

Bureau du président du conseil de l'AÉUM
SSMU Office of the Speaker

Située sur les territoires traditionnels des collectivités Haudenosaunee et Anishinaabe.
Located on Haudenosaunee and Anishinaabe, traditional territories.

speaker@ssmu.ca | (514) 398-6800 | ssmu.ca | 3501 rue Peel, Montréal, QC, H3A 1W7



NOTICE OF MOTION REGARDING CONSTITUTIONAL AMENDMENTS 2026-01-29

Submitted for: 2026-01-29

Submitted to: SSMU Legislative Council

Document no.: LEG-PUB-MOT-ID26-01-21-00X

Moved by: Dymetri Taylor
President

Current Status:

FOR APPROVAL
 APPROVED
 POSTPONED
 COMMITTED
 NOT APPROVED

Seconded by: Seraphina Crema Black
VP External
Justice Bongiovanni
Arts Councillor
Charley Letham
FYC Councillor
Minaal Mirza
VP Internal
Paul Prendergast
Management Councillor
James Scott
Law Councillor
Benjamin Yu
Science Councillor
Khalil Zaidi
Science Councillor

Issue

This motion seeks to propose amendments to the S.S.M.U. Constitution which has gradually empowered the Executive Committee, the Board of Directors and the Officers of the Society and has diminished the role of, and the trust in, the Legislative Council, and has not included Senate Caucus. In turn, the amendments seek to provide greater accountability of the Officers and increase the power of the Legislative Council.

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Background and Rationale

As per the S.S.M.U. website:

"The SSMU Constitution is a document that deals with all of the most fundamental elements of the Society. It also serves as SSMU's legal "By-law" for the Quebec government in relation to SSMU's status as a non-profit corporation. The Constitution outlines the SSMU's role in providing service, leadership, and representation to McGill's downtown undergraduates, the basic outline of the six Executive positions, basic electoral processes, and various disciplinary processes. The Constitution can only be altered by Referendum."

Due to its position as the primary document dictating the operations and essential structure of the Society, the process to change the Constitution is different from other Governing Documents and involves a Referendum

1. The Legislative Council must vote to place a question on the ballot that describes the proposed amendments.
2. The student body then votes and either approves or denies the proposed amendments.

While the Board of Directors is required for the S.S.M.U. to hold a liquor license, it does not necessitate that they be involved in all the functioning of the Society. There are some boards that are highly involved and interested in the functioning of their institution, and others that are very hands off and trusting of their administrators/officers.

In conversing with our Internal Counsel & Corporate Secretary, it would be a big leap to turn the Board back into the Legislative Council, which she does not believe would be a safe option as of this time without a sufficient amount of research. The reason that the Board is required to continue existing is due to the fact that the Quebec [Régie des alcools and the S.S.M.U.'s permis de réunion](#) have specific requirements surrounding Citizenship and Permanent Residency. The only way to ensure that International Students can continue to serve is if Legislative Council is not the Board

The changes proposed by the Constitution Working Group include:

- Inclusion of new Definitions;
- Updates to what's included under Books and Registers;
- Changes to the name, composition, procedure and running of the Board of Directors;
- Changes to the name, powers, composition, procedure and running of the Legislative Council;
- The inclusion of Senate Caucus in the Constitution;

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- Changes to the Officers' qualifications, replacement & vacancy, powers & duties, and descriptions;
- Changes to the Executive Committee's functions, powers, and restriction of powers;
- Changes to the hiring and removal of the General Manager;
- Changes to the process, procedure and quorum of General Assemblies;
- Small updates to the processes of the Judicial Board, with an inclusion of a term of office;
- Institution of a requirement to use the official languages of the Society in meetings/documentation

Alignment with Mission	<p>The Constitution is integral to the Society's operations, and its update will significantly improve them. The changes also align the Society more closely with its goal of democratic representation of the Membership, thereby positively affecting the Society's values and general mission.</p> <p>Furthermore, if approved, these changes will hopefully lead to a gradual culture shift within the Society and, ideally, across the Faculties Associations that leads to greater involvement in both the Students' Society and a general improvement of Student life.</p>
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Consultations Completed	<p>President – Motioning.</p> <p>Internal Counsel & Corporate Secretary – Provided insight on legal parameters, such as whether the Board could be completely removed, as well as contexts surrounding certain terms and their legal connection.</p> <p>Policy & Advocacy Coordinator – Formatting of the document and recommendations about elaboration, wording, and lacking information.</p> <p>Constitution Working Group (Law, Science, FYC, Arts, Management, Officers) – After several weeks of effort, the Working Group is open to hearing further feedback and concerns to take back to further develop the proposed amendments throughout this notice period.</p>
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Faculty Associations:

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- Faculty Presidents provided comments and suggestions. Comments were specifically focused on the role of Legislative Council and of the Board of Directors, and lightly touched on the role of Officers.
- The remaining feedback from the Faculties we hope to hear tonight from you all, as representatives, and throughout the notice period so the final product going to the membership is as ideal as it could be.

I have read and completed the requirements outlined in the [Consultation Policy](#).

Risk Factors and Resource Implications

Resource implications will consist of a switch on the part of the Governance team pertaining to the Board of Directors and on the matters brought to the Legislative Council.

Risk factors with this motion failing can include:

- Executives continuing to be the make it or break it surrounding Student representation to the Administration, which has the potential to affect a host of activities surrounding the Society;
- Executives determining the direction of the Society and being able to control its actions without the involvement of Legislative Council or other accountability bodies of the society;
- Legislative Council being a rubber-stamp for Executive decisions;
- The full-time staff of the society being put into challenging positions due to the lack of checks and balances for the Executives;
- The board's potential to act as a political body of the society;
- Lack of understanding or accountability to how Society funds are utilised or approved for use;
- Full-time staff needing to set-up General Assemblies due to 50 signatures and cancel bookings anytime a petition with 50 signatures is submitted (no limit on number per week), which may result in cancelled bookings for groups in the University Centre and extensive expenses put to the planning of those General Assemblies;
- General Assemblies being able to dictate the legal action the Society takes without consulting legal counsel;

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- The Executive Committee would continue to have the ability to create, amend, or rescind any policy of the Society without the approval of the Legislative Council or Board;
- and that the Society would remain an organisation that is governed by the Executives instead of one governed by its legislative bodies (s. 11.1).

Risk factors with this motion being approved can include:

- A cultural shift in the expected expertise of Councillors which may take time to be implemented and may result in little change to the way Council operates without effort on the part of both the Faculty Associations and the S.S.M.U;
- Critical decisions being made by a body that has not made such decisions for 8-10 years and will likely require additional training to ensure that Councillors understand their roles and responsibilities;
- The higher quorum required both to call and to hold Special General Assemblies may render general member action less accessible;
- Additional amendments to the Constitution may be required depending on how these changes are implemented and how successful they are;
- and to ensure that these changes are properly implemented would require extensive efforts on the part of the Governance team and the current Officers, Directors and Councillors so that when it shifts there are no immense issues.

Clarity pertaining to risks:

- Improvement of resources and training for Councillors are presently being developed, including, but not limited to:
 - changes to how Legislative Council is procedurally run;
 - A physical Councillor handbook;
 - Codes of Conduct for Councillors is in development
 - Onboarding & Offboarding of new Councillors in the months of March and April;
 - Training in Early September on the S.S.M.U, its staff, the position and its responsibilities;
 - Conversations with Faculty Associations regarding expected familiarity of Councillors with rules and procedures

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- Attendance and advice of the General Manager at Legislative Council

Impact of Decision and Next Steps

If approved by the Legislative Council, the Referendum question as described below will be put forth to the membership during the Winter 2026 Referendum.

If approved by the membership, the new iteration of the S.S.M.U. Constitution as described in Appendix A will be uploaded to the website and take effect on May 4th, 2026.

Motion or Resolution for Approval

Be it resolved that the following Referendum question be placed on the Winter Referendum 2026 ballot:

WHEREAS the S.S.M.U. Constitution is the Society's primary governing by-law and can only be amended by referendum, meaning that any substantial rebalancing of governance (particularly changes affecting accountability, powers, and representative structures) must be brought directly to the student body for approval;

WHEREAS over time, governance practice has resulted in increasingly concentrated authority in the Executive Committee, the Board of Directors, and the Officers of the Society, which has diminished the role of the Legislative Council and contributed to reduced trust and weaker day-to-day accountability of elected representatives;

WHEREAS the proposed amendments are intended to restore and clarify representative oversight by strengthening the powers and procedures of Legislative Council, formally incorporating Senate Caucus into the constitutional structure, and updating governance mechanisms (including officer duties and restrictions, General Assembly processes, and official bilingual requirements) while maintaining compliance with external legal and licensing constraints that require the Board of Directors to remain distinct from Legislative Council;

THEREFORE, do you approve of the proposed amendments to the S.S.M.U. Constitution, as hyperlinked, to take effect on May 4th, 2026, to strengthen representative oversight and officer accountability (including changes to the

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Legislative Council, Executive Committee, and the inclusion of Senate Caucus), update governance procedures, and institute an official languages requirement, with the understanding that a majority “no” vote will result in the Constitution receiving no amendments and the operations of S.S.M.U remaining the same despite the aforementioned concerns?

Be it further resolved, that the S.S.M.U. Legislative Council adopts the actionable aspects of this question and that any grammatical or legal changes necessary do not need the re-approval of the Legislative Council.

Results of the
Vote

In favour ()
 Opposed ()
 Abstain ()

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Appendix A: SSMU Constitution (Finalised Document)

The Constitution of the Students' Society of McGill University

Amended on 2026-XX-YY

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LAND ACKNOWLEDGEMENT

The S.S.M.U. acknowledges that McGill University is situated on the traditional territory of the Haudenosaunee and Anishinaabe nations, a place which has long served as a site of meeting and exchange amongst Indigenous peoples. The S.S.M.U. recognizes and respects these nations as the traditional custodians of the lands and waters on which it is located.

PREAMBLE

Service

The Society shall serve as an umbrella organization to coordinate and support the student groups that make up civic life in the McGill community, while providing services to strengthen the educational, cultural, environmental, political, and social conditions of our Members. Made up of undergraduate and professional students of McGill University, the Society shall endeavour to facilitate communication and interaction between all students from all McGill communities. The Society is a central focal point for McGill students and shall provide a wide variety of services to its different constituencies. The Society shall strive to provide excellence and quality of service at all times, and shall continue to enhance the quality and scope of these services.

Representation

The Society shall act as the official voice of its Members and as a liaison between them and the University. The Society shall act in the best interests of its Members as a whole.

Leadership

All of the Society's endeavours shall be undertaken with full respect for human dignity and bodily sovereignty and without discrimination on the basis of irrelevant personal characteristics that include but are not limited to race, national or ethnic origin, colour, religion, sex, gender identification, age, mental or physical disability, language, sexual orientation or social class. The Society commits to demonstrating leadership in matters of human rights, social justice and environmental protection. The Society shall be mindful of the direct and indirect effects that Society businesses and organizations have on their social, political, economic, and environmental surroundings. The Society commits itself to groups, programs, and activities that are devoted to the well-being of a group disadvantaged because of irrelevant personal characteristics as outlined above.

I. INTERPRETATION

I.1. Singular and Plural

Words in the singular include the plural and vice versa.

I.2. Precedence

In the event of a contradiction between the Act, the Letters Patent or the Constitution, the Act shall prevail over the Letters Patent and over the Constitution, and the Letters Patent shall prevail over the Constitution. In the event of a contradiction between the Constitution and the Internal Regulations, the Constitution shall prevail over the Internal Regulations.

I.3. Preamble

The Preamble shall serve solely as a mission statement of this Constitution and an articulation of principles and values for the Students' Society of McGill University. As such, the Preamble shall not be interpreted as imposing specific obligations on the Society nor shall it be used as a basis for legal, contractual, or procedural claims.

I.4. Headings

The headings used in the Constitution are for reference purposes only and they shall not be considered in the interpretation of the terms or provisions in the Constitution.

I.5. Language

The Constitution and Internal Regulations shall be made available in both the English and French languages. Both versions shall have equal authority.

I.6. Threshold for Adoption

Except as otherwise stated, any reference herein to a resolution shall mean a resolution adopted by Simple Majority.

2. DEFINITIONS

In this Constitution and all other Internal Regulations and Policies of the Society, unless the context otherwise requires:

- a. “**Act**” shall mean the Companies Act, R.S.Q., c. C-38, and any amendment hereto, either past or future, and shall include, in particular, any Act or statute which may replace it, in whole or in part; and shall also mean the regulations under the Act, as amended;
- b. “**College of Directors**” shall mean the body of the Society made up of all of the Directors;
- c. “**Chief Returning Officer**” shall mean the person appointed by the Society, in accordance with the Internal Regulations, who shall be responsible for the general conduct and execution of Elections and Referenda;
- d. “**Constitution**” shall mean the present Constitution;
- e. “**Councillor**” shall mean the members of the Legislative Council who are not Officers;
- f. “**Director**” shall mean any person holding an office on the College of Directors;
- g. “**Election**” shall refer to the processes through which the Directors, Officers, executive members of the First Year Council, Senators, and Councillors are elected, as set out in the Internal Regulations;
- h. “**Executive Committee**” shall refer to the body of the Society established in accordance with section 11 of the Constitution;
- i. “**General Assembly**” shall refer to the body of the Society, established in accordance with section 13 of the Constitution;
- j. “**General Manager**” shall refer to the employee of the Society described at section 12 of the Constitution;
- k. “**Governing Documents**” shall refer to the Constitution, the Internal Regulations, all Policies and Plans of the Society, the Position Book, and the Society’s Protocols.
- l. “**Internal Regulations**” shall mean any Internal Regulations of the Society adopted in accordance with the Constitution and the Act;
- m. “**Judicial Board**” shall refer to the body of the Society, established in accordance with section 15 of the Constitution;
- n. “**Legislative Council**” shall refer to the body of the Society, established in accordance with section 8 of the Constitution;
- o. “**Letters Patent**” shall mean the Letters Patent incorporating the Society, issued pursuant to the Act, obtained on June 1st 2007 from the Province of Québec;
- p. “**Member**” shall mean any person satisfying the requirements for membership to the Society in accordance with section 5 of the Constitution;
- q. “**Nominating Committee**” shall refer to the committee of the College of Directors established in accordance with the Internal Regulations;
- r. “**Officer**” shall include any person elected or appointed to any position created under section 10.1 of the Constitution;
- s. “**Policy**” shall mean a long-term governing document of the Society, as may be adopted in accordance with the Constitution and the Internal Regulations;
- t. “**Referendum**” shall refer to the process through which Members vote on a particular question, as set out in the Internal Regulations;
- u. “**Simple Majority**” shall mean over fifty percent (50%) of the votes cast on any motion at a meeting of the Legislative Council, College of Directors, any committee meeting, or at a General Assembly;

- v. “Senate Caucus” shall refer to the body of the Society established in accordance with section 10 of the Constitution;
- w. “Society” and “S.S.M.U.” shall mean the Student’s Society of McGill University/l’Association Étudiante de l’Université McGill, the corporation duly incorporated pursuant to the laws of the Province of Québec pursuant to the Act, and accredited as a student association pursuant to the *Act Respecting the Accreditation and Financing of Students’ Associations*, CQLR c A-3.01;
- x. “Speaker” shall refer to the speaker of the Society, as set out at section 11.6 of the Constitution;
- y. “Special General Assembly” shall mean a General Assembly that is not normally scheduled; and
- z. “University” shall mean the Royal Institution for the Advancement of Learning/McGill University.

3. HEAD OFFICE

3.1. Head Office

The head office of the Society shall be located in the City of Montréal, in the Province of Québec, Canada.

4. BOOKS AND REGISTERS

4.1. Books and Registers

The Society shall adopt one (1) or more books in which the following documents are to be kept:

- a. A copy of the Letters Patent of the Society;
- b. The Constitution and the Internal Regulations and any amendments thereto;
- c. The minutes of all proceedings of each General Assembly, meetings of the Legislative Councillors and meetings of other committees established by the Legislative Council, meetings of the Executive Committee, Meetings of the College of Directors and meetings of other committees established by the College of Directors; and
- d. A register of the persons who are or have been Officers, members of the College of Directors, and/or of the Legislative Council, indicating the name and address of each one of them as well as the date of the commencement and, as the case may be, of the end of their term of office.

4.2. Safekeeping

The book(s) shall be kept by the General Manager at the head office of the Society.

5. MEMBERSHIP

5.1. Membership

All students registered at McGill University shall be Members, except for the following:

- a. students registered in the Faculty of Agricultural and Environmental Sciences;
- b. students registered at the Centre for Continuing Education;
- c. students registered in graduate programs; and
- d. students who are also full-time members of the teaching staff.

5.2. Membership Fees

All Members shall pay a membership fee, as adopted by way of a Referendum in accordance with the *Act respecting the accreditation and financing of students' associations* and subject to the provisions governing membership fees set forth in the Internal Regulations.

6. COLLEGE OF DIRECTORS

6.1. Powers

The College of Directors shall supervise the management and exercise all of the powers of the Society, except for those which the Act expressly reserves to the Members, the whole subject to the provisions of the Act, and the Governing Documents of the Society.

In making any decisions or taking any actions on behalf of the Society, the College of Directors shall consider any recommendation in respect thereof provided by the Legislative Council.

6.2. Composition

The Society shall be facilitated by a College of Directors composed of twelve (12) elected Directors, the General Manager, and two Director Emeriti. Subject to Section 6.3 hereof, the College of Directors shall be composed of:

- a. the President (ex-officio);
- b. the Vice-President (Finance) (ex-officio);
- c. one (1) elected member appointed by the Arts Undergraduate Society of McGill University (ex-officio);
- d. one (1) elected member appointed by the Dentistry Students' Society of McGill University (ex-officio);

- e. one (1) elected member appointed by the Education Undergraduate Society of McGill University (ex-officio);
- f. one (1) elected member appointed by the Engineering Undergraduate Society of McGill University (ex-officio);
- g. one (1) elected member appointed by the Law Student Association of McGill University (ex-officio);
- h. one (1) elected member appointed by the Management Undergraduate Society of McGill University (ex-officio);
- i. one (1) elected member appointed by the Medicine Students' Society of McGill University (ex-officio);
- j. one (1) elected member appointed by the Music Undergraduate Student Association of McGill University (ex-officio);
- k. one (1) elected member appointed by the Nursing Undergraduate Society of McGill University (ex-officio);
- l. one (1) elected member appointed by the Science Undergraduate Society of McGill University (ex-officio);
- m. the General Manager (ex-officio, non-voting); and
- n. two (2) Director Emeriti (non-voting).

6.3. Qualifications

The following persons shall not be eligible for the office of Director: (i) such persons who have not yet reached the age of majority; (ii) such persons who are not qualified to be a Director due to the institution of a regime of protective supervision in their respect or by one of the common causes of extinction of obligations provided for by law, such as if such person is recognized by a court as having lost the ability to reason, if such person becomes bankrupt, suspends their payments or if such person makes arrangements with their creditors; (iii) such persons who do not possess Canadian citizenship or permanent resident status; and (iv) such persons that are not Members.

6.4. Selection of Director Emeriti

The Nominating Committee shall solicit, through an application process, and nominate two (2) individuals who were previously in any position between 6.2(a) and 6.2(l) in the preceding year, to the College of Directors to serve as Director Emeriti

6.6. Terms of Office

The term of office of each Director shall commence on the first (1st) of June of the year in which they are elected and terminates on the thirty-first (31st) of May of the following year.

6.7. Resignation

Any Director may resign from office at any time by forwarding a letter of resignation to the head office of the Society by electronic mail, courier or by registered mail. The resignation shall become effective on the date when the letter of resignation is sent to the Society or on such other date as may be specified in the letter.

6.8. Removal from Office

Any Director, excepting Officers, may be removed from office for impropriety, violation of the provisions of the Governing Documents, delinquency of duties or misappropriation of Society funds by way of a resolution adopted at a meeting of the College of Directors, the Legislative Council or by Referendum, by a two-thirds (2/3) vote of the Directors or Councillors or Members present.

The Director against whom a request for removal from office is directed shall be notified of the place, the date, and the time of the meeting of the College of Directors or the Legislative Council called to remove them within the same time frame as that provided by the Constitution for the calling of such a meeting of the College of Directors or the Legislative Council. Such Director shall have the right to attend and to address the meeting or, in a written statement read by the Speaker, to put forth the reasons why such Director opposes the proposed removal from office. Such Director shall not have the right to vote on their own removal.

6.9. End of Term of Office

The term of office of a Director shall end in the event of death, resignation, removal from office or where the Director ceases to be qualified to be a Director in accordance with the Constitution.

6.10. Replacement and Vacancy

A Director, that is not an officer, whose term of office ends in accordance with section 6.9 shall be replaced, from among the Members, by the constituency they were appointed by for a term extending to the expiry of the original term of the Director so replaced.

6.11. Remuneration and Expenses

Directors shall receive no remuneration with respect to their duties. The College of Directors may, by way of resolution, authorise the reimbursement of expenses incurred by Directors in the exercise of their duties.

6.12. Committees

The College of Directors may, by way of resolution, create permanent committees and ad-hoc committees, as necessary, which shall have powers and responsibilities as determined by the College of Directors. Those persons appointed or elected to these committees need not be Directors nor members of the

Legislative Council. Those persons who are members of such additional committees shall not be remunerated for their services; however, the College of Directors may, by way of resolution, authorize the reimbursement of expenses incurred by committees in the exercise of their functions.

7. MEETINGS OF THE COLLEGE OF DIRECTORS

7.1. Calling of Meetings

The College of Directors shall meet once during each of the months of June, July, August, September, November, January, March and May. Such meetings shall be called by way of a notice sent by electronic mail. The notice of the meeting shall specify the place, the date, and the time of such meeting and shall be distributed at least 48 hours prior to the meeting time, excepting emergencies.

The President or any four (4) Directors may call an emergency meeting of the College of Directors.

Members who are not members of the College of Directors shall receive notice of and be permitted to attend meetings of the College of Directors, with the exception of confidential sessions.

7.2. Participation By Way of Electronic Means

A Director may participate in a meeting of the College of Directors by way of electronic means, such as a telephone or teleconference, which enables such Director to hear and communicate well with the other Directors. In such a case, the Director shall be deemed to have attended the meeting.

7.3. Place of Meetings

Meetings of the College of Directors shall be held in Montréal, Province of Québec.

7.4. Quorum and Procedure

The quorum for the meetings of the College of Directors shall be a Simple Majority of the voting Directors.

With respect to any point or procedure not covered by the S.S.M.U's Governing Documents or the Standing Rules of the College of Directors, reference will be had to the most recent edition of Robert's Rules of Order.

If the said edition does not address the point in question, then the decision will rest with the Chair, provided that the Chair's decision may be overruled on a motion supported by the vote of the majority of those present.

7.5. Vote

6.2(a) through 6.2(l) shall have the right to one (1) vote and all motions submitted to the College of Directors shall be decided by Simple Majority, unless otherwise required by the Governing Documents.

7.6. Resolution in Writing

A resolution in writing, signed outside a meeting by two-thirds (2/3) of all Directors, is as valid as if it had been passed at a meeting of the College of Directors.

8. THE LEGISLATIVE COUNCIL

8.1. Powers

The Legislative Council shall have all the powers of the College of Directors between meetings of the College of Directors, except for the powers which, under the Act, the College of Directors is obligated to exercise themselves as well as the powers that are expressly reserved in the Governing Documents or by way of resolution for the College of Directors. The Legislative Council shall report on its activities to the College of Directors at each sitting, which shall include the report of the Executive Committee and of Senate Caucus.

8.2. Composition

The Legislative Council shall be composed of:

- a. the President, (ex-officio);
- b. the Vice-President (University Affairs), (ex-officio);
- c. the Vice-President (Finance), (ex-officio);
- d. the Vice-President (Internal Affairs), (ex-officio);
- e. the Vice-President (External Affairs), (ex-officio);
- f. the Vice-President (Clubs & Services), (ex-officio);
- g. one (1) Representative appointed by each faculty or school, if that school is not already represented by a faculty-level student association, for every two thousand (2000) students or part thereof to a maximum of four (4) councillors in accordance with the procedures set out by that constituency;
- h. one (1) Representative appointed by students of the Interfaculty of Arts and Science in accordance with the procedures set out by that constituency;
- i. two (2) Representatives appointed by the Society's Clubs in accordance with the Internal Regulations;
- j. one (1) Representative appointed by the Society's Services in accordance with the Internal Regulations;
- k. two (2) Representatives appointed by the undergraduate student members of the Senate, excluding the President and Vice-President (University Affairs);

1. one (i) Representative appointed by students living in McGill residences in accordance with the procedures set out by that constituency;
- m. one (i) Representative appointed by the Students' Athletics Council in accordance with the procedures set out by that constituency;
- n. one (i) Representative from the S.S.M.U. First Year Council in accordance with the procedures set out by that constituency;
- o. one (i) Representative appointed by the students of the McGill School of Environment in accordance with the procedures set out by that constituency;
- p. one (i) Representative appointed by the students of the McGill School of Social Work in accordance with the procedures set out by that constituency;
- q. one (i) Representative representing students enrolled at Campus Outaouais in one of the following programs: (i) MDCM program of the Faculty of Medicine; or (ii) Med-P (Preparatory Program) of the Faculty of Science in accordance with the procedures set out by that constituency;
- r. one (i) Representative appointed by the MacDonald Campus Student Society in accordance with the procedures set out by that constituency (non-voting); and
- s. the General Manager (ex-officio, non-voting).

8.3. Qualifications

All Members shall be eligible to be a Councillor.

No Member may hold more than one position on the Legislative Council.

8.4. Term of Office

The term of office of each Councillor of the Society commences on the first (1st) of June of the year in which they are appointed and terminated on the thirty-first (31st) of May of the following year.

8.5. Resignation

Any Councillor may resign from office at any time by forwarding a letter of resignation to the head office of the Society by electronic mail, courier or by registered mail. The resignation shall become effective on the date when the letter of resignation is sent to the Society or on such other date as may be specified in the letter.

8.6. Removal from Office

Any Councillor of the Society may be removed from office for impropriety, violation of the provisions of the Governing Documents, delinquency of duties or misappropriation of Society funds by way of a resolution adopted at a meeting of the Legislative Council, by two-thirds (2/3) of the Councillors present.

The Councillor against whom a request for removal from office is directed shall be notified of the place, the date, and the time of the meeting of the Legislative Council called to remove them within the same time

frame as that provided by the Constitution for the calling of such a meeting. Such Councillor shall have the right to attend and to address the meeting or, in a written statement and read by the Speaker, to put forth the reasons why such Councillor opposes the proposed removal from office. Such Councillor shall not have the right to vote on their own removal.

8.7. End of Term of Office

The term of office of a Councillor shall end in the event of death, resignation, removal from office, or where the Councillor ceases to be qualified to be a Councillor in accordance with the Constitution.

8.8. Replacement and Vacancy

A Councillor whose term of office ends in accordance with section 8.7 or who is otherwise removed from office by the relevant appointing body shall be replaced pursuant to the relevant body's regulations for a term extending to the expiry of the original term of the Councillor so replaced.

8.9. Remuneration and Expenses

Councillors shall receive no remuneration with respect to their duties. The Legislative Council may, by way of resolution, authorise the reimbursement of expenses incurred by Councillors in the exercise of their duties.

8.10. Committees

The Legislative Council may, by way of resolution, create permanent committees and ad-hoc committees, as necessary, which shall have the powers and responsibilities as determined by the Legislative Council. Those persons appointed or elected to these committees need not be Directors or members of the Legislative Council. Those persons who are members of such additional committees shall not be remunerated for their services, however, the Legislative Council may, by way of resolution, authorize the reimbursement of expenses incurred by committees in the exercise of their functions. All such committees shall provide regular reports to the Legislative Council.

9. MEETINGS OF THE LEGISLATIVE COUNCIL

9.1. Calling of Meetings

The President or any eight (8) voting members of the Legislative Council may call a meeting of the Legislative Council. Such meetings shall be called by way of a notice sent by electronic mail. The notice of the meeting shall specify the place, the date, and the time of such meeting and shall be distributed at least 48 hours prior to the meeting time, excepting emergencies.

Members who are not members of the Legislative Council shall receive notice and be permitted to attend meetings of the Legislative Council.

9.2. Participation By Way of Electronic Means

A member of the Legislative Council may, under exceptional circumstances, participate in a meeting of the Legislative Council by way of electronic means, such as a telephone or teleconference, which enables such member of the Legislative Council to hear and communicate well with the other members of the Legislative Council. In such a case, the member of the Legislative Council shall be deemed to have attended the meeting.

9.3. Place of Meetings

Meetings of the Legislative Council shall be held in Montréal, Province of Québec.

9.4. Quorum and Procedure

The quorum for the meetings of the Legislative Council shall be a Simple Majority of the voting members of the Legislative Council.

With respect to any point or procedure not covered by the S.S.M.U's Governing Documents or the Standing Rules of Legislative Council, reference will be had to the most recent edition of Robert's Rules of Order.

If the said edition does not address the point in question, then the decision will rest with the Chair, provided that the Chair's decision may be overruled on a motion supported by the vote of the majority of those present

9.5. Vote

Each member of the Legislative Council has the right to one (1) vote and all questions submitted to the Legislative Council shall be decided by Simple Majority, unless otherwise provided for in the Constitution or the Internal Regulations.

No persons who are not Councillors shall have the right to vote at meetings of the Legislative Council.

10. SENATE CAUCUS

10.1. Functions & Reporting

There shall be a body of the Society called the Senate Caucus that abides by the Governing Documents of the Society. During meetings the Student Senators shall review Senate documents; generate questions for upcoming Senate meetings; provide updates on University Committees on which they sit; and discuss issues before Senate and how to move forward on them.

The Caucus shall report on their activities to the Legislative Council, at minimum, once a month during the Fall and Winter semesters.

10.2. Composition

1. the Vice-President (University Affairs), (chair, ex-officio);
2. the President, (vice-chair, ex-officio)
3. eleven (11) Student Senators;
4. the Secretary General (University Affairs) (Secretary, non-voting); and
5. the Macdonald Campus Student Society Senator (non-voting)

10.3. Meetings & Procedure

Meetings and the procedures of such meetings are conducted in accordance with the Governing Documents.

10.4. Appointment & Term of Student Senators

The Student Senators shall be appointed by the Society in accordance with the Internal Regulations and any applicable requirements of the University. Student Senators' terms shall be for a single year beginning on June 1st and ending on May 31st, unless otherwise required by the University.

10.5. Removal from Office

Any Senator of the Society may be removed from office for impropriety, violation of the provisions of the Governing Documents, delinquency of duties or misappropriation of Society funds by way of a resolution adopted at a meeting of the Legislative Council, by two-thirds (2/3) of the Councillors present.

The Senator against whom a request for removal from office is directed shall be notified of the place, the date, and the time of the meeting of the Legislative Council called to remove them within the same time frame as that provided by the Constitution for the calling of such a meeting. Such Senator shall have the right to attend and to address the meeting or, in a written statement and read by the Speaker, to put forth the reasons why such Senator opposes the proposed removal from office.

10.6. End of Term of Office

The term of office of a Senator shall end in the event of death, resignation, removal from office, or where the Senator ceases to be qualified to be a Senator in accordance with the Constitution or any applicable requirements of the University.

10.7. Replacement and Vacancy

A Senator whose term of office ends in accordance with section 10.6 or who is otherwise removed from office shall be replaced pursuant to the Internal Regulations for a term extending to the expiry of the original term of the Senator so replaced.

The Legislative Council, by a two-thirds (2/3) vote, may choose to appoint a Senator from amongst the Members.

II. OFFICERS

II.1. Officers of the Society

The Officers of the Society shall be the following: the President; the Vice-President (Administration); the Vice-President (Internal Affairs); the Vice-President (External Affairs); the Vice-President (Finance); and the Vice-President (University Affairs).

II.2. Qualifications

All persons who have been Members during the current academic year and are eligible to work in Canada shall be eligible to stand for election as Officers. Officers must maintain their eligibility to work in Canada and their Society Membership throughout their term of office. Officers must further abide by the Governing Documents of the Society.

The following persons shall not be eligible for the office of Officer:

- (i) such persons that have not yet reached the age of majority; and
- (ii) such persons who are under a regime of protective supervision in their respect or by one of the common causes of extinction of obligations provided for by law, such as if such Officer is recognised by a court as having lost the ability to reason, if such Officer becomes bankrupt, suspends their payments or if such Officer makes arrangements with its creditors.

II.3. Election & Hiring

The Officers shall be elected by and from the Members of the Society by way of an Election, with the exception of the Vice-President (Finance), who shall be hired by the Legislative Council, as defined in the Governing Documents. Review of applications and selection of the Vice-President (Finance) will occur during the same months as elections.

II.4. Term of Office

The term of office of each Officer of the Society commences on the first (1st) of June of the year in which they are elected at the Election or hired and terminates on the thirty-first (31st) of May of the following year.

II.5. Resignation

Any Officer may resign from office at any time by forwarding a letter of resignation to the head office of the Society by electronic mail, courier or by registered mail. The resignation shall become effective on the date when the letter of resignation is sent to the Society or on such other date as may be specified in the letter.

II.6. Removal & Suspension from Office

Any Officer may be removed or suspended from office by the Members for impropriety, violation of the provisions of this Constitution or its Internal Regulations, delinquency of duties or misappropriation of Society funds, through the processes outlined in the Governing Documents, which must be ratified by way of a referendum called for this purpose, by a two-thirds (2/3) vote of the Members;

The College of Directors may, upon resolution passed by two-thirds (2/3) of the College of Directors remove an Officer for cause or present an Officer for removal or suspension before the Legislative Council;

The Legislative Council may, remove or suspend an Officer from office upon resolution passed by two-thirds (2/3) vote of the Councillors present;

A General Assembly, called for this purpose, by way of a resolution by a two-thirds (2/3) vote of the Members present may present an Officer for removal via referendum as specified above.

The Officer against whom a request for removal or suspension from office is directed shall be notified of the place, the date, and the time of the General Assembly, Legislative Council, or College of Directors meeting called to remove or suspend them within 48 hours. Such Officer shall have the right to attend and to address the meeting or, in a written statement and read by the Speaker, to put forth the reasons why such Officer opposes the proposed removal or suspension from office.

II.7. End of Term of Office

The term of office of an Officer shall end in the event of death, resignation, removal from office or where the Officer ceases to be qualified to be an Officer in accordance with the Constitution.

II.8. Replacement and Vacancy

An Officer whose term of office ends in accordance with section 10.7 may, at the discretion of the Legislative Council, be replaced pursuant to an application process or a by-election for a term extending to the expiry of

the original term of the Officer so replaced. In the event that the Legislative Council decides to forego said application or by-election, the Office of an Officer whose term of office ends in accordance with section 10.7 shall remain vacant.

Officers, other than the Vice-President (Finance), replaced via an application process do not have voting privileges on the College of Directors, the Legislative Council or the Executive Committee.

II.9. Remuneration and Expenses

The remuneration of Officers shall be fixed by the Legislative Council. The Legislative Council may, by way of resolution, authorise the reimbursement of expenses incurred by Officers in the exercise of their duties.

II.10. Powers and Duties

Except as otherwise provided in the Letters Patent and the Governing Documents, the Legislative Council shall determine the powers of the Officers of the Society. The Officers shall have the powers set out in the Act and those which are inherent in the nature of their office. In case of absence, incapacity, a refusal or failure to act or for any other reason the Legislative Council considers sufficient, the Legislative Council may, exceptionally and for a determinate time period, suspend an Officer's exercise of their powers and privileges or delegate the powers of an Officer to any other Officer.

II.11. President

The President shall exercise the following powers and perform the following duties:

- a) to be the chief executive officer and chief spokesperson of the Society;
- b) to ensure the integrity and longevity of the Society;
- c) to assist, advise, and manage the General Manager and the Vice-Presidents in the duties of their offices;
- d) to liaise with and support the Governance department, enforce the Governing Documents of the Society, and ensure their maintenance;
- e) to call meetings of and set the agenda for the Executive Committee, Legislative Council and the College of Directors;
- f) to manage relations between the Society and the administration of the University, as well as between the Society and the Faculty and School Student Associations;
- g) to act as one of the Society's signing authorities;
- h) to serve as President of the Society's Daycare;
- i) to represent the Members on the University Senate and Board of Governors; and
- j) to have such other duties as are outlined in the Governing Documents or assigned by Council from time to time.

II.12. Vice-President (Administration)

The Vice-President (Administration) shall exercise the following powers and perform the following duties:

- a) to administer the Clubs, Services, and Athletic Groups of the Society;
- b) to maintain relations between the Society and independent student groups;
- c) to keep Council informed as to the use, maintenance and condition of facilities owned or operated by the Society;
- d) to ensure the implementation of the Society's sustainability policies;
- e) to act as the representative of the Society to the S.S.M.U. Daycare Inc.; and
- f) to have such other duties as are outlined in the Governing Documents or assigned by Council from time to time.

II.13. Vice-President (Internal Affairs)

The Vice-President (Internal Affairs) shall exercise the following powers and perform the following duties:

- a) to engage in regular consultation with the Society's Members and support the McGill francophone community;
- b) to coordinate the Society's relations with faculty, school, and other student associations, and to facilitate communication among these groups;
- c) to coordinate events, programming, and services for first year students;
- d) to manage the programming of activities and events of the Society;
- e) to oversee the production of the Society's publications;
- f) to operationalize the Society's commitment to equity, and inclusivity;
- g) to work with the President and the Vice-President (External Affairs) in establishing sponsorships and partnerships between the Society and external organisations;
- h) to manage the Society's communications and student engagement strategy; and
- i) to have such other duties as are outlined in the Governing Documents or assigned by Council from time to time.

II.14. Vice-President (External Affairs)

The Vice-President (External Affairs) shall exercise the following powers and perform the following duties:

- a) to represent the Society and communicate positions and policies taken by the Society to external bodies and agencies;
- b) to lobby federal, provincial, and municipal governments to further the objectives, goals and policies of the Society;
- c) to mobilize students on positions and policies of the Society and assist in the coordination of student-run political campaigns;
- d) to communicate to the Legislative Council relevant external issues which may significantly affect the Society;
- e) to work with the President and the Vice-President (Internal Affairs) in establishing sponsorships and partnerships between the Society and external organisations;
- f) to attend meetings of relevant local, provincial, national or international student groups; and
- g) to have such other duties as are outlined in the Governing Documents or assigned by Council from time to time.

II.15. Vice-President (Finance)

The Vice-President (Finance) shall exercise the following powers and perform the following duties:

- a) to be the chief financial officer and ensure the long-term financial stability of the Society;
- b) to provide the Executive Committee, the Legislative Council and the College of Directors with regular reports on the financial status of the Society;
- c) to develop the annual and revised budget of the Society in a manner consistent with the governing documents of the Society and the priorities set out by the Legislative Council;
- d) to ensure that no individual or group disburses the Society's funds without authorization;
- e) to manage any Society group insurance plan duly approved by the Members, in a manner consistent with the governing documents of the Society;
- f) to act as one of the Society's signing authorities; and
- g) to have such other duties as are outlined in the Governing Documents or assigned by Council from time to time.

II.17. Vice-President (University Affairs)

The Vice-President (University Affairs) shall exercise the following powers and perform the following duties:

- a) to represent the members of the Society on the University Senate;
- b) to coordinate the activities of the Senate Caucus;
- c) to maintain relations between the Society and all levels of the University, with the exception of the Board of Governors;
- d) to recommend to the Legislative Council student representatives for approval to sit on committees and subcommittees of Senate and the University's selection committees;
- e) to coordinate the Society's Indigenous solidarity efforts;
- f) to liaise and collaborate with University staff from Student Services; and
- g) to have such other duties as are outlined in the Governing Documents or assigned by Council from time to time.

I2. THE EXECUTIVE COMMITTEE

I2.1. Functions of the Committee

There shall be a body of the Society called the Executive Committee, which shall serve as caretakers of the Society between meetings of the College of Directors and the Legislative Council, in a manner not inconsistent with the Governing Documents. The Executive Committee shall report on its activities to the Legislative Council at each sitting.

12.2. Composition

The Executive Committee shall be composed of the Officers of the Society. The General Manager shall be an ex-officio and non-voting member of the Executive Committee.

12.3. Meetings

The President or any three (3) other members of the Executive Committee may call meetings of the Executive Committee. Such meetings shall be called by way of a notice sent by electronic mail. The notice of the meeting shall specify the place, the date, and the time of such meeting and shall be distributed at least 24 hours prior to the meeting time, excepting emergencies.

Meetings of the Executive Committee shall be chaired by the President or their delegate on the Executive Committee. All other rules applicable to meetings of the Legislative Council shall apply to meetings of the Executive Committee.

12.4. Quorum

The quorum for a meeting of the Executive Committee shall be a simple majority of the Executive Committee.

12.5. Powers

The Executive Committee shall have all the powers of the Legislative Council between meetings of the Legislative Council that ensure the day-to-day running and operations of the society except for the powers which are expressly reserved for the College of Directors or the Legislative Council to exercise themselves as well as the powers that are reserved in the Governing Documents, or by way of resolution, for the aforementioned bodies. The College of Directors and the Legislative Council may modify, confirm or reverse the decisions of the Executive Committee.

12.6. Speaker

The Executive Committee shall appoint, from among the Members, a Speaker, and may appoint Deputy Speakers from among the Members as it deems necessary. The Speaker shall receive notice of and preside over the General Assembly, meetings of the Legislative Council, meetings of the College of Directors and, where applicable, meetings of the Executive Committee. For greater certainty, the Speaker may not vote or be counted towards the quorum at meetings over which they preside.

12.7. Restriction on Powers

Notwithstanding section 11.5, the Executive Committee may not create or alter the Governing Documents of the Society.

13. GENERAL MANAGER

13.1. Status and Duties

The General Manager shall be an employee of the Society. The General Manager shall exercise the following powers and perform the following duties:

- a) to report to the President and the Executive Committee;
- b) to supervise and manage the staff of the Society;
- c) to act as a representative of the staff for the governing bodies of the Society;
- d) to assist the Executive Committee, the Legislative Council and the College of Directors in the performance of their duties and implementation of their decisions;
- e) to provide input on long-term planning and administrative continuity;
- f) to assist the Vice-President (Finance) in ensuring the long-term financial stability of the Society;
- g) to make emergency decisions when necessary, to be ratified at the next meeting of the Executive Committee;
- h) to have such other duties as are outlined in the Governing Documents or assigned by Council from time to time.

13.2. Hiring

The General Manager shall be selected by the Executive Committee and recommended for approval to the College of Directors.

13.3. Removal from Office

The General Manager of the Society may be removed from office for cause by way of a resolution adopted at a meeting of the College of Directors, by a two-thirds (2/3) vote of the Directors present.

14. GENERAL ASSEMBLY

14.1. General

A General Assembly shall receive and take notice of the annual report of the College of Directors and the Legislative Council, the financial statements of the Society, including the balance sheet and statements of

revenue and expenditures and the report of the auditors, and take notice of, and decide on, any other matter which the General Assembly may legally consider.

A General Assembly may establish, amend or rescind any policy of the Society, but may not alter the following:

- a. the Constitution or Internal Regulations;
- b. membership fees or other financial matters of the Society;
- c. the legal affairs of the Society; and
- d. the composition of the Society's staff.

14.2. Procedures and Calling of the Meetings

There shall be an annual General Assembly held in the months of October and February and shall be conducted as detailed in the Internal Regulations. The Legislative Council and the Members may also call for a Special General Assembly as detailed within the Internal Regulations .

In the event that no motions are validly submitted, the General Assembly in question shall be cancelled.

14.3. Place of Meeting

General Assemblies shall be held at the downtown campus of the University in Montréal, Province of Québec.

14.4. Quorum

Quorum is as detailed in the Internal Regulations of the Society.

The Speaker shall not be counted towards the quorum at the General Assembly.

14.5. Initiation

General Assemblies may be initiated by the Legislative Council or Members, in accordance with the Internal Regulations.

14.6. Special General Assembly

A Special General Assembly is any General Assembly that is not the annually scheduled meeting and all rules and procedures that apply to the annual General Assembly apply to a Special General Assembly.

14.7. Strike General Assembly

A Strike General Assembly is any General Assembly that is called to consider business related to a Society strike and all rules and procedures that apply to the annual General Assembly apply to a Strike General Assembly.

Quorum for a resolution to put the Society on strike shall be five hundred (500) Members of the Society.

14.8. Voting

All Members, except the Speaker, shall be eligible to vote at a General Assembly.

Unless otherwise provided for in the Act, this Constitution, or the Internal Regulations, all questions submitted to the Members shall be decided by a Simple Majority. Voting by proxy shall not be permitted.

14.9. Ratification

Resolutions adopted by the General Assembly that do not pass online ratification shall be null. The quorum for all General Assembly ratifications shall be fifteen percent (15%) of the Members.

The quorum for Strike General Assembly ratification shall be thirty percent (30%) of the Members.

15. REFERENDA

15.1. General

The Society may hold Referenda, on which Members may directly vote on resolutions, in accordance with its Internal Regulations.

15.2. Initiation

Referenda may be initiated by the Legislative Council or Members, in accordance with the Internal Regulations.

15.3. Voting

All Members shall be eligible to vote in a Referendum. Unless otherwise provided for in the Act, this Constitution, or the Internal Regulations, all Referendum questions submitted to the Members shall be decided by a Simple Majority.

15.4. Quorum

The quorum for all Referenda shall be fifteen percent (15%) of the Members.

16. JUDICIAL BOARD

16.1. General

There shall be a body of the Society called the Judicial Board, which shall be a body of the Legislative Council. It shall have authority to adjudicate on matters within its jurisdiction, as set out in the Internal Regulations. Every Member shall have the right to petition the Judicial Board on matters falling within the Judicial Board's jurisdiction.

16.2. Composition

The Judicial Board shall be composed of no less than five (5) Members, appointed by the Nominating Committee from among all of the Members.

No member of the Legislative Council, or executive member of any faculty-level student association, may sit as a member of the Judicial Board.

16.3. Removal

Any member of the Judicial Board may be removed from office for impropriety, violation of the provisions of this Constitution or its Internal Regulations, delinquency of duties or misappropriation of Society funds by way of a resolution adopted at a meeting of the Legislative Council, by a two-thirds (2/3) vote of the Councillors present.

The member of the Judicial Board against whom a request for removal from office is directed shall be notified of the place, the date, and the time of the meeting of the Legislative Council called to remove them within the same time frame as that provided by the Constitution for the calling of such meeting. Such member of the Judicial Board shall have the right to attend and to address the meeting or, in a written statement and read by the Speaker, to put forth the reasons why such member of the Judicial Board opposes the proposed removal from office.

16.4. Vacancies

If any vacancies shall occur on the Judicial Board by reason of death, resignation, removal from office or otherwise, the Legislative Council may, by resolution, fill the vacancy.

16.5. Quorum

The quorum for a meeting of the Judicial Board shall be a simple majority of members of the Judicial Board.

16.6. Procedure

The Judicial Board shall follow the rules of procedure set out in the Governing Documents.

16.7. Term of Office

The term of office of each Justice commences on the first (1st) of June of the year in which they are appointed and terminates on the thirty-first (31st) of May of the following year.

16. PROTECTION OF DIRECTORS, COUNCILLORS, OFFICERS, AND OTHERS

17.1. Standard of Care

Every Director, Councillor, Officer, and member of any committee of the College of Directors or Legislative Council of the Society (for the purposes of this section 16, the “Representative”) in exercising their powers and discharging their duties shall act honestly and in good faith with a view to the best interests of the Society and shall exercise the care, diligence, and skill that a reasonably prudent person would exercise in comparable circumstances. Every Representative shall comply with the Act, the regulations, and all Governing Documents of the Society.

17.2. Conflict of Interest

A Representative shall avoid placing themselves in a position of conflict of interest between their personal interest and that of the Society and they shall declare any conflict of interest per the Society’s governing documents. Any such Representative shall abstain from voting on and participating in, the deliberations on matters pertaining to such conflict of interest.

17.3. Indemnity of Directors, Councillors, and Officers

Subject to the Act, the Society may indemnify a present or former Director, Councillor or Officer of the Society, or another individual who acts or acted at the Society’s request as a Director, Councillor or Officer or in a similar capacity of another entity, against all costs, charges, and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by the individual in respect of any civil, criminal, administrative, investigative or other proceeding in which the individual is involved because of that association with the Society or other entity if:

- a. the individual acted honestly and in good faith with a view to the best interests of the Society or, as the case may be, to the best interests of the other entity for which the individual acted as director or officer or in a similar capacity at the Society's request; and
- b. in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, the individual had reasonable grounds for believing that the individual's conduct was lawful.

The Society may indemnify such person in all such other matters, actions, proceedings, and circumstances as may be permitted by the Act or the law. Nothing in the Constitution shall limit the right of any person entitled to indemnity to claim indemnity apart from the provisions of the Constitution.

17.4. Insurance

Subject to the Act, the Society may purchase and maintain insurance for the benefit of any individual entitled to be indemnified by the Society pursuant to section 16.3 hereof against any liability incurred by the individual

- a. in the individual's capacity as a director or an officer of the Society; or
- b. in the individual's capacity as a Director, Councillor or Officer, or in a similar capacity, of another entity, if the individual acts or acted in that capacity at the Society's request.

17.5. Advances

With respect to the defense by a Director, Councillor, Officer or other individual of any claims, actions, suits or proceedings, whether civil, criminal, administrative, investigative or other proceeding for which the Society is liable to indemnify a Director, Councillor, Officer or other individual pursuant to the terms of the Act, the College of Directors may authorize the Society to advance to the Director, Councillor, Officer or other individual such funds as may be reasonably necessary for the defence of such claims, actions, suits or proceedings upon written notice by the Director, Councillor, Officer or other individual to the Society disclosing the particulars of such claims, actions, suits or proceedings, and requesting such advance. The Director, Councillor, Officer or other individual shall repay the money advanced if the director or officer does not fulfill the conditions set forth in paragraphs 16.3(a) and 16.3(b) of this Constitution.

18. FISCAL YEAR AND AUDITOR

18.1. Fiscal Year

The fiscal year of the Society shall be from the first (1st) of June to the thirty-first (31st) of May of the following year.

18.2. Financial Statements

The financial statements of the Society shall be published annually on the Society's website, no later than the fifteenth (15th) of November of each year, and shall be made available at the main office of the Society. The Society shall not operate at a deficit.

18.3. Auditor

The Auditor shall be appointed by the Members according to the Act at the General Assembly. The remuneration of the Auditor shall be fixed by the College of Directors. No Councillor, Officer or employee of the Society, or associate of a Councillor, Officer or employee may be appointed Auditor. If the Auditor ceases for any reason whatsoever to hold office before the end of its term, the Councillors may fill the vacancy by appointing a replacement to serve the unexpired term.

18.4. Mandate of the Auditor

The Auditor shall complete the audit of the accounts and financial condition of the Society. It shall submit a report to the Members at each annual meeting and confirm that the financial condition is presented in accordance with generally accepted accounting principles.

19. CONTRACTS, BILLS OF EXCHANGE, AND BANKING

19.1. Contracts

In the absence of a decision to the contrary by the College of Directors, deeds, transfers, assignments, contracts, obligations, and other instruments in writing requiring execution by the Society shall be signed by the relevant Officer specified in the Internal Regulations, the Vice-President (Finance), and the General Manager, or such other person or persons as may be determined by the College of Directors. The College of Directors may also authorise, in general or specific terms, any person to sign any document in the name of the Society.

19.2. Bills of Exchange

Cheques or other bills of exchange drawn, accepted or endorsed in the name of the Society shall be signed by any Officer duly authorised by the College of Directors. Any one of such Officers may alone endorse the bills of exchange in the name of the Society, for depositing into the account of the Society or for collection on account of the Society through its bankers. Any one of such authorised Officers may discuss, settle, balance, and certify all account books with the Society's bank and in its name; such executives may also receive all

paid cheques and vouchers and sign all of the bank's forms of settlement of balances and release or verification slips.

19.3. Deposits

The funds of the Society may be deposited to the credit of the Society with one or more banks or financial institutions situated within Canada, as may be determined by the College of Directors.

19.4. Deposits in Surety

The securities of the Society may be deposited in surety with one or more banks or financial institutions situated within Canada, as selected by the Councillors. No securities so deposited may be withdrawn without the written authorisation of the Society signed by a representative duly authorised by the Vice-President (Finance). Such authorisations may be in general or specific terms.

19.5. Securities

A person designated in writing by the College of Directors by way of resolution, is hereby authorized to:

- a. purchase or acquire in any way, shares, securities, bonds or debentures or other securities of the Government of Canada or any province of Canada or any country or political subdivision thereof, or obligations of a municipality, or shares, stocks, bonds, debentures or securities of any company or Society (the "Investments");
- b. execute and deliver receipts evidencing the Society's ownership of the Investments;
- c. where applicable, to exercise any voting rights attached to such Investments in a manner it sees fit; and
- d. sell, assign, dispose of, and deal fairly with the Investments and receive consideration for the sale thereof and perform all transfers or sales required to sell such Investments, or a portion thereof, to the purchaser or purchasers thereof.

All Investments shall be held in the name of the Society.

20. OFFICIAL LANGUAGES OF THE SOCIETY

English and French are the official languages of the Society. Members must use either official language at all meetings and in all documentation of the Society.

21. AMENDMENT OF THE CONSTITUTION

Unless otherwise provided for by law, the Constitution may be amended, superseded, or repealed by way of a Referendum.

22. EFFECTIVE DATE

This Constitution shall come into force when confirmed by way of Referendum of the Members, subject to the provisions of the Act.

Adopted on May 1st, 1999
Amended on April 7, 2000
Amended on May 1, 2005
Amended on October 29, 2006
Amended on March 21, 2007
Amended on March 23, 2010
Amended on April 17, 2012
Amended on November 15, 2013
Amended on February 21, 2015
Amended on February 3, 2016
Amended on March 18, 2016
Amended on April 28, 2016
Amended on March 16, 2017
Amended on November 10, 2017
Amended on March 19, 2021
Amended on November 15, 2021
Amended on March 22, 2025

Bureau du président du conseil de l'AÉUM
SSMU Office of the Speaker

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speaker@ssmu.ca | (514) 398-6800 | ssmu.ca | 3501 rue Peel, Montréal, QC, H3A 1W7



Appendix B : SSMU Constitution (Rough Amendments)

The Constitution of the Students' Society of McGill University

Amended on 2025-03-22



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21. EFFECTIVE DATE

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LAND ACKNOWLEDGEMENT

The SSMU acknowledges that McGill University is situated on the traditional territory of the Haudenosaunee and Anishinaabe nations, a place which has long served as a site of meeting and exchange amongst Indigenous peoples. The SSMU recognizes and respects these nations as the traditional custodians of the lands and waters on which it is located.

PREAMBLE

Service

The Society shall serve as an umbrella organization to coordinate and support the student groups that make up civic life in the McGill community, while providing services to strengthen the educational, cultural, environmental, political, and social conditions of our Members. Made up of undergraduate and professional students of McGill University, the Society shall endeavour to facilitate communication and interaction between all students from all McGill communities. The Society is a central focal point for McGill students and shall provide a wide variety of services to its different constituencies. The Society shall strive to provide excellence and quality of service at all times, and shall continue to enhance the quality and scope of these services.

Representation

The Society shall act as the official voice of its Members and as a liaison between them and the University. The Society shall act in the best interests of its Members as a whole.

Leadership

All of the Society's endeavours shall be undertaken with full respect for human dignity and bodily sovereignty and without discrimination on the basis of irrelevant personal characteristics that include but are not limited to race, national or ethnic origin, colour, religion, sex, gender identification, age, mental or physical disability, language, sexual orientation or social class. The Society commits to demonstrating leadership in matters of human rights, social justice and environmental protection. The Society shall be mindful of the direct and indirect effects that Society businesses and organizations



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have on their social, political, economic, and environmental surroundings. The Society commits itself to groups, programs, and activities that are devoted to the well-being of a group disadvantaged because of irrelevant personal characteristics as outlined above.

1. INTERPRETATION

1.1. Singular and Plural

Words in the singular include the plural and vice versa.

1.2. Precedence

In the event of a contradiction between the Act, the Letters Patent or the Constitution, the Act shall prevail over the Letters Patent and over the Constitution, and the Letters Patent shall prevail over the Constitution. In the event of a contradiction between the Constitution and the Internal Regulations, the Constitution shall prevail over the Internal Regulations.

1.3. Preamble

The Preamble shall serve solely as a mission statement of this Constitution and an articulation of principles and values for the Students' Society of McGill University. As such, the Preamble shall not be interpreted as imposing specific obligations on the Society nor shall it be used as a basis for legal, contractual, or procedural claims.

1.4. Headings

The headings used in the Constitution are for reference purposes only and they shall not be considered in the interpretation of the terms or provisions in the Constitution.

1.5. Language

The Constitution and Internal Regulations shall be made available in both the English and French languages. Both versions shall have equal authority.

1.6. Threshold for Adoption

Except as otherwise stated, any reference herein to a resolution shall mean a resolution adopted by Simple Majority.



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2. DEFINITIONS

In this Constitution and all other Internal Regulations and Policies of the Society, unless the context otherwise requires:

- a. **“Act”** shall mean the Companies Act, R.S.Q., c. C-38, and any amendment hereto, either past or future, and shall include, in particular, any Act or statute which may replace it, in whole or in part; and shall also mean the regulations under the Act, as amended;
- b. **“Board College of Directors”** shall mean the body of the Society made up of all of the Directors;
- c. **“Chief Returning Officer”** shall mean the person appointed by the Society, in accordance with the Internal Regulations, who shall be responsible for the general conduct and execution of Elections and Referenda;
- d. **“Constitution”** shall mean the present Constitution;
- e. **“Councillor”** shall mean the members of the Legislative Council who are not Officers;
- f. **“Director”** shall mean any person holding the office of;
- g. **“Election”** shall refer to the processes through which the Directors, Officers, executive members of the First Year Council, Senators, and Councillors are elected, as set out in the Internal Regulations;
- h. **“Executive Committee”** shall refer to the body of the Society established in accordance with section 11 of the Constitution;
- i. **“General Assembly”** shall refer to the body of the Society, established in accordance with section 13 of the Constitution;
- j. **“General Manager”** shall refer to the employee of the Society described at section 12 of the Constitution;
- k. **“Governing Documents”** shall refer to the Constitution, the Internal Regulations, all Policies and Plans of the Society, the Position Book, and the Society’s Protocols.
- l. **“Internal Regulations”** shall mean any Internal Regulations of the Society adopted in accordance with the Constitution and the Act;
- m. **“Judicial Board”** shall refer to the body of the Society, established in accordance with section 15 of the Constitution;
- n. **“Legislative Council”** shall refer to the body of the Society, established in accordance with section 8 of the Constitution;
- o. **“Letters Patent”** shall mean the Letters Patent incorporating the Society, issued pursuant to the Act, obtained on June 1st 2007 from the Province of Québec;
- p. **“Member”** shall mean any person satisfying the requirements for membership to the Society in accordance with section 5 of the Constitution;



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- q. **“Nominating Committee”** shall refer to the committee of the Board of Directors established in accordance with the Internal Regulations;
- r. **“Officer”** shall include any person elected to any position created under section 10.1 of the Constitution;
- s. **“Policy” “Policy”** shall mean a long-term governing document of the Society, as may be adopted in accordance with the Constitution and the Internal Regulations;
- t. **“Referendum”** shall refer to the process through which Members vote on a particular question, as set out in the Internal Regulations;
- u. **“Simple Majority”** shall mean over fifty percent (50%) of the votes cast on any motion at a meeting of the Legislative Council, Board of Directors, any committee meeting, or at a General Assembly;
- v. **“Senate Caucus”** shall refer to the body of the Society established in accordance with section 10 of the Constitution;
- w. **“Society” and “S.S.M.U.”** shall mean the Student's Society of McGill University/l'Association Étudiante de l'Université McGill, the corporation duly incorporated pursuant to the laws of the Province of Québec pursuant to the Act, and accredited as a student association pursuant to the Act Respecting the Accreditation and Financing of Students' Associations, CQLR c A-3.01;
- x. **“Speaker”** shall refer to the speaker of the Society, as set out at section 11.6 of the Constitution;
- y. **“Special General Assembly”** shall mean a General Assembly that is not normally scheduled; and
- z. **“University”** shall mean the Royal Institution for the Advancement of Learning/McGill University.

3. HEAD OFFICE

3.1. Head Office

The head office of the Society shall be located in the City of Montréal, in the Province of Québec, Canada.

4. BOOKS AND REGISTERS

4.1. Books and Registers

The Society shall adopt one (1) or more books in which the following documents are to be kept:



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- a. A copy of the Letters Patent of the Society;
- b. The Constitution and the Internal Regulations and any amendments thereto;
- c. The minutes of all proceedings of each General Assembly, meetings of the **Legislative Councillors and meetings of other committees established by the Legislative Council**, meetings of the Executive Committee, Meetings of the Board of Directors and meetings of other committees established by the Board of Directors; and
- d. A register of the persons who are or have been Officers, members of the Board of Directors, and/or of the Legislative Council, indicating the name and address of each one of them as well as the date of the commencement and, as the case may be, of the end of their term of office.

4.2. Safekeeping

The book(s) shall be kept by the General Manager at the head office of the Society ~~or at any other place determined by the Board of Directors.~~

5. MEMBERSHIP

5.1. Membership

All students registered at McGill University shall be Members, except for the following:

- a. students registered in the Faculty of Agricultural and Environmental Sciences;
- b. students registered at the Centre for Continuing Education;
- c. students registered in graduate programs; and
- d. students who are also full-time members of the teaching staff.

5.2. Membership Fees

All Members shall pay a membership fee, as adopted by way of a Referendum in accordance with the Act respecting the accreditation and financing of students' associations and subject to the provisions governing membership fees set forth in the Internal Regulations.



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6. College of Directors ~~BOARD OF DIRECTORS~~

6.1. Powers

The ~~College of Directors~~ ~~Board of Directors~~ shall supervise the management and ~~administer the business and affairs of the Society and shall~~ exercise all of the powers of the Society, except for those which the Act expressly reserves to the Members, the whole subject to the provisions of the Act, ~~and the Governing Documents of the Society~~ ~~the Constitution and the Internal Regulations~~.

In making any decisions or taking any actions on behalf of the Society, the ~~College of Directors~~ ~~Board of Directors~~ shall consider, ~~where applicable and appropriate~~, any recommendation in respect thereof provided by the Legislative Council.

6.2. Composition

The Society shall be ~~facilitated~~ ~~managed~~ by a ~~College of Directors~~ ~~Board of Directors~~ composed of twelve (12) ~~voting~~ ~~elected~~ Directors, ~~the General Manager~~, and two Director Emeriti. Subject to Section 6.3 hereof, the Board of Directors shall be composed of:

- a. the President (ex-officio);
- b. the Vice-President (Finance) (ex-officio);
- c. one (1) elected member appointed by the Arts Undergraduate Society of McGill University (ex-officio);
- d. one (1) elected member appointed by the Dentistry Students' Society of McGill University (ex-officio);
- e. one (1) elected member appointed by the Education Undergraduate Society of McGill University (ex-officio);
- f. one (1) elected member appointed by the Engineering Undergraduate Society of McGill University (ex-officio);
- g. one (1) elected member appointed by the Law Student Association of McGill University (ex-officio);
- h. one (1) elected member appointed by the Management Undergraduate Society of McGill University (ex-officio);
- i. one (1) elected member appointed by the Medicine Students' Society of McGill University (ex-officio);
- j. one (1) elected member appointed by the Music Undergraduate Student Association of McGill University (ex-officio);



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- k. one (1) elected member appointed by the Nursing Undergraduate Society of McGill University (ex-officio);
- l. one (1) elected member appointed by the Science Undergraduate Society of McGill University (ex-officio);
- m. the General Manager (ex-officio, non-voting); and
- n. two (2) Director Emeriti (non-voting).
- o. ~~the Vice President (Finance);~~
- p. ~~two additional Officers as determined by the Legislative Council; and~~
- q. ~~eight (8) Members, who are not Officers;~~

~~Notwithstanding paragraphs 6.2(a) through 6.2(d) above, in the event that one or more Officers holding ex-officio seats on the Board of Directors do not meet the requirements provided for in Section 6.3 hereof, their seat shall be filled by another Officer. In the event that fewer than four (4) Officers meet the requirements, the number of Members who shall sit on the Board of Directors shall be increased by an amount equal to the number of Officers not meeting the requirements set out in Section 6.3 hereof.~~

~~No more than eight (8) members of the Legislative Council may serve on the Board of Directors at any given time.~~

~~The General Manager shall be an ex officio and non voting member of the Board of Directors.~~

6.3. Qualifications

The following persons shall not be eligible for the office of Director: (i) such persons who have not yet reached the age of majority; (ii) such persons who are not qualified to be a Director due to the institution of a regime of protective supervision in their respect or by one of the common causes of extinction of obligations provided for by law, such as if such person is recognized by a court as having lost the ability to reason, if such person becomes bankrupt, suspends their payments or if such person makes arrangements with their creditors; (iii) such persons who do not possess Canadian citizenship or permanent resident status; and (iv) such persons ~~who that are not neither~~ Members ~~nor Officers~~.

~~A Councillor who is nominated by the Legislative Council to the Board of Directors in accordance with Section 6.4 hereof, and whose appointment is subsequently ratified by the Members of the Society in accordance with Section 6.5 hereof, but later ceases to be a member of the Legislative Council shall remain eligible for the office of Director provided that such Councillor meets the other qualifications outlined in Section 6 of the Constitution.~~

~~All Directors must be elected by the SSMU membership.~~



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6.4. Selection of Director Emeriti Board Members

The Nominating Committee shall solicit, through an application process, and nominate ~~two four (24)~~ individuals who were previously in any position between 6.2(a) and 6.2(l) in the preceding year, to the College of Directors to serve as Director Emeriti Members who are not members of the Legislative Council to the Board of Directors, in accordance with Section 6.2 hereof.

~~The Legislative Council shall nominate four (4) members of the Legislative Council, who are not Officers, to the Board of Directors, in accordance with Section 6.2 hereof.~~

6.5. Ratification

~~The nomination of Directors in accordance with Section 6.4 shall be submitted for ratification by the Members of the Society by way of Referendum or approved by the General Assembly, the whole in accordance with sections 6.2 and 6.3 hereof. The Legislative Council shall nominate four (4) members of the Legislative Council, who are not Officers, to the Board of Directors, in accordance with Section 6.2 hereof.~~

~~The Legislative Council shall nominate the Officer(s) to the Board of Directors, the whole subject to Section 6.2 hereof.~~

6.6. Terms of Office

The term of office of each Director, ~~with the exception of Officers, of the Society~~ shall commence on the ~~first fifteenth (1st 15th)~~ of ~~June~~ November of the year in which they are elected ~~to the Board of Directors~~ and terminates on the ~~thirty-first fourteenth (31st 14th)~~ of ~~May~~ November of the following year.

~~The term of office for each Director who is an Officer shall commence on the first (1st) of June of the year in which they are elected to office and terminates on the thirty-first (31st) of May of the following year.~~

6.7. Resignation

Any Director may resign from office at any time by forwarding a letter of resignation to the head office of the Society by electronic mail, courier or by registered mail. The resignation shall become effective on the date when the letter of resignation is sent to the Society or on such other date as may be specified in the letter.



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6.8. Removal from Office

Any Director, excepting Officers, may be removed from office for impropriety, violation of the provisions of ~~the Governing Documents this Constitution or its Internal Regulations~~, delinquency of duties or misappropriation of Society funds by way of a resolution adopted at a meeting of the ~~College of Directors, the Legislative Council or by Referendum~~ ~~Board of Directors~~, by a two-thirds (2/3) vote of the Directors ~~or Councillors or Members~~ present.

The Director against whom a request for removal from office is directed shall be notified of the place, the date, and the time of the meeting of the ~~Board~~ ~~College~~ of Directors ~~or the Legislative Council~~ called to remove them within the same time frame as that provided by the Constitution for the calling of such a meeting of the ~~College of Directors or the Legislative Council~~ ~~Board~~ of Directors. Such Director shall have the right to attend and to address the meeting or, in a written statement read by the Speaker, to put forth the reasons why such Director opposes the proposed removal from office. Such Director shall not have the right to vote on their own removal.

6.9. End of Term of Office

The term of office of a Director shall end in the event of death, resignation, removal from office or where the Director ceases to be qualified to be a Director in accordance with the Constitution.

6.10. Replacement and Vacancy

A Director, ~~that is not an officer~~, whose term of office ends in accordance with section 6.9 shall be replaced, from among the Members, by ~~the constituency they were appointed by~~ ~~a resolution of the Board of Directors~~ for a term extending to the expiry of the original term of the Director so replaced. ~~Where the members of the Board of Directors number fewer than seven (7) individuals following vacancies, the Board of Directors shall no longer be able to meet or act and the vacancies shall be filled by a nomination and ratification in accordance with section 6.4 hereof.~~

6.11. Remuneration and Expenses

Directors shall receive no remuneration with respect to their duties. ~~The College of Directors~~ ~~The Board of Directors~~ may, by way of resolution, authorise the reimbursement of expenses incurred by Directors in the exercise of their duties.



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6.12. Committees

The Board of Directors may, by way of resolution, create permanent committees and ad-hoc committees, as necessary, which shall have powers and responsibilities as determined by the Board of Directors. Those persons appointed or elected to these committees need not be Directors nor members of the Legislative Council. Those persons who are members of such additional committees shall not be remunerated for their services; however, the Board of Directors may, by way of resolution, authorize the reimbursement of expenses incurred by committees in the exercise of their functions.

6.13. International Student Representative

~~Subject to ratification by the Board of Directors, the Nominating Committee shall solicit, through an application process, and nominate the International Student Representative.~~

~~The International Student Representative may, at the invitation of the Board of Directors, attend meetings of the Board of Directors as a guest. The International Student Representative shall not have the right to vote or be counted for the purposes of establishing quorum at the meetings of the Board of Directors. For greater certainty, the International Student Representative is not a Director.~~

7. Meetings of the College of Directors ~~Board of Directors~~

7.1. Calling of Meetings

The College of Directors shall meet once during each of the months of June, July, August, September, November, January, March and May. ~~The Directors shall use their best efforts to ensure that there shall be no fewer than six (6) meetings of the Board of Directors per year. The President or any four (4) Directors may call a meeting of the Board of Directors.~~ Such meetings shall be called by way of a notice sent by electronic mail. The notice of the meeting shall specify the place, the date, and the time of such meeting and shall be distributed at least 48 hours prior to the meeting time, excepting emergencies.

The President or any four (4) Directors may call an emergency meeting of the College of Directors.

Members who are not members of the **College of Directors** ~~Board of Directors~~ shall receive notice of and be permitted to attend meetings of the **College of Directors** ~~Board of Directors~~, with the exception of confidential sessions. ~~However, they shall not have the right to vote and shall not be counted towards the quorum at meetings of the Board of Directors.~~



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7.2. Participation By Way of Electronic Means

A Director may participate in a meeting of the **College of Directors** ~~Board of Directors~~ by way of electronic means, such as a telephone or teleconference, which enables such Director to hear and communicate well with the other Directors. In such a case, the Director shall be deemed to have attended the meeting.

7.3. Place of Meetings

Meetings of the **College of Directors** ~~Board of Directors~~ shall be held in Montréal, Province of Québec.

7.4. Quorum and Procedure

The quorum for the meetings of the **College of Directors** ~~Board of Directors~~ shall be a Simple Majority of the voting Directors. ~~Where, following the commencement of a meeting, less than a majority of the voting Directors are present during any time, the meeting of the Board of Directors shall be adjourned as of such time and the procedure set forth in section 7.8 shall apply. Meetings of the Board of Directors shall be conducted according to the most recent edition of Robert's Rules of Order.~~

With respect to any point or procedure not covered by the S.S.M.U's Governing Documents or the Standing Rules of the College of Directors, reference will be had to the most recent edition of Robert's Rules of Order.

If the said edition does not address the point in question, then the decision will rest with the Chair, provided that the Chair's decision may be overruled on a motion supported by the vote of the majority of those present. No persons who do not otherwise serve on the Board of Directors shall be counted towards the quorum at meetings of the Board of Directors.

7.5. Vote

Each 6.2(a) through 6.2(l) member of the Board of Directors shall have ~~has~~ the right to one (1) vote and all **motions** ~~questions~~ submitted to the **College of Directors** ~~Board of Directors~~ shall be decided by Simple Majority, unless otherwise required by the **Governing Documents** ~~Constitution or the Internal Regulations~~.

~~No persons who do not otherwise serve on the Board of Directors shall have the right to vote at meetings of the Board of Directors.~~



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7.6. Resolution in Writing

A resolution in writing, signed outside a meeting by two-thirds (2/3) of all Directors, is as valid as if it had been passed at a meeting of the **College of Directors** **Board of Directors**.

7.7. Waiver of Notice

~~Any Director may, in writing or by any other electronic means capable of being read and printed, and addressed to the head office of the Society, waive their right to receive notice of a meeting of the Board of Directors or of a change in the notice or even the holding of such meeting; such waiver may be given validly before, during or after the meeting in question. The attendance of a Director at the meeting, in itself, shall constitute a waiver, except where such Director indicates that they are attending the meeting for the express purpose of objecting to the proceedings because, among other reasons, the meeting was not validly called.~~

7.8. Adjournment

~~The Speaker may, with the consent of the Directors in attendance at a meeting of the Board of Directors, adjourn any meeting of the Directors to another date and place that the Speaker chooses, without having to give further notice to the Directors. At the continuance of the meeting, the Directors may validly decide on any matter which was not settled at the original meeting, provided a quorum is present. The Directors who constituted the quorum at the original meeting need not be those constituting the quorum at the continuance of the meeting. If a quorum does not exist at the continuance of the meeting, the meeting shall be deemed to have terminated with the previous meeting, or when the adjournment was pronounced at the previous meeting.~~

8. The Legislative Council

8.1. Powers

The Legislative Council shall have all the powers of the College of Directors between meetings of the College of Directors, except for the powers which, under the Act, the College of Directors is obligated to exercise themselves as well as the powers that are expressly reserved in the Governing Documents or by way of resolution for the College of Directors. The Legislative Council shall report on its activities to the College of Directors at each sitting, which shall include the report of the Executive Committee and of Senate Caucus. The representative and political body of the Society shall be known as the Legislative Council.



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8.2. Composition

The Legislative Council shall be composed of:

- a. the **President, (ex-officio) Officers**;
- b. the **Vice-President (University Affairs), (ex-officio)**;
- c. the **Vice-President (Finance), (ex-officio)**;
- d. the **Vice-President (Internal Affairs), (ex-officio)**;
- e. the **Vice-President (External Affairs), (ex-officio)**;
- f. the **Vice-President (Clubs & Services), (ex-officio)**;
- g. one (1) **Representative Councillor** appointed by each faculty or school, if that school is not already represented by a faculty-level student association, for every two thousand (2000) students or part thereof to a maximum of four (4) councillors in accordance with the procedures set out by that constituency;
- h. one (1) **Representative Councillor** appointed by students of the Interfaculty of Arts and Science in accordance with the procedures set out by that constituency;
- i. two (2) **Representatives Councillors** appointed by the Society's Clubs in accordance with the Internal Regulations;
- j. one (1) **Representative Councillor** appointed by the Society's Services in accordance with the Internal Regulations;
- k. two (2) **Representatives Councillors** appointed by the undergraduate student members of the Senate, excluding the President and Vice-President (University Affairs);
- l. one (1) **Representative Councillor** appointed by students living in McGill residences in accordance with the procedures set out by that constituency;
- m. one (1) **Representative Councillor** appointed by the Students' Athletics Council in accordance with the procedures set out by that constituency;
- n. one (1) **Representative Councillor** from the S.S.M.U. First Year Council in accordance with the procedures set out by that constituency;
- o. one (1) **Representative Councillor** appointed by the students of the McGill School of Environment in accordance with the procedures set out by that constituency;
- p. one (1) **Representative appointed by the students of the McGill School of Social Work in accordance with the procedures set out by that constituency**;
- q. one (1) **Representative Councillor** representing students enrolled at Campus Outaouais in one of the following programs: (i) MDCM program of the Faculty of Medicine; or (ii) Med-P (Preparatory Program) of the Faculty of Science in accordance with the procedures set out by that constituency;
- r. one (1) **Representative appointed by the MacDonald Campus Student Society in accordance with the procedures set out by that constituency (non-voting); and**



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s. the General Manager (ex-officio, non-voting), ~~who shall be an ex officio member of the Legislative Council and who shall not have the right to vote.~~

8.3. Qualifications

All Members shall be eligible **to be for appointment** as a Councillor.

No Member may hold more than one position on the Legislative Council.

8.4. Term of Office

The term of office of each Councillor of the Society commences on the first (1st) of June of the year in which they are appointed and terminated on the thirty-first (31st) of May of the following year.

8.5. Resignation

Any Councillor may resign from office at any time by forwarding a letter of resignation to the head office of the Society by electronic mail, courier or by registered mail. The resignation shall become effective on the date when the letter of resignation is sent to the Society or on such other date as may be specified in the letter.

8.6. Removal from Office

Any Councillor of the Society may be removed from office for impropriety, violation of the provisions of **the Governing Documents** ~~this Constitution or its Internal Regulations~~, delinquency of duties or misappropriation of Society funds by way of a resolution adopted at a meeting of the Legislative Council, by two-thirds (2/3) of the Councillors present, ~~and subsequently ratified by the Board of Directors.~~

The Councillor against whom a request for removal from office is directed shall be notified of the place, the date, and the time of the meeting of the Legislative Council called to remove them within the same time frame as that provided by the Constitution for the calling of such a meeting. Such Councillor shall have the right to attend and to address the meeting or, in a written statement and read by the Speaker, to put forth the reasons why such Councillor opposes the proposed removal from office. Such Councillor shall not have the right to vote on their own removal.

8.7. End of Term of Office

The term of office of a Councillor shall end in the event of death, resignation, removal from office, or where the Councillor ceases to be qualified to be a Councillor in accordance with the Constitution.



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8.8. Replacement and Vacancy

A Councillor whose term of office ends in accordance with section 8.7 or who is otherwise removed from office by the relevant appointing body shall be replaced pursuant to **the relevant's body's regulations** ~~an appointment by the relevant appointing body~~ for a term extending to the expiry of the original term of the Councillor so replaced.

8.9. Remuneration and Expenses

Councillors shall receive no remuneration with respect to their duties. The **Legislative Council Board of Directors** may, by way of resolution, authorise the reimbursement of expenses incurred by Councillors in the exercise of their duties.

8.10. Committees

The Legislative Council may, by way of resolution, create permanent committees and ad-hoc committees, as necessary, which shall have the powers and responsibilities as determined by the Legislative Council. Those persons appointed or elected to these committees need not be Directors or members of the Legislative Council. Those persons who are members of such additional committees shall not be remunerated for their services, however, the Legislative Council may, by way of resolution, authorize the reimbursement of expenses incurred by committees in the exercise of their functions. All such committees shall provide regular reports to the Legislative Council.

9. MEETINGS OF THE LEGISLATIVE COUNCIL

9.1. Calling of Meetings

The President or any eight (8) **voting** members of the Legislative Council may call a meeting of the Legislative Council. Such meetings shall be called by way of a notice sent by electronic mail. The notice of the meeting shall specify the place, the date, and the time of such meeting and shall be distributed at least 48 hours prior to the meeting time, excepting emergencies.

Members who are not members of the Legislative Council shall receive notice and be permitted to attend meetings of the Legislative Council, ~~however they shall not have the right to vote and shall not be counted towards the quorum at meetings of the Legislative Council.~~



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9.2. Participation By Way of Electronic Means

A member of the Legislative Council may, under exceptional circumstances, participate in a meeting of the Legislative Council by way of electronic means, such as a telephone or teleconference, which enables such member of the Legislative Council to hear and communicate well with the other members of the Legislative Council. In such a case, the member of the Legislative Council shall be deemed to have attended the meeting.

9.3. Place of Meetings

Meetings of the Legislative Council shall be held in Montréal, Province of Québec.

9.4. Quorum and Procedure

The quorum for the meetings of the Legislative Council shall be a Simple Majority of the voting members of the Legislative Council. ~~Where, following the commencement of a meeting, less than a majority of the voting members of the Legislative Council are present during any time, the meeting of the Legislative Council shall be adjourned as of such time and the procedure set forth in section 9.7 shall apply. Meetings of the Legislative Council shall be conducted according to the most recent edition of Robert's Rules of Order.~~

With respect to any point or procedure not covered by the S.S.M.U's Governing Documents or the Standing Rules of Legislative Council, reference will be had to the most recent edition of Robert's Rules of Order.

If the said edition does not address the point in question, then the decision will rest with the Chair, provided that the Chair's decision may be overruled on a motion supported by the vote of the majority of those present. No persons who do not otherwise serve on the Legislative Council shall be counted towards the quorum at meetings of the Legislative Council.

9.5. Vote

Each member of the Legislative Council has the right to one (1) vote and all questions submitted to the Legislative Council shall be decided by Simple Majority, unless otherwise provided for in the Constitution or the Internal Regulations.

No persons who ~~are not Councillors do not otherwise serve on the Legislative Council~~ shall have the right to vote at meetings of the Legislative Council.



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9.6. Waiver of Notice

~~Any Councillor may, in writing or by any other electronic means capable of being read and printed, and addressed to the head office of the Society, waive their right to receive notice of a meeting of the Legislative Council or of a change in the notice or even the holding of such meeting; such waiver may be given validly before, during or after the meeting in question. The attendance of a Councillor at the meeting, in itself, shall constitute a waiver, except where such Councillor indicates that they are attending the meeting for the express purpose of objecting to the proceedings because, among other reasons, the meeting was not validly called.~~

9.7. Adjournment

~~The Speaker may, with the consent of the Councillors in attendance at a meeting of the Legislative Council, adjourn any meeting of the Councillors to another date and place that the Speaker chooses, without having to give further notice to the Councillors. At the continuance of the meeting, the Councillors may validly decide on any matter which was not settled at the original meeting, provided a quorum is present. The Councillors who constituted the quorum at the original meeting need not be those constituting the quorum at the continuance of the meeting. If a quorum does not exist at the continuance of the meeting, the meeting shall be deemed to have terminated with the previous meeting, or when the adjournment was pronounced at the previous meeting.~~

10. Senate Caucus

10.1. Functions & Reporting

There shall be a body of the Society called the Senate Caucus that abides by the Governing Documents of the Society. During meetings the Student Senators shall review Senate documents; generate questions for upcoming Senate meetings; provide updates on University Committees on which they sit; and discuss issues before Senate and how to move forward on them.

The Caucus shall report on their activities to the Legislative Council, at minimum, once a month during the Fall and Winter semesters.

10.2. Composition

1. the Vice-President (University Affairs), (chair, ex-officio);
2. the President, (vice-chair, ex-officio)



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3. eleven (11) Student Senators;
4. the Secretary General (University Affairs) (Secretary, non-voting); and
5. the Macdonald Campus Student Society Senator (non-voting)

10.3. Meetings & Procedure

Meetings and the procedures of such meetings are conducted in accordance with the Governing Documents.

10.4. Appointment & Term of Student Senators

The Student Senators shall be appointed by the Society in accordance with the Internal Regulations and any applicable requirements of the University. Student Senators' terms shall be for a single year beginning on June 1st and ending on May 31st, unless otherwise required by the University.

10.5. Removal from Office

Any Senator of the Society may be removed from office for impropriety, violation of the provisions of the Governing Documents, delinquency of duties or misappropriation of Society funds by way of a resolution adopted at a meeting of the Legislative Council, by two-thirds (2/3) of the Councillors present.

The Senator against whom a request for removal from office is directed shall be notified of the place, the date, and the time of the meeting of the Legislative Council called to remove them within the same time frame as that provided by the Constitution for the calling of such a meeting. Such Senator shall have the right to attend and to address the meeting or, in a written statement and read by the Speaker, to put forth the reasons why such Senator opposes the proposed removal from office.

10.6. End of Term of Office

The term of office of a Senator shall end in the event of death, resignation, removal from office, or where the Senator ceases to be qualified to be a Senator in accordance with the Constitution or any applicable requirements of the University.



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10.7. Replacement and Vacancy

A Senator whose term of office ends in accordance with section 10.6 or who is otherwise removed from office shall be replaced pursuant to the Internal Regulations for a term extending to the expiry of the original term of the Senator so replaced.

The Legislative Council, by a two-thirds ($\frac{2}{3}$) vote, may choose to appoint a Senator from amongst the Members.

10. OFFICERS

10.1. Officers of the Society

The Officers of the Society shall be the following: the President; the Vice-President (Clubs and Services); the Vice-President (Internal Affairs); the Vice-President (External Affairs); the Vice-President (Finance); and the Vice-President (University Affairs).

10.2. Qualifications

All persons who have been Members during the current academic year and are eligible to work in Canada shall be eligible to stand for election as Officers. Officers must maintain their eligibility to work in Canada **and their Society Membership** throughout their term of office. **Officers must further abide by the Governing Documents of the Society.**

The following persons shall not be eligible for the office of Officer:

- (i) such persons that have not yet reached the age of majority; and
- (ii) such persons who **are under** ~~are not qualified to be an Officer due to the institution of~~ a regime of protective supervision in their respect or by one of the common causes of extinction of obligations provided for by law, such as if such Officer is recognised by a court as having lost the ability to reason, if such Officer becomes bankrupt, suspends their payments or if such Officer makes arrangements with its creditors.

10.3. Election & Hiring

The Officers shall be elected by and from the Members of the Society by way of an Election, with the exception of the Vice-President (Finance), who shall be hired by the **Legislative Council, as defined in**



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the Governing Documents Board of Directors. Review of applications and selection of the Vice-President (Finance) will occur during the same months as elections, ~~unless there is a vacancy that necessitates the hiring of a new Vice President (Finance) through the regular one year term.~~

10.4. Term of Office

The term of office of each Officer of the Society commences on the first (1st) of June of the year in which they are elected at the Election or hired and terminates on the thirty-first (31st) of May of the following year.

10.5. Resignation

Any Officer may resign from office at any time by forwarding a letter of resignation to the head office of the Society by electronic mail, courier or by registered mail. The resignation shall become effective on the date when the letter of resignation is sent to the Society or on such other date as may be specified in the letter.

10.6. Removal & Suspension from Office

Any Officer may be removed **or suspended** from office by the Members for impropriety, violation of the provisions of this Constitution or its Internal Regulations, delinquency of duties or misappropriation of Society funds, **through the processes outlined in the Governing Documents, which must be ratified by way of a referendum resolution adopted at a General Assembly** called for this purpose, by a two-thirds (2/3) vote of the Members present.

The **College Board** of Directors may, upon resolution passed by two-thirds (2/3) of the **College Board** of Directors **remove an Officer for cause or** present an Officer for removal **or suspension** before the **Legislative Council** **Members in accordance with the previous sentence;**

The Legislative Council may, remove or suspend an Officer from office upon resolution passed by (two-thirds (2/3) vote of the Councillors present;

A General Assembly, called for this purpose, by way of a resolution by a two-thirds (2/3) vote of the Members present may present an Officer for removal via referendum as specified above.

The Officer against whom a request for removal **or suspension** from office is directed shall be notified of the place, the date, and the time of the General Assembly, **Legislative Council, or College of Directors meeting** called to remove **or suspend** them within **48 hours the same time frame as that provided by the Constitution for the calling of such meetings** General Assembly. Such Officer shall



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have the right to attend and to address the meeting or, in a written statement and read by the Speaker, to put forth the reasons why such Officer opposes the proposed removal **or suspension** from office.

10.7. End of Term of Office

The term of office of an Officer shall end in the event of death, resignation, removal from office or where the Officer ceases to be qualified to be an Officer in accordance with the Constitution.

10.8. Replacement and Vacancy

An Officer whose term of office ends in accordance with section 10.7 may, at the discretion of the **Legislative Council Officers**, be replaced pursuant to an **application process or a by-election** for a term extending to the expiry of the original term of the Officer so replaced. In the event that the **Legislative Council Officers** decide to forego said **application or by-election**, the Office of an Officer whose term of office ends in accordance with section 10.7 ~~shall~~ ~~may~~ remain vacant, ~~subject to the various requirements for quorum throughout this Constitution.~~

Officers, other than the Vice-President (Finance), replaced via an application process do not have voting privileges on the College of Directors, the Legislative Council or the Executive Committee.

10.9. Remuneration and Expenses

The remuneration of Officers shall be fixed by the **Legislative Council Board of Directors**. The **Legislative Council** ~~Board of Directors~~ may, by way of resolution, authorise the reimbursement of expenses incurred by Officers in the exercise of their duties.

10.10. Powers and Duties

Except as otherwise provided in the Letters Patent and the **Governing Documents Constitution**, the **Legislative Council Board of Directors** shall determine the powers of the Officers of the Society. ~~The members of the Board of Directors may delegate all of their powers to the Officers, except for the powers which the members of the Board of Directors are required to exercise themselves or those requiring the approval of the Members of the Society.~~ The Officers shall ~~also~~ have the powers set out in the Act and those which are inherent in the nature of their office. In case of absence, incapacity, a refusal or failure to act or for any other reason the **Legislative Council Board of Directors** considers sufficient, the **Legislative Council Board of Directors** may, exceptionally and for a determinate time period, suspend an Officer's exercise of their powers and privileges or delegate the powers of an Officer to any other Officer.



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10.11. President

The President shall exercise the following powers and perform the following duties: ~~to be the chief officer and chief spokesperson of the Society; to ensure the long-term integrity of the Society; to enforce the Constitution and Internal Regulations of the Society and ensure the maintenance of the governance documents; to chair and coordinate the activities of the Executive Committee; to manage the Society's human resources; to call meetings of and set the agenda for the Legislative Council and the Board of Directors; to manage relations between the Society and the administration of McGill University; and to represent the Members on the University Senate and Board of Governors.~~

- a) to be the chief executive officer and chief spokesperson of the Society;
- b) to ensure the integrity and longevity of the Society;
- c) to assist, advise, and manage the General Manager and the Vice-Presidents in the duties of their offices;
- d) to liaise with and support the Governance department, enforce the Governing Documents of the Society, and ensure their maintenance;
- e) to call meetings of and set the agenda for the Executive Committee, Legislative Council and the College of Directors;
- f) to manage relations between the Society and the administration of the University, as well as between the Society and the Faculty and School Student Associations;
- g) to act as one of the Society's signing authorities;
- h) to serve as President of the Society's Daycare;
- i) to represent the Members on the University Senate and Board of Governors; and
- j) to have such other duties as are outlined in the Governing Documents or assigned by Council from time to time.

10.12. Vice-President (Administration Clubs and Services)

The Vice-President (Administration Clubs and Services) shall exercise the following powers and perform the following duties: ~~to manage relations between the Society and its clubs and services; to maintain relations between the Society and independent student groups; to coordinate events, programming, and resources to support the Society's student groups; to manage the Society's mental health initiatives; and to liaise and collaborate with University staff from Student Services.~~

- a) to administer the Clubs, Services, and Athletic Groups of the Society;
- b) to maintain relations between the Society and independent student groups;
- c) to keep Council informed as to the use, maintenance and condition of facilities owned or operated by the Society;
- d) to ensure the implementation of the Society's sustainability policies;
- e) to act as the representative of the Society to the S.S.M.U. Daycare Inc.; and



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- f) to have such other duties as are outlined in the Governing Documents or assigned by Council from time to time.

10.13. Vice-President (Internal Affairs)

The Vice-President (Internal Affairs) shall exercise the following powers and perform the following duties: ~~to engage in regular consultation with the Society's Members; to coordinate the Society's relations with faculty, school, and other student associations, and to facilitate communication among these groups; to coordinate events, programming, and services for first year students; to manage the programming of activities and events of the Society; to oversee the production of the Society's publications; and to manage the Society's communications and student engagement strategy.~~

- a) to engage in regular consultation with the Society's Members and support the McGill francophone community;
- b) to coordinate the Society's relations with faculty, school, and other student associations, and to facilitate communication among these groups;
- c) to coordinate events, programming, and services for first year students;
- d) to manage the programming of activities and events of the Society;
- e) to oversee the production of the Society's publications;
- f) to operationalize the Society's commitment to equity, and inclusivity;
- g) to work with the President and the Vice-President (External Affairs) in establishing sponsorships and partnerships between the Society and external organisations;
- h) to manage the Society's communications and student engagement strategy; and
- i) to have such other duties as are outlined in the Governing Documents or assigned by Council from time to time.

10.14. Vice-President (External Affairs)

The Vice-President (External Affairs) shall exercise the following powers and perform the following duties: ~~to represent the Society and communicate positions and Policy taken by the Society to external bodies and agencies; to lobby federal, provincial, and municipal governments to further the objectives, goals and Policy of the Society; to mobilize students on positions and Policy of the Society and assist in the coordination of student run political campaigns; to develop Policy regarding initiatives in the Montreal community; to communicate to the Board of Directors relevant external issues which may significantly affect the Society; to coordinate the Society's Indigenous solidarity efforts; to operationalize the Society's commitment to the francophone community; and to attend meetings of relevant local, provincial, national or international student groups.~~

- a) to represent the Society and communicate positions and policies taken by the Society to external bodies and agencies;
- b) to lobby federal, provincial, and municipal governments to further the objectives, goals and policies of the Society;



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- c) to mobilize students on positions and policies of the Society and assist in the coordination of student-run political campaigns;
- d) to communicate to the Legislative Council relevant external issues which may significantly affect the Society;
- e) to work with the President and the Vice-President (Internal Affairs) in establishing sponsorships and partnerships between the Society and external organisations;
- f) to attend meetings of relevant local, provincial, national or international student groups; and
- g) to have such other duties as are outlined in the Governing Documents or assigned by Council from time to time.

10.15. Vice-President (Finance)

The Vice-President (Finance) shall exercise the following powers and perform the following duties: ~~to ensure the long term financial stability of the Society; to provide the Executive Committee and the Board of Directors with regular reports on the financial status of the Society; to develop the annual budget of the Society in a manner consistent with the governing documents of the Society and the priorities set out by the Executive Committee and the Board of Directors; to ensure that no individual or group disburses the Society's funds without authorization; to manage any Society group insurance plan duly approved by the Members, in a manner consistent with the governing documents of the Society; to authorize all agreements that bind the Society and to act as the representative of the SSMU to the SSMU Daycare Inc.~~

- a) to be the chief financial officer and ensure the long-term financial stability of the Society;
- b) to provide the Executive Committee, the Legislative Council and the College of Directors with regular reports on the financial status of the Society;
- c) to develop the annual and revised budget of the Society in a manner consistent with the governing documents of the Society and the priorities set out by the Legislative Council;
- d) to ensure that no individual or group disburses the Society's funds without authorization;
- e) to manage any Society group insurance plan duly approved by the Members, in a manner consistent with the governing documents of the Society;
- f) to act as one of the Society's signing authorities; and
- g) to have such other duties as are outlined in the Governing Documents or assigned by Council from time to time.

10.17. Vice-President (University Affairs)

The Vice-President (University Affairs) shall exercise the following powers and perform the following duties: ~~to represent the members of the Society on the University Senate; to coordinate the activities of the Senate Caucus; to maintain relations between the Society and all levels of the University, with the exception of the Board of Governors; to attend, or to appoint student representatives to, committees and subcommittees of Senate and to University selection committees; to oversee the~~



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~~Society's research endeavours; and to operationalize the Society's commitment to equity through Policy, programming and services.~~

- a) to represent the members of the Society on the University Senate;
- b) to coordinate the activities of the Senate Caucus;
- c) to maintain relations between the Society and all levels of the University, with the exception of the Board of Governors;
- d) to recommend to the Legislative Council student representatives for approval to sit on committees and subcommittees of Senate and the University's selection committees;
- e) to coordinate the Society's Indigenous solidarity efforts;
- f) to liaise and collaborate with University staff from Student Services; and
- g) to have such other duties as are outlined in the Governing Documents or assigned by Council from time to time.

11. The Executive Committee

11.1. Functions of the Committee

There shall be a body of the Society called the Executive Committee, which shall ~~serve as caretakers of~~ ~~govern~~ the Society between meetings of the ~~College of Directors and the Legislative Council~~ ~~Board of Directors~~, in a manner not inconsistent with ~~the Governing Documents~~ a Policy set out by the ~~Board of Directors~~. The Executive Committee shall report on its activities to the Legislative Council at each sitting.

11.2. Composition

The Executive Committee shall be composed of the Officers of the Society. The General Manager shall be an ex-officio and non-voting member of the Executive Committee.

11.3. Meetings

The President or any ~~three (3)~~ other members of the Executive Committee may call meetings of the Executive Committee. Such meetings shall be called by way of a notice sent by electronic mail. The notice of the meeting shall specify the place, the date, and the time of such meeting and shall be distributed at least 24 hours prior to the meeting time, excepting emergencies.

Meetings of the Executive Committee shall be chaired by the President or their delegate on the Executive Committee. All other rules applicable to meetings of the ~~Legislative Council~~ ~~Board of Directors~~ shall apply to meetings of the Executive Committee.



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11.4. Quorum

The quorum for a meeting of the Executive Committee shall be a simple majority of the Executive Committee.

11.5. Powers

The Executive Committee shall have all the powers of the ~~Legislative Council~~ ~~Board of Directors~~ between meetings of the ~~Legislative Council~~ that ensure the day-to-day running and operations of the ~~society~~ ~~Board of Directors~~, except for the powers which, ~~under the Act~~, the ~~are expressly reserved for the College of Directors or the Legislative Council~~ ~~Directors are obliged to exercise themselves as well as the powers that the Directors may~~ ~~are expressly reserved for themselves in the Governing Documents, Internal Regulations~~ or by way of resolution, ~~for the aforementioned bodies~~. ~~The Executive Committee shall report on its activities to the Board of Directors as may be determined by the Board of Directors~~ ~~The College of Directors and the Legislative Council~~ ~~who~~ may modify, confirm or reverse the decisions of the Executive Committee.

11.6. Speaker

The Executive Committee shall appoint, from among the Members, a Speaker, and may appoint ~~Vice-Deputy~~ Speakers from among the Members as it deems necessary. The Speaker shall receive notice of and preside over the General Assembly, meetings of the Legislative Council, meetings of the Board of Directors and, where applicable, meetings of the Executive Committee. For greater certainty, the Speaker may not vote or be counted towards the quorum at meetings over which they ~~Speaker~~ presides.

11.7. Restriction on Powers

Notwithstanding section 11.5, the Executive Committee may not ~~create or alter~~ ~~amend~~ the ~~Governing Documents of the Society~~ ~~Constitution or Internal Regulations~~.

12. GENERAL MANAGER

12.1. Status and Duties

The General Manager shall be an employee of the Society. The General Manager shall exercise the following powers and perform the following duties: ~~to assist the Executive Committee, the Legislative~~



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~~Council and the Board of Directors in the performance of their duties and implementation of their decisions; to provide input on long term planning and administrative continuity; to assist the Vice President (Finance) in ensuring the long term financial stability of the Society; to assist the Vice President (Finance) in the management of the Society's human resources; to assist the Vice President (Sustainability & Operations) in the management of the William Shatner University; to oversee the management of technology within the Society; to make emergency decisions when necessary, to be ratified at the next meeting of the Executive Committee; and to act in accordance with the Constitution and Internal Regulations.~~

- a) to report to the President and the Executive Committee;
- b) to supervise and manage the staff of the Society;
- c) to act as a representative of the staff for the governing bodies of the Society;
- d) to assist the Executive Committee, the Legislative Council and the Board of Directors in the performance of their duties and implementation of their decisions;
- e) to provide input on long-term planning and administrative continuity;
- f) to assist the Vice-President (Finance) in ensuring the long-term financial stability of the Society;
- g) to make emergency decisions when necessary, to be ratified at the next meeting of the Executive Committee;
- h) to have such other duties as are outlined in the Governing Documents or assigned by Council from time to time.

12.2. Hiring

The General Manager shall be selected ~~and hired~~ by the Executive Committee, ~~and recommended~~ ~~which shall be subsequently~~ ~~for approval~~ ~~to~~ ~~by~~ the College Board of Directors.

12.3. Removal from Office

The General Manager of the Society may be removed from office for ~~cause, impropriety, violation of the provisions of this Constitution or its Internal Regulations, delinquency of duties or misappropriation of Society funds~~ by way of a resolution adopted at a meeting of the Board of Directors, by a two-thirds (2/3) vote of the Directors present.

~~The General Manager against whom a request for removal from office is directed shall be notified of the place, the date, and the time of the meeting called to remove them within the same time frame as that provided by the Constitution for the calling of the meeting. The General Manager shall have the right to attend and to address the meeting or, in a written statement and read by the Speaker, to put forth the reasons why such General Manager opposes the proposed removal from office.~~



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13. GENERAL ASSEMBLY

13.1. General

A General Assembly shall receive and take notice of the annual report of the Board of Directors, and the Legislative Council, the financial statements of the Society, including the balance sheet and statements of revenue and expenditures and the report of the auditors, and take notice of, and decide on, any other matter which the General Assembly may legally consider.

A General Assembly may establish, amend or rescind any policy of the Society, but may not alter the following:

- a. the Constitution or Internal Regulations;
- b. membership fees or other financial matters of the Society;
- c. the legal affairs of the Society; and
- d. the composition of the Society's staff.

13.2. Procedures and Calling of the Meetings

~~At the instruction of the Executive Committee, the Speaker shall call a regular~~ There shall be an annual General Assembly ~~held in the months of October and February and shall be conducted as detailed in the Internal Regulations to be held once during each Fall and Winter semester. The Legislative Council and the Members may also call for a Special General Assembly as detailed within the Internal Regulations.~~

~~Furthermore, the Speaker shall call a Special General Assembly if requested to do so by a resolution of the Legislative Council, or in writing by no fewer than fifty (50) Members of the Society from at least four (4) different faculties or schools with no more than fifty percent (50%) being from any one faculty or school.~~

~~General Assemblies shall be called by way of a notice sent by electronic mail. The notice of the meeting shall specify the place, the date, and the time of such meeting. For a Special General Assembly, the notice shall additionally specify the nature of the business to be transacted, in which case no business that is not germane to the nature specified in the notice shall be transacted. The notice must be sent no less than forty eight (48) hours prior to the date set for the meeting.~~

In the event that no motions are validly submitted, the General Assembly in question shall be cancelled.



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~~General Assemblies shall be conducted according to the most recent edition of Robert's Rules of Order, in its most current edition, subject to any special rules of procedure adopted by the Legislative Council.~~

13.3. Place of Meeting

General Assemblies shall be held at the downtown campus of the University **in Montréal, Province of Québec.**

13.4. Quorum

~~Unless the Act or the Letters Patent of the Society dictate otherwise, quorum for a regular General Assembly shall be three hundred fifty (350) Members of the Society.~~

Quorum is as detailed in the Internal Regulations of the Society.

The Speaker shall not be counted towards the quorum at the General Assembly.

13.5. Initiation

General Assemblies may be initiated by the Legislative Council or Members, in accordance with the Internal Regulations.

13.5. Adjournment Without Quorum

~~If quorum is not reached at a General Assembly, those Members present shall have the power to adjourn the meeting and fix the time of the adjourned meeting. No notice is required for any adjourned meeting. At the continuance of the meeting, the Members may resume dealing with the business for which the original meeting was called.~~

13.7. Special General Assembly

A Special General Assembly is any General Assembly that is not the annually scheduled meeting and all rules and procedures that apply to the annual General Assembly apply to a Special General Assembly.



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13.6. Resolution Without Quorum

~~In the event that a General Assembly fails to meet quorum or loses quorum at any point, it may nonetheless transact business, but any resolutions passed without quorum shall not be binding unless subsequently ratified as set forth in the Internal Regulations.~~

13.7. Strike General Assembly

~~A Special General Assembly may be called to consider business related to a Society strike. A Strike General Assembly is any General Assembly that is called to consider business related to a Society strike and all rules and procedures that apply to the annual General Assembly apply to a Strike General Assembly.~~

Quorum for a resolution to put the Society on strike shall be five hundred (500) Members of the Society.

13.8. Voting

~~All Members, except the Speaker, shall be eligible to vote at a General Assembly.~~

Unless otherwise provided for in the Act, this Constitution, or the Internal Regulations, all questions submitted to the Members shall be decided by a Simple Majority. Voting by proxy shall not be permitted.

~~The Speaker shall not have the right to vote at meetings of the General Assembly.~~

13.9. Ratification

Resolutions adopted by the General Assembly that do not pass online ratification shall be null. The quorum for all General Assembly ratifications shall be ~~ten~~ fifteen percent (150%) of the Members.

~~The quorum for Strike General Assembly ratification shall be thirty percent (30%) of the Members.~~



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14. Referenda

14.1. General

The Society may hold Referenda, on which Members may directly vote on resolutions, in accordance with its Internal Regulations.

14.2. Initiation

Referenda may be initiated by the Legislative Council or Members, in accordance with the Internal Regulations.

14.3. Voting

All Members shall be eligible to vote in a Referendum. Unless otherwise provided for in the Act, this Constitution, or the Internal Regulations, all Referendum questions submitted to the Members shall be decided by a Simple Majority.

14.4. Quorum

The quorum for all Referenda shall be fifteen percent (15%) of the Members.

15. Judicial Board

15.1. General

There shall be a body of the Society called the Judicial Board, which shall be a body of the **Legislative Council** **Board of Directors**. It shall have authority to adjudicate on matters within its jurisdiction, as set out in the Internal Regulations. Every Member shall have the right to petition the Judicial Board on matters falling within the Judicial Board's jurisdiction.

15.2. Composition

The Judicial Board shall be composed of **no less than five (5) seven (7)** Members, appointed by the Nominating Committee from among all of the Members. ~~Members of the Judicial Board shall serve for a term of one (1) year, or until their successors are appointed (whichever is later).~~



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No member of the Legislative Council, or executive member of any faculty-level student association, may sit as a member of the Judicial Board.

15.3. Removal

Any member of the Judicial Board may be removed from office for impropriety, violation of the provisions of this Constitution or its Internal Regulations, delinquency of duties or misappropriation of Society funds by way of a resolution adopted at a meeting of the **Legislative Council Board of Directors**, by a two-thirds (2/3) vote of the **Councillors Directors** present.

The member of the Judicial Board against whom a request for removal from office is directed shall be notified of the place, the date, and the time of the meeting of the **Legislative Council Board of Directors** called to remove them within the same time frame as that provided by the Constitution for the calling of such meeting. Such member of the Judicial Board shall have the right to attend and to address the meeting or, in a written statement and read by the Speaker, to put forth the reasons why such member of the Judicial Board opposes the proposed removal from office.

15.4. Vacancies

If any vacancies shall occur on the Judicial Board by reason of death, resignation, removal from office or otherwise, the **Legislative Council Board of Directors** may, by resolution, fill the vacancy.

15.5. Quorum

The quorum for a meeting of the Judicial Board shall be a simple majority of **three (3)** members of the Judicial Board.

15.6. Procedure

The Judicial Board shall follow the rules of procedure set out in the **Governing Documents Internal Regulations**.

15.7. Term of Office

The term of office of each Justice commences on the first (1st) of June of the year in which they are appointed and terminates on the thirty-first (31st) of May of the following year.



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16. PROTECTION OF DIRECTORS, COUNCILLORS, OFFICERS, AND OTHERS

16.1. Standard of Care

Every Director, Councillor, Officer, and member of any committee of the Board of Directors or Legislative Council of the Society (for the purposes of this section 16, the “Representative”) in exercising their powers and discharging their duties shall act honestly and in good faith with a view to the best interests of the Society and shall exercise the care, diligence, and skill that a reasonably prudent person would exercise in comparable circumstances. Every Representative shall comply with the Act, the regulations, **and all Governing Documents** ~~the Constitution, the Internal Regulations, and any policies~~ of the Society.

16.2. Conflict of Interest

A Representative shall avoid placing themselves in a position of conflict of interest between their personal interest and that of the Society and they shall declare any conflict of interest ~~per the Society's governing documents to the Board of Directors~~. Any such Representative shall abstain from voting on and participating in, the deliberations on matters pertaining to such conflict of interest.

16.3. Indemnity of Directors, Councillors, and Officers

Subject to the Act, the Society may indemnify a present or former Director, Councillor or Officer of the Society, or another individual who acts or acted at the Society's request as a Director, Councillor or Officer or in a similar capacity of another entity, against all costs, charges, and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by the individual in respect of any civil, criminal, administrative, investigative or other proceeding in which the individual is involved because of that association with the Society or other entity if:

- a. the individual acted honestly and in good faith with a view to the best interests of the Society or, as the case may be, to the best interests of the other entity for which the individual acted as director or officer or in a similar capacity at the Society's request; and
- b. in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, the individual had reasonable grounds for believing that the individual's conduct was lawful.

The Society may indemnify such person in all such other matters, actions, proceedings, and circumstances as may be permitted by the Act or the law. Nothing in the Constitution shall limit the



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right of any person entitled to indemnity to claim indemnity apart from the provisions of the Constitution.

16.4. Insurance

Subject to the Act, the Society may purchase and maintain insurance for the benefit of any individual entitled to be indemnified by the Society pursuant to section 16.3 hereof against any liability incurred by the individual

- a. in the individual's capacity as a director or an officer of the Society; or
- b. in the individual's capacity as a Director, Councillor or Officer, or in a similar capacity, of another entity, if the individual acts or acted in that capacity at the Society's request.

16.5. Advances

With respect to the defense by a Director, Councillor, Officer or other individual of any claims, actions, suits or proceedings, whether civil, criminal, administrative, investigative or other proceeding for which the Society is liable to indemnify a Director, Councillor, Officer or other individual pursuant to the terms of the Act, the Board of Directors may authorize the Society to advance to the Director, Councillor, Officer or other individual such funds as may be reasonably necessary for the defence of such claims, actions, suits or proceedings upon written notice by the Director, Councillor, Officer or other individual to the Society disclosing the particulars of such claims, actions, suits or proceedings, and requesting such advance. The Director, Councillor, Officer or other individual shall repay the money advanced if the director or officer does not fulfill the conditions set forth in paragraphs 16.3(a) and 16.3(b) of this Constitution.

17. FISCAL YEAR AND AUDITOR

17.1. Fiscal Year

The fiscal year of the Society shall be from the first (1st) of June to the thirty-first (31st) of May of the following year.

17.2. Financial Statements

The financial statements of the Society shall be published annually on the Society's website, no later than the fifteenth (15th) of November of each year, and shall be made available at the main office of the Society. The Society shall not operate at a deficit.



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17.3. Auditor

The Auditor shall be appointed by the Members according to the Act, ~~each year~~, at the General Assembly. The remuneration of the Auditor shall be fixed by the Board of Directors. No Councillor, Officer or employee of the Society, or associate of a Councillor, Officer or employee may be appointed Auditor. If the Auditor ceases for any reason whatsoever to hold office before the end of its term, the Councillors may fill the vacancy by appointing a replacement to serve the unexpired term.

17.4. Mandate of the Auditor

The Auditor shall complete the audit of the accounts and financial condition of the Society. It shall submit a report to the Members at each annual meeting and confirm that the financial condition is presented in accordance with generally accepted accounting principles.

18. CONTRACTS, BILLS OF EXCHANGE, AND BANKING

18.1. Contracts

In the absence of a decision to the contrary by the Board of Directors, deeds, transfers, assignments, contracts, obligations, and other instruments in writing requiring execution by the Society shall be signed by the relevant Officer specified in the Internal Regulations, the Vice-President (Finance), and the General Manager, or such other person or persons as may be determined by the Board of Directors. The Board of Directors may also authorise, in general or specific terms, any person to sign any document in the name of the Society.

18.2. Bills of Exchange

Cheques or other bills of exchange drawn, accepted or endorsed in the name of the Society shall be signed by any Officer duly authorised by the Board of Directors. Any one of such Officers may alone endorse the bills of exchange in the name of the Society, for depositing into the account of the Society or for collection on account of the Society through its bankers. Any one of such authorised Officers may discuss, settle, balance, and certify all account books with the Society's bank and in its name; such executives may also receive all paid cheques and vouchers and sign all of the bank's forms of settlement of balances and release or verification slips.



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18.3. Deposits

The funds of the Society may be deposited to the credit of the Society with one or more banks or financial institutions situated ~~either~~ within ~~or outside~~ of Canada, as may be determined by the Board of Directors.

18.4. Deposits in Surety

The securities of the Society may be deposited in surety with one or more banks or financial institutions situated ~~either~~ within ~~or outside~~ of Canada, as selected by the Councillors. No securities so deposited may be withdrawn without the written authorisation of the Society signed by a representative duly authorised by the Vice-President (Finance and Operations). Such authorisations may be in general or specific terms.

18.5. Securities

A person designated in writing by the Board of Directors by way of resolution, is hereby authorized to:

- a. purchase or acquire in any way, shares, securities, bonds or debentures or other securities of the Government of Canada or any province of Canada or any country or political subdivision thereof, or obligations of a municipality, or shares, stocks, bonds, debentures or securities of any company or Society (the "Investments");
- b. execute and deliver receipts evidencing the Society's ownership of the Investments;
- c. where applicable, to exercise any voting rights attached to such Investments in a manner it sees fit; and
- d. sell, assign, dispose of, and deal fairly with the Investments and receive consideration for the sale thereof and perform all transfers or sales required to sell such Investments, or a portion thereof, to the purchaser or purchasers thereof.

All Investments shall be held in the name of the Society.

19. OFFICIAL LANGUAGES OF THE SOCIETY

English and French are the official languages of the Society. Members **must** **may** use either official language at all meetings and in all documentation of the Society.



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20. AMENDMENT OF THE CONSTITUTION

Unless otherwise provided for by law, the Constitution may be amended, superseded, or repealed by way of a Referendum.

21. EFFECTIVE DATE

This Constitution shall come into force when confirmed by way of Referendum of the Members, subject to the provisions of the Act.

Amended by way of a referendum on November 15, 2021.

Adopted on May 1st, 1999
Amended on April 7, 2000
Amended on May 1, 2005
Amended on October 29, 2006
Amended on March 21, 2007
Amended on March 23, 2010
Amended on April 17, 2012
Amended on November 15, 2013
Amended on February 21, 2015
Amended on February 3, 2016
Amended on March 18, 2016
Amended on April 28, 2016
Amended on March 16, 2017
Amended on November 10, 2017
Amended on March 19, 2021
Amended on November 15, 2021
Amended on March 22, 2025