

**BYLAWS
OF
THE GRADUATE STUDENTS' ASSOCIATION
OF THE UNIVERSITY OF CALGARY**

(Made effective by the Elected Council on August __, 2025)

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Article 1 — Definitions

1. In these Bylaws:

- 1.1. “**Academically Employed Graduate Student**” means a Graduate Student who is employed by the Governors, including those employed as teaching or research assistants.
- 1.2. “**Academically Employed Graduate Students Meeting**” means meetings of the Academically Employed Graduate Students Membership subset conducted pursuant to these Bylaws and Policy.
- 1.3. “**Association**” means The Graduate Students’ Association of the University of Calgary (see Article 2)

- 1.4. “**Bylaws**” means these Bylaws made by the Elected Council pursuant to the *Post-secondary Learning Act*, SA 2003, c P-19.5, s 95(2).
- 1.5. “**Collective Agreement**” means a collective agreement between the Association and the Governors binding them, and Academically Employed Graduate Students, as defined in the *Labour Relations Code*.
- 1.6. “**Graduate Elected Council**” (“Council” or “GEC”) means the primary governing body of the Association, comprised of the individuals, selected by and from the Members of the Association, who are empowered under **Section 94(1)** and **Section 95(1)-(5)** of the *Post-Secondary Learning Act* (PSLA) to represent graduate students.
- 1.7. “**Elected Councillors**” means members of the Elected Council.
- 1.8. “**Faculty**” means a faculty of the University that is headed by a Dean.
- 1.9. “**General Meeting**” means meetings of the general Membership conducted pursuant to these Bylaws and Policy, including the Annual General Meeting.
- 1.10. “**Governors**” or “**Employer**” means The Governors of the University of Calgary, a statutory corporation continued under the *Post-Secondary Learning Act*, s 125.2.
- 1.11. “**Graduate Student**” means a student registered with the Faculty of Graduate Studies.
- 1.12. “**Member**” means a Graduate Student of the University of Calgary, including the Academically Employed Graduate Students.
- 1.13. “**Membership**” refers to all Members of the Association *in toto*.
- 1.14. “**Membership Fees**” means the fees levied on all Members for the maintenance of the Association, as established in Policy.
- 1.15. “**Member in Good Standing**” means a Member whose membership rights have not been suspended or restricted as a result of a conviction under the Article 12 Trials & Charges Process.
- 1.16. “**Member Not in Good Standing**” means a Member whose membership rights have been suspended or restricted as a result of a conviction under the Article 12 Trials & Charges Process.
- 1.17. “**Policy**” or “**Policies**” or “**Procedures**” means policies and/or procedures established by the Elected Council pursuant to these Bylaws.
- 1.18. “**Ratification Vote**” means a vote by Members who are Academically Employed Graduate Students on the date of a vote held to ratify or reject a proposed Collective

Agreement, passed by a simple majority of those qualified to vote and actually voting. There shall be no voting by proxy.

- 1.19. “**Representative**” means any person, including but not limited to members of the Elected Council and employees of the Corporate Association, who has undertaken, is undertaking, or is about to undertake any activity on behalf of the Association pursuant to these Bylaws, a contract, or otherwise with the written authorization of the Elected Council.
- 1.20. “**Resolution**” means a resolution passed by a majority (simple or 2/3 majority as context requires) of those qualified to vote and actually voting. There shall be no voting by proxy.
- 1.21. “**Specific Resolution**” means a Resolution proposed by Members pursuant to Article 4.6.10
- 1.22. “**Student Petition**” means a petition presented to the Elected Council in accordance with Articles 4.9 and 6.7.1.
- 1.23. “**Union Dues**” means “core dues” charged to Academically Employed Graduate Students,
- 1.24. “**University of Calgary**” means the “comprehensive academic and research university” and “public post-secondary institution” having that name, continued under the *Post-Secondary Learning Act*, s 126(1).

Article 2 — Statutory Corporation & Bargaining Agency

2. Statutory Corporation & Bargaining Agency

- 2.1. The Graduate Students’ Association of the University of Calgary (the “Association”) is a statutory corporation incorporated on February 22, 1971 under *The Universities Act*, RSA 1970, c 378, s 40(5) and O.C. 294/71, continued under the *Post-Secondary Learning Act*, s 125.2.
- 2.2. The Association is a “graduate students association”, a “student organization” and a “governing entity” of the University of Calgary under the *Post-Secondary Learning Act*, and consists of the Graduate Students of the University of Calgary.
- 2.3. Pursuant to the *Labour Relations Code*, RSA 2000, c L-1, the Association:
 - 2.3.1. is deemed to be a trade union for the purposes of acting as bargaining agent for the Academically Employed Graduate Students of the University of Calgary,

- 2.3.2. is statutorily designated as the exclusive bargaining agent for the Academically Employed Graduate Students of the University of Calgary, and
- 2.3.3. has exclusive authority to bargain collectively on behalf of the Academically Employed Graduate Students of the University of Calgary and to bind them by a Collective Agreement.
- 2.4. With the approval of the Governors, the Association may acquire interests in real property by purchase, lease or otherwise and may hold and dispose of it.
- 2.5. The business and affairs of the Association must be managed by the Elected Council. The Association is governed under the principle of representative democracy.
- 2.6. If there is an inconsistency between the *Post-secondary Learning Act*, the *Labour Relations Code*, the *Personal Information Protection Act*, SA 2003, c P- 6.5, or any other Alberta legislation, and a Resolution, regulation, bylaw, rule, policy or other instrument made under the *Post-secondary Learning Act*, including these Bylaws and any Policy made hereunder, the instrument is of no effect to the extent of the inconsistency with the legislation.

Article 3 — Objectives

- 3. The objects of the Association are:
 - 3.1. To provide for the administration of Graduate Student affairs at the University of Calgary, including the development and management of Graduate Student committees, the development and enforcement of rules relating to Graduate Student affairs and the promotion of the general welfare of the Graduate Students consistent with the purposes of the University of Calgary.
 - 3.2. To fairly represent Academically Employed Graduate Students as set out in *Post-secondary Learning Act* s95(2)(f.1):
 - 3.2.1. With respect to their rights under the Collective Agreement; and
 - 3.2.2. With respect to collectively bargaining the terms conditions of employment, as incorporate into the Association's Collective Agreement with the Governors.
 - 3.3. To conduct the business and affairs of the Association in accordance with law.

Article 4 — Membership & Membership Rights and Obligations

- 4. The Membership & Membership Rights and Obligations

- 4.1. The Membership of the Association is statutorily designated and consists exclusively of the Graduate Students of the University of Calgary, including the Academically Employed Graduate Students of the University of Calgary.
- 4.2. For clarity, a person ceases to be a Member in the Association when the person is no longer a Graduate Student, and a person ceases to be an Academically Employed Graduate Student Member when they are no longer employed in that capacity by the Governors for any reason including but not limited to: termination/dismissal, resignation, contract term expiry.
- 4.3. A non-active Academically Employed Graduate Student is still an employee of the Governors and thus remains an Academically Employed Graduate Student Member of the Association, including but not limited to those on paid or unpaid approved leaves of absence (including medical leaves), disciplinary suspensions, non-disciplinary administrative suspensions.
- 4.4. Former Academically Employed Graduate Students have the right to be fairly represented by the Association with respect to the former employee's rights—while they were employed—under the Collective Agreement.
- 4.5. A former Academically Employed Graduate Student whose employment was terminated by the Governors, and on whose behalf the Association is grieving the termination as unjust, shall regain their status as an Academically Employed Graduate Student if and when reinstated to employment by the Governors through grievance arbitration, grievance settlement, or otherwise.
- 4.6. Subject to penalties affecting participatory rights arising out of the Article 12 Trials & Charges Process, Members in Good Standing shall have all of the rights and obligations accorded to Members of the Association as contained in these Bylaws, including but not limited to:
 - 4.6.1. Voting in elections conducted under these Bylaws;
 - 4.6.2. Voting on any Resolutions on business allowed to be conducted at General Meetings pursuant to these Bylaws;
 - 4.6.3. Voting on any referendum of the Membership;
 - 4.6.4. With respect to Academically Employed Graduate Students only, voting to ratify a proposed Collective Agreement;
 - 4.6.5. Being nominated for, elected to, and holding any elected position in the Association subject to any specific eligibility requirements laid out in these Bylaws;
 - 4.6.6. Serving on any committee of the Association subject to any specific eligibility requirements laid out in these Bylaws;

- 4.6.7. Attending and speaking at all General Meetings;
- 4.6.8. Attending all meetings of the Constituencies Committee.
- 4.6.9. Receiving all Membership correspondence prepared by the Association;
- 4.6.10. All Members have the obligation to pay Membership Fees levied on all Members for the maintenance of the Association, as established in Policy. Such payments may be made directly, or through collection and remittance by the Governors.
- 4.6.11. With respect to Academically Employed Graduate Students only, they are obligated to pay “Core” “Union Dues” to the Association, as established in Policy. Such payments may be made directly, or through deduction and remittance by Employer pursuant to the Collective Agreement.
- 4.6.12. Such other rights and obligations as these Bylaws may confer.
- 4.7. Members who do not pay the required Membership Fees, and Union Dues if applicable, to the Association that are uniformly required to be paid by all Members shall, after having been notified in writing and given a reasonable time to pay them (including arrears), have all of their non-statutory participatory rights as a Member in the Association suspended, and be deemed a Member Not in Good Standing, until such time as they pay the Association outstanding Membership Fees and Union Dues. The penalty under this Article 4.7 shall be imposed by the Elected Council through a Resolution passed by simple majority, and the Article 12 Trials & Charges Procedure is not applicable.
- 4.8. Subject to 4.8.1, in order to be elected to, acclaimed to, appointed to, or continue to hold, any position under these Bylaws, the person must be, and remain, a Member in Good Standing of the Association.
- 4.8.1. A person who has been appointed, acclaimed or elected by and from the Membership to any position under these Bylaws may, subject to the general authority of the Elected Council, remain in their position after their Membership in the Association has ended for the remainder of the position’s term. The Elected Council may exercise its discretion to remove non-Members from any position under these Bylaws through a Resolution passed by simple majority, and the Article 12 Trials & Charges Procedure is not applicable.
- 4.9. Members may, by a Student Petition, require the Elected Council to conduct a vote on and implement any lawful Resolution (if passed) pertaining to the affairs of the Association in its capacity as a student organization.
- 4.9.1. The petition is sufficient if it is signed by at least 10% of the Members.

Article 5 — Membership Meetings

5. Membership Meetings

5.1. Subject to Article 12.7.4.3.2, General Meetings of the Association are for Members in Good Standing only.

5.1.1. Employees and/or contractors of the Association, Members Not in Good Standing, and guests may attend General Meetings only at the invitation of the President.

5.2. General Meetings shall be conducted pursuant to Policies and Procedures.

5.3. General Meetings of the Association shall consider *Robert's Rules of Order Newly Revised* (most recent edition) as a reference and guide concerning questions of procedure.

5.4. There shall be no *in camera* General Meetings.

5.5. The quorum for General Meetings is 40 Members in Good Standing.

5.6. At the discretion of the Council, General Meetings may be conducted in-person or through the use of any means of communication, such as electronic meetings, by which Members participating may simultaneously hear each other during the meeting. A Member who participates electronically under this Bylaw is deemed to be present at the said meeting. Voting under this Article 5.6 may be held by voice or by electronic means.

5.7. At the discretion of the Council, voting shall be by show of hands or by secret ballot. Voting may be cast in-person, or other than in-person, including by mail-in ballot, electronically (i.e. during virtual meetings) or by any other reliable method set out in Policy (which method shall address practicality, economy, and the right of all Members in Good Standing to vote). Proxy voting by Members shall not be permitted at any Association meeting or on any matter put to a vote of the Membership by any means.

5.8. Annual General Meeting

5.8.1. The Association shall hold an Annual General Meeting in the Fall of each year.

5.8.2. The Association shall provide Members with at least 30 days' notice of the time and place of the Annual General Meeting.

5.8.3. The annual report of the Association's activities shall be provided to Members at least one week before the date of the meeting.

5.8.4. The agenda for the Annual General Meeting shall include:

- 5.8.4.1. A written report by each Executive Committee member;
- 5.8.4.2. A written report by the Finance standing committee including presentation of the audited financial statements;
- 5.8.4.3. A motion recommending an auditor for the succeeding year;
- 5.8.4.4. A written report by the Executive Director;
- 5.8.4.5. Any other item specified by the Elected Council.
- 5.8.5. Members may not propose Specific Resolutions for consideration or adoption by the Association at an Annual General Meeting.
- 5.9. Special General Meetings
 - 5.9.1. The Elected Council may call General Meetings additional to the Annual General Meeting at its discretion. Normally, Members will receive 30 days' notice of any Special General Meeting.
 - 5.9.1.1. Where in the opinion of the Elected Council the matters to be discussed at the Special General Meeting must be concluded in less than 30 days, notice for a Special General Meeting may be as little as 48 hours.
 - 5.9.2. Members may not propose Specific Resolutions for consideration or adoption by the Association at a Special General Meeting.
- 5.10. Minutes of General Meetings
 - 5.10.1. Members shall approve the minutes of a General Meeting at the next General Meeting.
 - 5.10.2. The Association shall provide Members with the unapproved minutes of the meeting when Members receive formal notice of the next General Meeting.
- 5.11. Protection of Privacy in General Meetings
 - 5.11.1. There shall be no discussions during General Meetings, including the Annual General Meeting, that would disclose "personal information" or "personal employee information" as defined in the *Personal Information Protection Act*, of any person including but not limited to Members or employees of, or contractors to, the Association.

Article 6 — Elected Council

6. The Elected Council.

- 6.1. The **(Graduate) Elected Council** (“Council”, “EC”, or “GEC”) is the primary governing body of the Graduate Students’ Association (GSA), empowered under **Section 94(1)** and **Section 95(1)-(5)** of the *Post-Secondary Learning Act* (PSLA) to represent graduate students.
- 6.2. The Elected Council is responsible for setting the strategic and policy direction of the GSA and for holding the Executive Committee accountable to the Membership.
- 6.3. The Elected Council also serves as the forum for reports from:
 - 6.3.1. All Boards of the Association (i.e. Exec, Labour, Finance, Governance);
 - 6.3.2. The Representative to the Board of Governors;
 - 6.3.3. The Representative to the Senate;
 - 6.3.4. Any Committee created by the Council;
 - 6.3.5. The Chief Returning Officer (6.17.3);
 - 6.3.6. The Trial Chair (Article.# Trials and Charges).
- 6.4. The Elected Council is comprised of the following **Seats/Representatives** elected by and from Membership annually:
 - 6.4.1. The following five (5) **Executive Offices**, elected by and from Membership on an annual basis:
 - 6.4.1.1. President;
 - 6.4.1.2. VP Labour;
 - 6.4.1.3. VP Academic;
 - 6.4.1.4. VP External;
 - 6.4.1.5. VP Internal;
 - 6.4.2. One (1) **Faculty Representative** per Academic Faculty containing a Graduate Program, elected by and from the Membership in that Faculty, on an annual basis;
 - 6.4.2.1. The list of Academic Faculties containing Graduate Programs shall be the same as that maintained and updated by the University’s Registrar;
 - 6.4.2.2. Each Faculty Representative is to be elected by and from the Members of that Faculty;
 - 6.4.3. One (1) **Representative to the Senate** (ex-officio), elected by and from Membership, on an annual basis.
 - 6.4.4. One (1) **Representative to the Board of Governors** (ex-officio), elected by and from Membership, as required; and
 - 6.4.5. One (1) **Representative to the General Faculties Council** (ex-officio), elected by and from Membership, on an annual basis.
- 6.5. To support the operations and logistics of Council Business, the Elected Council shall appoint a Member into each of the following special (non-voting) roles:

- 6.5.1. One (1) **Speaker** to serve as the chairperson of Council meetings, and act as liaison between the Elected Council and the Executive Board;
- 6.5.2. One (1) A **Clerk/Secretary** to support the taking of minutes and keeping of records surrounding the business of the Council;
- 6.6. The individuals elected to any of the seats or offices comprising the Elected Council are not employees of the Association and perform their duties on a volunteer basis.
- 6.6.1. Elected Councillors shall receive honoraria payments related to their volunteer services pursuant to Policy.
- 6.6.2. Elected Councillors shall be reimbursed reasonable expenses incurred in the performance of their volunteer services pursuant to Policy.
- 6.7. Statutorily, the business and affairs of the Association must be managed by the Elected Council pursuant to the *Post-secondary Learning Act* s 95(1)(a). All Representatives, employees of and contractors to the Association, all Committees created under these Bylaws, and any person authorized to act on behalf of the Association in any capacity, report to, and take direction from, the Elected Council.
- 6.7.1. If the Elected Council is presented with a Student Petition that is determined to be sufficient in accordance with Article 4.9, the Elected Council shall conduct a vote of the Membership on any lawful Resolution pertaining to the affairs of the Association in its capacity as a student organization. To be clear, no Student Petition containing, or resulting in, anything inconsistent with these Bylaws or the general law will be put to a vote or implemented.
- 6.8. The Elected Council is statutorily the corporate “directing mind” of the Association. The Elected Council has no legal status independent of the Association, or at all.
- 6.8.1. The Elected Council shall therefore deliberate and declare priorities for the Association on an annual basis, through processes including but not limited to annual planning, strategic planning, and others as determined by the council.
- 6.9. The Elected Council is the official channel of communication between the Association and the Governors. The Elected Council designates the President to be the official spokesperson on behalf of the Association.
- 6.10. The Elected Council is empowered to establish, amend, and disestablish Policies and Procedures, including but not limited to those that may augment, but not be inconsistent with, these Bylaws. The Elected Council shall establish Policies and/or Procedures respecting the following:
- 6.10.1. The levy of “Membership Fees”, including their quantum, on Members for maintenance of the Association in its capacity as a student organization.
- 6.10.2. The charging of “Union Dues”, including their quantum, on Academically Employed Graduate Students in its capacity as a bargaining agent.

- 6.10.2.1. The Association only collects “core dues”, meaning union dues, assessments or initiation fees relating to activities referred to in *Labour Relations Code* s 26.1(1)(b).
- 6.10.2.2. The Association does not collect “non-core dues”, meaning union dues, assessments or initiation fees relating to activities or causes referred to in *Labour Relations Code*, s 26.1(1)(a).
- 6.10.2.3. The Association only uses collected “union dues” for “core activities”, meaning activities referred to in *Labour Relations Code* s 26.1(1)(b).
- 6.10.3. The Association’s role as bargaining agent for Academically Employed Graduate Students, which shall include a procedure for ascertaining the wishes of Academically Employed Graduate Students respecting their terms of employment with the Governors prior to each round of collective bargaining.
 - 6.10.3.1. Once the Association ascertains the wishes of Academically Employed Graduate Students respecting their terms of employment with the Governors, the Association shall “act on” those wishes. To be clear, “act on” means the Association shall consider the expressed wishes of Academically Employed Graduate Students when acting in its capacity as bargaining agent for Academically Employed Graduate Students, and in fairly representing them in the collective bargaining process.
- 6.10.4. The payment of honoraria payments related to volunteer services of Representatives, and reimbursement of reasonable expenses incurred in the performance of Representatives’ volunteer services, pursuant to Policy.
- 6.10.5. Protection of Privacy in compliance with the *Personal Information Protection Act*.
- 6.10.6. Workplace safety in compliance with the *Occupational Health and Safety Act*, and the *Alberta Human Rights Act*, and related regulations/codes, addressing workplace hazards including harassment, violence and discrimination, applicable to employees and volunteers of, and contractors to, the Association.
- 6.10.7. Membership Code of Conduct applicable to all Members of the Association, addressing:
 - 6.10.7.1. respectful organizational participation and prohibiting harassment, violence and discrimination between members within the Association in the conduct of its business and affairs; and
 - 6.10.7.2. expected conduct of Members in Good Standing, and a non-exhaustive list of misconduct inconsistent with these Bylaws or the Objectives and interests of the Association that could amount to Grounds for Charges under Article 13 Trials & Charges.

6.10.8. The establishment, continuance, and dissolution of Committees to support the affairs of Council.

6.11. The Elected Council establishes the following **Boards of Representatives (Core Bodies/Designate Circles)** to support the affairs of Council according to the mandates below:

6.11.1. **The Executive Board:** to oversee the operations of the Association and management of the Associations resources, acting on behalf of the Elected Council to fulfil our fiduciary responsibilities to Membership as a non-for-profit corporation;
6.11.1.1. Duties and powers of the Executive Board are as outlined in Article 7.

6.11.2. **The Labour Board:** to support the Vice President Labour in overseeing the fulfilling of the Association's duties as bargaining agent.
The Graduate Labour Board shall be chaired by the VP Labour, by default.

6.11.3. **The Finance and Services Board:** to support the Vice President Internal with the preparation, review, and upkeep of the Association's annual budget, and to oversee the services offered by the Association;

6.11.3.1. The Finance and Services Board shall be chaired by the Vice President Internal, by default, or delegate.

6.11.4. **The Governance Board:** to support the Council with the review, drafting, and upkeep of Association Policy and Procedures.

6.11.4.1. The Governance Board shall be chaired by the Speaker of the Council, by default, or delegate.

6.12. Elected Council Meetings

6.12.1. The quorum for Elected Council meetings is a simple majority of sitting voting members, including a majority of the sitting Executive.

6.12.2. **Proxies are not permitted.** Council participation must be in person or via synchronous virtual means as allowed in Policy.

6.12.3. Subject to these Bylaws, the business and affairs of the Association shall be conducted through Resolutions passed by simple majority, unless a higher threshold is required by these Bylaws or legislation.

6.12.4. Elected Council meetings shall take place as and when called by the Speaker, or as determined by Resolution of the Council.

6.12.4.1. The Elected Council shall meet **bi-weekly** during the Fall and Winter academic terms, and monthly during the rest of the year;

6.12.4.2. Additional meetings may be called at the discretion of the Speaker, decision of the Council, decision of the Executive, or upon receipt of a petition signed by at least one-third of the sitting members of Council.

6.12.5. Elected Council meetings shall consider *Robert's Rules of Order Newly Revised* (most recent edition) as a reference and guide concerning questions of procedure.

6.12.5.1. The Speaker shall have the final interpretation and good faith decision concerning questions of procedure.

6.13. Protection of Privacy in Elected Council Meetings

6.13.1. All discussions in Elected Council meetings that would disclose “personal information” or “personal employee information” as defined in the *Personal Information Protection Act*, of any person including but not limited to Members or employees of, or contractors to, the Association shall be conducted *in camera*.

6.14. Representative Member of The Senate of the University of Calgary

6.14.1. The Senate of the University of Calgary is a statutory corporation, and a governing entity of the University of Calgary, that consists of its members, one of its members being a Member of the Association appointed by the Elected Council pursuant to the *Post-Secondary Learning Act*, s 11(3)(b)(vii).

6.14.2. The Elected Council shall appoint a Member of the Association to be a member of the Senate as required.

6.14.3. Any Member of the Association appointed to be a member of The Senate of the University of Calgary must:

6.14.3.1. be a Member in Good Standing;

6.14.3.2. not be a Representative of the Association in another capacity;

6.14.3.3. carry out their duties as a member of The Senate of the University of Calgary, whose statutory duty is to inquire into any matter that might benefit the University of Calgary and enhance its position in the community, in good faith,

6.14.4. A person appointed be a member of The Senate of the University of Calgary under Article 6.13.2 holds office for a term of one year (*Post-Secondary Learning Act*, s 12(2)), and is, if otherwise qualified, eligible for reappointment.

6.14.5. A person appointed be a member of The Senate of the University of Calgary under Article 6.13.2 ceases to hold office when the member ceases to be a Member of the Association.

6.15. Representative Member of The Governors of the University of Calgary

6.15.1. The Governors of the University of Calgary is a statutory corporation, and a governing entity of the University of Calgary, that consists of its members, one of its

members being a Member of the Association appointed by the Minister pursuant to the *Post-Secondary Learning Act*, s 16(3)(d)(v).

6.15.2. The Elected Council shall nominate a Member of the Association to be a member of The Governors of the University of Calgary as required. This nominee shall be chosen through election by the membership.

6.15.3. Any Member of the Association nominated to be a member of The Governors of the University of Calgary must:

6.15.3.1. be a Member in Good Standing;

6.15.3.2. not be a Representative of the Association in another capacity;

6.15.3.3. act in the best interests of The University of Calgary, in fulfilling their duties as a member of The Governors of the University of Calgary, whose statutory duty includes managing and operating the University of Calgary in accordance with its mandate, and hiring any employees (including Academically Employed Graduate Students) that it considers necessary for the proper conduct of the affairs of the University of Calgary.

6.15.4. A Member nominated under Article 6.14.2 and appointed by the Minister to be a member of The Governors of the University of Calgary holds office for a term not exceeding 3 years as prescribed in the appointment (subject to Article 6.15.5), and is eligible to be reappointed for a 2nd or subsequent term if the reappointment would not result in the member serving for a total of more than 6 years.

6.15.5. A Member nominated under Article 6.14.2 and appointed by the Minister to be a member of The Governors of the University of Calgary ceases to hold that office when the Member ceases to be a Member of the Association.

6.16. Representative Member of the General Faculties Council

6.16.1. The General Faculties Council of the University of Calgary is a governing entity of the University of Calgary that consists of its members, one of its members being a Member of the Association appointed by the Elected Council pursuant to the *Post-Secondary Learning Act*, s 23(c)(ii) and additional members appointed by the Elected Council pursuant to the *Post-Secondary Learning Act*, s 23(d), the number being determined by the bylaws of the General Faculties Council.

6.16.2. One member shall be selected by the Membership through election and shall also be seated ex officio on the Elected Council.

6.16.2.1. This elected member must not be a Representative of the Association in another capacity;

6.16.3. The Elected Council shall appoint additional Members in Good Standing, without further restriction, to represent the Association as members of the General Faculties Council of the University of Calgary in accordance with the number determined by the General Faculties Council;

6.16.4. Any Member of the Association appointed to be a member of the General Faculties Council of the University of Calgary must:

6.16.4.1. be a Member in Good Standing;

6.16.4.2. carry out their duties as a member of the General Faculties Council of the University of Calgary, whose statutory responsibility, subject to the authority of The Governors of the University of Calgary, is for the academic affairs of the University of Calgary, including student discipline pursuant to the *Post-Secondary Learning Act*, s 31(1), in good faith.

6.16.5. A person appointed be a member of The General Faculties Council of the University of Calgary ceases to hold office when the member ceases to be a Member of the Association.

6.17. **Elections under these Bylaws** shall occur **annually in the** Winter Term pursuant to Policy and Procedures and these bylaws.

6.17.1. The regular “General Election” shall be held on the second Monday in March and the subsequent day.

6.17.2. Votes will be collected in the form of a ranked-choice ballot.

6.17.3. Except for the Elected Council positions and positions expressly indicated as elected in these Bylaws, not all Representative positions must be filled through elections, in which case the Elected Council is empowered to appoint.

6.17.3.1. In the case of a vacancy for a seat on the Elected Council, however caused, a by-election shall be held on a date determine by Council and pursuant to Policy and Procedures

6.17.4. The Elected Council is empowered to fill vacancies for all other Representative positions (not seated on the Council), however caused, through appointments.

6.17.5. The Association may retain a Chief Election Officer. The Chief Election Officer shall not be any legal counsel retained on behalf of the Association for any other purposes unless their legal retainer ended more than 5 years before their appointment as Chief Election Officer.

Article 7 – Executive Board of the Elected Council

7. The Executive Board of the Elected Council.

- 7.1. The five (5) executive offices of the Elected Council constitute the Executive Board. These are listed in (6.4.1) and reiterated here:
 - 7.1.1. President;
 - 7.1.2. Vice President Labour;
 - 7.1.3. Vice President Academic;
 - 7.1.4. Vice President External;
 - 7.1.5. Vice President Internal.
- 7.2. The Executive Board (“Executive”, or “Board”) is the primary executive body of the Graduate Students’ Association (GSA), empowered by the Elected Council to oversee the operations of the Association, subject to the wishes of Council.
- 7.3. The Executive Board is responsible for enacting strategic operations of the Association subject to the guidance of the Elected Council, and for holding the Executive Director accountable to the wishes of Membership as set by the Elected Council.
- 7.4. The term of office for a member elected and sworn onto the Executive Board shall be one year, commencing May 1 as of 12:00 AM MDT and concluding the following April 30 at 11:59 PM MDT.
 - 7.4.1. Members of the Executive Board are expected to act in the role for 11 months of the term.
 - 7.4.2. Vacancies on the Executive Board may be filled through a by-election as called by the Elected Council.
- 7.5. The individuals elected to any of the offices comprising the Executive Board of the Elected Council are not employees of the Association and perform their duties on a volunteer basis.
 - 7.5.1. Executive Board officers shall receive honoraria payments related to their volunteer services pursuant to Policy.
 - 7.5.2. Elected Board officers shall be reimbursed reasonable expenses incurred in the performance of their volunteer services pursuant to Policy.
- 7.6. The Executive Board is statutorily the corporate “operational mind” of the Association.
- 7.7. The President / Executive Board is the official liaison between the Elected Council and the Executive Director / Employees of the Association.
- 7.8. **The President**
 - 7.8.1. The President is subject to the general authority of the Elected Council.
 - 7.8.2. The President is the official spokesperson on behalf of the Association.
 - 7.8.3. The President or designate chairs all Executive Board Meetings.
 - 7.8.3.1. At the President’s discretion, they may delegate meetings process to a professional parliamentarian if they believe that circumstances warrant.

7.8.4. Subject to the authority of the Executive Board of the Elected Council, the President is delegated to manage the business and affairs of the Association between meetings of the Executive Board.

7.8.5. The President is an ex-officio member of the Association's Governance Board.

7.8.6. The President is the is the Keeper of the Seal of the Association.

7.8.7. The President shall perform any duties assigned in Policy, or as otherwise delegated by the Elected Council.

7.9. The Vice President Labour

7.9.1. The Vice President Labour is subject to the general authority of the Elected Council.

7.9.2. The Vice President Labour is an ex-officio member and de-facto chair of the Association's Labour Board.

7.9.3. This can be a volunteer position that is separate, performed by a member of the committee. The Vice President Labour shall perform any duties assigned in Policy, or as otherwise delegated by the Elected Council.

7.10. The Vice President Academic

7.10.1. The Vice President Academic is subject to the general authority of the Elected Council.

7.10.2. The Vice President Academic shall act as the President (Acting President) in the absence of the President for any reason.

7.10.3. The Vice President Academic shall perform any duties assigned in Policy, or as otherwise delegated by the Elected Council.

7.11. The Vice President External

7.11.1. The Vice President is subject to the general authority of the Elected Council.

7.11.2. The Vice President External is the Keeper of the Seal of the Association.

7.11.3. The Vice President External shall perform any duties assigned in Policy, or as otherwise delegated by the Elected Council.

7.12. The Vice President Internal (Think: Treasurer + Secretary?)

7.12.1. The Vice President Internal is subject to the general authority of the Elected Council.

7.12.2. The Vice President Internal is the Association's Chief Financial Officer, and will...

7.12.3. The Vice President Internal is an ex-officio member and default chair of the Association's Finance and Services Board.

7.12.4. The Vice President Internal shall perform any duties assigned in Policy, or as otherwise delegated by the Elected Council.

7.13. Each member of the Executive Board shall prepare and present a written account of duties performed in their role to submit to the Elected Council, per Academic Term.

Article 8 — Labour Board of the Elected Council

8. Graduate Labour Board of the Elected Council

- 8.1. The Labour Board of the Elected Council is the Board empowered by the Council (6.11.2) to oversee the Association's duties as a Trade Union, including:
 - 8.1.1. readying for Council the nomination of a lead negotiator to support collective bargaining;
 - 8.1.2. Make recommendations to the Board for appointments to the Bargaining Committee
 - 8.1.3. overseeing the timely and proper handling of all grievances from academically employed members of the Association;
 - 8.1.4. Help manage arbitrations, mediations, or other such procedures during collective bargaining, and coordinate with counsel, as needed;
 - 8.1.5. To manage and organize labour action (including but not limited to a strike) and coordinate in compliance with the LRC.
 - 8.1.6. To make recommendations to the EC on the administration of union dues
 - 8.1.7. To make recommendations and assist in the planning of labour related education, events, workshops, and communications regarding AEGS.
 - 8.1.8. To advise on external advocacy of the GSA in relation to its status and bargaining agent (or delegate such responsibility)
 - 8.1.9. To inform membership about their rights and responsibilities as workers under the CBA between the GSA and the Board of the Governors of the University of Calgary.
 - 8.1.10. Appoint a representative as the associations Health and Safety Officer
 - 8.1.11. Other duties as assigned by the Council.
- 8.2. The Labour Board of the Elected Council shall consist of:
 - 8.2.1. The Vice President Labour (ex-officio) as the de-facto chair of the board;
 - 8.2.2. One (1) Vice Chair, as appointed by Council;
 - 8.2.3. Five (5) Academically Employed Graduate Students appointed by Council.
- 8.3. The GLB may only consist of either:
 - 8.3.1. Current or former AEGS that are also current members of the association in good standing, or;
 - 8.3.2. Non-AEGS at the discretion of the VP Labour.
- 8.4. Members of the Labour Board shall serve a term of one year from their appointment.
 - 8.4.1. Members in Good Standing are eligible for re-appointment, at the discretion of the Council.
- 8.5. Meetings of the Labour Board shall be held monthly, at the discretion of the chair.
 - 8.5.1. Notice of a meeting of the Labour Board shall be circulated to all members Labour Board at least three (3) days in advance and shall contain a copy of the proposed meeting agenda, including:
 - 8.5.1.1. Time and location of the meeting;
 - 8.5.1.2. All motions up for discussion, including necessary and sufficient documentation for members to make informed decisions on such motions.
 - 8.5.2. Special meetings may be held at any time at the discretion of the VP Labour, Vice Chair, or a simple majority of the Labour Board with at least three (3) days advance notice, and shall contain a copy of the proposed meeting agenda, including
 - 8.5.2.1. Time and location of the meeting

- 8.5.2.2. All motions up for discussion, including necessary and sufficient documentation for members to make informed decisions on such motions
- 8.5.3. Meetings (including special meetings) must meet quorum of at least four GLB members, including;
 - 8.5.3.1. The VP Labour, and or;
 - 8.5.3.2. The Vice Chair, at the discretion of the VP Labour.

8.6. The Labour Board established under these Bylaws is a subordinate body within the Association, and has no legal status independent of the Association, or at all.

Article 9 — Finance Board of the Elected Council

9. Finance Board of the Elected Council.

- 9.1. The Finance Board of the Elected Council is the Board empowered by Council (6.11.3) to oversee the handling of the Association's finances, including:
 - 9.1.1. Ready for Council an annual budget to ratify;
 - 9.1.2. Overseeing the annual audit of our financial statements;
 - 9.1.3. Overseeing the services offered by the Association;
 - 9.1.4. Other duties as assigned by the Council.
- 9.2. The Finance Board shall consist of:
 - 9.2.1. The VP Internal (ex-officio);
 - 9.2.2. A Vice Chair, as appointed by Council;
 - 9.2.3. Five (5) Members at large, as appointed by Council.
- 9.3. Members of the Finance Board shall serve a term of one year following their appointment.
 - 9.3.1. Members in Good Standing are eligible for re-appointment.
- 9.4. The Finance Board shall be chaired by the VP Internal, or delegate.
 - 9.4.1. The chair is responsible for overseeing the preparation and circulation of all meeting agenda and meeting packages.
- 9.5. Meetings of the Finance Board shall be held monthly, as and at the discretion of the chair.
 - 9.5.1. Notice of a meeting of the Finance Board shall be circulated to all members Finance Board at least three (3) days in advance and shall contain a copy of the proposed meeting agenda, including:
 - 9.5.1.1. Time and location of the meeting;
 - 9.5.1.2. All motions up for discussion, including necessary and sufficient documentation for members to make informed decisions on such motions.
- 9.6. The Finance Board established under these Bylaws is a subordinate body within the Association, and has no legal status independent of the Association, or at all.

Article 10 — Governance Board of the Elected Council

10. Governance Board of the Elected Council

- 10.1. The Governance Board of the Elected Council is the Board empowered by Council (6.11.4) to support the Council with the review, drafting, and upkeep of Association Policy and Procedures, including:
 - 10.1.1. Reviewing proposed changes to policies to ensure they stay consistent with the bylaws;
 - 10.1.2. Monitoring legislative changes that might impact the Association;
 - 10.1.3. Other duties as assigned by the Council.
- 10.2. The Governance Board shall consist of:
 - 10.2.1. The Speaker (ex-officio);
 - 10.2.2. A Vice Chair, as appointed by Council;
 - 10.2.3. Five (5) Members at large, as appointed by Council.
- 10.3. Members of the Governance Board shall serve a term of one year following their appointment.
 - 10.3.1. Members in Good Standing are eligible for re-appointment.
- 10.4. The Governance Board shall be chaired by the Speaker, or delegate.
- 10.5. Meetings of the Governance Board shall be held monthly, as and at the discretion of the chair.
 - 10.5.1. Notice of a meeting of the Governance Board shall be circulated to all members Governance Board at least three (3) days in advance and shall contain a copy of the proposed meeting agenda, including:
 - 10.5.1.1. Time and location of the meeting;
 - 10.5.1.2. All motions up for discussion, including necessary and sufficient documentation for members to make informed decisions on such motions.
- 10.6. The Governance Board established under these Bylaws is a subordinate body within the Association, and has no legal status independent of the Association, or at all.

Article 11 — Committees of the Elected Council

11. Committees of the Elected Council.

- 11.1. The Council may delegate its authority as governing body of the Association by establishing Committees at its discretion (6.10.8).
 - 11.1.1. All Committees are subject to the general authority of the Elected Council.
 - 11.1.2. All Committees established under these Bylaws are subordinate bodies within the Association, and they have no legal status independent of the Association, or at all.
- 11.2. The Council shall establish a Terms of Reference for each committee established under its authority, including but not limited to:

- 11.2.1. the name and mandate of the committee;
 - 11.2.2. the term and/or duration of the committee;
 - 11.2.3. the size, composition, and structure of the committee;
 - 11.2.4. who has the authority and responsibility to call meetings and set agendas;
 - 11.2.5. the meeting frequency;
 - 11.2.6. the reporting structure and frequency.
- 11.3. The Council shall be responsible for appointing the members of the committee.
- 11.3.1. The Council shall ensure that the chair and vice-chair positions are filled.
- 11.4. *Ad Hoc* Committees
- 11.4.1. The Elected Council may constitute *ad hoc* committees at it deems necessary or advisable and shall establish Policies and Procedures setting out the terms of reference and operation of such ad hoc committees.
- 11.5. External Joint Committees
- 11.5.1. The Elected Council may appoint Members in Good Standing to serve on External Joint Committees, including but not limited to The Health and Safety Committee and The Joint Committee as contemplated in the Collective Agreement, and such appointments will be made pursuant to Policy.

Article 12 — Executive Director, Other Employees, and Contractors

12. The Executive Director, Other Employees, and Contractors.

12.1. Executive Director

- 12.1.1. The Executive Director shall be the senior employee of the Association, selected on the basis of education, experience, or a combination thereof in the following skills:
- 12.1.1.1. Organizational Governance;
 - 12.1.1.2. Organizational Management;
 - 12.1.1.3. Human Resources Management; and
 - 12.1.1.4. Labour Relations, including collective bargaining, collective agreement administration, and representation of employees in the grievance process.
- 12.1.2. The Elected Council shall cause the Association to enter into a written contract of employment with the Executive Director.
- 12.1.3. The Executive Director reports to the President, and is subject to the general authority of the Elected Council.

12.1.4. The Executive Director directly manages other employees of, and contractors to, the Association, and is employed in a managerial and supervisory capacity with related authority, and in a capacity concerning matters of a confidential nature, and whose duties do not, other than in an incidental way, consist of work similar to that performed by other employees who are not so employed. The Executive Director is not an “employee” for the purposes of the *Labour Relations Code*, and the *Employment Standards Code*, RSA 2000, c E-9, s 14(1)(a), and Part 2 Divisions 3 and 4 do not apply to the Executive Director pursuant to *Employment Standards Regulation*, AR 14/1997, s 2.

12.1.5. The Executive Director may attend Elected Council, all Committees, Membership, and any other meetings of the Association as of right, with voice but without vote.

12.1.6. The Executive Director is responsible for ensuring that the business and affairs of the Association are carried out pursuant to these Bylaws and the Policies and Procedures of the Association enacted by the Elected Council, either directly or through delegation to other employees of, or contractors to, the Association.

12.1.7. The Executive Director shall support the Elected Council officers with respect to the administration of tasks falling within the authorities of their respective offices.

12.1.8. It is intended that the Executive Director shall maintain the continuity of “organizational memory” of the Association, spanning successive Elected Councils.

12.1.9. The Executive Director, or designate, is the Privacy Officer of the Association pursuant to the *Personal Information Protection Act*.

12.2. Other Employees

12.2.1. The Elected Council may cause the Association to hire employees subordinate to the Executive Director to carry out any functions as deemed appropriate by the Elected Council.

12.2.2. All employees of the Association shall be employed pursuant to the terms of written contracts of employment between them and the Association, such employment contracts to be reviewed by the Elected Council.

12.2.3. All employees of the Association other than the Executive Director report to the Executive Director.

Article 13 — Student Groups

13. Student Groups

- 13.1. The Elected Council may establish policy surrounding the authorization of registered student groups or clubs.
- 13.2. Organizations that are commonly known as Department Graduate Associations (DGA) or Graduate Student Groups (GSG) are now covered under this definition.
- 13.3. The Elected council may revoke registration, but revoking of such registration does not dissolve the organization.
- 13.4. The Elected council may develop policy that would define what registration entails, how registration is revoked, monetary funds provided, and possible reporting.
- 13.5. For all intents and purposes these groups are autonomous and independent from the GSA.

Article 14 — Financials & Property

14. Financials & Property

- 14.1. The Association shall retain an auditor from time to time which shall prepare Audited Financial Statements pursuant to Policy.
 - 14.1.1. The Audited Financial Statements shall be presented to the Members at each Annual General Meeting;
 - 14.1.2. The Audited Financial Statements shall be available to Members on request; and
 - 14.1.3. The Audited Financial Statements shall be provided to the Governors annually.
- 14.2. The fiscal year of the Association shall be 1 April through 31 March annually.
- 14.3. The Association is empowered to acquire and hold personal property for the purposes for which it is established as a corporation, and to dispose of the personal property at pleasure.
- 14.4. Subject to Article 2.4, the Association may acquire interests in real property by purchase, lease or otherwise and may hold and dispose of it pursuant to Policy.
- 14.5. The Association is empowered to sue in its corporate name, and is liable to be sued in its corporate name.

- 14.6. The Association is empowered to contract and be contracted with by its corporate name.
- 14.7. The Association may open, continue, maintain, and close financial accounts at institutions, including but not limited to, banks, credit unions and treasury branches.
- 14.7.1. Association financial accounts shall only be held in the name of the Association; specifically: “The Graduate Students’ Association of the University of Calgary”. Subordinate bodies created under these Bylaws do not have the legal capacity to own personal property in their own right.
- 14.7.2. The Association may open and maintain an unlimited number of financial accounts, each designated for different or similar uses.
- 14.7.3. The Association shall not commingle Membership Fees with Union Dues, or investment income and other income respectively derived therefrom.
- 14.7.4. Transactions on the Association’s financial accounts shall require two signatures. The signatories are the Elected Councillors, and the Executive Director.
- 14.8. The Association is empowered to have a common seal and to alter or change it at pleasure.

Article 15 — Indemnification

15. Indemnification

- 15.1. Every Representative, and their heirs, executors, administrators and estate shall at all times be indemnified and saved harmless by the Corporate Association from and against all costs (including taxed costs and solicitor/client fees), charges, expenses, judgment and liabilities whatsoever, which such Representative may be found liable for as a result of any action, suit, claim, complaint or proceeding which is brought, commenced or prosecuted against such Representative for or in respect of any act, deed, or matter or thing whatsoever made, done, omitted, or permitted by the Representative with respect to the execution of the authorized activities undertaken for the Association, and from and against all other damages, penalties, costs, charges and expenses which the Representative may be found liable for in or about or in relation to their fulfilling their duties on behalf of the Association reasonably, in good faith, and in the best interests of the Association, including negligent errors and omissions, except insofar as they are caused by the Representative’s wilfully bad faith or grossly reckless acts or omissions. Such indemnification shall include reasonable legal defense costs provided that the Association retains and instructs the Representative’s legal defence counsel.
- 15.2. The Elected Council may cause the Association to purchase insurance to provide coverage for Representatives equal to or better than, and in place of, the indemnification

(or aspects of it) contemplated in this Article, if available for purchase at a reasonable cost.

15.3. For clarity, this Article is not applicable:

15.3.1. with respect to a Representative who is respondent to a process initiated pursuant to Article 12 Trials & Charges;

15.3.2. with respect to indemnifying any person's action, suit, claim, complaint or proceeding which is brought, commenced or prosecuted by them against the Association and/or its Representatives; or

15.3.3. with respect to indemnifying any person's defense against any action, suit, claim, complaint or proceeding which is brought, commenced or prosecuted by the Association against them.

15.4. Individual members of the Association who do not contravene the provisions of the *Post-secondary Learning Act* are exempted from personal liability for the Association's debts, obligations or acts.

Article 16 — Trials & Charges

16. Trials & Charges

16.1. Rules Concerning Charges

16.1.1. Subject to the other provisions of this process, any Member or Members in Good Standing (the "Complainant(s)") who considers that a Member (including a Representative) has committed an offence amounting to conduct inconsistent with these Bylaws, including but not limited to their Objectives ("Ground"), has shown a dereliction of duty, or has shown an inability to perform their duties, may make a "Charge" against the Member (the "Accused"). The Charge shall be submitted to the Elected Council in writing and shall contain the facts on which said Charge is being laid and must be signed by the Complainant(s). The Elected Council may also lay a Charge against a Member or Representative in its own right by passage of a Resolution by two thirds majority. A Charge may include more than one Ground.

16.1.1.1. A Member who crosses an Association picket line to work for the Employer during a lawful strike and/or lawful lockout threatens the Association's legitimate interests and has committed an offence inconsistent with the Objectives of these Bylaws;

16.1.1.2. A Member who has been found guilty of a Charge or Charges where a monetary penalty has been imposed, and who fails to pay it after having been

given a reasonable time to do so, has committed a further offence and may be subsequently Charged and Tried.

16.1.2. No Charges laid by Complainant(s) can proceed against an Accused unless it has been authorized by two thirds majority vote of the members of the Elected Council.

16.2. Preliminary Assessment of Charge(s)

16.2.1. The Elected Council, upon receipt of a Charge laid by Complainant(s), or if it verily believes that there are reasonable grounds to lay a Charge in its own right, against a Member or Representative, must one of the following within fourteen (14) calendar days:

16.2.1.1. review the Charge and, if the Elected Council determines through a Resolution passed by simple majority that the Charge is frivolous, wholly without merit, or cannot be reasonably substantiated or proven, dismiss the Charge without further investigation or hearing. For the purposes of making this determination, the Elected Council shall consider the Complainant(s)' obligation to prove, on a balance of probabilities, the allegations in the Charge; or

16.2.1.2. may delegate an Investigator to investigate the Charge within a reasonable time and who shall be supplied with:

16.2.1.2.1. a copy of the Charges;

16.2.1.2.2. a copy of this Trials & Charges Process;

16.2.1.2.3. contact information for the Complainant(s) and the Accused and known witnesses; and

16.2.1.2.4. any other relevant information or documentary evidence; or

16.2.1.3. advance the Charges to Trial through a Resolution passed by two thirds majority.

16.2.2. Where the Elected Council has chosen to do an investigation under 12.2.1.2 above, then upon receipt of the Investigator's confidential report, the Elected Council shall make a decision, through a Resolution passed by simple majority to preliminarily dismiss the Charges, or passed by two thirds majority to advance the Charges to Trial.

16.2.3. In the case of a Charge or Charges laid by Complainant(s) or the Elected Council against one or more members of the Elected Council, the Executive Director shall cause the Association to retain an individual who shall be a present or past member of a law society of a common law provincial or territorial jurisdiction of Canada to act as "Gatekeeper." The Executive Director shall not act as Gatekeeper.

- 16.2.4. The Gatekeeper shall be reasonably remunerated at the expense of the Association, and shall not be appointed to act as Trial Chair in the same or related matters.
- 16.2.5. The Gatekeeper shall investigate the Charge or Charges within a reasonable time and shall be supplied with:
- 16.2.5.1. a copy of the Charges;
 - 16.2.5.2. a copy of this Trials & Charges Process;
 - 16.2.5.3. contact information for the Complainant(s) and the Accused and known witnesses; and
 - 16.2.5.4. any other relevant information or documentary evidence.
- 16.2.6. The Gatekeeper shall produce a confidential report to the Elected Council with:
- 16.2.6.1. Reasons and a conclusion that a Charge is or Charges are either frivolous, wholly without merit, or cannot be reasonably substantiated or proven, or that a Charge has or Charges have a reasonable prospect of success; and
 - 16.2.6.2. A recommendation either that a Charge or Charges be preliminarily dismissed, or that a Charge or Charges be advanced to Trial.
- 16.2.7. If the Gatekeeper's recommendation is that a Charge or Charges be preliminarily dismissed, the Elected Council shall preliminarily dismiss that Charge or those Charges.
- 16.2.8. If the Gatekeeper's recommendation is that a Charge or Charges be advanced to Trial, the Elected Council shall advance that Charge or those Charges to Trial.
- 16.2.9. The Elected Council's decision to either preliminarily dismiss the Charges or to advance the Charges to Trial is final and binding.
- 16.3. Appointment of Trial Chair, Prosecuting Advocate, and Notice of the Trials & Charges Process
- 16.3.1. Should Elected Council decide to advance a Charge or Charges to Trial, it shall:
- 16.3.1.1. appoint a third party, who is not a Member in the Association, to act as the "Trial Chair", to hold a hearing in procedural compliance with *Labour Relations Code*, s 26. Specifically, the Elected Council or its delegate shall ensure that the Accused is:
 - 16.3.1.1.1. served personally or by double registered mail with specific Charges in writing; and

- 16.3.1.1.2. given a reasonable time to prepare the person's defence, and is informed of any applicable timelines; and
 - 16.3.1.1.3. advised that they shall be afforded a full and fair hearing, including the right to be represented by counsel (including legal counsel);
 - 16.3.1.1.4. appoint a third party, who is not a Member or Representative of, nor the Executive Director of, the Association, to act as Prosecuting Advocate, which will prosecute the Charges on behalf of the Association.
- 16.3.2. The Appointed Trial Chair shall be a present or past member of a law society of a common law provincial or territorial jurisdiction of Canada. The Appointed Trial Chair shall not be the same individual as the Gatekeeper in the same or related matters.
- 16.3.3. The appointed Trial Chair and Prosecuting Advocate shall be reasonably remunerated at the expense of the Association.
- 16.3.4. The appointed Trial Chair shall ensure that the Accused is afforded a full and fair hearing, including the right to be represented by counsel (including legal counsel).
- 16.3.5. If an Accused Member is concomitantly an employee or volunteer of the Association, the Elected Council may, through a Resolution passed by simple majority, place the Accused on a non-disciplinary administrative suspension of duties (and of employment and with pay, if applicable) pending the outcome of the Trials & Charges Process. The decision to impose a non-disciplinary administrative suspension shall be made taking into account the nature of the alleged offence, and the best interests of the Association and its Membership. Where the Elected Council places an employee of the Association on a non-disciplinary administrative suspension of duties with pay pending the outcome of the Trials & Charges Process, such action does not amount to a constructive termination of the employment contract.
- 16.4. Rules Concerning Proceedings Before the Trial Chair
- 16.4.1. On receipt of the Charge from the Elected Council, the appointed Trial Chair shall convene a hearing no later than four weeks after receipt of the Charge and shall email the notice of the hearing to the Elected Council, the Prosecuting Advocate and the Accused. The Prosecuting Advocate and the Accused shall be given not less than 10 days written notice of the date and place of the hearing.
- 16.4.2. The Trial Chair shall hear and determine the disposition of the Charge with impartiality and shall give the Accused and the Prosecuting Advocate the opportunity to present evidence and arguments.
- 16.4.3. The Trial Chair shall determine their own procedures and without limiting that general authority:

- 16.4.3.1. may accept oral or written evidence that it considers proper, whether admissible in a court of law or not;
- 16.4.3.2. is not bound by the law of evidence applicable to judicial proceedings;
- 16.4.3.3. shall follow the rules of natural justice and fair procedure in the conduct of its hearing;
- 16.4.3.4. shall allow witnesses to be called and cross-examined;
- 16.4.3.5. shall deliberate upon its decision in private, considering only the evidence and submissions raised during the hearing, to reach its decision;
- 16.4.3.6. may retain legal counsel (at the expense of the Association) to advise them regarding their procedures and practices before and during the hearing;
- 16.4.3.7. shall decide whether the hearing is to be held in private;
- 16.4.3.8. shall decide where the hearing, in person or virtual, will be held;
- 16.4.3.9. may refuse any person who is not directly involved in the proceedings the right to attend the hearing;
- 16.4.3.10. may grant postponements and adjournments;
- 16.4.3.11. may ask questions of the Prosecuting Advocate, the Accused and witnesses;
- 16.4.3.12. may proceed in the absence of the Accused if they have been duly notified that the hearing was to be held and expressly or implicitly declined to participate; and
- 16.4.3.13. shall maintain order during the hearing.
- 16.4.4. Records obtained by any person through the Trial procedure shall be maintained confidential, and shall not be used for any purpose other than the Trial process.
- 16.4.5. Records obtained by any person through the Trial procedure shall be securely destroyed, or returned to their source, within a reasonable time after their use is necessary for proceedings including, and related to or arising out of, the Trial procedure.
- 16.5. Rights of the Accused
 - 16.5.1. The Accused shall have the right, subject to the provisions of the *Labour Relations Code* and the *Personal Information Protection Act*:

- 16.5.1.1. to be informed of the specific Charges and be provided a full and complete copy of the Charge and amendments or additions thereto by personal service or double registered mail, and by email;
- 16.5.1.2. to know the identity of the Complainant(s);
- 16.5.1.3. to be provided with a copy of any Investigator's report;
- 16.5.1.4. to be provided with any additional documentary evidence gathered by the Investigator or the Gatekeeper;
- 16.5.1.5. to call and cross-examine witnesses;
- 16.5.1.6. to be given a reasonable time to prepare their defence;
- 16.5.1.7. to be heard; and
- 16.5.1.8. to be represented by any person, including legal counsel of their own choosing at their own expense.

16.6. Process

- 16.6.1. The appointed Prosecuting Advocate shall represent the interests of the Association in the Trial hearing. They shall present the evidence of the Charge at the hearing on behalf of the Elected Council or the Complainant(s) as the case may be, and shall make submissions at the hearing.
- 16.6.2. At the discretion of the Elected Council, legal counsel may be hired (at the expense of the Association) to assist the Prosecuting Advocate to present its case.
- 16.6.3. The Prosecuting Advocate shall provide pre-hearing disclosure of the case, and their written argument that will be presented on behalf of the Elected Council or the Complainant(s) as the case may be, to the Accused and to the Trial Chair by email at least 5 days prior to the hearing.
- 16.6.4. The Accused shall provide pre-hearing disclosure of their case, and their written argument, that will be presented on their behalf to the Prosecuting Advocate and to the Trial Chair by email at least 5 days prior to the hearing.
- 16.6.5. Each party, on receipt of the other party's disclosure, shall then be entitled to submit their reply arguments to each other and to the Trial Chair by email at least 2 days prior to the hearing.
- 16.6.6. The burden of proof shall be upon the Prosecuting Advocate, and the standard of proof shall be on the balance of probabilities. The hearing format shall be as follows:
 - 16.6.6.1. the Prosecuting Advocate may make an opening statement;

- 16.6.6.2. the Accused may make an opening statement;
 - 16.6.6.3. the Prosecuting Advocate presents their evidence;
 - 16.6.6.4. the Accused presents their evidence;
 - 16.6.6.5. the Prosecuting Advocate presents their rebuttal evidence, if any;
 - 16.6.6.6. the Prosecuting Advocate presents their argument;
 - 16.6.6.7. the Accused presents their argument;
 - 16.6.6.8. the Prosecuting Advocate presents their reply argument;
 - 16.6.6.9. the Accused presents their surrebuttal argument, if any.
- 16.6.7. The Trial Chair may ask questions throughout the hearing.
- 16.7. Decision of the Trial Chair & Disciplinary Penalty
- 16.7.1. The Trial Chair shall render a decision, in writing, explaining the rationale for their decision and will submit it by email to:
- 16.7.1.1. the Accused, and their legal counsel if any;
 - 16.7.1.2. the Complainant(s);
 - 16.7.1.3. and Prosecuting Advocate and their legal counsel if any; and
 - 16.7.1.4. the Elected Council.
- within thirty (30) days after conclusion of the hearing.
- 16.7.2. The Trial Chair shall:
- 16.7.2.1. find the Accused not guilty of a Charge or the Charges; or
 - 16.7.2.2. find the Accused guilty of a Charge or the Charges (thereafter the “Convicted”).
- 16.7.3. If the Trial Chair finds Accused guilty of a Charge or Charges, the Elected Council, through a Resolution passed by simple majority, shall render a disciplinary penalty or penalties, which shall be commensurate with the proven offense(s), and without limiting the generality of the foregoing may include:

- 16.7.3.1. suspension of participatory rights as a Member in the Association, or some of them, for a specific duration. Such participatory rights include, but are not limited to:
 - 16.7.3.1.1. attending membership Meetings and other Association events;
 - 16.7.3.1.2. voting on Resolutions or other matters pertaining to the business of the Association;
 - 16.7.3.1.3. standing for election to, or holding or continuing to hold, an office in the Association, including as an Officer or a Director or a Councillor.
- 16.7.3.2. suspension from office of a specific duration without remuneration from the Association;
- 16.7.3.3. removal from office for the remainder of the Officer's or Director's or Councillor's elected term in office;
- 16.7.3.4. prohibition from being elected to or holding office for a specific duration;
- 16.7.3.5. a monetary penalty.
- 16.7.4. The disciplinary penalty cannot include:
 - 16.7.4.1. suspension of, or expulsion from, Membership in the Association, which is statutorily dictated;
 - 16.7.4.2. interference with the Member's statutory rights, including but not limited to:
 - 16.7.4.2.1. Academically Employed Graduate Students voting on a formal mediator's recommendations pursuant to *Labour Relations Code*, s 66(3), 68;
 - 16.7.4.2.2. Academically Employed Graduate Students voting on the most recent offer presented to the other party pursuant to *Labour Relations Code*, s 69;
 - 16.7.4.2.3. voting in the election of the "council" that manages the business and affairs of the Association pursuant to the *Post-secondary Learning Act*, s 95(1)(a).
 - 16.7.4.3. any affect on the Association's duty to fairly represent a Convicted Academically Employed Graduate Student with respect to their rights under the Collective Agreement between the Association and the Employer pursuant to *Labour Relations Code*, 153.

- 16.7.5. The Trial Chair's guilty or not guilty decision, and the Elected Council's disciplinary penalty decision following a conviction, are final and binding.
- 16.7.6. Where the disciplinary penalty suspends a Representative from office for a specific duration without remuneration from the Association, and the Representative is also an employee of the Association, the disciplinary suspension of the employee is with just cause.
- 16.7.7. Where the disciplinary penalty removes a Representative from their role for the remainder of a term in in the role, and the Representative is also an employee of the Association, the disciplinary penalty terminates the employee's employment with just cause.

Article 17 — Bylaws

17. Bylaws

- 17.1. Subject to Article 2.6 and *Post-secondary Learning Act* s 1.1, the Elected Council may make, amend and unmake bylaws governing the Association pursuant to *Post-secondary Learning Act* s. 95(2).
- 17.1.1. Motions to make, amend, or unmake bylaws governing the Association shall only change one logical thing at a time, per motion. Such motions shall include the details of the changes.
- 17.1.2. Motions to make, amend, or unmake bylaws governing the Association must be circulated with the Notice of Meeting.
- 17.1.3. Motions to make, amend, or unmake bylaws governing the Association may not be amended on the floor.
- 17.2. Normally, the Elected Council will consult with the Members in Good Standing, and consider those consultations, when making, amending and unmaking bylaws governing the Association.
- 17.3. Interpretation
- 17.3.1. Where interpretation of these Bylaws is required during General Meetings or meetings of Committees, the applicable Chair shall make the initial interpretation, which shall be final in relation to the meeting.
- 17.3.2. All interpretations of these Bylaws during meetings of the Association shall be recorded in the meeting minutes.
- 17.3.3. Initial interpretations of these Bylaws may be appealed to the Elected Council pursuant to Policy, whose interpretation shall be final and binding.

- 17.3.4. References to specific legislation in these Bylaws include amendments thereto, and successor legislation if applicable, and any subordinate legislation created thereunder (regulations and codes).

Article 18 — Dissolution

18. Dissolution

- 18.1. As the Association is a statutory corporation, it cannot be voluntarily “dissolved”. The Association can only be dissolved through legislative action by the Alberta Legislature, or through an order of the Lieutenant Governor in Council disestablishing the University of Calgary as a public post-secondary institution.
- 18.2. In the event the Association is dissolved by an act of the Alberta Legislature or through an order of the Lieutenant Governor in Council, the assets and liabilities of the dissolved statutory corporation must be dealt with pursuant to the statutory action of Alberta Legislature (and any regulations promulgated thereunder), or pursuant to the order of the Lieutenant Governor in Council made under the *Post-Secondary Learning Act*, s 102(1), as the case may be.