is unable to obtain or provide such a list, voting shall be conducted through a double envelope system, whereby the ballot is placed in an unmarked envelope, which is placed in a second envelope, on which the voter writes their full name and student identification number. After voting ends the envelopes will be compared to a list of the students who are eligible to participate in the vote. Duplicate ballots and ballots cast by ineligible voters shall be discarded. Once the validity of the votes has been verified, the outer envelopes will then be separated from the unmarked inner envelopes and tabulated.

d. Quorum

Quorum for the vote shall be that of the member local association's or ten percent (10%) of the students of the local association, whichever is higher.

e. Chief Returning Officer

For each vote to certify, a Chief Returning Officer shall be appointed in accordance with the Bylaws of the Canadian Federation of Students.

The Chief Returning Officer shall oversee the referendum and be responsible for:

- i. Establishing the notice requirement for the referendum in accordance with the Bylaws of the Canadian Federation of Students;
- ii. Establishing the campaign period in accordance with Section 5.b of this Bylaw;
- iii. Approving all campaign materials in accordance with Section 5.b of this Bylaw and removing campaign materials that have not been approved;
- iv. Deciding the number and location of polling stations;
- v. Setting the hours of voting in accordance with Section 5.e of this Bylaw;
- vi. Overseeing all aspects of the voting;
- vii. Counting the ballots following the vote; and
- viii. Establishing all other rules and regulations for the vote.

f. Appeals

For each vote to certify, an Appeals Committee shall be appointed to adjudicate any appeals of the referendum results or rulings by the Chief Returning Officer in accordance with the Bylaws of the Canadian Federation of Students.

3. Application for Full and Prospective Membership

- a. Within sixty (60) days of receipt by the Executive Committee of the Federation of an application in writing for full and prospective membership, the Executive Committee shall consider the application and make a recommendation to the member local associations of the Federation regarding the application.
- b. There shall be a vote of the member local associations of the Federation at the next general meeting on the question of approving a recommendation of the Ontario Executive Committee regarding an application for membership. A majority of at least two-thirds (2/3) shall be required to accept the application.

4. Vote to Decertify

Students belonging to a member local association may vote on whether to decertify, subject to the following rules and procedures:

a. Petition

- i. A petition calling for a vote on decertification in the Canadian Federation of Students–Ontario, that has been circulated, collected and submitted by individuals belonging to the member local association in question, and that is signed by a notary public, must be delivered by registered mail to the head office of the Federation not less than six (6) months prior to the vote;
- ii. The petition must include the exact dates of the proposed vote, provided that there shall be no fewer than two (2) and no greater than five (5) days of voting. No vote on decertification shall be scheduled between April 15 and September 15 or between December 15 and January 15;
- iii. There shall be no more than two (2) votes on decertification in any three-month period. In the event that there are more than two (2) valid petitions calling for a vote on decertification during any three-month period, the Executive Committee shall:
 - Consider the petitions in the order in which they are received; and
 - Schedule alternate voting dates for the third and subsequent petitions that call for a vote on decertification within any three-month period.
- iv. The petition shall be worded as follows: “We the undersigned petition the Executive Committee of the Canadian Federation of Students–Ontario to conduct a vote on decertification from the Canadian Federation of Students–Ontario;”
- v. The original, unaltered petition must be delivered in its entirety. Petitions received that are not original copies, have been altered in any manner, or have been received by any means other than registered mail are not valid;
- vi. The petition must not contain any words or images, with the exception of those required by Bylaw 2, Section 5.a., and those required indicating which fields a signatory must complete;
- vii. In order to be valid, a name on a petition must be reasonably legible, include the proper full name, be accompanied by a valid and corresponding student identification number and a unique signature;
- viii. The Executive Committee will have the sole authority to determine whether the petition described in Bylaw 2, Section 5.a. is in order;

An individual member may request that their name be removed from a petition. If the Executive Committee receives such a request in writing before the conclusion of the verification process of the petition, the name must be struck from the petition. The name shall not be included in the total number of names on the petition; and

- ix. Failure to adhere to the petition provisions in Article 5 (a) shall invalidate the results of the vote.

b. Campaigning

- i. Campaigning shall take place for no less than one (1) week and no greater than two (2) weeks preceding the vote during which time classes are in session, and on each and every day on which voting is to occur; and
- ii. Students and representatives of the member local association, representatives of the Federation and representatives of other Federation member local associations shall be permitted to participate in the campaign.
- iii. Campaign materials shall not be misleading, defamatory or false. The Chief Returning Officer shall be the sole arbiter of whether materials are misleading, defamatory or false.

c. Voting

- i. Voting must be conducted by paper ballot and cannot be conducted in any other manner. Voting must take place at voting stations or, subject to the agreement of the Federation, at a general meeting of the member association or by mail-outballot.
- ii. In the event that polling is conducted at a general meeting, representatives of the Federation and Federation member local associations shall be extended full speaking rights in the meeting.
- iii. It shall be the responsibility of the member local association to obtain and provide to the Federation, no later than seven (7) days in advance of the vote, a list of all of the students eligible to participate in the vote. If the member local association is unable to obtain or provide such a list, voting shall be conducted through a double envelope system, whereby the ballot is placed in an unmarked envelope, which is placed in a second envelope, on which the voter writes their full name and student identification number. After voting ends, the envelopes will be compared to a list of the students who are eligible to participate in the vote. Duplicate ballots and ballots cast by ineligible voters shall be discarded. Once the validity of the votes has been verified, the outer envelopes will then be separated from the unmarked inner envelopes and tabulated.

d. Quorum

Quorum for the vote shall be that of the member local association's or ten percent (10%) of the students of the local association, whichever is higher.

e. Chief Returning Officer

For each vote to decertify, a Chief Returning Officer shall be appointed in accordance with the Bylaws of the Canadian Federation of Students.

The Chief Returning Officer shall oversee the referendum and be responsible for:

- i. Establishing the notice requirement for the referendum in accordance with the Bylaws of the Canadian Federation of Students;
- ii. Establishing the campaign period in accordance with Section 5.b of this Bylaw;

Bylaw II – Membership

- iii. Approving all campaign materials in accordance with Section 5.b of this Bylaw and removing campaign materials that have not been approved;
- iv. Deciding the number and location of polling stations;
- v. Setting the hours of voting in accordance with Section 5.e of this Bylaw;
- vi. Overseeing all aspects of the voting;
- vii. Counting the ballots following the vote; and
- viii. Establishing all other rules and regulations for the vote.

f. Appeals

For each vote to certify, an Appeals Committee shall be appointed to adjudicate any appeals of the referendum results or rulings by the Chief Returning Officer in accordance with the Bylaws of the Canadian Federation of Students.

g. Minimum Period Between Decertification Votes

In addition to Articles a. to f., in order for a vote on decertification to take place, a member local association may not have held a vote on decertification within the previous twenty-four (24) months.

5. Procedure for Application for Decertification

- a. Following the holding of a vote on decertification in accordance with Bylaw 2, Section 5 pursuant to which it is determined that membership shall not continue, the applicable member local association is required to send a letter by registered mail notifying the Federation of its intention to decertify from the Federation. Within ninety (90) days of the receipt of such letter, the Executive Committee will examine the notification to determine whether it is in order, and will make a recommendation to the voting members of the Federation concerning the decertification.
- b. At the opening plenary of the next general meeting of the Federation, ratification of the decertification vote shall be put to a vote.
- c. For any decertification vote ratified at a annual general meeting of the Federation, the decertification shall take effect on June 30, provided that all outstanding membership fees payable to such date shall have then been received by the Federation.
- d. For any decertification vote ratified held at an annual general meeting of the Federation, the decertification shall take effect on August 30, provided that all outstanding membership fees payable to such date shall have then been received by the Federation.

6. Binding Contract

A member local association's application for membership, once accepted by the plenary of the Federation, shall constitute a binding contract to pay Federation membership fees in each Federation fiscal year.

BYLAW III – MEETINGS OF THE FEDERATION

1. Meetings

a. Annual General Meeting

The Annual General Meeting of the Federation shall be held in the months of July or August. The time and location of each meeting shall be determined by the Executive Committee.

b. Emergency Meeting

The Executive Committee may call an emergency meeting of the Federation upon seventy-two (72) hours notice. Notice may be communicated through telephone, fax, mail or e-mail. The agenda of the meeting shall be contained in such notice and items of agenda may be permitted only by two-thirds (2/3) of the eligible votes.

If notification occurs by e-mail or fax, the recipient must acknowledge receipt of notification within eight (8) hours for the notification to be considered valid. If the notification has not been confirmed further measures shall be taken to provide necessary notification.

2. Voting

a. Voting

Each member association shall be allowed one (1) vote at a meeting of the Federation.

Members considered members in bad standing for a period of more than six (6) months may not vote at any meeting of the Federation.

b. Proxy Votes

Voting members may issue a proxy vote to be cast on their behalf at a general meeting, subject to the following restrictions:

- i. For a proxy vote to be recognized, one of the following conditions must be met:
 - In the case of a member local association not attending a general meeting, the member local association must pass a duly recorded motion in its student council or executive or equivalent representative body, stating that the association gives its proxy to another, specifically named, voting association for the duration of the general meeting; or
 - In the case of a voting delegate attending a general meeting being unable to remain until the end of the meeting, the delegate will issue a letter or proxy, the letter having been signed by the delegate.
- ii. The total number of votes exercised by one member association may, under no circumstances, exceed the number five (5).
- iii. Notice of this section of the Bylaws shall be mailed to the members at least two (2) weeks in advance of a General Meeting.
- iv. Proxies must be received by the Plenary Speaker before the commencement of Opening Plenary of a general meeting.

Bylaw III – Meetings of the Federation

3. Miscellaneous

a. Notice

- i. At least eight (8) weeks notice of the Annual General Meeting of the Federation shall be given to each member association.
- ii. Members in bad standing shall be notified of their status at least two (2) weeks prior to any meeting of the Federation.
- iii. Payment of outstanding fees must be made prior to the meeting to re-establish voting privileges.

4. Quorum

Fifty percent (50%) plus one of the member associations shall constitute quorum for Annual and Annual General Meetings of the Federation, and forty percent (40%) of member associations shall constitute quorum of emergency meetings.

5. Waiver of Notice

A member local association may, at any time, waive notice of any meeting and may, at any time, approve or confirm any proceedings taken thereat.

BYLAW IV – POLICY AND RESOLUTIONS

1. Policy and Resolutions

- a. There shall be three (3) classes of resolutions recognized by the Federation:
 - Issues Policy
 - Operations Policy
 - Simple Resolutions
- b. As a component of the National body, the Federation recognizes the policies of the National body as its own. Provincial policy statements, as contained in the Provincial policy manuals, consist of those specific to the Ontario component, the province, or any region or institution within.

Policy Statements shall consist of:

- All statements of long-term goals specific to the Ontario Component;
- Ontario Component objectives and fundamental principles; and
- The considered views of the Ontario Component with respect to any issues of limited or temporal reference.

A two-thirds (2/3) majority vote is required at any time to remove any policy from the component Policy Manuals.

- c. An Operations Policy shall prescribe the rules and regulations pertaining to the conduct of the Federation, its Standing and Ad Hoc Committees, and the Executive Committee, subject to Bylaws. Operations Policy shall be considered of unlimited temporal reference unless otherwise specifically defined in the motion.
- d. A Simple Resolution shall include but not be limited to, procedural motions, directives to the executive, board, and all allocations of Federation resources.
- e. Only the operative clause shall be considered a Policy or Resolution of the Federation.

2. Policy and Operating Resolutions Manuals

- a. All motions that have been approved as Federation issues policy, will be compiled in the Federation Issues Policy Manual. All motions that have been approved as Federation operational policy will be compiled in an Operations Policy Manual.
- b. All motions considered by the Plenary shall be moved and seconded by separate member associations of the Federation.

3. Notice

- a. All motions seeking the adoption or amendment of a policy or resolution, or to propose any action, excluding procedural motions, must be received by the Ontario Executive Committee at least six (6) weeks before the general meeting in order to be considered. Notice provisions exist in order to allow for all motions to be translated and distributed to member local associations in advance of the meeting so that:
 - member local associations may conduct research, survey their membership, and/or develop positions on motions for consideration prior to the meeting; and
 - member local associations that are unable to send delegates to the meeting may give adequate instruction to their proxy.

A simple resolution can be considered as an “emergency motion” and will be exempt from notice provisions in the event that the motion meets the following criteria:

Bylaw IV – Policy and Resolutions

- The motion pertains to an event or issue that has arisen subsequent to the notice deadline for motions; and
 - The motion pertains to an imminent and urgent event or issue that requires a resolution prior to the next scheduled general meeting.
- b. Policy proposals may be submitted by member local associations, caucuses, constituency groups and the Ontario Executive Committee.
- c. The proposed budget, campaign guide or any other official document to be approved by the membership through a resolution at the general meeting will also be given to voting members by mail with four (4) weeks notice.

BYLAW V – COMMISSIONS

- a. By operating resolution, the Federation may establish as it sees fit, a commission, subject to the Bylaws.
- b. A commission shall be created only where its members are student associations capable of full membership in the Federation.
- c. The Terms of Reference and Standing Rules of Order of the commission shall be those included in its constitution and bylaws, which shall not contradict the spirit or letter of the bylaws of the Federation.
- d. Once establishing a commission, the Federation shall be in receipt of the said constitution and bylaws of the commission, and shall approve these said documents on recommendation of the Executive Committee, by simple resolution. The said constitution shall be appended to the Bylaws of the Federation.
- e. By operating resolution, certain matters shall be deemed the sole concern of the commission, and all resolutions with respect to these matters shall originate with the commission.
- f. Any member wishing to present a resolution pertaining to the concerns being the jurisdiction of a commission may refer such resolution(s) to the commission for their attention.
- g. All resolutions within the jurisdiction of a commission which are to become the policy of the Federation must be presented to the Federation for ratification, and shall conform to the requirements concerning policy statements. Such resolutions may not be amended or altered in any manner.
- h. In the event that a resolution is not favourable in whole or in part to the Federation, it may refer the said resolution back to the commission for reconsideration.
- i. Resolutions from the commission which pertain to matters within the jurisdiction of the Federation proper shall be treated in like manner to general members' resolutions.
- j. Where a commission has policies on an area of concern, upon which the Federation has no policy, the commission may continue to hold and develop such policy, until such time as the Executive Committee of the Federation deems the area of concern to be either the sole concern of a commission or a concern of the Federation as a whole. A commission may not adopt policy that contradicts that of the Federation, as determined by the Executive Committee.
- k. In the event that the Executive Committee of the Federation deems an area of concern to be of interest to the Federation as a whole, the commissions shall be required to bring forward any policy on said area of concern to the Plenary of the Federation to be disposed of.
- l. In the event that the Executive Committee of the Federation deems an area of concern to be the sole concern of a commission, this decision will be ratified at the next General Meeting through an appropriate operating resolution.
- m. A commission may not adopt a policy that contradicts that of the Federation, as determined by the Executive Committee.

BYLAW VI – GENERAL MEETING COMMITTEES

- a. The Federation may establish General Meeting Committees as outlined in the Operations Policy Manual. All business transacted by these committees must be ratified by the final plenary.

BYLAW VII – EXECUTIVE COMMITTEE

1. The Executive Committee

The Ontario Component Executive Committee shall, for the purposes of these Bylaws, be known as the Executive Committee.

2. Composition

The Executive Committee shall be comprised of the following voting members:

- a. Ontario Circle of First Nations, Métis and Inuit Students Constituency Commissioner;
- b. Ontario Chairperson;
- c. Ontario Constituency Coordinator;
- d. Ontario Representative to the National Executive Committee;
- e. Ontario Treasurer;
- f. Ontario Women's Commissioner; and
- g. One (1) representative from each member association hereinafter referred to as "Local Representatives."

The Executive Committee shall be comprised of the following non-voting members:

- h. The Chairperson or Commissioner of each caucus.

3. Term of Office of the Executive Committee

The term of office for the positions on the Executive Committee shall be as follows:

- a. The terms of office of the Ontario Chairperson, Ontario Component Representative on the National Executive, and the Ontario Treasurer shall be one (1) year commencing May 1 and expiring April 30.
- b. The term of office of the Ontario Circle of First Nations, Métis and Inuit Students' Commissioner, Constituency Coordinator and Women's Commissioner shall commence at the close of the Annual General Meeting at which they are elected and shall expire at the close of the subsequent Annual General Meeting.
- c. The term of office of a Local Representative shall commence at the May Executive Committee Meeting upon ratification by the Executive Committee and expire immediately prior to the commencement of the subsequent May Executive Committee Meeting.
- d. The term of office of the caucus Chairperson or Commissioner shall commence at the close of the Annual General Meeting at which they are elected and shall expire at the close of the subsequent Annual General Meeting.

4. Meetings of the Executive Committee

a. Frequency of Meetings

The Executive Committee shall normally meet at least two (2) times between regularly scheduled general meetings of the Federation.

b. Quorum

At least fifty-one percent (51%), but never less than five (5), of the voting positions on the Executive Committee that are currently filled shall constitute quorum for the transaction of business. Non-voting positions on the Executive Committee shall not count towards quorum.

c. Notice of Meeting

Formal notice of all Executive Committee meetings shall be communicated (telephoned, faxed, mailed or e-mailed) to each member of the Executive Committee, and each member local association no less than fourteen (14) days before the meeting is to take place. Meetings of the Executive Committee may be held without formal notice, if all the Executive Committee members are present, or if those who are absent waive notice, or signify their consent in writing to the meeting being held in their absence.

d. Calling a Meeting

Executive Committee meetings shall be formally scheduled by:

- i. The Executive Committee;
- ii. The Ontario Chairperson in the absence of a prior Executive Committee resolution; or
- iii. The Ontario Chairperson, at the direction in writing of three (3) voting members of the Executive Committee.

e. Right to Participate

The Executive Committee shall only exclude members or staff of the Federation's member associations from its meetings by a two-thirds (2/3) majority vote.

f. Rules of Order

The most recent edition of Robert's Rules of Order shall govern the conduct of all Executive Committee meetings.

g. Number of Votes

Each voting member of the Executive Committee shall have only one (1) vote on any resolution.

5. Code of Ethics

Executive Committee members shall be required to sign a declaration of commitment to the Federation's Code of Ethics in order to be ratified to the Executive Committee.

6. Remuneration of Executive Committee Members

Remuneration for positions on the Executive Committee shall be as follows:

- a. The Ontario Chairperson shall receive a full-time salary.
- b. The Ontario National Executive Representative shall receive a full-time salary.
- c. Members of the Executive Committee shall be reimbursed for reasonable expenses incurred in the performance of their duties.

BYLAW VIII – ELECTION OF THE EXECUTIVE COMMITTEE

1. Election of the Ontario Chairperson, Ontario National Executive Representative and the Ontario Treasurer

The Ontario Chairperson, Ontario National Executive Representative and Ontario Treasurer shall be elected by secret ballot vote of the plenary at the Ontario Component Annual General Meeting.

2. Election of the Ontario Constituency Commissioner

The Ontario Constituency Coordinator shall be elected by secret ballot vote of the Constituency Commission at the Ontario Component Annual General Meeting.

3. Election of the Ontario Women’s Commissioner

The Ontario Women’s Commissioner shall be elected by secret ballot vote of the Women’s Constituency Group at the Ontario Component Annual General Meeting.

4. Election of the Local Representatives

Local Representatives shall be selected by their respective member associations, in a manner determined by the policy and bylaws of each member local association, and ratified by the Executive Committee.

5. Election of Ontario Circle of First Nations, Métis and Inuit Students Constituency Commissioner(s)

The Circle of First Nations, Métis and Inuit Students Constituency shall be elected by secret ballot vote of The Circle

Group at the Ontario Component Annual General Meeting. The Circle may at times choose a self- governance structure that reflects their shared teachings and needs, which may also mean that more than one individual will share the title and duties of The Circle Commissioner.

6. Filling a Vacancy of an At-Large Member of the Executive Committee

In the event that an at-large member of the Executive Committee resigns, is removed from office, is deemed to have vacated their position or is unable to complete their constitutional duties, the Executive Committee shall have the authority to appoint an individual member of the Executive Committee to fill the vacant position until an election or by-election is held. Said individual member shall not have a vote in their new capacity on the Executive Committee.

Bylaw VII – Election of the Executive Committee

7. Eligibility

- a. A nominee for a position as Local Representative on the Executive Committee must be a member of the member local association in question.
- b. A nominee for any 'at-large' position on the Executive Committee must be:
 - i. Either a delegate at the Ontario Component general meeting at which the at-large position is being filled or in an at-large position on the Executive Committee; and
 - ii. Nominated by at least two (2) member local associations.

8. Voting Procedure

- a. Election to an at-large position on the Executive Committee shall be by majority vote of the member associations of the Federation that are:
 - i. registered at the general meeting; or
 - ii. that have designated as their proxy another member association of the Federation that is registered at the general meeting.
- b. If no candidates receive a clear majority on the first ballot, there shall be successive ballots and the candidate(s) with the lowest number of votes shall be eliminated from the next ballot until one (1) candidate has a clear majority. Clear majority is fifty percent (50%) plus one (1).

9. Nominations

Nominations shall be opened during the opening plenary and closed at a time to be set by the Chief Electoral Officer. Nominations shall require the signatures of the delegates from two (2) different member associations. There shall be an all candidates forum for each elected position.

10. Scrutineer

A scrutineer is a person appointed by a candidate to observe the proceedings of balloting and tabulation on their behalf. Each officially nominated candidate has the right to have one (1) scrutineer present at balloting and tabulation.

11. Chief Electoral Officer

The Chief Electoral Officer shall be selected by the opening plenary of the general meeting upon recommendation of the Executive Committee. The Chief Electoral Officer shall be responsible for the administration and enforcement of all aspects of the electoral process subject to the elections policy. Their decision may only be overturned by a two-thirds (2/3) vote of the plenary.

BYLAW IX – ABANDONMENT OF OFFICE AND REMOVAL OF EXECUTIVE COMMITTEE MEMBERS

1. Absence from Executive Committee Meetings

A member of the Executive Committee who, without prior authorization of the Executive Committee and without due cause, is absent from two (2) or more consecutive and regularly scheduled meetings of the Executive Committee shall be deemed to have resigned their position on the Executive Committee. A resolution by the Executive Committee ratifying the resignation shall be deemed necessary in order for the position to be declared vacant.

2. Removal of the Chairperson, Ontario National Executive Representative or Treasurer

The Chairperson, Ontario National Executive Representative or Treasurer may be removed from their position before the expiry of their term by a two-thirds (2/3) vote at a general meeting or by a vote by mail conducted by the Executive Committee following receipt by the Executive Committee of a petition signed by not less than one-half (1/2) of the member associations requesting such a vote. Opportunity for representation from both sides of the matter will be given prior to the vote.

3. Removal of the Constituency Coordinator or Women's Commissioner

The Constituency Coordinator or Women's Commissioner may be removed from their position before the expiry of their term as prescribed in the respective constitution and bylaws. Members may, by a two-thirds (2/3) vote at general meeting or by a vote by mail conducted by the Executive Committee following receipt by the Executive Committee of a petition signed by not less than one-half (1/2) of the member associations requesting that the members of the electing body invoke their impeachment procedures.

4. Removal of a Local Representative on the Executive Committee

A local representative on the Executive Committee may be removed before the expiry of their term by:

- a. A decision of their respective member association, in accordance with the policies and bylaws of the said member association;
- b. A two-thirds (2/3) vote at a general meeting; or
- c. A two-thirds (2/3) vote by mail conducted by the Executive Committee following receipt by the Executive Committee of a petition signed by not less than one half (1/2) of the member associations requesting such a vote.

5. Removal of the Ontario Circle of First Nations, Métis and Inuit Students Constituency Commissioner(s)

The Ontario Circle of First Nations, Métis and Inuit Students Constituency Commissioner may be removed from their position before the expiry of their term as prescribed in the respective constitution and bylaws. Members of the Constituency Group and self-identifying Indigenous students within the Federation who study in Ontario may, by a two-thirds (2/3) vote at a general meeting or by a vote by mail conducted by the Executive Committee following receipt by the Executive Committee of a petition signed by not less than one-half (1/2) of the member associations requesting that the members of the electing body invoke their impeachment procedures.

6. Temporary or Permanent Absence of the Chairperson or Ontario National Executive Representative

In the event of a temporary or permanent absence of either the Chairperson or the Ontario National Executive Representative, the individual in the other position shall assume the duties and exercise all the powers, except voting, of the vacant position. Should the Chairperson or

Bylaw IX – Abandonment of Office and Removal of Executive Committee Members

Ontario National Executive Representative not be expected to complete their term, there shall be an emergency special meeting of the Executive Committee duly called and held no more than fifteen (15) days after the vacancy takes effect. The Executive Committee shall have the authority to appoint an existing member of the Executive Committee to the vacant position until such time as a by-election can be held.

BYLAW X – POWERS, DUTIES AND RESPONSIBILITIES OF THE EXECUTIVE COMMITTEE

The affairs of the Corporation shall be managed by the Executive Committee who may exercise all such powers, do all such acts and things as may be exercised or performed by the Federation, and are not by Statute, Bylaw or policy of Federation expressly directed or required to be done by the Federation at a General Meeting of the members.

1. Collective Powers of the Executive Committee

a. Coordinating the Work of the Federation

The Executive Committee shall exercise all such powers and authority deemed necessary to coordinate the work of the Federation.

b. Entering into Contracts

The Executive Committee may, on behalf of the Federation, enter into contracts in which the Federation may lawfully enter, and subject to the direction of plenary and pertinent Federation policies.

c. Financial Powers

The Executive Committee is expressly empowered to purchase, lease, acquire, sell, exchange or otherwise dispose of any equipment, supplies, stocks, rights, warrants, options and other securities: lands, buildings and other property, movable, immovable, real or personal; or any right or interest therein owned by the Federation, for such consideration and upon such terms as the Executive Committee deems advisable.

d. Delegation of Powers

The Executive Committee and the members of the Executive Committee may from time to time delegate to other members of the Executive Committee and staff of the Federation their duties except the casting of votes and signing authority.

2. Collective Duties and Responsibilities of the Executive Committee

a. Representing the Federation

The Executive Committee shall observe and uphold the objectives of the Federation.

b. Implementation and Coordination of the Work of the Federation

- i. The Executive Committee shall be responsible for the execution and implementation of all Federation decisions.
- ii. The Executive Committee shall oversee the coordination of the work of the Federation members, as well as any work undertaken in conjunction with other provincial components, caucuses or member associations.

c. Report of the Executive Committee

The Executive Committee shall prepare and present a written report at each general meeting to include an account of activities undertaken by the Executive Committee and the Federation since the preceding general meeting and the disposition of all directives given the Executive Committee by the plenary of the preceding general meeting. The format of the Executive Committee Report shall be as defined by Federation policy.

d. Organizing of General Meetings

The Executive Committee shall organize and prepare the agenda for all Ontario general meetings of the Federation.

Bylaw X – Powers, Duties and Responsibilities of the Executive Committee

e. Maintenance of the Operational and Issues Policy Manuals

The Executive Committee shall maintain an accurate, up-to-date Operational and Issues Policy Manuals for the Federation.

f. Management of Office and Staff

- i. The Executive Committee is responsible for the management of the office and staff of the Federation.
- ii. The Executive Committee shall appoint, from among its membership, representatives on the Union-Management Committee (UMC).

g. Other Duties

The Executive Committee shall perform such duties as may be determined by a general meeting.

h. Limitation on Authority

The Executive Committee and all individual Executive Committee members shall operate within the parameters of Federation Policy directives, decisions made and positions taken.

3. Individual Duties and Responsibilities of the Executive Committee

a. Representing the Federation

The individual members of the Executive Committee shall be responsible for upholding and working to further the interests of the Federation between and at all meetings of the Federation.

b. Reporting to the Executive Committee

The individual members of the Executive Committee shall submit brief reports to the Executive Committee outlining their activities, as members of the Executive Committee, since the previous meeting.

c. Presence at Federation Meetings

The individual members of the Executive Committee shall be present at all meetings of the Executive Committee and general meetings, unless prior authorization is received.

d. Responsibilities at General Meetings

The individual members of the Executive Committee shall be responsible for facilitating the work of committees struck at general meetings of the Federation.

BYLAW XI – DUTIES OF CHAIRPERSON

1. General Duties

The Chairperson shall possess and exercise such powers and perform such duties and responsibilities as may be assigned to them from time to time by Bylaw, policy and the Executive Committee.

2. Spokesperson

The Chairperson is the principal spokesperson and representative of the Federation.

3. Government Relations

The Chairperson shall meet with relevant representatives of the provincial government.

4. Campaigns

The Chairperson shall oversee the production and content of campaigns materials for the Federation.

5. Coalition Work

The Chairperson shall work in conjunction with relevant organizations in furthering the interests of the Federation.

6. Chairing Executive Committee Meetings

The Chairperson shall convene and preside over meetings of the Executive Committee.

7. Meetings of the Federation

The Chairperson, in conjunction with the Executive Committee, shall be responsible for:

- a. The preparation of an agenda prior to the regularly scheduled general meetings;
- b. Sending the agenda of general meetings to each member association by email, fax or pre-paid mail at least three (3) weeks before the time fixed for the holding of such a meeting;
- c. The preparation of an agenda for each Executive Committee meeting;
- d. Soliciting items for the agenda of each Executive Committee meeting;
- e. Sending an annotated package to each member of the Executive Committee at least two (2) weeks prior to meetings of the Executive Committee; and
- f. Preparing, in conjunction with the staff of the Federation, materials for Executive Committee meetings.

8. Communication with the Executive Committee

The Chairperson shall communicate on a regular basis the work of the Federation to members of the Executive Committee.

9. Communication with Member Local Associations

The Chairperson shall communicate with member local of the Federation on a regular basis and shall where feasible attend or delegate an alternative individual to attend as discussed with the member local, from time to time or as requested, activities occurring at member local associations.

10. Responsibilities at Ontario General Meetings

The Chairperson shall facilitate the work of a standing committee at Ontario general meetings, including chairing the meeting and ensuring the production of the committee agenda and report to the closing plenary of the Ontario general meeting.

Bylaw II – Duties of Chairperson

11. Staff Supervision

The Chairperson shall act on behalf of the Executive Committee as the immediate supervisor of the Ontario staff of the Federation and coordinate on a day-to-day basis the work of the Ontario staff to the Federation.

12. Financial Duties

The Chairperson shall serve as a signing authority for the Federation.

13. Ontario Office Duties

The Chairperson shall assist in regular office duties such as typing, filing and any other such work as may be required in the regular operation of the Ontario Component Office of the Federation.

14. Bilingualism

The Chairperson shall make an effort to become functionally bilingual (able to speak, read and understand) two of either English, French or an Indigenous language, with the exception of persons who are limited by a disability that prevents them from learning a second language. In the case of the Indigenous, English and/or French language, the chair-elect will be required to undertake suitable language training administered by an outside organization prior to assuming the office of Chairperson, and during the course of their duties where possible. All individuals interested in running for Ontario Chairperson must be tested to determine their potential to be bilingual as per this Bylaw. Bilingualism training for the Chairperson as per this Bylaw is mandatory and must be pursued until such time as the bilingualism standards as outlined in this Bylaw are achieved.

15. Requirements of Work

The Chairperson shall work from the head office of the Ontario Component of the Federation on a full-time basis.

BYLAW XII – DUTIES OF ONTARIO NATIONAL EXECUTIVE REPRESENTATIVE

1. General Duties

The Ontario National Executive Representative shall possess and exercise such powers and perform such duties and responsibilities as may be assigned to them from time to time by Bylaw, policy and the Executive Committee.

2. Representative on the National Executive

The Ontario National Executive Representative shall act as the Ontario Component Representative on the National Executive of the Canadian Federation of Students.

3. Implementing National Work of the Federation

- a. The Ontario National Executive Representative shall coordinate the implementation of national campaigns of the Canadian Federation of Students.
- b. The Ontario National Executive Representative shall coordinate the implementation of national programs and services of the Canadian Federation of Students.
- c. The Ontario National Executive Representative shall perform such duties and responsibilities as may be assigned from time to time to them by the National Executive of the Canadian Federation of Students.

4. Communicating Ontario Component Views and Perspectives

The Ontario National Executive Representative shall communicate perspectives of the member local associations, caucuses and constituency groups in the Ontario Component at meetings of the National Executive.

5. Liaising with Member Local Associations

- a. The Ontario National Executive Representative shall act as liaison with member local associations regarding important issues arising nationally.
- b. The Ontario National Executive Representative shall communicate with all member local associations of the Ontario Component at least twice between general meetings, the campaigns and work of the Federation.

6. Communication with Other Provincial Components

- a. The Ontario National Executive Representative shall be responsible for making recommendations for the maintenance of a positive relationship between the Ontario Component and the other provincial components of the Canadian Federation of Students.
- b. The Ontario National Executive Representative shall where feasible attend or delegate an alternative individual to attend as discussed with the relevant provincial component, the general meetings of other provincial components of the Canadian Federation of Students, from time to time or if requested.

7. Responsibilities at Ontario General Meetings

- a. The Ontario National Executive Representative shall facilitate the work of a standing committee at Ontario general meetings, including chairing the meeting and ensuring the production of the committee agenda and report to the closing plenary of the Ontario general meeting.
- b. The Ontario National Executive Representative shall provide an orientation to the Canadian Federation of Students at the Ontario Annual General Meeting.

Bylaw XII – Duties of Ontario National Executive Representative

8. Financial Duties

The Ontario National Executive Representative shall serve as a signing authority for the Federation.

9. Ontario Office Duties

The Ontario National Executive Representative shall assist in regular office duties such as typing, filing and any other such work as may be required in the regular operation of the Ontario Component Office of the Federation.

10. Assisting the Ontario Chairperson

The Ontario National Executive Representative shall assist the Ontario Chairperson in fulfilling their role.

11. Bilingualism

The Ontario National Executive Representative shall be subject to the same bilingualism requirements of the Ontario Chairperson.

12. Requirements of Work

The Ontario National Executive Representative shall work from the head office of the Ontario Component of the Federation on a full-time basis.

BYLAW XIII – DUTIES OF TREASURER

1. General Duties

The Treasurer shall possess and exercise such powers and perform such duties and responsibilities as may be assigned to them from time to time by Bylaw, policy and the Executive Committee.

2. Overseeing the Keeping of Accounts

The Treasurer shall oversee the keeping of full and accurate accounts of all receipts and disbursements of the Federation, and shall deposit all monies and/or other valuable effects in the name and to the credit of the Federation in such financial institutions as may from time to time be designated by the Executive Committee.

3. Disbursal and Reporting of Funds

The Treasurer shall disburse funds of the Federation under direction of the Executive Committee, take in proper vouchers, and shall regularly render to the Executive Committee an account of all their transactions as Ontario Treasurer and of the financial position of the Federation.

4. Submission of an Annual Draft Budget

The Treasurer shall be responsible for the preparation of the budget of the Federation and budget recommendations to be presented to the membership and the Budget Committee for consideration each general meeting.

5. Long Range Planning Duties

The Treasurer shall be responsible for the long-range financial planning of the Federation and for making recommendations for initiating or improving standard financial practices or policy of the Federation.

6. Maintaining Adequate Cash Flow

The Treasurer shall be responsible for maintaining adequate levels of cash flow.

7. Membership Dues Collection

The Treasurer shall work to pursue the collection of outstanding fees from member locals of the Federation.

8. Responsibilities at General Meetings

The Treasurer shall facilitate the work of the Budget Committee at general meetings, including chairing the meeting and ensuring the production of the committee agenda and report to the final plenary of the general meeting.

9. Financial Duties

The Treasurer shall serve as a signing authority for the Federation.

10. Corporate Secretary

In compliance with the Ontario Corporations Act (1990) non-profit share, the Ontario Treasurer shall act as Corporate Secretary for the Executive Committee for the purpose of signing the official minutes of the corporation and all such other duties prescribed by the Act to the Corporate Secretary.

BYLAW XIV – DUTIES OF CONSTITUENCY COORDINATOR

1. General Duties

The Constituency Coordinator shall possess and exercise such powers and perform such duties and responsibilities as may be assigned to them from time to time by Bylaw, policy and the Executive Committee.

2. Coordinating Activities of the Ontario Constituency Commission

- a. The Constituency Coordinator shall be responsible for working in conjunction with the constituency group commissioners.
- b. The Constituency Coordinator shall facilitate the allocation of constituency group budgets with the constituency commissioners.
- c. The Constituency Coordinator shall work towards developing consistent, strong membership in constituency groups.
- d. The Constituency Coordinator shall monitor the fulfilment of general meeting directives of the constituency groups.
- e. The Constituency Coordinator shall facilitate the redistribution of duties and fulfilment of general meeting directives for constituency groups in the event of a mid-term constituency commissioner vacancy.
- f. The Constituency Coordinator shall work in conjunction with the Ontario National Executive Representative in order to fulfil their duties with respect to constituency group campaigns.

3. Liaison Between the Executive Committee and Constituency Commissioners

- a. The Constituency Coordinator shall be responsible for informing the constituency group commissioners of the progress of the Executive Committee with respect to constituency group issues.
- b. The Constituency Coordinator shall communicate constituency group perspectives to the other members of the Executive Committee.

4. Liaison Between Constituency Group Representatives on the National Executive and the Executive Committee

The Constituency Coordinator shall act as the primary liaison between the constituency group representatives on the National Executive of the Canadian Federation of Students and the Executive Committee.

5. Responsibilities at General Meetings

The Constituency Coordinator shall facilitate the work of the Constituency Commission at general meetings, including chairing the meeting and ensuring the production of the Constituency Commission agenda and report to the final plenary of the general meeting.

6. Submission of Reports

The Constituency Coordinator shall present a written report at each Executive Committee meeting summarizing their activities since the preceding meeting.

BYLAW XV – DUTIES OF WOMEN'S COMMISSIONER

1. General Duties

The Women's Commissioner shall possess and exercise such powers and perform such duties and responsibilities as may be assigned to them from time to time by Bylaw, policy and the Executive Committee.

2. Coordinating Activities of the Women's Constituency Group

- a. The Women's Commissioner shall be responsible for working in conjunction with members of the Women's Constituency Group.
- b. The Women's Commissioner shall oversee the production and content of campaigns materials for the Women's Constituency Group.

3. Liaison Between the Executive Committee and the Women's Constituency Group

- a. The Women's Commissioner shall be responsible for informing the Women's Constituency Group members of the progress of the Executive Committee with respect to women's issues.
- b. The Women's Commissioner shall communicate constituency group perspectives to the other members of the Executive Committee.

4. Liaison Between the Women's Representative on the National Executive and the Executive Committee

The Women's Commissioner shall act as the primary liaison between the Women's Representative on the National Executive of the Canadian Federation of Students and the Executive Committee.

5. Responsibilities at General Meetings

The Women's Commissioner shall facilitate the work of the Women's Constituency Group at general meetings, including chairing the meeting and ensuring the production of the Women's Constituency Group agenda and report to the final plenary of the general meeting.

6. Submission of Reports

The Women's Commissioner shall present a written report at each Executive Committee meeting summarizing their activities since the preceding meeting.

BYLAW XVI – DUTIES OF LOCAL REPRESENTATIVES

1. General Duties

The Local Representative shall possess and exercise such powers and perform such duties and responsibilities as may be assigned to them from time to time by Bylaw, policy and the Executive Committee.

2. On-Campus Representation of the Federation

The Local Representative shall be generally responsible for on-campus representation of the Federation, including but not limited to, coordinating the implementation of Federation:

- a. Campaigns at their respective member association; and
- b. Programs and services at their respective member association.

3. Distribution of Executive Committee Meeting Minutes

The Local Representative shall ensure that copies of all minutes of all Executive Committee meetings are distributed to their respective member associations within three weeks of receipt.

4. Reporting of Extraordinary Financial Transactions

The Local Representative shall report, within three weeks, to their respective member association, the occurrence of any financial transaction for which the plenary did not originally budget at the previous general meeting.

5. Liaison Between the Member Local Association and Federation Employees

The Local Representative shall act as the primary liaison between their respective member association and all employees of the Federation.

6. Liaison between the Ontario Executive Committee and the Member Local Association

- a. The Local Representative shall be responsible for informing their respective member association of the progress of the Executive Committee of the Federation with respect to Federation campaigns, programs and services.
- b. The Local Representative shall communicate the perspectives of their respective member association to the other members of the Executive Committee.

7. Submission of Reports

The Local Representative shall present a written report at each Executive Committee meeting summarizing their activities since the preceding meeting.

BYLAW XVII – DUTIES OF ONTARIO CIRCLE OF FIRST NATIONS, MÉTIS AND INUIT STUDENTS CONSTITUENCY COMMISSIONER

1. General Duties

The Ontario Circle of First Nations, Métis and Inuit Students Constituency Commissioner shall possess and exercise such powers and perform such duties and responsibilities as may be assigned to them from time to time by Bylaw, policy and the Executive Committee.

To act as the spokesperson of the Ontario Circle of First Nations, Métis and Inuit Students Constituency Group on issues of concern to the Constituency Group;

To implement campaigns as determined by the Constituency Group;

To communicate with the Federation's Ontario office, the Executive Committee, the constituency group commissioners, participants at general meetings and member associations on issues of the Constituency Group;

To act as the primary liaison between the National Circle of First Nations, Métis and Inuit Students Constituency of the Federation and its First Nations, Métis and Inuit members in Ontario; and

To act as the official representative of the Ontario Circle of First Nations, Métis and Inuit Students Constituency on the executive of the National Circle of First Nations, Métis and Inuit Students Constituency.

BYLAW XVIII – OFFICERS

1. Appointment

The Executive Committee may from time to time appoint such Officers and Agents and authorize employment of such other persons that are necessary to carry out the objects of the Federation and such Officers, Agents and employees shall have the authority and shall perform the duties from time to time prescribed to them by the Executive Committee. The appointment of Officers and Agents shall be confirmed by the Executive Committee, and the creation of permanent positions shall be approved by the members of the Federation.

2. Removal

All Officers, Managers and Agents of the Federation are subject to removal from office by the Executive Committee with statement of cause, and not less than two (2) weeks notice. Relationships between the Executive Committee and the employees shall be determined by collective agreement.

3. Protection of Officers

Every Director and Officer of the Canadian Federation of Students - Ontario (and their, executors, administrators, and other legal personal representative(s)), shall from time to time and at all times be indemnified and saved harmless by the Federation from and against:

- a. all costs, charges and expenses whatsoever that they sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against them, for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by them, in or about the execution of the duties of their office; and
- b. all other costs, charges and expenses that they sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by their own willful neglect or default. Except as otherwise provided in the Act, no Director or Officer of the Federation is liable for the acts, neglects, defaults or receipts of any other Director, Officer or employee, or for joining in any receipts or other act, or conformity, or for any loss, damage or expense happening to the Federation through the insufficiency or deficiency or any security in which any Federation funds are invested or for any loss or damage arising from bankruptcy, insolvency or tortious act of any person, firm or corporation with whom any of the assets of the Corporation are deposited, or for any loss damage or misfortune which may occur in the execution of their duties or in relation to their office, unless the same occurs through their failure to exercise the powers and to discharge the duties of their office honestly, in good faith and in the best interest of the Federation and to exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

BYLAW XIX – EXECUTION OF DOCUMENTS

1. Signing of Documents

Deeds, transfers, licenses, contracts and engagements on behalf of the Corporation shall be signed by either the Chairperson or Treasurer or such person or persons from time to time designated by the Executive Committee, and the Chairperson shall affix the seal of the Corporation to such instruments as require the same. Contracts in the ordinary course of the Corporation's operation may be entered into on behalf of the Corporation by the Chairperson and the Treasurer or by any two (2) persons duly authorized by the Executive Committee. The Chairperson or Treasurer, or any person or persons from time to time designated by the Executive Committee, upon proper authorization by the Executive Committee, may transfer any and all shares, bonds or other securities from time to time standing in the name of the Corporation, and accept in the name and on behalf of the Corporation transfers of shares, bonds or other securities from time to time transferred to the Corporation and may affix the Corporate seal to any such transfers or acceptance of transfers and may make, execute and deliver under the Corporate seal any and all instruments in writing necessary or proper for such purposes, including the appointment of an attorney or attorneys to make or accept transfers of shares, bonds or other securities on the books of any company or corporation.

Notwithstanding any provisions to the contrary contained in the Bylaws of the Corporation, the Executive Committee may at any time, by resolution, direct the manner in which, and persons by whom, any particular instrument, contract or obligation of the Corporation may or shall be executed.

2. Sealing

The Seal of the Corporation may, when required, be affixed to documents by the Chairperson, Treasurer, or any other person specifically authorized by resolution of the Executive Committee.

3. Cheques

All cheques, bills of exchange or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as from time to time shall be determined by resolution of the Executive Committee and any one of such officers or agents may alone endorse notes and cheques for collection on account of the Corporation through its bankers, and endorse notes and cheques for deposit with the Corporation's Bankers for the credit of the Corporation, or the same may be endorsed "for collection" or "for deposit" with the Bankers of the Corporation by using the Corporation's rubber stamp for the purpose. Any one of such officers or agents so appointed may arrange, settle, balance and certify all books and accounts between the Corporation and the Corporation's bankers and may receive all paid cheques and vouchers and sign all the bank's forms or settlement of balances and release or verification slips.

4. Securities

The securities of the Corporation shall be deposited for safekeeping with one or more Bankers, Trust Companies or other financial institutions to be selected by the Executive Committee. Any and all securities so deposited may be withdrawn, from time to time, only upon the written order of the Corporation signed by such officer or officers, agent or agents of the Corporation, and in such manner as shall from time to time be determined by resolution of the Executive Committee and such authority may be general or confined to specific instances. The institutions which may be so selected as custodians of the Executive Committee shall be fully protected in acting in accordance with the Director of the Executive Committee and shall in no event be liable for the due application of the securities so withdrawn from deposit of the proceeds thereof.

5. Borrowing

The Directors may from time to time:

- a. borrow money on the credit of the Corporation; or
- b. issue, sell or pledge securities of the Corporation; or
- c. charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Corporation including book debts, rights, powers, franchises and undertakings, to secure any securities or any money borrowed, or other debt, or any other obligation or liability of the Corporation

From time to time the Directors may authorize any director, officer or employee of the Corporation or any other person to make arrangements with reference to the monies borrowed or to be borrowed as aforesaid and as to the terms and conditions of the loan, thereof, and as to the securities to be given therefore, with power to vary or modify such arrangements, terms and conditions and to give such additional securities for any monies borrowed or remaining due by the Corporation as Directors may authorize, and generally to manage, transact and settle the borrowing of money by the Corporation.

BYLAW XX – AUDITORS

- a. The voting members shall appoint the auditors of the Federation at each Annual General Meeting of members, to audit the financial statements of the Federation for the current fiscal year.
- b. The Executive Committee shall fix the remuneration of the auditors and fill the vacancy in the event of one.
- c. The audited financial statements for the preceding fiscal year shall be presented to the voting members at each Annual General Meeting.

BYLAW XXI – AMENDMENTS OF THE BYLAWS

- a. The Bylaws of the Federation may be repealed or amended by a majority of the Executive Committee, with the exception of the Banking Bylaws, enacted by a majority of the Directors at a meeting of the Executive Committee. Such Bylaws and amendments shall remain in force until the first General Meeting of the members subsequent to their enactment that must ratify the changes by a two-thirds (2/3) majority vote.
- b. The Bylaws of the Federation may be repealed or amended by a two-thirds (2/3) majority vote at any General Meeting.
- c. Written notice of amendment or addenda to these Bylaws must be delivered by email, fax or mail to the head office of the Federation not less than six (6) weeks prior to a General Meeting and must be sent to member local associations at least four (4) weeks prior to the General Meeting.

BYLAW XXII – RULES AND REGULATIONS

- a. The Executive Committee shall prescribe such rules of order and regulations for the orderly conduct of the business of the Federation, which shall not be inconsistent with the letter and spirit of these Bylaws, such rules and regulations to be adopted by the Federation as Operating Resolutions. Such rules and regulations so adopted shall remain in effect until repealed by the Executive Committee or the members.

BYLAW XXIII – FINANCIAL YEAR

- a. The financial year of the Federation shall terminate in the last day of the month of June in each year, or such other day as determined by resolution of the Executive Committee.

BYLAW XXIV – OFFICIAL LANGUAGES

- a. The official languages of the Federation shall be English and French.

