

Preamble

This constitution is made to create an Engineering Society of the Engineering Students at York University, for the Engineering Students at York University, by the Engineering Students at York University and ultimately accountable to the Engineering Students at York University. This Society is to be run in good faith for all Engineering Students at York University, without exclusion to any member. All members are to have the same essential rights and freedoms provided by this constitution and upheld for them by their elected council. The Society is here to represent a positive image of Student Engineers both here and abroad, and this should be the driving force and motivation of all Engineering Students, especially those occupying positions of authority on the council. The Engineering Society is here to show that Engineering Students can and will make a difference; as the guardians and designers of a new and better future for all members of the human race.

CONSTITUTION OF THE ENGINEERING SOCIETY AT YORK

By-law 2005-1

A by-law relating generally to the transaction of the affairs and business of the Society be it enacted as a by-law of the Engineering Society At York, as follows:

PART I SOCIETY

Article 1 - Corporation

- 1.1 The name of the corporation shall be the "Engineering Society at York", hereinafter referred to as the Society.
 - 1.1.1 The official designated abbreviation of the society will be ES@Y, or, where not practicable, ESAY.
 - 1.1.2 The official logo of the society shall be affixed as an annex to this document. Should such a logo not exist, there shall be no logo which officially represents the Society.
 - 1.1.3 The official motto of the society shall be "Magnus Ab Integro Seclorum Nascitur Ordo", abbreviated as "Novus Ordo Seclorum" where the usage of the entire motto is not practicable.
- 1.2 The corporate seal of the Society shall be in such form as shall be prescribed by the Council and shall bear the name of the Society and its motto.
- 1.3 The head office of the Society shall be located at York University in the City of Toronto, Canada.
- 1.4 The Society Year shall commence on the last Friday of March in one year and end on the day previous in the next year.

Article 2 - Objects of the Society

- 2.1 The Objects of the Society shall be as stated in the Letters Patent of the Society.

Article 3 - Conflict of Interest

- 3.1 The phrase "conflict of interest" shall refer to a situation in which a member of the Society is in a position to

exploit the Society in such a way which will result in personal or corporate benefit.

Article 4 - Equal Treatment

4.1 The Society in its affairs shall strive to ensure equal treatment of all individuals in adherence with the Ontario Human Rights Code. As well, the Society shall endeavor to follow the preamble to this constitution; however, the preamble is not a binding portion of this constitution.

Article 5 - Dissolution of the Society

5.1 Physical assets donated by the university or other institutions recognized by the Society prior to the dissolution may be returned provided that no conflict of interest exists between a Society member and said institution.

5.2 Monetary assets are not subject to Para 5.2.

PART II MEMBERS

Article 1 - Classes of Membership

1.1 There shall be four classes of membership in the Society, namely:

- a) Honourary;
- b) Faculty;
- c) Alumni;
- d) External; and,
- e) Regular.

1.2 Honourary membership shall be available to those persons and organizations nominated by the Council.

1.3 Faculty membership shall be designated to current members of Faculty at York University who teach a mandatory course in the official Engineering Syllabus as dictated by the University. Faculty, for this definition, shall include Teaching Assistants as defined by York University.

1.3.1 Faculty membership may only be for current faculty. Any faculty on sabbatical will be detailed as current. This membership is void if the Faculty is no longer attached to York University.

1.3.2 Faculty membership may be nominated by any regular member, and is subject to council approval.

1.3.3 A person holding Alumni status is not eligible for Faculty Status. Any member who has had Faculty status is not permitted any other membership type, excluding honorary, should they no longer meet the requirements of Paras. 1.3, 1.3.1 and 1.3.2.

1.3.4 Should a person with an honorary membership gain a Faculty Membership, upon termination of the Faculty Membership the Honourary Membership will be automatically re-instated.

1.4 Alumni membership shall be available to all former Regular Members, should they have a valid Bachelor of Applied Science Degree from York University.

1.5 External membership shall be generally held equal to that of a Regular Member. External Membership includes those people who wish to further the objectives of the society, but who are not enrolled in an Engineering Program at York University. This membership is subject to council approval.

1.5.1 Alumni Status will not be conferred to External Members; however, the council may confer an Honourary Membership.

1.6 Regular membership shall be available to all engineering students registered at York University.

1.7 A person previously expelled from the Society shall be ineligible for any class of membership.

Article 2 - Conditions of Membership

- 2.1 Membership in the Society shall be limited to persons interested in furthering the Objects of the Society and shall consist of anyone whose application for admission as a Member is accepted by the Society. The council must approve members who are not part of an Engineering Program at York University for External membership status.
- 2.2 An application for membership shall be accepted, and the applicant admitted as a Member, when the application is submitted to and received by the Society in the form and in the manner prescribed by the Council. This manner will be detailed in a policy manual.
- 2.3 The Society shall maintain a membership list containing the names and mailing addresses of all Members of the Society.
- 2.4 Membership in the Society is non-transferable.

Article 3 - Term of Membership

- 3.1 Membership in the Society shall commence on the date the application for admission is accepted.
- 3.2 Membership in the Society terminates at the completion of the term of membership, upon withdrawal, or upon expulsion.
- 3.3 The term of honorary and alumni membership in the Society shall be for life, with the prescribed details of Part II, Article 1.
- 3.4 The term of Faculty and External memberships are described in Part II, Article 1.
- 3.5 A Member may withdraw from the Society by delivering a written resignation to the Executive.

Article 4 - Suspension & Expulsion of Members

- 4.1 The Council may, by a resolution adopted by at least two-thirds (2/3) of the Councilors present at a meeting duly called for that purpose, suspend for a period of up to one (1) year, a Member:
 - a) Who fails to comply with a by-law, rule, regulation, or policy of the Society; or,
 - b) Whose conduct or activities are deemed detrimental to the well being or functioning of the Society.
- 4.2 Members whose status is under review must be made aware of said review and given the opportunity for defense by presenting their case to the Council prior to any action being taken against them.
- 4.3 The Members may, by a resolution adopted by at least three-quarters (3/4) of the regular Members present at a meeting of the Members, expel a suspended Member.
- 4.4 A resolution to expel a Member from the Society shall be moved only by the Executive.
- 4.5 A Member shall cease to be in good standing when suspended.

Article 5 - Rights of Membership

- 5.1 Every Member of the Society shall be entitled to:
 - a) Attend meetings of the Members, and participate in any debates thereat; and,
 - b) Attend all Council meetings deemed open for members outside of the Council.
- 5.2 A Regular Member in good standing shall be entitled to:
 - a) Move or second motions at meetings of the Members;
 - b) Vote on any and all questions arising at meetings of the Members;

- c) Vote in elections for elected positions for which that Member is eligible;
 - d) Seek to hold any position within the Society for which that Member is eligible; and,
 - e) Apply for employment opportunities within the Society, should any exist.
- 5.3 The rights and privileges of all Members, or of a class of Members, in good standing may include such other rights and privileges as the Council may confer from time to time, provided that at no time shall the rights and privileges of honorary, alumni, faculty or external Members exceed those of regular Members.
- 5.4 All rights and privileges granted to the Members are subject to the provisions of the Constitution.

Article 6 - Obligations of Membership

- 6.1 Each Member shall uphold, conform to and abide by the by-laws, regulations and policies of the Society.
- 6.2 Each Member shall release York University, the Society, its Members, its Members as individuals, and the Council as per Part VII, of any damages occurred to their person or their guest(s) resulting from or while at an event sponsored or organized by the Society.
- 6.3 Upon doing something illegal at an event sponsored by the Society, the Member is no longer part of the Society and any actions taken are now the said Member's direct responsibility.
- 6.4 Each Member shall be expected to:
- a) Act in a manner consistent with the traditions and spirit of the Engineering Profession.
 - b) Show respect towards all individuals.
 - c) Endeavor to act with respect to the preamble of this constitution.

Article 7 - Annual Membership Fee

- 7.1 The Council may fix from time to time an annual membership fee for regular Members.
- 7.2 The Council shall determine from time to time the manner in and dates by which the annual membership fee shall be collected and paid.
- 7.3 Any alteration in the annual membership fee shall not come into effect until the commencement of the Society Year following the ratification of the alteration.
- 7.4 A regular Member who fails to pay the annual membership fee in the manner or by the dates prescribed shall cease to be in good standing until such time as all fees due are paid in full.

Article 8 - Freedom of Information

- 8.1 The Vice-President Communications shall provide to any Member on request, free of charge, any of the following:
- a) The Constitution;
 - b) Any by-law, rule, regulation or policy of the Society;
 - c) Minutes from any meeting of the Members;
 - d) Minutes from any meeting of the Council;
 - e) Documents tabled at any meeting of the Members; and,
 - f) Documents tabled at any meeting of the Council.
- 8.2 Documents concerning ideas, actions, or motions upon which no action was taken are not obligated to be released.

PART III COUNCIL

Article 1 - Composition

- 1.1 The property and business of the Society shall be managed by a Council, comprised of a minimum of twelve (12) Councilors, consisting of:
 - a) The six (6) executive Officers;
 - b) Three (3) program Councilors; and,
 - c) Four (4) year Councilors.
- 1.2 Each program Councilor shall be assigned a list engineering programs offered by the Faculty, provided that each engineering program offered by the Faculty is assigned to at least one program Councilor.
- 1.3 The number of program and year Councilors, and the engineering programs assigned to each program Councilor, shall be determined from time to time by a resolution adopted by at least two-thirds (2/3) of the Councilors present at a meeting called for that purpose.
- 1.4 Any alteration in the number of Councilors, or in the engineering programs assigned to a program Councilor, shall come into effect only at the commencement of the next Society Year.
- 1.5 The Council shall also consist of the following honorary Councilors:
 - a) The advisory Officers; and,
 - b) The Elect-elect.

Article 2 - Eligibility

- 2.1 Councilors must be regular Members in good standing.
- 2.2 An individual may hold only one (1) office of a Councilor at the same time.
- 2.3 A program Councilor shall be registered in the engineering program assigned to that program Councilor.
- 2.4 Councilors shall be students at the time of election or appointment. It shall be considered, for the purpose of this statement, that a Councilor can show proof of passing grades at the time of the election, and is expected to pass the year for their term of office.

Article 3 - Selection and Removal

- 3.1 Councilors shall be elected at an election for a term by November 1st.
- 3.2 A Councilor may be removed at any time by a resolution passed:
 - a) By at least two-thirds (2/3) of Members present at a meeting of the Members duly called for that purpose;
 - or,
 - b) By at least two-thirds (2/3) of the Councilors present at a meeting duly called for that purpose.
- 3.3 The office of Councilor shall be automatically vacated:
 - a) Upon passage of a resolution calling for that Councilor's removal;
 - b) If the Councilor ceases to be a Regular Member in good standing;
 - c) If the Councilor resigns the office by delivering a written resignation to the President or to the Executive;
 - d) Where the Councilor is an executive Officer, when that Councilor ceases to be an executive Officer;
 - e) Where the Councilor is a program Councilor, if that Councilor ceases to be enrolled in one of the engineering programs that Councilor is assigned;
 - f) Where the Councilor is a year Councilor, if they fail to meet the requirements set out in Part III, Article 2, Section 4.
- 3.4 If a vacancy shall occur in the office of a Councilor for any reason, the Council by resolution may appoint an eligible Member to fill the vacancy for the balance of the term or until an elected successor assumes the office.

- 3.5 A regular Member in good standing may request the vacated position. Should the council desire another such person or should multiple requests be made, a by-election shall be called as prescribed in this Constitution.
- 3.6 If at any time there is not a quorum of Councilors, the remaining Councilors shall forthwith call a meeting of the Members, at which the Members shall elect eligible Members to fill any vacancies.

Article 4 - Powers

- 4.1 The Council may administer the affairs of the Society in all things and make or cause to be made for the Society, in its name, any kind of contract into which the Society may lawfully enter and, save as hereinafter provided, generally, may exercise all such other powers and do all such other acts and things as the Society is, by its Charter or otherwise, authorized to exercise and do.
- 4.2 Without restricting the generality of the foregoing, the Council may:
- a) Administer the property and funds of the Society;
 - b) Authorize expenditures on behalf of the Society from time to time;
 - c) Delegate by resolution to an executive Officer the right to employ and pay salaries to employees, should such employees exist;
 - d) Enter into a trust arrangement with a trust company for the purpose of creating a trust fund in which the capital and interest may be made available to the benefit of promoting the interests of the Society in accordance with such terms as the Council may prescribe;
 - e) Take such steps as it deems requisite to enable the Society to acquire, accept, solicit or receive legacies, gifts, grants, settlements, bequests, endowments and donations of any kind whatsoever for the purpose of furthering the Objects of the Society; and,
 - f) Appoint such agents and engage such employees as it deems necessary from time to time and such persons shall have authority and shall perform such duties as shall be prescribed by the Council at the time of such appointment, and whose terms of employment the Council may terminate in its discretion.
- 4.3 The Council may establish policies governing the achievement of the Objects of the Society.
- 4.4 The Council may at any time by a vote of two-thirds (2/3) review, alter, or reverse any act or decision of any Officer or committee of the Society.

Article 5 - Meetings

- 5.1 Meetings of the Council may be held at any time and place to be determined by the Council, the President or any two (2) Councilors provided that seventy-two (72) hours notice of such meeting shall be given to each Councilor, provided that there shall be at least one (1) meeting of the Council in each month of a school year. General practice shall dictate that a meeting be held within two (2) to three (3) weeks of the previous meeting during the school year and where practicable. Practicable shall be defined in this context as periods excluding holidays of length greater than one (1) week.
- 5.2 Each Councilor, excluding honorary Councilors, is authorized to exercise one (1) vote.
- 5.3 A majority of Councilors, excluding honorary Councilors, shall constitute a quorum for meetings of the Council.
- 5.4 Any meeting of the Council at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions by or under the by-laws of the Society.
- 5.5 If all Councilors consent thereto generally or in respect of a particular meeting, a Councilor may participate in a meeting of the Council by means of teleconference or other communications facilities that permit all persons participating in the meeting to hear each other, and a Councilor participating in such a meeting by such means is deemed to be present at the meeting.
- 5.6 The minutes of the Council shall be available to the Councilors, each of whom shall receive a

copy of such minutes.

Article 6 - Remuneration

- 6.1 The Councilors shall serve as such without remuneration and no Councilor shall directly or indirectly receive any profit from the position as such, provided that a Councilor may be paid reasonable expenses incurred in the performance of that Councilor's duties.
- 6.2 Nothing herein contained shall be construed to preclude any Councilor from serving the Society in any other capacity and receiving compensation therefore.

PART IV OFFICERS

Article 1 - Officers

- 1.1 The Officers of the Society shall consist of at least six (6) executive Officers, up to three (3) advisory Officers, a Chief Electoral Officer and any such other Officers as the Council may by resolution determine.
- 1.2 The executive Officers of the Society shall consist of a President, a Vice-President External, a Vice-President Finance, a Vice-President Academic, a Vice-President Communications and a Vice-President Internal. The Society executive as required will detail other executive positions.
- 1.3 The advisory Officers of the Society shall consist of those persons who held, for any duration of time, the offices of the President, Vice-President External and Vice-President Finance in the immediately preceding Society Year, provided that those persons were not removed from office prior to the completion of their term.
- 1.3.1 No person is required to perform the duties of an advisory officer and may refuse the position.
- 1.3.2 No person shall be made an advisory officer without consent of the council, meaning that this title is not an automatically given.
- 1.3.3 Regular Members in Good Standing may be appointed as advisory officers by the council if:
- a) They have shown assets which are of value to the society; or,
 - b) They have served with another branch of Engineering Society Hierarchy, such as ESSCO or CFES;
and,
 - c) Such a vacancy exists.

Article 2 - Eligibility

- 2.1 One person may hold no more than one (1) office of an executive Officer; and,
- 2.2 Officers need be Members.
- 2.3 The executive Officers shall be Councilors of the Society and they shall cease to be executive Officers if they cease to be Councilors.
- 2.4 The Chief Electoral Officer shall not be a candidate for any elected office during the Chief Electoral Officer's term.

Article 3 - Selection and Removal

- 3.1 The executive Officers shall be elected at an election.
- 3.2 Officers other than the executive Officers shall be appointed by resolution of the Council to hold office for a term determined at the time of appointment or until a successor is appointed, with the following exceptions:

- a) The advisory Officers shall automatically assume their office for a term of one (1) Society Year.
 - b) The Chief Electoral Officer's term of office shall not extend past the end of the Society Year in which the Officer was appointed.
- 3.3 The executive Officers and the Chief Electoral Officer may be at any time removed by resolution of the Council passed by at least two-thirds (2/3) of the Councilors present at a meeting duly called for that purpose.
- 3.4 Officers other than the executive Officers and Chief Electoral Officer shall be subject to removal at any time by a resolution of the Council.
- 3.5 An Officer may resign their office by presenting a written resignation to the Council.
- 3.6 If a vacancy shall occur in the office of an executive Officer for any reason, the Council by resolution may appoint an eligible Member to fill the vacancy until a bi-election is held within two weeks.

Article 4 - Duties

- 4.1 Each Officer shall exercise any power and execute all duties in accordance with the policies established by the Council.
- 4.2 Each executive Officer shall:
- a) Perform all duties inherent and incident to their office;
 - b) Have such other powers and duties as may be required by the Council from time to time;
- and,
- c) Execute any mandate handed to the Officer by the members at a meeting of the Members, unless the mandate is later revoked by the members or by a resolution passed by the Council.
- 4.3 The President shall:
- a) Be the chief executive officer of the Society;
 - b) Have the general and active management of the affairs of the Society;
 - c) See that all orders and resolutions of the Council and the Executive are carried into effect;
 - d) Handle the complaints of Regular Members as an intermediary between faculty, university administration and the Society;
 - e) Be available as a moderator for disputes between Engineering Students and all others, where applicable and deemed acceptable by the council to do so;
 - f) Be the official communication link to the Faculty and the University;
 - g) Attend University held functions requiring an official dignitary, or, when not practicable, appoint another regular member to do so in such stead;
 - h) Have signing authority for the council;
 - i) Where the Speaker is the subject of a question arising at a meeting of the Council or of the Executive, perform the duties and exercise the powers of the Speaker; and,
 - j) Perform other duties as so mandated.
- 4.4 The Vice-President External shall:
- a) During the absence or disability of the President, perform the duties and exercise the powers of the President;
 - b) Be the official communication link to OSPE, the PEO, the CCPE, ESSCO, CFES and any other such external organizations pertaining directly to the council and its administration;
 - c) Hold official voting power where the Society has an official vote;
 - d) Designate a proxy or give the voting power to a Regular Member in Good Standing if Part IV, Section 4, Para 4c cannot be fulfilled;
 - e) Be custodian of the Seal of the Society, delivering it only when authorized by a resolution of the Council and to such person or persons as may be named in the resolution;
 - f) Oversee the workings of the different committees of the Society, coordinate the activities of those committees and be an ex-officio Councilor on all committee boards, or where not practicable appoint

regular Member in good standing to such a position; and,
g) Perform other duties as so mandated.

4.5 The Vice-President Finance shall:

- a) Have custody of the funds and securities of the Society;
- b) Maintain the list of present and former Members;
- c) Maintain a record of all minutes, including the taking of minutes of all meetings. Should the member be unable it will be the responsibility of this person to appoint another member to such a task;
- d) Approve all official documents that will contain the logo of the society for official purposes;
- e) Keep, or cause to be kept, full and accurate accounts of all assets, liabilities, receipts, and disbursements of the Society in the books belonging to the Society;
- f) Under the direction of the Council, control the deposit of money, the safekeeping of securities and the disbursement of the funds of the Society;
- g) Render to the President and the Councilors biannually, or whenever they may require it, an accounting of all the transactions and a statement of the financial position, of the Society.
- h) Perform all mandatory correspondence not handled specifically by the Vice-President External or President, as well as general correspondence including all mail, electronic or otherwise;
- i) Have signing authority for the Council; and,
- j) Perform other duties as so mandated;

4.6 The Vice-President Academic shall

- a) Maintain a hard-copy record of past exams;
- b) Direct Members on the academic regulations of the University;
- c) Act as the communication between Members and the Engineering Director;
- d) Act as the communication between the Society and any prospective students;
- e) Perform other duties as mandated;

4.7 The Vice-President Communication shall:

- a) Co-ordinate dissemination of information to the Engineering Students, including, but not restricted to, maintaining a society web page, the Engineering Listserv and the Engineering notice board;
- b) General public relations, including a public relations program, if so desired;
- c) Promotion of engineering events outside the realm of the Vice-President Internal, or with conjunction of the Vice-President Internal inside the field;
- d) Encourage Engineering as a field of choice, and York as the university of choice, with the faculty to high-school students, as required or desired;
- e) Arrange for media to attend special functions and liaise with said media personnel and York University's Student Community and Leadership Development department if on-campus;
- f) Maintain a bi-weekly report assembled by council members and faculty, if requested, to be distributed by the listserv and posted on the notice board; and,
- g) Perform other duties as mandated;

4.8 The Vice-President Internal shall:

- a) The Vice-President Internal will be tasked to co-ordinate events within York University for, or involving, Engineering Students;
- b) For any planned event, Vice-President Internal will be responsible for having a plan submitted, should any supplies be required. This plan will include a budget which will be strictly adhered to, and will require a motion and to be passed to be used;
- c) Ensure that York university students have an equal chance to participate in external conferences and events;
- d) Organize, or be on the organizing committee for frosh week or an equivalent for incoming Engineering Students;
- e) Liaise with other colleges or groups on or off campus, should we be invited, or we invite other groups to events;
- f) Be responsible for 'projects', such as Engineering Student apparel;

- g) Ensure that all proper approvals for official function put on by the Society are approved as required by the University; and,
 - h) Perform other duties as mandated.
- 4.9 Each Advisory Officer shall:
- a) Relate to the Council their previous experience; and,
 - b) Provide input and advice to the Council on any matter.
- 4.10 The Chief Electoral Officer shall:
- a) Ensure that public notice is given for all writs of election and election proceedings;
 - b) Be responsible for the collection and distribution of nomination forms, ballots and all other documents pertaining to elections;
 - c) Ensure all rules relating to elections are executed and followed;
 - d) Exhibit no political or other bias in favour of, or against any candidate; and,
 - e) Perform all duties inherent and incident to the office.
- 4.11 The duties of all other Officers of the Society shall be for such as the terms of their engagement call or as the Council requires of them.

PART V COMMITTEES

Article 1 - Executive

- 1.1 There shall be an executive committee of the Society referred to as the Executive and composed of the executive Officers and such other Officers appointed by the Council.
- 1.2 The Executive-elect shall be honorary members of the Executive.
- 1.3 The Executive shall:
- a) Administer the affairs of the Society between meetings of the Council, subject to any limits or conditions imposed by the Council;
 - and,
 - b) Execute any mandate handed to the Executive by the members at a meeting of the Members, unless the mandate is later revoked by the members or by a resolution passed by the Council.
- 1.4 The Executive may study, advise and make recommendations to the Council or the Members on any matter.
- 1.5 Any member of the Executive who is not an executive Officer may be removed by a resolution of the Council at any time.

Article 2 - Committees

- 2.1 The Council may appoint committees whose members will hold their offices at the will of the Council.
- 2.2 The Council shall determine the duties and powers of such committees.
- 2.3 The Vice-President External will be an ex-officio member of all officially formed committees, within the provisions of Part IV, Section 4, Para 4f.

Article 3 - Meetings

- 3.1 Meetings of a committee shall be held at any time and place to be determined by the members of such committee, provided that twenty-four (24) hours notice of such meeting shall be given to each member of the committee.
- 3.2 Each member of a committee, except honorary members, shall be entitled to exercise one (1) vote.

- 3.3 A majority of members of a committee, excluding honorary members, shall constitute a quorum.
- 3.4 If all members of a committee consent thereto generally or in respect of a particular meeting, a committee member may participate in a meeting of the committee by means of teleconference or other communications facilities that permit all persons participating in the meeting to hear each other, and a committee member participating in such a meeting by such means is deemed to be present at the meeting.
- 3.5 Meetings of a committee shall be open to the general membership of the Society.
- 3.6 The minutes of a committee shall be available to the members of the committee, each of who shall receive a copy of such minutes, and to the Councilors if required by the Council.

PART VI ELECTIONS

Article 1 - Time and Place

- 1.1 The election timelines shall be;
- a) A general election shall be held after March 1st and prior to the last Friday in March to elect the Executive.
 - b) An election shall be held after September 1st and prior to the to November 1st to elect all other Councilors.
- 1.3 A by-election to fill a vacancy in the office of a Councilor or an executive Officer, or to replace a Councilor or executive Officer appointed to fill a vacancy, may be held at any during the Society Year prior to February 1st.
- 1.4 The Council in each Society Year shall determine the specific dates for each election to be held during that Society Year, provided that all elections fall on a school day.
- 1.5 All election proceedings shall be held at York University and all polling stations shall be located in prominent locations where the Members normally congregate.
- 1.6 Fourteen (14) days prior to each election, the Chief Electoral Officer shall post in prominent locations where the Members normally congregate a writ of election that shall include:
- a) The list of elected offices to be filled;
 - b) Where nomination forms may be obtained;
 - c) The date and times at which candidate nominations are due; and,
 - d) The dates, times and locations for voting.

Article 2 - Voter and Nominator Eligibility

- 2.1 The program Councilors and the executive Officers shall be:
- a) Nominated by engineering students registered at York University; and,
 - b) Elected by regular Members in good standing.
- 2.2 The Councilors shall be:
- a) Nominated by engineering students registered at York University; and,
 - b) Elected by regular Members in good standing.
- 2.3 Every candidate for an elected office must, on the date of the election, be eligible to hold the office.
- 2.4 In the week before an election, the Vice-President Finance shall provide to the Chief Electoral Officer a certified list of the engineering students entitled to nominate and the Members entitled to vote.

Article 3 - Nominations

- 3.1 Fourteen (14) days prior to each election, the Chief Electoral Officer shall make nomination forms for each

office to be filled freely available to the Members.

- 3.2 To be included on the ballot, an eligible Member seeking an office shall obtain on the nomination form provided by the Chief Electoral Officer, or a reasonable facsimile, the required number of nominations required for that office.
- 3.3 The required number of nominations for each office in an election shall be fixed by the Council prior to nomination forms being made available, provided that the number of nominations for an office is not less than two (2) and not greater than twenty (20).
- 3.4 Completed nomination forms must be submitted to the Chief Electoral Officer no later than 5:30 pm local time at the place designated by the Chief Electoral Officer by the Friday prior to the election.

Article 4 - Ballots

- 4.1 The Chief Electoral Officer shall prepare a ballot listing as candidates the eligible Members seeking office who submitted a completed nomination form by the nomination deadline.
- 4.2 The Chief Electoral Officer shall remove a candidate from the ballot under the following conditions:
 - a) Where the candidate is no longer eligible for the office the candidate is seeking; or,
 - b) Where the candidate violates an election rule of which the penalty prescribed is the candidate's removal from the ballot.

Article 5 - Voting

- 5.1 All voting shall be by secret ballot.
- 5.2 Polling stations shall be open at least eight (8) consecutive hours and close no later than 5:30 pm local time on the date of the election.

Article 6 - Election Results

- 6.1 After the closing of polls, the Chief Electoral Officer shall forthwith tabulate the votes.
- 6.2 A candidate shall be elected with a plurality of unspoiled votes cast.
- 6.3 In the event of only one candidate for an office, that candidate shall be elected by acclamation.
- 6.4 In the event of a tie between two or more candidates for an office, a second ballot will be done as soon as practicable. Should a tie still exist, all members of the Executive will take an internal vote as soon as practicable.
- 6.5 In the event of no candidate for an elected office, the Executive and the Executive-Elect shall elect an eligible Member prior to the transition of power.
- 6.6 No later than seven (7) days after the election, the Chief Electoral Officer shall notify the candidates and the Executive of the results, and submit to the Council a signed written statement listing and certifying the final election results, including all findings and rulings, which statement shall be entered into the minutes.

Article 7 - Transition of Power

- 7.1 Following a general election, all those elected shall assume office on the first day of the Society Year.
- 7.2 Following any other election, all those elected shall assume office one (1) week after final election results are submitted to the Council.
- 7.3 Previous executive council shall transfer all relevant information to the executive-elect within one week prior to

the first day of the Society Year.

Article 8 - Election Rules

8.1 The Council may from time to time, by a resolution passed by at least two-thirds of the Councilors present at a meeting, prescribe further election rules not inconsistent with this Part, which shall come into effect at the next posting of the writs of election.

PART VII LEGAL MATTERS

Article 1 - Indemnities

1.1 Every Councilor and Officer of the Society, and any other person who has undertaken or is about to undertake any liability on behalf of the Society or any company controlled by it and their heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the Society, from and against:

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

1.2 The Councilors may rely upon the accuracy of any statement or report prepared by the Society's auditors and shall not be responsible or held liable for any loss or damage resulting from any actions based upon such statement or report.

Article 2 - Execution of Documents

2.1 Contracts, documents or any instruments in writing requiring the signature of the Society, shall be signed by any two Officers, and all contracts, documents and instruments in writing so signed shall be binding upon the Society without any further authorization or formality.

2.2 The Council by resolution may direct the manner in which, and the Officer or Officers by whom any particular instrument, contract or obligation of the Society may or shall be executed.

2.3 The Council may give the Society's Power of Attorney to any registered dealer in securities for the purpose of and dealing with any stocks, bonds, and other securities of the Society.

2.4 The Seal of the Society, when required, may be affixed to contracts, documents and instruments in writing signed as aforementioned or by any Officer appointed by the Council, provided that the Vice-President External is notified about the matter, where practicable.

Article 3 - Books and Records

3.1 The Councilors shall see that all necessary books and records of the Society required by the Constitution or by any applicable law are regularly and properly kept.

- 3.2 The direct responsibility of this duty is delegated to the Vice-President Finance or their designate as described in Part IV, Section 4, Para 5g.
- 3.3 Following an election, past executive council shall transfer all necessary books and records to the incoming executive.

PART VIII FINANCIAL MATTERS

Article 1 - Fiscal Year

- 1.1 Unless otherwise ordered by the Council, the Fiscal Year of the Society shall end on the last day of the Society Year.

Article 2 - Auditor

- 2.1 The Members shall, at the Winter General Meeting, appoint an auditor to audit the accounts and annual financial statements of the Society for report to the members at the next annual meeting.
- 2.2 The auditor shall hold office until the next annual meeting provided that the Council may fill any casual vacancy in the office of the auditor.
- 2.3 The remuneration of the auditor shall be fixed by the Council.

Article 3 - Banking

- 3.1 The banking business of the Society, or any part thereof, shall be transacted with such banks, trust companies or other financial institutions as designated by regulation and shall be transacted on the Society's behalf by the Vice-President Finance and any other Officer or employee designated by the Council.

Article 4 - Remuneration

- 4.1 Remuneration for all Officers, agents and employees and committee members shall be fixed by the Council by resolution.
- 4.2 Any alteration in the remuneration of any executive Officer shall not come into effect until the commencement of the Society Year following confirmation of the alteration by an affirmative vote of the Members at a meeting of the Members.

Article 5 - Borrowing

- 5.1 For a purpose sanctioned by a resolution adopted by the Members, the Council may:
- a) Borrow money upon the credit of the Society;
 - b) Limit or increase the amount to be borrowed;
 - c) Issue debentures or other securities of the Society;
 - d) Pledge or sell such debentures or other securities for such sums and at such prices as may be deemed expedient;
and,
 - e) Secure any such debentures, or other securities, or any other present or future borrowing or liability of the Society, by mortgage, hypothec, charge or pledge of all or any currently owned or subsequently

acquired real and personal, movable or immovable, property of the Society, and the undertaking and rights of the Society.

5.2 Nothing herein limits or restricts the borrowing of money by the Society on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the Society.

Article 6 - Budget

6.1 The Executive shall, prior to the end of each Fiscal Year, prepare and present to the Members at a meeting of the Members a budget setting forth estimated revenues and expenses of the Society for the succeeding Fiscal Year.

6.2 The budget shall be reviewed by the Members and, prior to implementation, shall be approved by the Members present at the meeting in the form presented or with such changes as the Members may resolve.

6.3 Upon any budget being approved, the Officers and committees of the Society, for the Fiscal Year to which the budget relates, shall be entitled to carry out any actions contemplated by the budget and in compliance therewith without further authorization by the Council.

6.4 The Executive may, prior to or during the Fiscal Year to which a particular budget relates, present to the Council amendments to the budget, and any such amendment may be reviewed and amended by the Council, and shall be approved by two-thirds (2/3) of the Councilors present at a meeting.

6.5 Any expenditure not contemplated in the Budget and in excess of five-hundred dollars (\$500.00) must be authorized by a resolution passed by at least two-thirds (2/3) of the Councilors.

6.6 After an election and prior to assuming office as the Executive, the Executive-Elect may elect to assume the duties of the Executive under this Article.

PART IX - MEETINGS OF MEMBERS

Article 1 - Time and Place

1.1 All meetings of the Members shall be held at the Head Office of the Society and, subject to this Part, on such dates and at such times as the Council may determine.

1.2 A meeting of the Members may be held only on a weekday and, during the academic year, only on a school day.

Article 2 - General Meetings

2.1 There shall be three general meetings of the Members held each Society Year as follows:

- a) The Fall General Meeting within the first two weeks of October.
- b) The Winter General Meeting within the first two weeks of January.
- c) The Spring General Meeting within the period of the end of the Society Year and the end of the School Year.

2.2 At every General Meeting, in addition to any other business that may be transacted, the following business may be conducted:

- a) Suggestions presented about how the Council can improve

2.3 At every Winter General Meeting, in addition to any other business that may be transacted, the following business shall be conducted:

- a) An auditor shall be appointed for review of the Society;
- b) Any vacancies in the office of a Councilor shall be filled;

c) Any mandates to the elected Officers shall be given.

Article 3 - Special Meetings

3.1 The Council or the President may call, at any time, a special meeting of the Members.

3.2 The President shall call a special meeting of the Members upon receipt of a written requisition of not less than twenty-five percent (25%) of the Regular Members.

Article 4 - Voting

4.1 Each Regular Member in good standing shall be entitled to exercise one (1) vote either in person or by proxy.

4.2 A Regular Member in good standing may, by means of a written proxy, appoint a proxy holder to attend and act on that Member's behalf, at a specific meeting of the Members, in the manner and to the extent authorized in the proxy.

4.3 A proxy holder must be a Regular Member of the Society and shall be limited to holding one (1) proxy per meeting.

Article 5 - Procedure

5.1 Fifteen (15) Regular Members present in person at a meeting of the Members shall constitute a quorum.

5.2 The President shall preside at meetings of the Members unless the Members elect another Member to preside.

5.3 Meetings of the Members shall be conducted in accordance with the rules of order as adopted from time to time by at least two-thirds (2/3) of the Members present at a meeting of the Members, where such rules of order are not inconsistent with the Act or the Constitution.

5.4 At all meetings of the Members, every question shall be determined by a majority of votes cast unless the consent of a greater number is required by law, the Constitution or any rules of order adopted by the Members.

5.5 At any meeting of the Members, the Executive has the right to propose with no need of a seconder.

Article 6 - Notice

6.1 Fourteen (14) days written notice shall be given to the Members of any meeting of the Members.

6.2 Notice of a meeting of the Members shall:

a) During the academic year, be posted in a prominent location where the Members normally congregate;

or,

b) At any other time, be sent by regular or electronic mail.

6.3 In addition to posted notice or notice sent by regular mail, notice may also be given in person, by telephone, by e-mail, by fax or in any official publication of the Society.

6.4 Where special business is to be conducted, any notice shall contain sufficient information to permit the Member to form a reasoned judgment on the decision to be taken.

6.5 A form of proxy or a reminder of the right to proxy shall be included in all notices for a meeting of the Members.

PART XII IMPEACHMENT

Article 1 - Impeachable Officers

- 1.1 Members of the executive may be impeached.
- 1.2 Other Councilors may be removed by a simple vote of the council, assuming just cause can be shown.
- 1.3 Just cause shall be defined as generally defined in other Canadian Statutes.

Article 2 - Impeachment Proceedings

- 2.1 The council may begin impeachment proceedings if:
 - a) A private member introduces a motion at a Council Meeting and an Executive Officer seconds this motion;
 - b) An Executive Officer introduces a motion at a Council Meeting and a second Executive Officer seconds this motion;
 - c) A private member introduces a motion at a general meeting and it is seconded by an Executive Officer; or,
 - d) An executive member introduces a motion at a general meeting.
- 2.2 The Executive Officer shall have all his duties and executive rights suspended during the impeachment period. Generally, council votes, other than the impeachment vote, will not be held until the impeachment proceedings are concluded
- 2.3 At the request of the accused, an impeachment hearing may be conducted within one (1) week of charges. A mutually agreed representative of the accused and the accuser will chair this meeting. Should no mutually acceptable person be found, a person may be appointed by the decision of the council.
- 2.4 At any point during the proceedings, the accuser may withdraw their motion.
- 2.5 At any point during the proceedings, the accused may resign their position.
- 2.6 Within two (2) weeks a vote must be held on this matter. Procedures will run as detailed in Part IV of this constitution.
- 2.7 Should a member be impeached, they will not be allowed to run in another Society election for a period of no less than one (1) year. Should they choose to run after that point, they are required to inform the electorate of the impeachment. Any member may present the recorded record of impeachment from the minutes of the Society.
- 2.8 Members who have been impeached will be ineligible to run for any position with signing authority.

PART XIII CONSTITUTION

Article 1 - General

- 1.1 The provisions of this by-law repeal and annul all previous by-laws of the Society to date.
- 1.2 Unless other rules are adopted in accordance with the Constitution, the rules contained in the most current edition of "The ES@Y Policy Manual" shall be used at all meetings, insofar as they are not inconsistent with the Constitution.
- 1.3 Unless otherwise stated, all notice of meetings shall be given in person or by telephone, fax, or electronic mail.
- 1.4 No error or omission in giving notice of any meeting, or any adjourned meeting, shall invalidate such meeting or make void any proceedings taken thereat and any person entitled to such notice may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat.

Article 2 - Regulations

- 2.1 The Council may prescribe such rules and regulations not inconsistent with these by-laws relating to the management and operation of the Society as they deem expedient, provided that such rules and regulations shall have force and effect only until the next General Meeting when they shall be confirmed, and failing such confirmation at such General Meeting, shall at and from that time cease to have any force and effect.

Article 3 - Amendments

- 3.1 The Constitution is to be reviewed near the end of the Society Year by the President and the President-Elect. This reviewed Constitution is to be the Constitution of the upcoming Society Year, and can only be changed through a vote of at least two-thirds (2/3) of the Members.
- 3.2 The by-laws of the Society not embodied in the Letters Patent may be repealed or amended by a new by-law relating to the requirements of subsection 155(2) of the Canada Corporations Act.
- 3.3 The enactment, repeal or amendment of a by-law shall not be enforced or acted upon until the approval of the Minister of Industry has been obtained.

Article 4 - Interpretation

- 4.1 In the Constitution and in all other by-laws, rules, regulations, and policies of the Society hereafter passed, unless the context otherwise requires, the following definitions shall apply:
- a) "Constitution" means the present by-laws of the Society.
 - b) "Elect-Elect" means the Members elected as Councilors who have not yet assumed office.
 - c) "engineering program" means a program of study offered by the Faculty leading to an engineering degree or certificate.
 - d) "engineering student" means a student registered at York University in an engineering program.
 - e) "Executive-Elect" means the Members elected as executive Officers who have not yet assumed office.
 - f) "Faculty" means the Faculty of Pure and Applied Science at York University.
 - g) "Members present" means Members present in person or represented by proxy.
 - h) "school day" means a weekday on which the York University is open and classes are scheduled, but not a day during an official examination period.
 - i) "school year" means the period of time commencing on the first day of September and ending on the last day of April.
- 4.2 In this by-law and in all other by-laws, rules, regulations, and policies of the Society hereafter passed unless the context otherwise requires, words importing the singular number or the masculine gender shall include the plural number or the feminine or undefined gender, as the case may be, and vice versa, and references to persons shall include firms and corporations.

Article 5 - Transitional Provisions

- 5.1 The provisions of this Article shall operate notwithstanding any other provision of the Constitution.
- 5.2 The Officers of the Society holding office immediately prior to the coming into force of this by-law shall constitute the first Council and the first Executive under this by-law, and whose terms of office as Councilors and as members of the Executive shall end on the last day of the Society Year in which this by-law comes into force.
- 5.3 All Officers holding office immediately prior to the coming into force of this by-law shall continue to hold

those offices as if elected as executive Officers under this by-law, with such duties as they had previous insofar as those duties are not inconsistent with the Constitution, and whose terms of office shall end on the last day of the Society Year in which this by-law comes into force.

5.4 The Councilors and executive Officers to hold office for the Society Year immediately following the coming into force of this by-law shall be elected by the Members at a meeting of the Members held prior to the last day of the Society Year in which this by-law comes into force.

APPENDIX A - RECORD OF AMENDMENT

Amendment Summary

1. Draft Document Completed. Revisions not to be recorded
Chief Author: T. Munsie (205478649), 27 Oct 2001, 02 Nov 2001
2. NPA Draft Document Completed. Revisions not to be recorded
Chief Author: T. Munsie (205478649), 12 Jan 2002
3. Document Revision.
Revised by: A. Ho (205557236), 12 Sept 2003
4. Document Revision
Revised by: M. Cannata (206509640), 30 November 2005
5. Document Revision
Revised by: P. Irvin (208613192), 28 July 2010