

ASSINIBOINE COLLEGE
STUDENTS' ASSOCIATION | **ACSA**

ACSA BY-LAWS

Approved November 6, 2024

TERMINOLOGIES

The following definitions shall apply to the Assiniboine College Students' Association, bylaws, policies and other governing documents unless the context requires otherwise. Words importing the singular number include the plural and vice versa. Words importing gender include all genders.

ACSA or **Assiniboine College Student's Association** Representing the group in one voice, the united body of all students in the College who are categorized as Members.

AGM or **Annual General Meeting** means a meeting open to all members to report the previous operations of the ACSA and is hosted annually.

Auditor means the accounting firm that reviews and audits the financial and other relative operational statements of ACSA.

By Election means an Election that is held to fill the vacancy of position post General Election and usually in the fall semester.

By Law The fundamental guideline of the ACSA's operation and root for developing Policies and Manual of ACSA.

College means the Assiniboine College.

Chair means the individual who is responsible for running any SAC or Committee Meetings.

Executive Council means the President, VP of Diversity and Inclusion, VP of Engagement and VP of Operations.

ED or **Executive Director** A Staff Member of the ACSA who is directly reporting to the SAC and managing the team of Staff.

Ex-Officio Member means an individual who, by virtue of their position or appointment, is considered a member of the SAC or Committee, and shall receive all materials distributed to these groups, and participate in all open and closed sessions of the meetings. For further clarity, Ex-Officio Members do not have the ability to vote at meetings and are not considered for a quorum

Fiscal Year Roll from May 1st to April 30th in next calendar year.

General Election means an Election that is usually held in the winter semester and open to all Members to determine the seats of the Student Association Council.

Law means all government legislation decisions and guidelines that regulate and affect the operation of ACSA.

Members mean all the active students of the College and meet other qualifications at outlined in this By-Law.

Members General Meeting There are two (2) types of General Meeting of Members, they are the Annual General Meeting and the Special General Meeting.

Minutes means a documentary record that carries the attendants, motions and Resolutions of the Meeting.

Manual means a handbook that details the procedure for executing and handling business.

Policy means a document that establish standards of specific topic of ACSA duties and functions and may be altered by the SAC and come into effect immediately through Resolution of SAC.

Program Coordinator means a Staff employed by the ACSA to handle Student Advocacy and other duties as delegated by the Executive Director.

Remote Campus means Satellite Campus including Parkland, Winnipeg, Southport, Rural Rotating Site and contract site of the College

SAC or Student Association Council means the Board of Director of ACSA elected by its Members to collectively represent, advocate and serve the best interests of the Members.

Special General Meeting means a Meeting of Members to address a specified topic, concern, issue and combination of any of the above, host outside of the regular meeting time of AGM.

Staff means the employees hired by the ACSA to execute day-to-day functions of the organization. They are under collective supervision of the SAC and directly report to the Executive Director.

Resolution means a decision made by the attendant of a Meeting to motion business associated with the operation of the ACSA.

TABLE OF CONTENTS

1	General & Purpose.....	4
1.1	Mission & Vision	4
1.2	Governing Structure	4
1.3	Decision Making.....	4
2	Members & General Meetings.....	5
2.1	Membership	5
2.2	General Meeting of Members	5
2.3	Clubs	6
3	Student's Association Council(SAC)	6
3.1	Roles and Responsibilities.....	6
3.2	Election and Formation.....	9
3.3	Meeting.....	10
3.4	Removal & Termination.....	10
3.5	Standing Committees.....	11
3.6	AD-Hoc Committees.....	13
4	Finance	15
4.1	Authorizing Spending	15
4.2	Honorarium	15
4.3	Financial Reporting	16
5	Office & Authorities.....	16
5.1	Office Location	16
5.2	The seal of the ACSA.....	16
5.3	The Officers of the ACSA	16
5.4	Protection.....	17
5.5	Signing Authority.....	17
6	Amendment	17
6.1	Process to Amendment.....	17

1 GENERAL & PURPOSE

1.1 MISSION & VISION

- 1.1.1 The mission of the ACSA is to holistically support & engage students through services and programs that are reflective of a diverse & growing student community. The ACSA advocates for transparent governance, student rights, self-expression, and the development of student leaders. The ACSA aspires to be an inclusive community that empowers students to achieve excellence through support & experiences. In order to achieve these objectives, the ACSA will strive to
- a) Represent the student community with one voice,
 - b) Support student needs and offer guidance,
 - c) Promote student success through teamwork and involvement, and
 - d) Provide a unique student experience.

1.2 GOVERNING STRUCTURE

- 1.2.1 The ACSA shall be governed by the Student Association Council as Board of Directors and administered by a team of Staff led by the Executive Director.
- 1.2.2 The following Ex-officio Members may serve as advisory during SAC Meeting and Members General Meeting and shall not Vote:
- a) The Executive Director or designate,
 - b) The Legal Council, and
 - c) Other guests invited by the Chair of Meeting.
- 1.2.3 The Signing Authority of deeds, transfers, assignment, contracts, obligations and other instrument requiring execution by ACSA shall take effect when signed by ACSA Officers as outlined in 5.3.1.
- 1.2.4 In accordance with this By-Law, Policy and Manual
- a) May be developed for procedure and operation of ACSA, and
 - b) Shall be documented in The Governance Document.

1.3 DECISION MAKING

- 1.3.1 All SAC Meeting and Members General Meeting shall be governed by the Robert's Rule of Order. Any transaction of business in such meeting, unless mentioned elsewhere in this By-Law, shall be
- a) Determined by a simple majority of votes cast,
 - b) The Chair shall not vote, and
 - c) In the event of a tie, the Chair of the meeting shall vote.

2 MEMBERS & GENERAL MEETINGS

2.1 MEMBERSHIP

2.1.1 The Membership of the ACSA shall consist of all students who have paid their Student's Association Fees and are registered at Assiniboine College, taking a minimum of one (1) course in any of the locations or programs in the current school year.

2.1.2 All Members are granted with the right to

- a) Access the By-Law, Policy, Manual and relative ACSA documents,
- b) Vote at Member General Meeting and Election,
- c) Propose matters to be discussed and motioned during any General Meeting,
- d) Run for SAC positions,
- e) Nominate Candidates for Election, and
- f) Petition a request for a Special General Meeting.

2.1.3 The interest of a Member shall not be transferable, and be terminated upon a Member's

- a) Graduation from the College,
- b) Withdrawal, suspension or expulsion from the College,
- c) Failure to pay student association fees in full, or
- d) Death

2.2 GENERAL MEETING OF MEMBERS

2.2.1 Annual General Meeting (AGM) shall be held annually at a place, date and time set by the SAC. Quorum of transaction of business shall be twenty (20) Members.

- a) Any Members shall submit their proposed topic(s) to the SAC 60 days prior,
- b) The agenda shall be communicated to all Members 30 days prior, which includes (or will include):
 - i. Review of previous minutes of AGM and any subsequent General Meetings,
 - ii. Confirm to Auditor and approval of audited statement of the year and other relevant document including Financial Documents, and
 - iii. Member's proposed topic(s).

- 2.2.2 Special General Meeting may be held with a proposal of Resolution to address business associated with ACSA, at any date and time. It may be convened when requested by
- a) The SAC,
 - b) Ten (10) percent of Members, validated with signature, or
 - c) The Executive Director.

2.3 CLUBS

- 2.3.1 The Executive Director and Staff shall liaise with VP of Engagement to administrate and supervise all Student Clubs as detailed in the Clubs Terms of Reference.

3 STUDENT'S ASSOCIATION COUNCIL(SAC)

3.1 ROLES AND RESPONSIBILITIES

- 3.1.1 The SAC shall be comprised of four (4) Executive Members and sixteen (16) Representatives, and Ex Officio(s) who, in addition to performing any other duties listed elsewhere in this By-Law, collectively supervise the operation of ACSA through:
- a) Attend all scheduled SAC meetings, and any Meetings of Committees that they are appointed to,
 - b) Act with diligence, fiduciary responsibility, honesty, and good faith in the best interest of ACSA, and
 - c) Read, understand and abide by By-Law, Policies, Manual and any duties as determined from time to time by the ACSA Resolution.
 - d) A SAC member shall disclose a conflict of interest where that SAC member,
 - i. Is partial to a material contract or transaction, or proposed material contract or transaction with the ACSA,
 - ii. Has a material interest in any person who is a party to a material contract or transaction, or proposed material contract or transaction with the ACSA; or
 - iii. Holds an office in a separate organization such that their capacity to perform duties in the best interests of the ACSA may be called into question.
 - iv. A SAC member shall disclose a conflict of interest to the SAC soon after becoming interested in the contract or transaction or proposed contract or transaction. The SAC member; and
 - v. Shall not attend any part of a meeting of the SAC during which the contract or transaction is discussed and shall not vote on any

Resolution in respect to the matter of interest unless required by the Act; and

- vi. Shall not attempt in any way before or during the meeting to influence the voting on the matter of interest.

3.1.2 Executive Members are

- a) President, who shall
 - i. Chair any Members General Meeting,
 - ii. Serves as the official spokesperson for the SAC and ACSA, or delegates such duty to another SAC Member or the ED as appropriate,
 - iii. In conjunction with the ED, ensure that the operations of the organization align with the strategic goals and mandate of the SAC, and
 - iv. Proactively review the performance of all SAC Members and make recommendations to individual Member of the SAC as required to ensure the efficacy of the SAC.
- b) Vice President of Diversity & Inclusion, who shall
 - i. Be responsible for promoting inclusion and celebrating diversity in all aspects of the ACSA and the College community,
 - ii. Ensure that the SAC is informed about any equity, social justice, or larger community issues affecting Members,
 - iii. Liaise with ACSA Advocacy Services to identify systemic issues and barriers within the College environment,
 - iv. Liaise with College officials as required to address any systemic issues or barriers within the College environment,
 - v. Ensure that all ACSA programming prioritizes safety and inclusion whenever possible; and
 - vi. Liaise with other SAC Members to identify learning opportunities for the SAC that provide a greater understanding and awareness of the diversity of the larger community.
- c) Vice President of Engagement, who shall
 - i. Ensure the overall engagement of Members as well as identifying and resolving any issues or barriers,
 - ii. Liaise with student Clubs and other student groups on campus and collaborate with the Program Coordinator to address any concerns or issues raised, and
 - iii. Ensure the fairness of ACSA resources and efforts amount all Members and campus, and
 - iv. Oversee other events and activities programming of the ACSA,
- d) Vice President of Operations, who shall
 - i. Act as interim-President if the President position is vacant, or the President is unable to perform their duties,

- ii. In conjunction with the Executive Director, oversee the financial and legal obligations of the ACSA,
 - iii. Chair Operation Committee, and
 - iv. Create and enforce effective mechanism of abiding all governance activities by By-Law and ACSA Resolution.
- e) All Executive Members are required to accept employment contract between May 1st to August 31st that requires 36.25 hours/week for President and 20 hours/week for Vice Presidents.

3.1.3 Demographic Representatives

- a) The list of Demographic Representatives stated in 3.1.3.b shall be reviewed annually by the SAC to adopt the change of demographics in the College.
- b) The list of current Representatives are:
 - i. Accessibility Representative,
 - ii. Centre for Adult Learning Representative,
 - iii. Agriculture & Environment Representative,
 - iv. Business Representative,
 - v. Creative Media Representative,
 - vi. Dauphin Representative,
 - vii. Southport Representative,
 - viii. Winnipeg Representative,
 - ix. Health & Human Representative,
 - x. Indigenous Representative,
 - xi. International Representative,
 - xii. LGBT2SQ+ Representative,
 - xiii. Mature Representative,
 - xiv. M.I.C.A. Representative,
 - xv. Nursing Representative, and
 - xvi. Trades Representative.
- c) Their Responsibilities include:
 - i. Representing, and advocating on behalf of all Members of their demographic
 - ii. Ensure that the SAC is informed about any issues affecting Members, specifically those relating to the demographic and its programming.

3.1.4 Ex-Officio Members

In addition to 3.1.1, the following party may be accepted to SAC and attend its Meetings and activities, with no voting power

- a) The Executive Director or designate,
- b) The ACSA Legal counsel, and
- c) Guest(s) invited by a Member of SAC.

3.2 ELECTION AND FORMATION

3.2.1 Executive Members and Representatives shall be elected by Members through Elections administrated by the ACSA Staff and regulated by Election Policy.

3.2.2 Uncontested position(s) in the Election shall be acclaimed, unless it is voted in full (100%) unfavored, in which the position shall stay vacant.

3.2.3 General Election

- a) Shall be held in every winter semester to elect all positions upon renewal of SAC in coming school year.

3.2.4 By Election

- a) May be held and repeated immediately after an Election if the minimum quorum is failed to form.
- b) All vacancies post the General Election will be open to run in Fall Semester.

3.2.5 Appointment

- a) In the case that any Executive position(s) are not filled during the General Election, the SAC may cast Appointment Vote to interim appoint a current elected SAC Member to this position(s), with the following condition:
 - i. Their term starts immediately after the Appointment and lasts until the By-Election is held,
 - ii. Must accept the employment contract between May 1st to August 31st, and
 - iii. May assume the position for the remainder of the current school year before the By-Election nominations period begins, if they have completed all requirements in the employment contract and pass Appointment Vote.
- b) Any Representative vacancies post the By Election may be appointed by the SAC pending the following terms being met:
 - i. A current resume presented to the Executive Committee,
 - ii. Interview conducted by an SAC Executive and one (1) SAC designate, and
 - iii. Pass Appointment Vote
 - a. Appointment Vote requires two-third (2/3) votes of SAC, excluding the Members being appointed to the position. Member accepted by this process is considered elected Member of the SAC.

3.2.6 Duration of SAC

- a) All elected Members of the SAC term expires at the end of each school year on April 30th.

- b) Member may not run for SAC position if they are not intended to remain in SAC until the end of the school year.

3.3 MEETING

- a) Meetings of all SAC Members must be held at least twice (2) each month.
- b) The quorum of SAC shall be three quarter ($\frac{3}{4}$) of the SAC Members.
- c) The Chair of SAC shall be responsible for calling the SAC Meeting.
- d) Member must attend in person (excluding Members from Remote Campus),
- e) Business must be submitted to the Chair of SAC, three (3) business days prior to Meeting.
- f) An official meeting agenda shall be forwarded to all SAC Members at least two (2) days in advance of the meeting.
- g) An ACSA staff appointed by SAC shall record Minutes of the meeting.
- h) All SAC Meetings are open to Members of ACSA.

3.4 REMOVAL & TERMINATION

- a) Notwithstanding with any section of these By-Laws, all SAC Members or Member shall attempt to resolve any accountability or conduct issue informally before proceeding with 3.4-B.
- b) Upon two-thirds ($\frac{2}{3}$) of votes of SAC Members excluding the member being investigated, the President and ED may call to form the Internal Review Committee to address any issues related to accountability or conducts. This includes, but not limited to:
 - i. Poor performance, or insubordination,
 - ii. Actions or inactions that disregard, violate, or otherwise grossly, misrepresent the intent of ACSA By-Laws, Policies, and Resolutions,
 - iii. Chronic absenteeism or neglect of duties as required of each SAC Member,
 - iv. Harassment or violence towards others. and
 - v. Exemptions for mandatory academic activities
- c) The Internal Review Committee shall
 - i. Make all reasonable affect to maintain validity of complaints and concerns,
 - ii. Present factual report of the SAC,
 - iii. Propose disciplinary actions including and up to removal of Member from the SAC, and
 - iv. Order immediate removal of a Member of the SAC from their office in the event of violation.

- d) Upon the adjourning of the investigation, The SAC shall determine the action against the issues in the SAC Resolution and dissolve the Internal Review Committee.

3.5 STANDING COMMITTEES

3.5.1 Executive Committee

- a) Shall be comprised of
 - i. The President, as Chair,
 - ii. The Vice President of Operations,
 - iii. The Vice President of Diversity & Inclusion,
 - iv. The Vice President of Engagement, and
 - v. The Executive Director as an Ex-Officio Member.
- b) The mandate of the Executive Committee shall be to provide leadership and guidance to the SAC on all relevant matters and liaise with College officials and ACSA Staff as required to further the strategic direction of the ACSA.
- c) In addition to complying with the mandate of the Committee, the Executive Committee shall:
 - i. Review the day-to-day operations of the ACSA and provide recommendations to the SAC as required,
 - ii. Provide oversight regarding ACSA services, and make recommendations to the Executive Director or SAC as required,
 - iii. Executive meetings shall take place at least twice a month alternating from scheduled SAC Meetings,
 - iv. When urgent matters arise, or during times when holding an SAC Meeting is not practicable or safe, act in place of the SAC to make interim decisions on behalf of the ACSA. Any such interim decisions made on behalf of the SAC must be disclosed and confirmed at the next meeting at the SAC,
 - v. Review on a minimum of an annual basis the performance of the Executive Director, and report on any related issues to the SAC,
 - vi. Assess the effectiveness of the SAC and its Committees and make any required recommendations to the SAC,
 - vii. Review the training regimen of SAC Members on a regular basis, and make recommendations for future training opportunities as required, and
 - viii. Deliberate on sensitive or confidential matters, including but not limited to third-party contracts, relations with the College, and public relations issues, and provide appropriate information and recommendations to the SAC as required and expected.

3.5.2 Operation Committee

- a) Shall be comprised of
 - i. The Vice President of Operations, as Committee Chair, shall lead the Committee, call meetings, set agenda and ensure achievement of mandates and goals.
 - ii. A minimum of 2, to a maximum of 4, Members of the SAC, as appointed by the SAC,
 - iii. A minimum of 0 Members of the ACSA, as appointed by the Vice President of Operations, and
 - iv. Executive Director and/or designate as Ex-Officio Members.
- b) Is mandated to oversee the financial operations of the ACSA, review the governing documents of the ACSA, identify gaps in the Governing Documentation of the ACSA, and provide recommendations to the SAC on changes, additions, and removal of these documents as required,
 - i. Review the By-Laws, Policies and to ensure they are updated and relevant to the ACSA,
 - ii. Make recommendations as required to ensure the ACSA is governed appropriately and in compliance with all legislation and agreements in effect,
 - iii. Propose new Policies or By-Laws and make recommendations as required to the SAC to allow for the smooth operations of the ACSA,
 - iv. Review contracts and other documents as needed to ensure compliance with all relevant ACSA By-Laws and Policies,
 - v. In conjunction with ACSA staff members, prepare a draft of the annual budget that will be presented to the SAC for approval,
 - vi. Review on a regular basis all revenues, expenditures, liabilities, and assets of the ACSA, and identify any irregularities from the approved Annual Budget; and,
 - vii. Identify ways in which to increase the transparency and accountability of the ACSA's operations.

3.5.3 Internal Interview Committee (AD-Hoc)

- a) The Internal Review Committee shall be formed as appointed by the SAC to address, investigate and advocate concerns and misconducts with ACSA,
- b) Follow guidelines as detailed in 3.6.
- c) Internal Interview Committee comprised of
 - i. A minimum of 3 Members of the ACSA, as appointed by the SAC
 - ii. 2 Members of the SAC, as appointed by the SAC
 - iii. The ACSA legal counsel, as an Ex-Officio Member, and
 - iv. The Executive Director or designate as an Ex-Officio Member.

- d) If any voting member of this Committee declares a conflict of interest or feels that they cannot suitably serve on this Committee, they shall resign from the Committee, and the SAC shall fill the vacancy by appointment.
- e) If in the case of Members of the SAC, there are no suitable candidates from the remaining SAC Members to serve on this Committee, the remaining members of the Committee shall be deemed sufficient to action behalf of the Committee, provided a minimum of fifty percent (50%) of Committee members are in attendance.
- f) The mandate of the Internal Review Committee is to maintain and enforce the framework laid out in these By-Laws to review and investigate issues and complaints related to the Conduct of elected SAC Members in an impartial and unbiased manner.
- g) In addition to complying with the mandate of the Committee, the Internal Review Committee shall
 - i. Determine an effective, accessible, and confidential mechanism for issues of SAC Member conduct to be brought forth to the Committee,
 - ii. In cases of SAC Member conduct issues, provide recommendations for training opportunities that may improve future conduct,
 - iii. Enforce and act in accordance with these By-Laws as they relate to SAC Member conduct, discipline, and accountability, and conducting hearings of the same, and
 - iv. Review and provide recommendations to the SAC regarding any proposed changes to By-Laws and Policies that relate to SAC Member conduct, discipline, and accountability.

3.6 AD-HOC COMMITTEES

3.6.1 Formation

- a) SAC, by Resolution, may call to form an ad-hoc Committee as it determines necessary to facilitate and execute a specified initiative.
- b) When the SAC is calling to form an ad-hoc Committee, the following information must be provided in the motion:
 - a. The composition of the Committee, including ED or designate and a minimum of one (1) VP as the Chair based on the type of such initiative,
 - b. The mandate or goals of the Committee, and
 - c. At least 3 other Members of SAC will join immediately after the formation,
- c) Unless otherwise stipulated, all ad-hoc committees shall dissolve on the earlier of conclusion of initiative and April 30th, and
- d) The SAC may dissolve or amend the terms of any ad-hoc Committee by Resolution at any time.

3.6.2 Remote Campus Committees (Dauphin, Southport and Winnipeg)

- a) Provided a Representative of the Remote Campus is successfully elected, that Representative shall form their represented Campus Committee and Chair it.
- b) Such Committee shall adopt to all mandates and properties and follow formation process as detailed in 3.6.1, with the exception of 3.6.1.a.iii replaced by 3 Members from that Campus.
- c) Committee Members shall create and host events and programming as desired by the Members of their Campus.

4 FINANCE

4.1 AUTHORIZING SPENDING

4.1.1 Expenditure

- a) Any ACSA purchases under five hundred dollars (\$500) must be approved by an ACSA staff member (or an ACSA Executive if ACSA staff members are not present),
- b) Any ACSA purchases between five hundred dollars (\$500) and three thousand dollars (\$3000) must be approved by the Executive Council and an ACSA Staff member, and
- c) Any ACSA purchases over three thousand dollars (\$3000) must be approved by the full SAC. If the full SAC has not yet been elected, the Executive Council may approve these purchases.

4.1.2 Borrowing

- a) The SAC, from time to time, by resolution shall designate the bank in which the money, bonds or other securities of the Corporation shall be placed for safe keeping,
- b) The SAC shall have the power to borrow any amount of money up to and including the sum of ten thousand dollars (\$10,000) and shall have the power to pledge or encumber any of the assets of the ACSA for this purpose; and
- c) The SAC shall not have the power to borrow any sum in excess of ten thousand dollars (\$10,000) unless approved at a Special or General meeting of the ACSA.

4.2 HONORARIUM

4.2.1 The Honorarium may be distributed to Members for contribution that facilitates the operations of ACSA or implements its goal and vision. The Executive Committee shall administrate the distribution process.

4.2.2 Unallocated honorarium due to representative vacancies can only be prioritized/allocated to volunteers at the discretion of the council via majority vote. Otherwise, unused honorarium is to be deposited back into SAC initiatives for its members.

4.3 FINANCIAL REPORTING

4.3.1 An auditor shall be confirmed at each AGM.

- a) The auditor shall conduct an audit of the ACSA accounting records following the end of each fiscal year, and at other times if so, directed by the ACSA; and
- b) The auditor shall make a report of the annual audit to the Members and the SAC at each AGM.

4.3.2 Executive Director shall report monthly financial statement as outlined in Finance Policy to Operation Committee.

5 OFFICE & AUTHORITIES

5.1 OFFICE LOCATION

5.1.1 The head office of the ACSA shall be in the City of Brandon, in the Province of Manitoba; and

5.2 THE SEAL OF THE ACSA

5.2.1 shall be in such form as the SAC may determine and shall contain the words, "Assiniboine College Students' Association".

5.3 THE OFFICERS OF THE ACSA

5.3.1 Shall be:

- a) President,
- b) Vice President of Operations,
- c) Acting Executive Director and
- d) Another staff member determined by the Executive Director

- 5.3.2 Be ultimately responsible for the operations of the ACSA, including the administration and compliance with all legal, financial, and operational matters.

5.4 PROTECTION

- 5.4.1 The ACSA may purchase and maintain Officers' liability insurance.
- 5.4.2 Provided that they have carried out their duties as outlined in By Law and Policies, no SAC Member shall be held liable for
- a) Acts, receipts, neglects, or defaults of any other SAC Member of the ACSA, and
 - b) Loss, damage, or expense incurred through insufficiency or deficiency of any security into which any monies or belongings of the ACSA have been invested.
 - c) To the maximum extent permitted by the Law, the ACSA shall indemnify and save harmless every current and former SAC Member, and their respective heirs, administrators, and legal representatives, from and against all costs, charges and expenses, including any amount paid to settle an action to satisfy a judgment, reasonably incurred by the SAC member in respect to any civil, criminal or administrative action or proceeding to which the SAC Member is made a party by reason of having been a SAC Member.

5.5 SIGNING AUTHORITY

- 5.5.1 Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the ACSA must be signed by two (2) Officers including the ED.
- a) In the absence of sufficient SAC Executives, the Executive Director or designate may be granted sole signing authority.
 - b) Any person authorized to sign any document may affix the corporate seal to the document.
- 5.5.2 Any SAC Member or the Executive Director may certify a copy of any instrument, resolution, By-Law, or another document of the ACSA to be a true copy thereof.

6 AMENDMENT

6.1 PROCESS TO AMENDMENT

- a) The addition, amendment or abolishment of any portion of By-Law may occur through a proposal of SAC or a referendum of Members. The process shall be as follows

6.1.1 SAC

- a) A document containing the proposal of a By-Law amendment, including any supporting materials, shall be forwarded to the Chair of the SAC.
- b) The proposed amendment, along with comments from the ACSA Legal Counsel, shall be forwarded to the SAC at least one (1) SAC Meeting prior to voting on the proposal.
- c) The SAC shall vote on the proposed change at its next regularly scheduled meeting following notification, with a two-thirds (2/3) vote of the SAC to affirm the motion.
- d) Upon affirmation of the proposed amendment by the SAC, Members shall vote on the proposed change at the next scheduled AGM.
- e) The vote must be on a motion to amend the By-Law, worded in the affirmative.
- f) The changes come into effect upon receiving a Simple majority vote of the Members at the AGM.

6.1.2 Referendum (Special General Meeting)

- a) A petition of the Members shall be presented to the Chair of the SAC.
- b) The petition must be clearly worded, stating the proposed change.
- c) The petition must contain the printed names, valid student numbers and signatures of ten (10) percent of its Members, as validated by the Chair of the SAC.
- d) A referendum shall be conducted by the Ad-Hoc Committee in accordance with the rules set out in the ACSA election policy,
- e) The referendum shall be considered valid if a two-thirds (2/3) vote of the Members affirms the proposed change, where at least ten (10) percent of the Members participating in vote.
- f) Upon affirmation by referendum, the proposed amendment shall be read into the minutes of the next SAC meeting and shall come into effect upon adjournment of that meeting, or on the date specified in the amendment.