

# HUMBER STUDENTS' FEDERATION

# CONSTITUTION

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# Humber Students' Federation

# CONSTITUTION

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## **PREAMBLE**

A Constitution relating generally to the conduct and regulation of the affairs of the Humber Students' Federation, a not-for-profit corporation, whose membership consists of all Full-Time Students and Part-Time Day Students who are enrolled at Humber Institute of Technology and Advanced Learning and the University of Guelph-Humber who pay the Student Activity Fee. This Constitution governs the election of the Humber Students' Federation Board of Directors, which is responsible for the operation and management of the Humber Students' Federation.

## **HUMBER STUDENTS' FEDERATION – MISSION, VISION, AND VALUES**

### *HSF Mission Statement*

As the official student government at Humber Institute of Technology and Advanced Learning, we provide essential services, significant leadership development, and engaging social opportunities to actively support and enrich student life.

### *HSF Vision Statement*

A unified community where students achieve their fullest potential while experiencing the greatest time of their lives.

### *HSF Values*

1. Accountable Governance
  - Take ownership of both our actions and results
  - Make every decision in the best interest of the student body
  - Be fiscally responsible
2. Exceptional Quality
  - Commit to professionalism
  - Provide individual attention and care
  - Deliver value-added programs and services
3. Proactive and Responsive
  - Anticipate the needs and difficulties of life as a student
  - Act on the concerns and ideas of the student body
  - Champion the interests of the collective student body
4. Collaboration and Respect
  - Work with students to achieve their goals
  - Build partnerships to benefit students
  - Work with Humber to maintain a positive environment for every student

## CODE OF ETHICS

### *Preamble*

The Code of Ethics of the Institution outlines the principles and values that guide the conduct of all students of the Institution and honours the preservation and protection of fundamental human rights. Underlying this Code is a belief that each person has a right to dignity and respect.

By supporting and abiding by this Code, the students of the Institution will demonstrate accountability by their behavior that they have concern for students and employees of the Institution and for the community at large.

### *Code*

HSF and the Institution support the following principles:

1. Fairness

In our relationships with others, we strive to be fair and just in our decisions and actions. To provide fair and just treatment, we carefully weigh the circumstances and variables linked with any decision and make the best attempt to be consistent and equitable.

2. Honesty

We can achieve an open working and learning environment when we feel secure enough to provide honest commentary about the operation and management of the HSF and the Institution. In our work for the students and the delivery of administrative and support services, we strive to encourage an honest climate that serves the interests of the students and the Institution protecting the well-being of all individuals.

3. Professional Integrity

In serving students and the Institution, we strive to act in their best interests. As a community dedicated to supporting students, we demonstrate professional integrity and exemplary behavior in all that we do in and for the students and the Institution.

4. Respect

We demonstrate a high regard for the rights and opinions of others. It is our responsibility to establish a climate of mutual respect; to protect the rights and freedoms of others; and to be discreet in dealing with confidential matters.

5. Trust

A healthy organization is built on trust. The development of trust relies on our ability to recognize threats to the psychological and/or physical safety of others and to eliminate

these threats by treating others equitably, fairly and in a non-exploitative manner. We strive to provide a secure learning and work environment.

### **Article 1 – Interpretation**

1.1 **Definitions.** In this Constitution and any Policy and Procedures of the Humber Students' Federation, unless the context otherwise requires:

- (1) **“Act”** means the *Ontario Corporations Act* as from time to time amended and every act that may be substituted therefore;
- (2) **“Board of Directors” or “Board”** are used interchangeably and is the Board of Directors of the HSF, as described in this Constitution;
- (3) **“Board of Governors”** means the Board of Governors of the College, as provided by the rules and regulations of the Council of Regents;
- (4) **“Campus”** means a location of the Institution, namely the North Campus, Lakeshore Campus, Guelph-Humber Campus, or the Orangeville Campus and **“Campuses”** means all four (4) of them;
- (5) **“Chairperson”** is the person appointed in accordance with Article 9.1 to facilitate the meetings of the Board of Directors and the meetings of the Members, in accordance with this Constitution and the Policy and Procedures;
- (6) **“Chief Returning Officer”** is the person appointed to conduct and supervise the process with respect to elections and referenda, as provided in this Constitution and the Policy and Procedures;
- (7) **“Club” or “Association”** is an organization of Members of the Institution, ratified by the HSF, who come together to pursue a specific purpose or interest for the good and enjoyment of its Members through their events, as permitted by law and the policies and regulations of the HSF, and run in accordance with this Constitution and Policy and Procedures;
- (8) **“College”** means the Humber Institute of Technology and Advanced Learning;
- (9) **“Constitution”** means this Constitution as it may be amended from time to time and all other constitutions of the HSF from time to time in force and effect;
- (10) **“Contingency Reserve Fund”** means a separate net asset account maintained by the HSF which is funded from the Student Development Fund for emergency use;
- (11) **“Director”** means a director of the HSF and a member of the Board of Directors, which includes elected, acclaimed or appointed individuals, in accordance with this Constitution, and members of the Executive Committee;

- (12) **“Eligible Student”** means a Full-Time student as defined by the Office of the Registrar (except in the case of incumbent President) who fulfills the criteria for election eligibility as set out in this Constitution and the Policy and Procedures;
- (13) **“Executive Committee”** is the Executive Committee of the HSF which shall be comprised as set out in Article 14.1;
- (14) **“Ex-Officio Members”** are individuals, appointed from time to time or deemed by this Constitution, who have the same rights and responsibilities as regular Members (with the exception of voting or making motions) on committees, unless explicitly stated otherwise;
- (15) **“Full-Time Member”** means a Member of the HSF as determined in accordance with Article 4.2;
- (16) **“Full-Time Student”** is a student who is enrolled on a Full-Time basis as defined by the Academic Regulations of the Institution and who attends the Institution during the day;
- (17) **“Guelph-Humber”** means the Guelph-Humber Campus of the Institution located at 207 Humber College Blvd., Toronto, ON, M9W 5L7;
- (18) **“HSF”** means the Humber Students’ Federation, an Ontario non-share capital corporation incorporated under the Act;
- (19) **“HSF Non-Business Days”** means any day of the week that the Institution does not schedule classes for Full-Time Students and includes Labour Day, Thanksgiving, Christmas Break, Reading Week, Good Friday, Victoria Day, Canada Day and Civic Holidays;
- (20) **“Institution”** means all post-secondary education institutions with operating agreements with Humber ITAL, based at a Campus operated by Humber ITAL, whose Full-Time student activity fees are paid to Humber ITAL;
- (21) **“Lakeshore Campus”** means the Lakeshore Campus of the Institution located at 3199 Lake Shore Blvd. West, Toronto, ON, M8V 1K8;
- (22) **“Letters Patent”** means the Letters Patent incorporating the HSF dated the 1<sup>st</sup> day of August, 2000, as from time to time altered or amended by supplementary letters patents;
- (23) **“Majority Vote”** means 50% + 1 (fifty per cent plus one) rounded to the next whole number of those present and voting in favour of or against the motion;
- (24) **“Members”** means the Full-Time Members and the Part-Time Members;
- (25) **“North Campus”** means the North Campus of the Institution located at 205 Humber College Blvd., Toronto, ON, M9W 5L7;
- (26) **“Orangeville Campus”** means the Orangeville Campus of the Institution located at 275 Alder Street, Orangeville, ON, L9W 5A9;

- (27) **“Part-Time Day Student”** is a student who is enrolled on a part-time basis at the Institution as defined by the Academic Regulations of the Institution and who attends the Institution during the day;
- (28) **“Part-Time Member”** means a Member of the HSF as determined in accordance with Article 4.3;
- (29) **“Policy and Procedures”** means the set of rules, Policy and Procedures adopted by the Board of Directors, consistent with this Constitution, for the conduct of the affairs of the HSF, from time to time in force and effect;
- (30) **“President”** is a student who is duly elected or acclaimed by the students in accordance with the rules as to eligibility as provided in this Constitution and the Policy and Procedures;
- (31) **“Referendum”** is a polling of the Eligible Students on a particular question, and is governed by this Constitution and the Policy and Procedures;
- (32) **“Representation by Population”** means a method by which Directors are allocated in such a way as to vary with Campus enrolment. The higher the enrolment, the larger the number of Directors allocated. A minimum of one Director per campus must be allocated. Enrolment must be confirmed with the Office of the Registrar annually; and the allocation of Directors by Campus approved by the Executive Committee prior to each annual election.
- (33) **“School”** means academic schools of the College (Applied Technology; Business; Creative & Performing Arts; Health Sciences; Hospitality, Recreation & Tourism; Liberal Arts & Sciences; Media Studies & Information Technology and Social & Community Services) and those of the University of Guelph-Humber (Applied Arts; Applied Sciences and Business Administration);
- (34) **“Semesters”** means the academic terms of the Institution, being the **“Fall Semester”**, which begins in late August or early September of each year, the **“Winter Semester”**, which begins in January of each year, and the **“Summer Semester”**, which begins in May of each year, and **“Semester”** means any of them;
- (35) **“Special Meeting”** means a special meeting of the Members for the purposes defined in Article 6.2;
- (36) **“Student Activity Fee”** is the fee collected by the College each Semester from all Full-Time and Part-Time Day Students and which is provided by the College to the HSF for its use on behalf of and in the interests of the Members;
- (37) **“Student Development Fund”** means a separate net asset account maintained by the HSF which is funded from a portion of the Student Activity Fee; and
- (38) **“Vice President”** is a Full-Time Student Member who is duly elected or acclaimed by the Members in accordance with the rules as to eligibility, as provided by this Constitution and the Policy and Procedures.

- 1.2 **Grammar.** The singular shall include the plural, and the plural shall include the singular. The masculine shall include the feminine, and the word “person” shall include bodies corporate, corporations, companies, partnerships, syndicates, trusts, and any number or aggregate of persons.

## **CORPORATE AFFAIRS**

### ***Article 2 – HSF – THE CORPORATION***

- 2.1 **Seal.** The seal of the HSF, an impression of which stamped in the margin hereof, shall be the corporate seal of the HSF.
- 2.2 **Head Office.** The head office of the HSF shall be located at the North Campus, in the City of Toronto, in the Province of Ontario.
- 2.3 **Financial Year.** The financial year of the HSF shall be from April 1<sup>st</sup> through March 31<sup>st</sup> of the following year.
- 2.4 **By-laws.** This Constitution constitutes the by-laws of the HSF.

### ***Article 3 – Goals of the HSF***

- 3.1 **Goals.** The goals of the HSF are to advocate for the protection and betterment of quality education and student life through effective governance. This includes, but is not limited to, promoting student participation and engagement, and improving and increasing student services. We will provide an environment where students can pursue academic excellence as well as personal and social growth, free from all forms of discrimination and harassment.

## **MEMBERSHIP IN HUMBER STUDENTS’ FEDERATION**

### ***Article 4 – Membership***

- 4.1 **Classes.** There shall be two (2) classes of Members of the HSF, Full-Time Members and Part-Time Members.
- 4.2 **Full-Time Members.** The Full-Time Members of the HSF shall be all of the Full-Time Students who have paid the full Student Activity Fee.
- 4.3 **Part-Time Members.** The Part-Time Members of the HSF shall be all of the Part-Time Day Students and who pay a prorated Student Activity Fee.

**4.4 Termination.** Membership is not transferable and terminates if the Member ceases to meet the criteria for membership as set out in Article 4.2 or 4.3.

### ***Article 5 – Privileges and Rights of Members***

**5.1 Full-Time Members.** Each Full-Time Member is entitled:

- (1) To one (1) vote:
  - i. For the President of the HSF;
  - ii. For the Vice President Student Affairs and Vice President Student Life of the Campus of the Institution which the Member is enrolled, except in the case that one Vice President Student Affairs and one Vice President Student Life will represent Members of both the Guelph-Humber Campus and North Campus;
  - iii. For the Directors of the Campus of the Institution of which the Member is enrolled; and
  - iv. For or against referenda;
- (2) To establish and join Clubs and Associations;
- (3) To propose, second or approve amendments to the Constitution;
- (4) To nominate or second candidates to serve as Directors to be elected for the Campus in which the Member is enrolled;
- (5) To nominate candidates for election as President;
- (6) To nominate candidates for election as Vice President Student Affairs and Vice President Student Life for the Campus which the Member is enrolled;
- (7) To stand for election or to be appointed, so long as the Member is registered in the semester in which the election is held, as:
  - i. President of the HSF;
  - ii. Vice President Student Affairs for the Campus the Member is enrolled, except in the case that one Vice President Student Affairs will represent Members of both the Guelph-Humber Campus and North Campus;
  - iii. Vice President Student Life for the Campus the Member is enrolled, except in the case that one Vice President Student Life will represent Members of both the Guelph-Humber Campus and North Campus;
  - iv. A Director representing the Campus in which they have been elected at large and the Member is enrolled; and
  - v. An Academic Ambassador for an academic School of which the Member is enrolled;
- (8) To attend all meetings of the Members, Special Meetings and meetings of the Board of Directors;
- (9) To cast one (1) vote per motion at each Meeting of the Members;

- (10) To bring forward an agenda item to a Meeting of the Board of Directors by written request to the Chairperson or the Executive Director;
- (11) To use the space and contents under direct control of the HSF at the discretion of HSF staff and the Executive Committee, provided the Member holds a valid student card;
- (12) To automatic enrolment in the Student Health Insurance Plan for the time enrolled as a Full-Time Student at the Institution.

**5.2 Part-Time Members.** Each Part-Time Member is entitled;

- (1) To establish and join Clubs and Associations;
- (2) To attend all Meetings of the Members, Special Meetings, and Meetings of the Board of Directors;
- (3) To use the space and contents under direct control of the HSF at the discretion of HSF staff and the Executive Committee provided the Member holds a valid student card.

**Article 6 – Meetings of the Members**

**6.1 Annual Meetings of the Members.** The Annual Meeting of the Members shall be held on or around March 31<sup>st</sup> of each year at such time, and on such day as the Board of Directors may from time to time determine, for the purposes of:

- (1) Hearing and receiving the reports and statements required by the Act to be read at, and placed before the annual meeting;
- (2) Receiving election results for Directors and the Executive Committee;
- (3) Approving the annual budget for the upcoming fiscal year and approving fundamental changes to the annual budget;
- (4) Appointing auditors with the consideration of the recommendation of the Board of Directors;
- (5) Approving any amendments to the Constitution; and
- (6) For the transaction of such other business as may properly be brought before the meeting.

**6.2 Special Meetings.** The Board of Directors may, by Majority Vote, call a Special Meeting of the Members at any time deemed necessary. A Special Meeting of the Members may also be called by a petition of ten per cent (10%) of Full-Time Members, as deemed by the Office of Registrar. The petition must:

- (1) State the general nature of the business to be presented at the Special Meeting;
- (2) Be signed by the petitioners with their names printed legibly and their valid student numbers provided; and
- (3) Be filed at the head office of the HSF.

Upon receipt of a petition which meets the criteria listed above, the Board of Directors shall call a Special Meeting of the Members for the transaction of the business stated in the petition. If the Board of Directors does not call and hold a Special Meeting of the Members within twenty-one (21) days from the date of filing the petition, any of the petitioners may call such meeting which shall be held within sixty (60) days from the date of filing of the petition.

- 6.3 **Notice.** Notification of the time, place and subject matter of a Meeting of the Members and Special Meetings must be publicized through the Institution's media and be provided to the Members in accordance with Article 28.5 not less than ten (10) days prior to the Meeting, excluding Saturdays, Sundays, HSF Non-Business Days and the day of the Meeting, but including the day on which notice is given.
- 6.4 **Quorum.** A quorum at a Meeting of the Members shall consist of at least fifty (50) Full-Time Members in attendance.
- 6.5 **Votes.** Each Full-Time Member shall be entitled to one (1) vote per motion at all Meetings of the Members unless the Member has not paid the full Student Activity Fee.
- 6.6 **Majority Vote.** Unless specifically stated otherwise in this Constitution, a Majority Vote of the Full-Time Members shall decide motions at all Meetings of the Members in attendance.
- 6.7 **Tie Votes.** When there is a tie vote at a Meeting of the Members, the motion shall be deemed to have failed.
- 6.8 **Meeting Agenda.** The agenda for each Meeting of the Members shall be posted and distributed in accordance with Article 6.3, at least ten (10) days prior to each Meeting.
- 6.9 **Rules of Order.** The adopted rules of order and procedures at all Meetings of the Members shall be the "Robert's Rules of Order – Revised", except in the case where such rules conflict with this Constitution or the Policy and Procedures which take precedence over Robert's Rules of Order.
- 6.10 **Minutes.** Minutes of all Meetings of the Members must be recorded and filed in the minute book of the HSF and posted on the HSF website.

## **THE HUMBER STUDENTS' FEDERATION BOARD OF DIRECTORS**

### ***Article 7 – Goals and Duties of the Board of Directors***

- 7.1 **Goals and Duties.** The goals and duties of the Board of Directors are:
- (1) To safeguard and promote the welfare and interest of the Members, whether intellectual, cultural, social, recreational or otherwise in accordance with the Constitution and the Policy and Procedures, regardless of race, ancestry, place of

- origin, colour, ethnic origin, citizenship, creed, sex, sexual orientation, handicap, age, marital status, family status, the receipt of public assistance or the record of offences, as defined in the Ontario *Human Rights Code*;
- (2) To actively communicate and advocate concerns of students to the HSF Board of Directors;
  - (3) To encourage, initiate and direct activities of the HSF Board of Directors in which interests of the Members are served;
  - (4) To maintain communications with the student body, faculty, administrators and staff of the Institution;
  - (5) To represent Members in matters affecting their common interests;
  - (6) To encourage and promote cooperation and communication between the Campuses of the Institution;
  - (7) To suggest Policy and Procedure recommendations according to the spirit and direction set down by the Constitution; and
  - (8) To be respectful and responsible to all Members.

### ***Article 8 – Rights and Responsibilities of Directors***

**8.1 Rights and Responsibilities.** The rights and responsibilities of the Directors are:

- (1) To attend all Meeting of the Members, Special Meetings and HSF Board of Director Meetings;
- (2) To hold one (1) vote per Director at all meetings of the Board of Directors;
- (3) To actively participate on a minimum of one (1) HSF committee as established by the Constitution, the Policy and Procedures or otherwise;
- (4) To act as a spokesperson and to represent views and issues on behalf of all Members;
- (5) To explain and provide information with respect to all HSF offerings to the Members of their respective Campus;
- (6) To refrain from acting on behalf of the HSF on matters pertaining to administrative duties;
- (7) To ensure that the financial decisions of the Board of Directors are appropriately aligned with the goals, mission, vision and values of the HSF;
- (8) To approve the audited financial statements;
- (9) To protection and indemnity in accordance with Article 18 and 19; and
- (10) To operate in accordance with the Constitution and Policy and Procedures outlined and maintain appropriate conduct or will be removed at the discretion of the Executive Committee or Executive Director.

## ***Article 9 – Composition of the Board of Directors***

**9.1 Composition.** The Board of Directors shall be comprised of a maximum of fifteen (15) members including:

- (1) The President;
- (2) The Vice President Student Affairs (North Campus), which is representative of both Guelph-Humber Campus and North Campus Members;
- (3) The Vice President Student Affairs (Lakeshore Campus);
- (4) The Vice President Student Life (North Campus), which is representative of both Guelph-Humber Campus and North Campus Members;
- (5) The Vice President Student Life (Lakeshore Campus);
- (6) Maximum of ten (10) Directors elected at large by means of Representation by Population; and
- (7) The Chairperson shall be appointed from applications submitted by the Full-Time Members or Alumni of the Institution, in accordance with the hiring guidelines outlined in the Policy and Procedures. Directors are not eligible for the position of the Chairperson during his/her term of office, although this does not prevent a Director from assuming the position of Chairperson on a temporary basis or for a specific meeting where the Chairperson is unavailable.

**9.2 Vacancy.** The Board of Directors, so long as it is compromised of no fewer than ten (10) Directors, shall continue to have all the legal authority of a complete Board. In the event that a Director position is vacant after the Winter Election, Directors in consultation with the Executive Director may appoint a Member in accordance with the stated Director eligibility requirements.

## ***Article 10 – Terms of Office of Directors***

**10.1 Term.** The term of office for all Directors shall be from the later of May 1<sup>st</sup> or the date of election, acclamation or appointment through to April 30<sup>th</sup> of the following calendar year.

**10.2 Maximum Term – Directors.** Directors may be re-elected at the end of each term for one (1) additional term but may not serve for more than three (3) terms.

**10.3 Maximum Term – Vice Presidents.** Vice Presidents may be re-elected at the end of each term for one (1) additional term but may not serve for more than three (3) terms.

**10.4 Maximum Term – President.** A President may be re-elected at the end of each term for one (1) additional term but may not serve as President for more than two (2) terms, and may not serve for more than three (3) terms on the Executive Committee.

## **Article 11 – Eligibility and Removal of Directors**

**11.1 Eligibility – President.** The President of the HSF must, throughout his/her term of office:

- (1) Be a student enrolled at the Institution;
- (2) Pay the full Student Activity Fee;
- (3) Maintain at least a seventy per cent (70%) grade point average per Semester as indicated on the most recent academic transcript issued to him/her by the Institution;
- (4) Be registered as a student in at least six (6) credit hours of courses in a post-secondary program of two (2) or more semesters in length at the Institution or registration in a post-diploma program (immediately subsequent to graduation from a post-secondary program) of two (2) or more semesters in length at the Institution;
- (5) Not fail any courses throughout his/her term of office as indicated on the end of Semester academic transcript;
- (6) Be eighteen (18) or more years of age;
- (7) Not be an undischarged bankrupt or mentally incompetent;
- (8) Not be convicted of an indictable criminal offence in a court of law;
- (9) Except in relation to HSF sanctioned organizations, not be a member, or hold a position on the Board of Directors, of any other student association or student advocacy group; and
- (10) Adhere to the Director Loyalty and Commitment Policy set out in the Policy and Procedures, from time to time in force and effect.

**11.2 Eligibility – Executives.** Each Executive, other than the President, must, throughout his/her term of office:

- (1) Be a Full-Time Member;
- (2) Maintain at least a seventy per cent (70%) grade point average per Semester as indicated on the most recent Full-Time academic transcript issued to him/her by the Institution;
- (3) Not have more than two (2) courses in which grades are not entered on the end of Semester academic grade report. Individuals that have un-entered grades will be re-evaluated no later than two (2) months after the initial eligibility review;
- (4) Not fail any courses throughout his/her term as indicated on the end of Semester academic transcript;

- (5) Be enrolled at the Campus he/she represents, with the exception that Guelph-Humber Campus and North Campus Members are equally eligible for both Vice President Student Affairs and Vice President Student Life positions;
- (6) Be eighteen (18) or more years of age;
- (7) Not be an undischarged bankrupt or mentally incompetent;
- (8) Not be convicted of an indictable criminal offence in a court of law;
- (9) Except in relation to HSF sanctioned organizations, not be a member, or hold a position on the Board of Directors, of any other student association or student advocacy group; and
- (10) Adhere to the Director Loyalty and Commitment Policy set out in the Policy and Procedures, from time to time in force and effect.

**11.3 Eligibility – Directors.** Each Director, other than the President and the other Executives, must, throughout his/her term of office:

- (1) Be a Full-Time Member;
- (2) Maintain at least a seventy per cent (70%) grade point average per Semester as indicated on the most recent Full-Time academic transcript issued to him/her by the Institution;
- (3) Not have more than two (2) courses in which grades are not entered on the end of Semester academic grade report. Individuals that have un-entered grades will be re-evaluated no later than two (2) months after the initial eligibility review;
- (4) Not fail any courses throughout his/her term as indicated on the end of Semester academic transcript;
- (5) Be enrolled at the Campus he/she represents;
- (6) Shall not be or become a Part-Time paid staff member of the HSF;
- (7) Be eighteen (18) or more years of age;
- (8) Not be an undischarged bankrupt or mentally incompetent;
- (9) Not be convicted of an indictable criminal offence in a court of law;
- (10) Except in relation to HSF sanctioned organizations, not be a member, or hold a position on the Board of Directors, or any other student association or student advocacy group; and
- (11) Adhere to the Director Loyalty and Commitment Policy set out in the Policy and Procedures, from time to time in force and effect.

**11.4 Campus Transfer.** A Full-Time Member at one Campus who transfers into a program of student at another Campus of the Institution may run in the elections to elect Directors at the Campus of the Institution that the Member has transferred to, provided that he/she meets the eligibility requirements for Directors as set out in Articles 11.1, 11.2, or 11.3.

- 11.5 Immigration Status.** Employment Authorization or Immigration status does not bar a Full-Time Member from running in any election for a position on the Board of Directors.
- 11.6 Automatic Removal.** Any Director shall automatically cease to be a Director if:
- (1) The Director ceases to satisfy the eligibility criteria set out in Articles 11.1, 11.2, or 11.3; or
  - (2) The Director is suspended or expelled by the Institution; or
  - (3) Upon death.
- 11.7 Suspension or Removal by Board of Directors.** Reasons for the suspension or removal of any Director in accordance with Article 11.9 include, but are not limited to:
- (1) Excessive unexcused absences by the Director from Meetings of the Board of Directors;
  - (2) Contravention of this Constitution and/or Policy and Procedures; or
  - (3) Participation in a co-op or work placement of the Institution which interferes with his/her duties as a Director.
- 11.8 Suspension or Removal Procedure.** Upon recommendation by the Governance Review Committee and a resolution passed by a Majority Vote of the Board of Directors where at least three-fourths (3/4) of the Directors are present, any Director can be suspended or removed as a Director before the expiry of his/her term of office.
- 11.9 Removal by Referendum – Executive Committee Member.** The President, Vice President Student Affairs (North), Vice President Student Affairs (Lakeshore), Vice President Student Life (North), and/or Vice President Student Life (Lakeshore) shall be removed from office by an Executive Removal Referendum in accordance with this Article and the Referendums Policy.
- 11.10 Petition.** An Executive Removal Referendum must be initiated by a Petition, which must:
- (1) Be clearly worded and specifically request to have a Special Referendum for Removal of Executive from Elected Office of a named Executive Committee Member;
  - (2) Be signed by ten per cent (10%) of the Full-Time Members of the HSF as validated by the Executive Director; who are eligible to vote for that position, with their names printed legibly and their valid student numbers printed;
  - (3) Include the name, address and telephone number of the individual who delivers the Petition; and
  - (4) Be delivered to the Executive Director.
- 11.11 Executive Removal Referendum.** After determining that the Petition meets the criteria set out in Article 11.10, the Executive Director shall forward the Petition to the Chief Returning Officer who will call an Executive Removal Referendum by the Full-Time Members within one (1) month of receipt of the Petition. A Petition which fails to meet

the criteria shall be returned to the individual who delivered it, along with a written explanation by the Executive Director stating why the Petition failed to meet the criteria.

**11.12 Conduct of Executive Removal Referendum.** The Referendums Policy shall govern the conduct of an Executive Removal Referendum.

**11.13 Effects of Removal.** Any Director or Executive, who has been removed from office, may not run for a position on the Board of Directors for a period of one (1) calendar year after the date of removal.

## **MEETINGS OF THE HUMBER STUDENTS' FEDERATION BOARD OF DIRECTORS**

### ***Article 12 – Regular Meetings of the Board of Directors***

**12.1 Regular Meetings.** Regularly scheduled Meetings of the Board of Directors shall be held every third week on a Wednesday during the Fall and Winter Semesters at 6:00 p.m., commencing the second week of classes in September and January.

**12.2 Schedule of Regular Meetings.** The dates, times and locations of all regularly scheduled Meetings of the Board of Directors for the current term of office of the Directors must be distributed to all Directors, and posted in all HSF offices, no later than the first day of classes of the Fall Semester.

**12.3 Open Meetings.** All Meetings of the Board of Directors shall be open to the Members unless the Directors pass a motion by a Majority Vote of the Directors present at the meeting to exclude the Members from a particular meeting or part thereof.

**12.4 Meeting Agenda.** The agenda for each Meeting of the Board of Directors shall be posted and distributed to all Directors at least forty-eight (48) hours prior to each meeting.

**12.5 Chairperson.** The Chairperson shall impartially chair the Meetings of the Board of Directors. The Chairperson shall not be the Chair of the Board of Directors as provided in Section 290 of the *Ontario Corporations Act* and shall not have any voting rights. In the event that the appointed Chairperson is unable to chair a Meeting of the Board of Directors, the President shall chair the meeting or delegate the responsibility to a Vice President or to another Director. A Director who acts as a Chairperson of a Meeting of the Board of Directors shall retain the right to vote.

**12.6 Minutes.** Minutes shall be adopted at a subsequent Meeting of the Board of Directors and, following their adoption, be posted on the website of the HSF and filed in the minute book of the HSF.

- 12.7 Errors and Omissions.** Any substantial error or omission, as determined by the Chairperson, in the notice of any meeting of the Board of Directors shall invalidate such meeting or make void any proceedings taken or made thereat.
- 12.8 Quorum.** One half of the number of Directors (rounded down to the next whole number) plus one (50% + 1) shall constitute a quorum at all Meetings of the Board of Directors.
- 12.9 Voting.** Each Director shall be entitled to one (1) vote per motion at all Meetings of the Board of Directors. Voting by proxy shall not be permitted.
- 12.10 Tie Votes.** When there is a Tie Vote at a Meeting of the Board of Directors, the motion shall be deemed to have failed.
- 12.11 Majority Vote.** Unless specifically stated otherwise in this Constitution, a Majority Vote of the Directors shall decide all motions at all Meetings of the Board of Directors.
- 12.12 Rules of Order.** The adopted rules of order and procedures at all Meetings of the Board of Directors shall be “Robert’s Rules of Order – Revised”, except in the case where such rules conflict with this Constitution or the Policy and Procedures which take precedence over Robert’s Rules of Order.
- 12.13 In Camera Sessions.** An “In Camera Session” means a Meeting of the Board of Directors at which attendance is restricted to the Directors. The Board of Directors, upon a Majority Vote, may request the attendance of any individual it wishes to attend an In Camera Session. Discussion of the proceedings at an In Camera Session meeting is prohibited outside of that meeting.
- 12.14 Record of In Camera Sessions.** Any motions, along with the mover and the seconder of the motions, will be the only record of the issue discussed at an In Camera Session meeting. The count of the vote will not be recorded. Any vote during an In Camera Session meeting shall be recorded as “carried” or “not carried”.

### ***Article 13 – Special Meetings of the Board of Directors***

- 13.1 Special Meetings.** A Special Meeting of the Board of Directors shall be a Meeting of the Board of Directors called to address exceptional circumstances.
- 13.2 Calling a Special Meeting.** Any Director may call a Special Meeting. The Director(s) calling the Meeting shall decide the date, time and place of a Special Meeting.
- 13.3 Notice and Meeting Agenda.** Notice of and an agenda for a Special Meeting shall be posted at all HSF offices and distributed (in the most expedient manner) to each Director not less than twenty-four (24) hours (excluding Saturdays, Sundays and HSF Non-Business Days) prior to the time of the meeting.

**13.4 Minutes of a Special Meeting.** Minutes shall be adopted at a subsequent Meeting of the Board of Directors and, following their adoption, be posted on the website of the HSF and filed in the minute book of the HSF.

**13.5 Number of Special Meetings.** Special Meetings may not be called more than twice in any calendar month.

**13.6 Conduct of Special Meetings.** Articles 12.5 and 12.8 to 12.14 shall govern conduct of Special Meetings unless specifically stated otherwise in this Article.

## **THE EXECUTIVE COMMITTEE**

### ***Article 14 – Composition of the Executive Committee***

**14.1 Composition.** The Executive Committee shall be composed of the:

- (1) President;
- (2) Vice President Student Affairs (North) which is representative of both Guelph-Humber Campus and North Campus Members;
- (3) Vice President Student Affairs (Lakeshore);
- (4) Vice President Student Life (North) which is representative of both Guelph-Humber Campus and North Campus Members; and
- (5) Vice President Student Life (Lakeshore).

**14.2 Voting Rights of President.** Unless the President is a designated member of a committee, he/she shall remain an ex-officio non-voting member of all committees and sub-committees of the HSF, unless otherwise stated in this Constitution or the Policy and Procedures.

**14.3 Executives and Committees.** Executives must represent the HSF on the committees of the Institution as outlined in their respective job descriptions and as required from time to time.

**14.4 President as Chairperson.** The President shall be the Chairperson of the Executive Committee of the HSF, unless he/she delegates this responsibility to a Vice President.

**14.5 Ex-Officio Capacity of Vice Presidents.** Unless any of the Vice Presidents is a designated member of a committee, he/she shall remain an ex-officio non-voting member of all committees and sub-committees of the HSF, unless otherwise stated in this Constitution of the Policy and Procedures.

**14.6 Executive Director.** The Executive Director shall be a non-voting, ex-officio member of the Executive Committee.

### ***Article 15 – Duties of the Executive Committee***

**15.1 Duties.** The Executive Committee shall perform the following duties, to the extent authorized by this Constitution and the Policy and Procedures, on behalf of the HSF and the Members:

- (1) Maintain the legal status of the HSF;
- (2) Authorize contracts and agreements of the HSF;
- (3) Contribute to the development of the budget for the following fiscal year;
- (4) Be responsible for the enforcement of all operating policies;
- (5) Develop, undertake and continue long-term objectives of the HSF;
- (6) Regularly report to the Board of Directors regarding the activities of the HSF; and
- (7) Uphold the mission statement and strategic objectives of the HSF.

**15.2 Code of Ethics.** The Executive Committee shall perform its duties in accordance with the Code of Ethics of the Institution and the HSF as set out at the beginning of this Constitution.

#### ***Article 16 – Meetings of the Executive Committee***

**16.1 Meetings.** The Executive Committee shall meet a minimum of twice per month.

**16.2 Attendance.** Attendance at Executive Committee Meetings is mandatory for the members thereof. Any member of the Executive Committee absent, with an unexplained or unacceptable excuse from two (2) meetings in one (1) Semester, can be brought to a Board of Directors Meeting to have said Executive removed.

**16.3 Voting.** A Majority Vote shall carry all motions at Executive Committee Meetings. In this case of a Tie Vote, the motion shall fail.

**16.4 Closed Meetings.** All Executive Committee Meetings shall be closed meetings unless otherwise decided by a Majority Vote of the members of the Executive Committee.

**16.5 Expenditures.** Motions made at Executive Committee Meetings which require expenditure of HSF funds not budgeted must be brought forward to the Board of Directors for ratification at the next Meeting of the Board of Directors. All expenditures must conform to the requirements set out in Article 33.

**16.6 Minutes.** The Minutes of all Meetings of the Executive Committee will be recorded and form a permanent record of the activities of the Executive Committee. These Minutes, except the case of special reports, shall serve as the regular report to the Board of Directors made by the Executive Committee at every regularly-scheduled Board of Directors Meeting. The Board of Directors must approve such Minutes by a Majority Vote and can reverse any motion made by the Executive Committee, by resolution passed by a Two-Thirds Majority Vote at a Meeting of the Board of Directors at which the resolution is presented, with the exception of human resource management and contractual matters.

- 16.7 **Chairperson.** The President shall chair the Meetings of the Executive Committee unless the President is unable to attend or delegates the responsibility to a Vice President. The Chairperson of a Meeting of the Executive Committee shall retain the right to vote.
- 16.8 **Quorum.** Three (3) members of the Executive Committee shall constitute a quorum at all Meetings of the Executive Committee, with the exception of Meetings held for a succession vote, budget approval and expenditure of funds not budgeted where four (4) will be the required quorum.
- 16.9 **Rules of Order.** The adopted rules of order and procedures at all Meetings of the Executive Committee shall be “Robert’s Rules of Order – Revised”, except in the case where such rules conflict with this Constitution or the Policy and Procedures which take precedence over Robert’s Rules of Order.

### ***Article 17 – Vacancy of an Executive Committee Member***

17.1 In the event that a position of an Executive Committee Member of the HSF becomes vacant during a term of office, the position shall be filled in the following manner:

**(1) President:**

- i. During a temporary absence or inability to act as the President, a Vice President must exercise the President’s duties and powers. The Board of Directors shall determine, by motion, whether an absence is temporary, based on circumstances.
- ii. In the event that the office of the President of the HSF becomes vacant, a Vice President shall become the President for the remainder of the term of office either on a part-time or full-time basis at the option of the Vice President; or the Vice President can defer this responsibility to another Vice President on the Executive Committee, determined by a Majority Vote among the remaining Executive Committee members.
- iii. The Vice President who shall undertake the duties of the President in the event of a temporary absence or if the position becomes vacant shall be determined in a Meeting of the Executive Committee no later than June 30<sup>th</sup> of each year.

**(2) Vice President:**

In the event that the office of a Vice President of the HSF becomes vacant, the position shall be filled in the following manner:

- i. For Vice President Student Affairs and Vice President Student Life (Lakeshore), Members of the Board of Directors shall appoint by Majority Vote a Director from said Campus to fill the vacancy; or

- ii. For Vice President Student Affairs and Vice President Student Life (North), Members of the Board of Directors shall appoint by Majority Vote a Director from either the Guelph-Humber Campus or the North Campus to fill the vacancy.

## **PROTECTION AND INDEMNITY OF DIRECTORS**

### ***Article 18 – Protection of Directors***

**18.1 Duty of Good Faith.** Each Director is expected to discharge the duties of office honestly, in good faith, and in the best interests of the HSF. The standard of care, diligence and skill required is that which a reasonably competent person would exercise in comparable circumstances.

**18.2 No Liability.** Provided that a Director has abided by this Constitution and the Policy and Procedures, and carried out duties in a reasonably competent and honest fashion, in good faith and in the best interests of the HSF, no Director shall be held liable for:

- (1) Acts, receipts, neglects or defaults of any other Director or employee of the HSF; and
- (2) Loss, damage or expense incurred through insufficiency or deficiency of any security into which any monies or belongings of the HSF have been invested.

### ***Article 19 – Indemnity of Directors***

**19.1 Indemnification.** Every Director and every officer of the HSF and his/her heirs, executors and administrators and estate and effects, respectively, shall, from time to time and at all times, be indemnified and saved harmless out of the funds of the HSF, from and against:

- a. All costs, charges and expenses whatsoever that he/she/it sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him/her/it, in or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him/her/it, in or about the execution of the duties of his/her/its office; and
- b. All other costs, charges and expenses that he/she/it sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his/her/its own willful neglect or default.

**19.2 Permitted by Act or Law.** The HSF shall also indemnify any such person in such other circumstances as the Act or the Law permits or requires. Nothing in this Constitution shall limit the right of any person entitled to indemnity to claim indemnity apart from the provisions of this Constitution to the extent permitted by the Act or Law.

## **ELECTIONS**

### ***Article 20 – Elections***

- 20.1 **Election.** An election shall be held for the purpose of electing the positions of President, Vice President Student Affairs (North), Vice President Student Affairs (Lakeshore), Vice President Student Life (North), Vice President Student Life (Lakeshore) and Directors of the Board no later than ten (10) days prior to the Annual Meeting of the Members during the Winter Semester.
- 20.2 **By-election.** A By-election shall be held no later than September 30<sup>th</sup> of each year to fill any available Director positions on the HSF Board of Directors and to fill any vacant positions on the Executive Committee.
- 20.3 **Conduct of Elections.** The Chief Returning Officer will be responsible for the conduct of all elections in accordance with this Constitution and the Policy 5 – Elections & Judicial Review.

## **STANDING COMMITTEES**

### ***Article 21 – Standing Committees***

- 21.1 **Standing Committees.** The following committees of the HSF are hereby established as standing committees:
- (1) Elections and Judicial Review Committee;
  - (2) Hiring Committee;
  - (3) Governance Review Committee;
  - (4) Service Standards Committee;
  - (5) Campus Clubs and Associations Committee; and
  - (6) Community Outreach Committee.

### ***Article 22 – Elections and Judicial Review Committee***

- 22.1 **Purpose.** The purpose of the Elections and Judicial Review Committee is to hear all disputes from a decision of the Chief Returning Officer and to make a ruling, in

accordance with the Elections and Judicial Review Policy which is binding upon all parties.

**22.2 Composition.** The Elections and Judicial Review Committee shall be composed of a minimum of three (3) and a maximum of five (5) Directors, and one (1) Institution administrator, all of whom shall be determined by the first meeting of the Board of Directors.

**22.3 Expectations.** All members of the Elections and Judicial Review Committee must be, and appear to be, objective and unbiased in their activities during Election campaigning and while determining an issue before them on this Committee. Any member of the Elections and Judicial Review Committee involved (as a candidate or on a campaign team) in any Election for a position on the Board of Directors must immediately resign his/her position on the Elections and Judicial Review Committee upon the filing of nomination papers for said Election or By-election.

### ***Article 23 – Hiring Committee***

**23.1 Purposes.** The purpose of the Hiring Committee is to hire Advisors, the Chairperson, the Chief Returning Officer, and Full-Time staff of the HSF.

**23.2 Composition.** The Hiring Committee shall be composed of the President, Executive Director, one or more Vice Presidents directly related to the vacant position, and any other HSF Full-Time staff deemed appropriate.

**23.3 Expectations.** The Hiring Committee shall undertake its duties in accordance with the Policy and Procedures, as well as with accepted human resources hiring practices.

### ***Article 24 – Governance Review Committee***

**24.1 Purpose.** The purpose of the Governance Review Committee is to review adherence to the principles and requirements found in this Constitution and in the Policy and Procedures, and suggest changes where required.

**24.2 Composition.** The Governance Review Committee shall be composed of the President, Vice President Student Affairs (North), Vice President Student Affairs (Lakeshore), three (3) other Directors, all of whom shall be determined by the first Meeting of the Board of Directors, and a Full-Time HSF staff member in an ex-officio capacity. The President shall act as Chairperson unless otherwise delegated to another Governance Review Committee member.

**24.3 Expectations.**

- (1) **Report on Adherence to this Constitution.** The Governance Review Committee shall review adherence to the principles and requirements found in this Constitution and in the Policy and Procedures. This review shall be presented on an ongoing basis at Board Meetings, and the Governance Review Committee shall report its findings in writing, along with recommendations, to the HSF Board of Directors no later than January 31<sup>st</sup> of each year.
- (2) **Report on Constitutional Reform.** The Governance Review Committee shall review this Constitution and Policy and Procedures for inconsistencies, applicability, change of organizational goals and structure, as well as any change of legislation affecting the HSF. This review shall be conducted each year, and the Governance Review Committee shall report its findings in writing, along with recommendations for amending the Constitution and/or the Policy and Procedures, to the Board of Directors no later than February 15<sup>th</sup> of each year.
- (3) The Minutes of all Governance Review Committee Meetings will be recorded and shall form a permanent record of the transactions of the Committee. These Minutes, except in the case of special reports, shall serve as the regular report of the Committee's activities to the Board of Directors.
- (4) **Reports and Recommendations.** The Board of Directors must ratify reports and recommendations from the Governance Review Committee in order to take effect.

#### ***Article 25 – Service Standards Committee***

- 25.1 **Purpose.** The function of the Service Standards Committee is to discuss the standards of service delivered to the Members and identify potential new service offerings.
- 25.2 **Composition.** The Service Standards Committee shall be composed of the Services Director, Services Coordinator, Vice President Student Affairs (North) and Vice President Student Affairs (Lakeshore), and three (3) other Directors.
- 25.3 **Expectations.** The Service Standards Committee shall meet a minimum of once per semester at a time and place determined by the Services Director.

#### ***Article 26 – Campus Clubs and Associations Committee***

- 26.1 **Purpose.** The Campus Clubs and Associations Committee is to foster growth and awareness of clubs and associations on all Campuses, to sanction clubs and associations, and to monitor the spending of clubs and associations to the extent authorized by the Clubs and Associations Policy.

**26.2 Composition.** The Campus Clubs and Associations Committee shall be composed of the Programming Director, Programming Coordinator, Vice President Student Life (North), Vice President Student Life (Lakeshore), and three (3) other Directors.

**26.3 Expectations.** The Campus Clubs and Associations Committee shall meet a minimum of once per semester at a time and place determined by the Programming Director.

### ***Article 27 – Community Outreach Committee***

**27.1 Purpose.** The Community Outreach Committee will work to help strengthen the Humber community by fostering awareness, and deciding and allocating funding to Member initiatives within the following themes:

- a. HSF Food Program;
- b. Community Building;
- c. Students at Risk; and
- d. World Events.

**27.2 Composition.** The Community Outreach Committee shall be composed of ten (10) people: a maximum of three (3) HSF Full-Time staff, a maximum of two (2) Executives, a maximum two (2) Directors, and three (3) volunteer Members. The Chairperson shall be determined by secret ballot at the first regularly-scheduled meeting and must be a Full-Time staff member.

**27.3 Expectations.** The Community Outreach Committee shall meet at least once a month from September to April of each year. Such meetings will be scheduled in advance once the Committee members are selected. Any member of the Community Outreach Committee absent, with an unexplained or unacceptable excuse from three (3) meetings will be removed from the Committee.

## **AMENDMENTS TO THE CONSTITUTION**

### ***Article 28 – Amendments by Board of Directors***

**28.1 Proposal.** Any Full-Time Member can propose an amendment to the Constitution to the Board of Directors.

**28.2 Notice to the Board.** Notice of any proposal of amendments to this Constitution, including supporting materials, shall be delivered to the Chairperson who shall give notice of such proposal, including supporting materials, to the HSF Board of Directors at least one (1) regular Meeting prior to voting on proposed changes to this Constitution.

- 28.3 Approval by the Board.** In order for the Board of Directors to forward a motion to be considered at a Meeting of the Members to amend this Constitution, a Two-Thirds (2/3) Majority Vote of the Directors is required to affirm the motion at a regularly-scheduled Meeting of the Board of Directors, where at least three-fourths (3/4) of the total Directors are present.
- 28.4 Notice to Members.** Upon acceptance of amendments by the Board of Directors, the Chairperson shall give the notice of such amendments, together with any supporting materials, to the Members at least fourteen (14) days prior to the next Meeting of the Members.
- 28.5 Posting of Notice.** Notice to the Members of the proposed amendments to this Constitution shall be made by posting the proposed amendments and any supporting materials:
- a. In all offices of the HSF;
  - b. On the official website of the HSF; and
  - c. In the Institution student newspapers.
- 28.6 Coming into Effect.** Amendments to this Constitution shall come into effect upon receiving a Majority Vote of the Full-Time Members present and voting at the Meeting of the Members called for purposes of considering the proposed amendments.

### ***Article 29 – Amendments by Referendum***

- 29.1 Referendum for Constitutional Change.** Amendments to this Constitution may occur through a Referendum for Constitutional Change.
- 29.2 Contents of Petition.** A Petition of the Full-Time Members of the HSF shall call a Referendum for Constitutional Change. This Petition must:
- a. Be clearly worded;
  - b. Be signed by ten per cent (10%) of the Full-Time Members of the HSF as validated by the Executive Director;
  - c. Provide signatures and legibly printed names and valid student numbers of the requisite number of Full-Time Members; and
  - d. Be delivered to the President.
- 29.3 Conduct of a Referendum.** A Referendum for Constitutional Change shall be run by the Chief Returning Officer in accordance with the rules set out in the Policy and Procedures.
- 29.4 Approval.** A Referendum for Constitutional Change shall be considered valid if a Majority Vote of the Full-Time Members affirms the proposed amendments to this Constitution, where at least fifteen per cent (15%) of the Full-Time Members cast a vote.

**29.5 Coming into Effect.** Upon affirmation by the Members, as set out in Article 29.4, the proposed amendments to the Constitution, resulting from a Referendum for Constitutional Change, shall be read into the minutes of the next Meeting of the Members and shall come into effect upon adjournment of that Meeting or on the date specified in the amendments.

## **FINANCES**

### ***Article 30 – Deposit of Securities and Bank Accounts for Safekeeping***

30.1 The securities and bank accounts held by the HSF shall be lodged in the name of the HSF with a chartered bank or trust company, safe, or in a safety deposit box. The Executive Director and President must maintain such bank, trust company, safe, or safety deposit box, and the accounts.

### ***Article 31 – Contingency Reserve Fund***

31.1 A net asset account titled “Initially Restricted for Contingencies” must contain a minimum balance of one hundred and fifty thousand dollars (\$150,000) CDN and be increased annually from the Student Development Fund by the amount of the Consumer Price Index.

31.2 The increase will be calculated no later than June 30<sup>th</sup> of each year by the multiplication of the Contingency Reserve Fund balance for the immediately preceding year and the percentage rate of increase in the Consumer Price Index, as issued by Statistics Canada. This establishes the current minimum balance for the Contingency Reserve Fund for the fiscal year.

31.3 Any expenditure from the Contingency Reserve Fund shall require a Two-Thirds Majority Vote (2/3) of the Board of Directors.

### ***Article 32 – Financial Accountability of the Humber Students’ Federation***

32.1 **Accountability.** The Directors shall be accountable for the funds of the HSF.

32.2 **Mismanagement.** Any willful mismanagement of funds by a Director, an Advisor or a Full-Time staff of the HSF not protected by Article 18 and 19 will result in the suspension

of signing privileges and financial activities by such individual upon recommendation of the Executive Director to the Board of Directors.

### ***Article 33 – Signing Authorities***

**33.1 Signing Authority.** All cheques, drafts, orders for the payment of money, notes, acceptances, and bill of exchange, contracts, documents, or instruments in writing to be drawn against the monies held in the name of the HSF will be signed by:

- i. First signature must be one of either the President or Executive Member Designate
- ii. Second signature must be one of either the Executive Director or Financial Director.

**33.2 Approval by the Board.** For the protection of the Directors, the Board of Directors must approve all the following contracts, acts and transactions, with the exception of routine cheques clearly allocated in the approved budget of the HSF:

- (1) Consulting services in excess of twenty-five thousand dollars (\$25,000);
- (2) Capital development in excess of one hundred thousand dollars (\$100,000);
- (3) Withdrawal or commitment against the Student Development Fund; and
- (4) Any miscellaneous items in excess of one hundred thousand dollars (\$100,000).

**33.3 Binding Nature.** All contracts, documents, and instruments in writing signed in accordance with this Article shall be binding upon the HSF.

**33.4 Definitions.** The terms “contracts, documents, or instruments in writing” as used in this Constitution shall include deeds, mortgages, hypothecs, leases, charges, conveyances, transfers and assignments of property, real or personal, immovable or movable, agreements, releases, receipts and discharges for the payment of money or other obligations, conveyances, transfers and assignments of shares, share warrants, stocks, bonds, debentures or other securities, and all paper writings.

### ***Article 34 – HSF Budget***

**34.1 Approval.** The annual budget of the HSF must be passed by the Board of Directors no later than March 15<sup>th</sup> of each year, and approved at the Annual Meeting of the Members no later than March 31<sup>st</sup> of each year, to be effective the following April 1<sup>st</sup> until March 31<sup>st</sup>.

**34.2 Amendments.** The HSF budget may be amended at a Meeting of the Members.