

Graduate Student Association — University of Waterloo



Changes to the GSA-UW By-laws

The Board of Directors implemented a number of changes to the GSA-UW By-laws following the 2021 AGM, which require ratification by the membership at the 2022 AGM. Some of these changes reflect material changes to the By-laws that affect the governance of the organization, while many of the changes simply correct or clarify the language of the By-laws without drastically altering the underlying meaning. The purpose of this report is to summarize these changes, and the justifications behind them, to the membership as clearly as possible. Additions are indicated by underline; deletions are indicated by ~~strikethrough~~.

A complete tracked-changes version of the By-laws is available upon request from the GSA-UW Corporate Secretary.

Changes to By-law #3 – Fees

Rationale: The Board of Directors made changes to this by-law to update the fee classes.

The Board of Directors approved these changes on May 13, 2021.

3.2.0 Current Fees. The GSA-UW administers the following fees per academic term:

3.2.1 GSA-UW Fees: Association

- GSA-UW Fees for all full-time and part-time graduate students. Compulsory

3.2.2 GSA-UW Fees: Services

- A Graduate House Fee for all full-time and part-time graduate students. Non-compulsory
- A Health Plan Fee for all full-time and part-time graduate students enrolled in regular "on campus" programs. Compulsory. Refundable with proof of equivalent coverage.
- A Dental Plan Fee for all full-time and part-time graduate students enrolled in regular "on campus" programs. Non-compulsory. Refundable without submitting proof of equivalent coverage.
- A Bus Pass Fee for all full-time graduate students registered in regular programs at campuses in the Region of Waterloo. Compulsory.
- A Legal Service Plan Fee for all full-time and part-time graduate students enrolled in regular "on campus" programs. ~~Non-compulsory.~~ Compulsory.

Changes to By-law #4 – Members and Member Meetings

Rationale: The Board of Directors amended by-law 4 to clarify how members can cast their votes and how the AGM can be held.

The Board of Directors approved these changes on February 23, 2022.

4.10.0 Voting of Members Business arising at any Members' meeting shall be decided by a majority of votes cast unless otherwise required by the Act provided that:

- Each Member shall be entitled to one vote at any meeting;
- Votes shall be taken by a show of hands among all Members present and the chair of the meeting, if a Member, shall have a vote;
- An abstention shall not be considered a vote cast;
- Before or after a show of hands has been taken on any question, the chair of the meeting may require, or any Member may demand, a written ballot. A written ballot so required or demanded shall be taken in such manner as the chair of the meeting shall direct;
- If there is a tie vote, the chair of the meeting shall require a written ballot, and shall not have a second or casting vote. If there is a tie vote upon written ballot, the motion is lost; and
- Whenever a vote by show of hands is taken on a question, unless a written ballot is required or demanded, a declaration by the chair of the meeting that a resolution has been carried or lost and an entry to that effect in the minutes shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.
- Members may cast their vote by proxy **or by electronic means**.

4.13.0 Meeting Format Directors or members, as the case may be, may determine that the meeting be held entirely by telephonic or electronic means that permits all participants to communicate adequately with each other during the meeting.

Changes to By-law #6 – Officers of the GSA-UW

Rationale: There was a lack of clarity and consistency in policies & bylaws concerning ex-officio role, in particular, the President's ex-officio role at the Board in the by-law #6. The Board relies primarily on the President to follow up with the services that GSA provides for the UW graduate students. Therefore, the information and proposals that President provides to the Board are critical for the Board to oversee corporate interests of the GSA. However, when president proposes a plan and seeks for Board's approval, the issues of transparency and conflict of interests may arise, which would potentially result in biased vote, given the limited size of the Board. Therefore, the Board decided to adjust this by-law to increase accountability and transparency between the GSA-UW Board and the GSA-UW Management.

The Board of Directors approved these changes on February 9, 2022.

6.1.2 Officers

6.1.2.1 The President shall be appointed by the Board of Directors in such manner and for such term or terms as shall be determined from time to time by agreement of the Board of Directors and the Council.

6.1.2.2 The Board shall appoint the following officers: Chief Returning Officer (CRO), Corporate Secretary, and Treasurer. Directors who intend to run for re-election must recuse themselves from voting and discussion on the motion to appoint the CRO.

6.1.2.3 The Vice-President shall be appointed by the Board of Directors in such manner and for such term or terms as shall be determined from time to time by agreement of the Board of Directors and the Council

6.1.2.4 The President, ~~is a director of their office, in lieu of election~~ is an ex-officio (non-voting) member of the Board.

Appending By-law #7 – Council

Rationale: The Board changed this by-law to better reflect the function of Council and the value it adds to the GSA-UW. Council asked for this change to ensure that this wording reflects Council’s current role. The amended by-law also reflects the collaborative nature between Board, Council and the President.

The Board of Directors approved these changes on November 16, 2021.

7.1.0 There shall be a Council of the GSA-UW, which shall advise and collaborate with the Board and President on constituency matters of concern, advocacy, political positions, and the strategic direction of the GSA-UW. This specially empowered standing Board committee exists to help the GSA-UW improve the graduate student experience by having graduate student representatives advise on the interests and concerns of their constituency, and to serve as an information conduit between the GSA and its membership. The cooperation between the Board, Council, and President is key to addressing the needs and concerns of graduate students.

7.1.1 The councillors shall be graduate students at the University of Waterloo and shall be appointed in accordance with the GSA policies.

7.1.2 The Council Speaker shall be a graduate student at the University of Waterloo and shall be appointed by the Council.

7.1.3. The Council Speaker, the councillors, and the directors of the Board plus the Vice-President shall be the members of the Council, with Council membership privileges as outlined in the GSA-UW policies and procedures.

7.1.4 The holding and conduct of all meetings of Council and its Committees, including notice thereof, and right to attendance thereat, shall be in accordance with the GSA-UW policies and procedures.

~~**7.2.0. Council Structure** The total number of members of Council shall consist of voting and non-voting members, equal to the number of academic departments at the University of Waterloo plus At-large Councillors plus the total number of directorships.~~

~~**7.2.1** Voting members of Council consist of individuals representing their academic department, the President, and the Vice-President.~~

~~**7.2.2** Non-voting members of Council consist of At-Large Councillors, approved by Council, and appointed according to GSA-UW policies and procedures, as well as Directors (not including the President as an ex-officio Director).~~

7.2.0. Council Committees Council may create committees to facilitate the functioning of Council. Council may specify the duties, powers, and responsibilities of such Council committees.

7.3.0 Meetings The holding and conduct of all meetings of Council and its Committees, including notice thereof, and right to attendance thereat, shall be in accordance with the GSA-UW policies and procedures