



Brock University Graduate Students' Association

Document 041A

General Meetings of the GSA Bylaw

Name:

1. This Document shall be known as the “General Meetings of the GSA Bylaw”

Purpose:

2. To provide a clear framework for the management of General Meetings, supporting the chair in ensuring that content is addressed effectively within the time allotted.
3. To outline the content that may be considered at a General Meeting.
4. To establish criteria for how members may participate in General Meetings, and expectations for their engagement.
5. To clarify authority of various groups participating, and corresponding jurisdiction of decisions taken in accordance with existing legislative and contractual obligations.

Definition

6. “Act” refers to the Ontario Not-for-Profit Corporations Act (ONCA), as amended from time-to-time.
7. “AGM” refers to Annual General Meeting.
8. “SGM” refers to Special General Meeting.

Chair

9. The Chair of the Board shall normally act as Chair of any General Meeting of the GSA. If unable, the meeting shall be chaired by the Vice-Chair of the Board. If both are unable to chair, the role shall be filled pursuant to Document 001.

Role of the Chair

10. Manage the conduct of the meeting in accordance with Robert’s Rules of Order, the GSA’s Standing Orders, organizational documentations and any relevant contractual, institutional, municipal, regional, provincial and/or federal legislation.
11. Ensure that all General Meetings uphold the values of the GSA and is governed with the best interests of the corporation in mind.
12. Act as an impartial officiant of conversation, ensuring topics are kept to the agenda item under consideration.
13. Work to ensure an atmosphere of collegiality and respect, while keeping conversation open and engaging. The chair may, in consultation with the President, choose to take such actions to ensure that necessary business is completed. If undo conduct or behaviour is displayed the chair’s options may include but are not limited to:
 - a. Limiting participation to members only and asking guests to leave.
 - b. Limiting participation to specific classes of membership.



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- c. Asking members to leave or having members removed.
- 14. Ensure that GSA employees are treated with respect where safety is paramount.

Timing

- 15. One (1) General Meeting (considered the Annual General Meeting) must be held in April of each year.
- 16. The financial statements and report of the auditor must be presented at the Annual General Meeting each year.
- 17. The election of the Board of Directors – from those applications received and firstly screened by the Governance, Elections and Nominating Committee of the Board of Directors and later approved by the current Board – must be presented as a list at the Annual General Meeting.
- 18. The Board of Directors shall call a Special General Meeting to fill any vacancies on the Board of Directors following the Spring academic term (May 1st - August 31st). Such a meeting shall normally be held in early October prior to the monthly board meeting.
- 19. A Special General Meeting may be called pursuant to Document 001 and must include the general nature of the business to be presented at the meeting.

Notice

- 20. The initial notice of an Annual General Meeting (AGM) or Special General Meeting (SGM) must meet provincial requirements as set out in the Act.
- 21. Notice must be given via method(s) determined by the Board to reach the entirety of the membership.
- 22. The initial notice shall specify the date, time, and location of the meeting. It shall also indicate the deadline for the submission of any proposals for consideration at the meeting.
- 23. The deadline for the submission of proposals shall be at least five (5) business days prior to the General Meeting.

Quorum

- 24. The Board of Directors shall establish a quorum for the transaction of business at any General Meeting and shall do so in advance of the said meeting. Such a quorum must follow any stipulations within Document 001.

Voting of Members

- 25. Pursuant to Article III of Document 001, all Class I (Full Membership) and Class II (Associate Membership) members shall be allowed to vote at an AGM or SGM.
- 26. Each voting member of the corporation shall be entitled to one (1) vote at all General Meetings. Voting electronically, virtually or by any other means may take place if permitted by the Board of Directors in pre-established legislation.



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27. Voting on the election of the Board of Directors shall be done as an omnibus motion, as for or against the list of directors recommended by the Governance, Elections and Nominating Committee and the current sitting Board of Directors.
28. In accordance with the Act, the Board of Directors may establish procedures to allow individuals to vote by proxy and shall determine whether proxies shall be permitted in advance of each General Meeting. The Board shall communicate this decision in conjunction with the notice of the meeting.
29. Should the Board of Directors choose to permit proxy voting, such processes shall be subject to the following restrictions:
 - a. Proxies shall be executed in writing or electronically, and shall contain the student's ID number and signature (or the electronic equivalents), as well as any additional restrictions placed upon the proxy holder put by the Board of Directors.
 - b. No individual may hold more than one (1) proxy.
 - c. Proxies to be used at a General Meeting must be received by the GSA (through the GSA Executive Director) no less than two (2) business days prior to the meeting.
 - d. The validity of each proxy shall be verified by both the GSA's President and Executive Director.
 - e. All verified proxies shall be available for examination by any member of the GSA.
30. Thresholds for a motion to be successful (Simple Majority versus Two-Thirds Majority) shall be set out in Document 001. In instances where a threshold has not been specified, the default shall be those set out in Robert's Rules of Order.

Attendance of Members

31. Pursuant to Article III of Document 001, all Class I (Full Membership), Class II (Associate Membership) and Class III (Honourary Membership) members shall be allowed to attend an AGM or SGM.
32. Attendance by non-members shall be permitted on an individual basis, with each such request requiring the approval of the Executive Committee.

Agenda

33. The Board of Directors shall determine the content of the agenda prior to a General Meeting, and shall have standing items related to the following:
 - a. Annual General Meeting(s)
 - i. Call to Order
 - ii. Conflict of Interest
 - iii. Land Acknowledgement
 - iv. Establishment of Quorum
 - v. Comments from the Chair
 - vi. Approval of the Agenda



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- vii. Approval of the Minutes
- viii. Receiving the Report of the Auditor and additional Financial Statements
- ix. Approval of the Auditor(s)
- x. Annual Report & Strategic Plan Update
- xi. Review of Document 001
- xii. Appointment of the Board of Directors
- xiii. Other Agenda Items
- xiv. Adjournment
- b. Special General Meeting(s)
 - i. Call to Order
 - ii. Conflict of Interest
 - iii. Land Acknowledgement
 - iv. Establishment of Quorum
 - v. Comments from the Chair
 - vi. Approval of the Agenda
 - vii. Approval of the Minutes
 - viii. Executive Committee Updates
 - ix. Appointment of the Board of Directors (vacancies)
 - x. Other Agenda Items
 - xi. Adjournment

Miscellaneous

- 34. No items may be considered at a General Meeting that directly conflict with the results of a previous election/referendum or attempt to assume the authority of the Board or Officers as outlined in Document 001 or any other relevant legislation.
- 35. No items may be considered at a General Meeting that contradict responsibilities or mandate established by relevant documentation and set out through the GSA's Hierarchy of Legislation (in Document 001 and 010)
- 36. The Board shall review Document 001 at minimum of once per year and present an account of their review at the Annual General Meeting (AGM). This account may include recommendations for amendment.