UNIVERSITY OF ALBERTA LAW STUDENTS' ASSOCIATION

CONSTITUTION AND BYLAWS

BYLAW I – NAME

1.1 The name of the society to which this Constitution and Bylaws apply is the University of Alberta Law Students' Association (hereinafter referred to as "the Association").

BYLAW II – PURPOSES

2.1 The purposes of the Association are:
(a) to represent the interests of law students at the University of Alberta;
(b) to provide events, programs and services that enhance the physical, social, cultural, emotional and psychological well-being of law students at the University of Alberta;
(c) to advocate for an education for law students at the University of Alberta which is of high quality, affordable, accessible, serves the needs of a diverse student population and adequately prepares students for a successful career in law;
(d) to act as the political representative of law students at the University of Alberta to the Faculty of Law, the University administration, the University of Alberta Students' Union, the Government of Alberta and any other relevant external organization;
(e) to support the efforts of law students at the University of Alberta to contribute to their community through educational and charitable endeavours;
(e) to raise funds in any way to achieve the objects of the Association, including the acceptance of gifts, donations, grants, legacies, bequests and inheritances;
(f) to borrow funds and lease, mortgage, sell and dispose of property of the Association and establish a line of credit to achieve the objects of the Association; and
(g) to be credible, democratic, accountable, transparent, open and fiscally prudent in the operations of the Association.

BYLAW III – MEMBERSHIP

3.1 There shall be one (1) class of membership in the Association: active membership.

3.2 A student enrolled in the Faculty of Law at the University of Alberta is an active member.

3.3 All members shall be entitled to attend at general meetings of the Association and to participate in all of the Association functions.

3.4 All members shall abide by the by-laws of the Association as they exist.

3.5 A member may surrender his or her membership status by giving written notice of such surrender to a member of the Executive. The surrender of membership shall be effective from the date of receipt of such notice by a member of the Executive.

3.6 No member shall be expelled from the Association except by special resolution pursuant to the *Societies Act*, RSA 2000 c S-14, as amended from time to time (hereinafter referred to as "Special Resolution.")

3.7 Any member who withdraws or is expelled from the Association shall forfeit all rights, claims, and interests arising form or associated with membership in the Association.

3.8 Membership status shall terminate automatically at midnight on the first day of May of each calendar year.

3.9 Notwithstanding section 3.8, members of the Association Executive shall continue to be members of the Association throughout their term of office but shall not make any decisions reserved to the membership of the Association by these bylaws or by the *Societies Act* during the months of May to August inclusive.

3.10 Every member shall be entitled to one (1) vote on each matter on which members are entitled to vote. No member may vote by proxy.

BYLAW IV – FEES

4.1 The Association shall charge a basic membership fee paid by all members. This membership fee may only be altered by majority vote of the membership via a referendum held in accordance with these Bylaws and the Association's Electoral Policy.

BYLAW V – MEMBERSHIP MEETINGS

5.1 Membership meetings (including the annual general meeting, general meetings and special meetings), then referenda shall be the highest authority for all motions, except the composition of membership fees which may only be set or altered by referendum.

5.2 Membership meetings may only be held during the academic year (September to April) while classes are in session.

5.3 In addition to the annual general meeting, general and special meetings may be convened from time to time as may be determined by the Executive. A general or special meeting may also be called by a requisition signed by one-third (1/3) of the membership.

5.4 Items may be added to the agenda of an annual general meeting or general meeting either by majority vote of the Executive or by requisition of 10% of the membership. The agenda of a special meeting called by the Executive shall be limited to the item(s) added by the Executive when calling the meeting. The agenda of a special meeting called by a requisition of the membership shall be limited to the item(s) specified in the requisition. Any Special Resolutions added to the agendas of general or special meetings require 21 days' notice of the meeting and the Special Resolution(s) to be considered.

5.5 The Executive shall call and hold one (1) annual general meeting during the school term between September and April of each year. The Executive shall give at least seven (7) days' notice to the members by posting a notice in a conspicuous place announcing the annual general meeting. If any Special Resolutions are to be considered, the Executive shall give 21 days' notice of the annual general meeting and of the Special Resolution(s).

5.6 At every annual general meeting, in addition to any other business that may be transacted, there shall be the report of the Executive, the audited financial statements, the report of the auditors, and the appointment of the auditors for the next year.

5.7 A general meeting shall be held in the month of October for the purpose of consultation on the budget for the current year. This meeting shall include a presentation of the budget as well as the audited financial statements for the previous year if available.

5.8 The Executive shall give at least five (5) days' notice of a general or special meeting to the members by posting a notice thereof in a conspicuous place in the Law Centre announcing the general meeting. The notice shall state the purpose of the general or special meeting and all agenda items or resolutions to be considered. If any Special Resolutions are to be considered, the Executive shall give 21 days' notice of the annual general meeting and of the Special Resolution(s).

5.9 No general or special meeting shall proceed unless quorum is met. Quorum is defined as at least twenty-five (25) members. If quorum is not met after half an hour from the time appointed for a general or special meeting, the meeting shall be dissolved. If quorum is not met for the annual general meeting, the meeting shall be permitted to continue only for the purpose of receiving the report of the Executive, the audited financial statements and the auditor's report, and appointing the auditors for the next year.

BYLAW VI – REFERENDA

6.1 A referendum of the Association's membership may be held with at least two (2) weeks' notice upon majority vote of the Executive or a requisition of ten (10) percent of the membership.

6.2 A referendum may only be held during the academic year (September to April) while classes are in session.

6.3 Quorum for a referendum shall be thirty (25) percent of the membership.

6.4 Referenda shall be conducted by the same process as Executive Elections following the Electoral Policy of the Association.

BYLAW VII – THE EXECUTIVE

7.1 There shall be fourteen (14) members of the Executive, including the President, the Vice-President General, the Vice-President Finance, the Vice-President External, the Vice-President Academic, two (2) Vice-Presidents Services, two (2) Vice-Presidents Social, two Vice-Presidents Sports (one male and female), two (2) First Year Representatives, and the Indigenous Representative (hereinafter collectively referred to as "the Executive").

7.2 All members of the Executive shall make up the board of directors of the Association. The President, Vice-President Finance and Vice-President General shall be officers of the Association.

7.3 Each member of the Executive shall be registered in at least 9 credits of course weight in both the fall and winter terms of the academic year, for a total of at least 18 credits of course weight in the fall and winter terms combined. This requirement is waived for students who have received a reduced course load as an accommodation from the University and the Faculty of Law due to a disability, health condition or responsibility as a primary caregiver for a family member.

7.4 The President shall be a student who has completed, or is in the process of completing his or her final year in the Faculty of Law. No person can serve as President for more than one term of office.

7.5 With the exception of the position of President, the credit requirement for executive positions may be waived for students who have a reduced course load as an accommodation from the University and the Faculty of Law due to a disability, health condition or responsibility as a primary caregiver for a family member.

7.6 The Vice-President General shall be a student who has completed, or is in the process of completing between 32 and 54 credits or more towards their degree in the Faculty of Law.

7.7 The Vice-President Finance shall be a student who has completed, or is in the process of completing between 32 and 54 credits or more towards their degree in the Faculty of Law.

7.8 The Vice-President External shall be a student who has completed, or is in the process of completing between 32 and 54 credits or more towards their degree in the Faculty of Law.

7.9 The Vice-President Academic shall be a student who has completed, or is in the process of completing between 32 and 54 credits or more towards their degree in the Faculty of Law.

7.10 One Vice-President Services shall be a student who has completed, or is in the process of completing between 32 and 54 credits or more toward their degree, and the other Vice-President Services shall be a student who has completed, or is in the process of completing 54 credits or more toward their degree in the Faculty of Law.

7.8 One Vice-President Social shall be a student who has completed, or is in the process of completing between 32 and 54 credits or more toward their degree, and the other Vice-President Social shall be a student who has completed, or is in the process of completing 54 credits or more toward their degree in the Faculty of Law.

7.5 The Vice-Presidents Sports shall both be students who have completed, or are in the process of completing between 32 and 54 credits or more towards their degree in the Faculty of Law.

7.9 Both First Year Representatives shall be first year students in the Faculty of Law.

7.10 A member shall hold only one (1) Executive position.

7.11 No Executive member shall receive any remuneration from the Association for services rendered as an Executive member of the Association.

BYLAW VIII – ELECTION OF THE EXECUTIVE MEMBERS

8.1 Executive Members, with the exception of the two First Year Representatives, the Indigenous Representative and the Vice President Finance, shall be elected at elections (hereinafter referred to as the "Executive Elections") in each school year, and shall assume office on the first day of May for a period ending April 30 of the following years.]

8.2 Each of the two First Year Representatives shall be elected at a By-Election in September of each year, or as soon thereafter as is practical, and shall assume office immediately for a period ending April 30 of the following year.

8.3 The Vice-President Finance shall be appointed by the Executive.

8.4 The Indigenous Representative shall be appointed by the Indigenous Law Students' Association.

8.5 Each Executive member shall be elected by secret ballot.

8.5.1 Each election ballot shall include all names of the nominees as well as the following options:

(a) "None of the Above"

(b) "Abstain"

8.6 All members may cast a ballot in the Executive Elections.

8.7 The Executive shall, prior to the Executive Elections, appoint a Returning Officer who shall receive nominations in writing of candidates contesting the offices of the Executive and who shall conduct the election of officers.

8.8 If only one candidate is nominated for an Executive position, the membership shall have the opportunity to vote to approve or disapprove that candidate in the election.

8.9 The procedure for the Executive Election and the By-Election is set out in the Association's Election Policy.

8.10 At the outset of winter term elections an Elections Committee will be formed of three executive members. These members must include the CRO and two other executive members chosen by the CRO who are not eligible to run for any positions on the executive. It is the CRO's duty to bring forward all incidents of concern to the Elections Committee and, if necessary, hold a vote in the Elections Committee. 2/3 majority votes in the Elections Committee will be held to be binding.

8.11 In the event where a specific position on the executive has no candidates the CRO may make a determination with the approval of the Elections Committee to relax the rule restrictions on specific requirements of executive roles.

BYLAW IX – REMOVAL OF EXECUTIVE MEMBERS

9.1 Each elected and appointed Executive member shall cease to hold their executive position on the last day of April in the year following his or her election or appointment.

9.2 An Executive member may only be removed from office by way of Special Resolution.

9.3 An Executive member may resign by giving written notice of his or her resignation to the President or the Vice-President General and such resignation shall be effective from the date of the receipt of such notice by the Executive member.

9.4 An Executive member who ceases to be enrolled in the Faculty of Law in the academic year in which he or she holds office will be declared to have resigned.

9.5 The Indigenous Representative can only be removed with the agreement of the Indigenous Law Students' Association and the President.

BYLAW X – REPLACEMENT OF EXECUTIVE MEMBERS

10.1 Nothing in this constitution shall be construed as preventing the Executive from exercising its powers merely because there are fewer than eleven (11) Executive members.

10.2 In the event that any Executive member:
(a) resigns his or her office;
(b) without reasonable excuse is absent from three (3) or more Executive Meetings;
(c) is expelled under Article 7.2 of this constitution; or
(d) for reasons of health is unable to perform the duties of his or her office;
the remaining Executives shall declare his or her office vacated and may hold a by-election to elect a successor who will take office immediately and remain in office until the end of the Executive term.

10.3 In the event that the Indigenous Representative:

(a) Resigns his or her office;

(b) Without reasonable excuse is absent from three (3) or more Executive Meetings;

(c) Is expelled;

(d) For reasons of health is unable to perform the duties of his or her office;

The Indigenous Law Students' Association will appoint a successor who will take office immediately and remain in office until the end of the Executive Term.

BYLAW XI – POWERS AND DUTIES OF THE EXECUTIVE

11.1 The affairs of the Association shall be managed by the Executive who may exercise all the powers of the Association except such powers are required by law or by its Constitution and Bylaws to be exercised by the membership.

11.2 The Association shall act through Executive Resolutions passed by a majority of the Executives at Executive meetings.

11.3 The Executives shall each have one (1) vote per Executive Resolution. The Executive shall exercise their vote in good faith, having regard to the objects of the Association, the Constitution and ~~its~~ Bylaws as amended from time to time, and the *Societies Act*.

11.4 The President and VP Finance shall be primary signing authorities. In the event that the President or VP Finance requires reimbursement or is unavailable due to illness or absence, the VP General shall be delegated signing authority.

11.4 Every Executive of the Association shall be deemed to have assumed office on the express understanding that every Executive of the Association and his executor or administrator shall be indemnified out of the general funds (which shall include all funds) of the Association for all costs,

charges and expenses whatsoever which such Executive sustains or incurs in or about any action which is brought against him in respect of any matter done or permitted by him or any other Executive in the execution of the duties of his or her office, provided that such Executive or Executives have acted in good faith and in the best interest of the Association at all material times.

11.5 The Executive has the authority to enter into contracts on behalf of the Association by majority resolution of the Executive. All such contracts must be signed by at least two signing authorities of the Association.

11.6 The duties of the President shall include:
(a) acting as the formal representative of the Association;
(b) when present, chairing all meetings of the members of the Association and of the Executive;
(c) giving all notices required to be given to members and to Executives;
(d) supervising the affairs of the Association; and
(f) acting as a primary signing authority of the Association.

11.7 The duties of the Vice-President General shall include:
(a) acting as the clerk of the Executive;
(b) recording all minutes of all meetings of the members and of the Executive or delegating this task to another member of the Executive;
(c) maintaining the membership register;
(d) collecting the annual fees levied by the Association;
(e) maintaining the yearly programming calendar;
(f) being available to act as the chief returning officer (CRO) and therefore not running as a candidate in the fall or winter elections;
(g) In the event the Vice President General expresses a desire to be a candidate in the winter elections, section 9.7 (g) will not apply. Instead the role of CRO will be delegated to another executive member not participating as a candidate in the winter elections. If there is no other executive member available, the role of CRO will be delegated to the President.
(h) during the absence or inability of the President to fulfil his or her duties and powers, exercising such duties and powers of the President;
(i) being the custodian of the Seal of the society and of all books, papers, records, correspondence, contracts, and other documents belonging to the society; and
(j) acting as a secondary signing authority of the Association.

11.8 The duties of the Vice-President Finance shall include:
(a) keeping full and accurate accounts of all receipts and disbursements of the Association;
(b) receiving and depositing all monies of the Association in such bank or banks designated by the Executive;
(c) only disbursing monies of the Association upon authorization of a resolution of the Executive;
(e) hiring the auditors chosen at the annual general meeting;
(f) preparing the financial records of the Association for the annual audit;
(g) presenting the audited financial statements and the auditor's report at the annual general meeting;
(i) acting as a primary signing authority of the Association.
(h) The Vice-President Finance is obligated to meet once each academic semester with the Indigenous Representative to discuss the disbursement of monies of the Association for the purposes of events that fulfill the mandate of the Indigenous Representative and a review of the financial records of the Association.

11.9 The duties of the Vice-President External shall include:
(a) monitoring all external affairs of Law Students;
(b) keeping the Law Students' Association website up-to-date and accurate;
(c) giving regular updates from the General Faculty Council Law representative;
(d) giving regular updates from the Law Students' Union Councillor;
(e) in the event that the LSA wishes to advocate for a policy that is contrary to Students' Union political policy, providing a presentation to Students' Union Council as mandated by Students' Union bylaw;
(f) providing contact information to the Students' Union each year; and
(g) providing such services as the Executive considers appropriate.

11.10 The duties of the Vice-Presidents Social shall include:
(a) organization and supervision of all social functions of the Association; and
(b) assisting law student clubs in organization of their social events.

11.11 The duties of the Vice-Presidents Services shall include:
(a) ongoing maintenance of the common room facilities and locker room;
(b) providing general services as the Executive considers appropriate;
(c) providing resources and support for law student clubs; and
(d) producing a Student Directory ("Who's Who") in the Fall academic semester.

11.12 The duties of the Vice-President Academic shall include:
(a) compiling and making available Condensed Annotated Notes ("CANs");
(b) sitting as the Associations' representative on the Law Faculty Council and reporting to the Executive the minutes of the Law Faculty Council meetings; and
(c) providing any other academic services as the Executive considers appropriate.

11.13 The duties of the Vice-Presidents Sports shall include:
(a) organization and supervision of all sports functions of the Association.

11.14 The duties of the First Year Representatives shall include:
(a) informing the first year student body of the Association's events and communicating any concerns from the first year class to the Association.
(b) providing such services as the Executive considers appropriate.

11.15 The duties of the Indigenous Representative shall include:
(a) Advocate and provide a social and supportive network for Indigenous Students at the Faculty of Law;
(b) Create professional networks, provide opportunities of Indigenous students and other students interested for the inclusion of Indigenous laws in the curriculum, programming and in resources Raise awareness of legal issues that impact Indigenous people among students at the Faculty of Law and in the broader legal community;
(c) The Indigenous Representative is obligated to meet once each academic semester with the VP Finance to discuss the disbursement of monies of the Association for the purposes of events that fulfill the mandate of the Indigenous Representative and a review of the financial records of the Association.
(d) The Indigenous Representative must chair a meeting between the ILSA President and LSA President once an academic semester.
(e) Facilitating a successful and positive law school experience for First Nations, Metis and Inuit Students.

BYLAW XII – EXECUTIVE MEETINGS

12.1 Executive meetings may be held at such times and at such places as the Executive may from time to time determine and such a meeting may be convened by the President alone or any other two (2) Executives at any time with two (2) clear days' notice of such a meeting being given to each Executive.

12.2 Executive meetings may be held without formal notice if all of the Executives are present, or those absent have had notice and have consented to the meeting being held in their absence.

12.3 At Executive meetings, quorum will consist of six (6) of the Executives.

BYLAW XIII – COMMITTEES

13.1 The Executive has the power to strike committees to address any matter which concerns the Association or its membership.

13.2 A committee struck by the Executive shall be either a standing committee or ad-hoc committee.

13.3 A Standing Committee must have its terms of reference established in policy of the Association, and will exist until such policy is rescinded.

13.4 An ad-hoc committee will be struck to perform a particular task, and will be disbanded when that task is completed, or, if it is not disbanded, will cease to exist at the end of the term of office of the Executive under which it was established.

13.5 The Executive may appoint Executive members or general members of the Association to committees.

13.6 Membership in a Standing Committee shall expire at the end of the Executive term of office. Membership in an ad-hoc committee shall expire either when the committee is disbanded or at the end of the Executive term of office.

BYLAW XIV – POLICY

14.1 Policy of the Association may be established by:
(a) a two-thirds vote of the Executive, or
(b) a two-thirds vote of those voting at a quorate membership meeting, or
(c) a majority vote of a quorate referendum.

14.2 All policy remains the policy of the Association until changed or retracted by a vote of the same or higher authority as that which established the policy, or until its expiry date if an expiry date is specified in the policy.

BYLAW XV – BORROWING POWER

15.1 For the purpose of carrying out the objects of the Association, the Executive, by way of Executive Resolution, may cause the Association to borrow or raise or secure the payment of money in any manner the Executive thinks fit, except that in no case shall a general security agreement, mortgage or other security document be executed without the sanction of a Special Resolution.

15.2 For the purpose of carrying out the objects of the Association, the Executive, by way of Executive

Resolution, may cause the Association to draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange and other negotiable or transferable instruments.
15.3 All cheques or other orders of payment of money issued in the name of the Association shall be signed by at least two of the signing authorities.

BYLAW XVI – AUDITORS

16.1 The Association shall have an independent body audit the Financial Statements and ensure that the budget and financial administration rules are accountable.

16.2 No Executive of the Association shall hold the position of auditor or audit the Financial Statements of the Association.

16.3 The membership of the Association shall appoint an auditor or auditors at the annual general meeting.

16.4 The remuneration of the auditor or auditors, if any, shall be paid by the Association.

16.5 The books, accounts and records of the Association shall be audited at least once each year by a duly qualified chartered accountant or accountants. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor or auditors at the annual general meeting of the Association.

16.6 The fiscal year end of the Association in each year shall be April 30.

BYLAW XVII – INSPECTION

17.1 The Executive shall allow any member to inspect the books, records and accounts of the Association at the registered office of the Association within seventy-two (72) hours of that member delivering a written request to the Executive of his or her intention to inspect the books, records and accounts of the Association.

BYLAW XVIII – SEAL

18.1 The Executive may adopt a seal which shall be the common seal of the Association and shall be in the custody of the Vice-President General.

BYLAW XIX – DISSOLUTION

19.1 The Association may be dissolved by special resolution pursuant to the *Societies Act*.

19.2 Upon the winding up or dissolution of the Association, any assets remaining after the satisfaction of its debts and liabilities shall be transferred to the Law Faculty to be used for the purpose of student financial aid.

BYLAW XX – AMENDMENTS

20.1 This constitution may be rescinded, altered or added to by way of Special Resolution pursuant to the *Societies Act*.