



The Constitution of the Commerce and Administration Students' Association

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PREAMBLE

We, the members of the Commerce and Administration Students' Association, the accredited association of undergraduate students at the John Molson School of Business of Concordia University, hereby establish this Constitution, which shall serve as the by-laws of the organization. We reaffirm our commitment to the following goals of the organization, in order to nurture and increase student involvement in their education:

1. The organization shall strive to enrich student life by implementing and supporting extracurricular initiatives and activities that provide for the social, recreational, and academic interests of its members, and by serving as the umbrella association for departmental associations and other student-run initiatives at the John Molson School of Business.
2. The organization shall offer services and activities that supplement and complement formal education at the John Molson School of Business, to ensure its members are properly equipped to enter the workforce upon graduation.
3. The organization shall serve as a vehicle for student involvement in their University and education and shall take all feasible measures to provide and promote involvement opportunities to its members.
4. The organization shall ensure the fair representation and equal treatment of all its members, regardless of field of study, race, gender, cultural background, sexual orientation, disabilities, or other discriminatory factors.
5. The organization shall promote the varied interests of its members to and within the University to ensure the latter conducts its affairs in the best interest of the members of the organization.
6. The organization shall work to strengthen ties between its members; students and Student Groups of other faculties; University administration, faculty and staff; and the external community; while considering the impact of its activities on the reputation of the organization and of the John Molson School of Business.
7. To add value to student life through academic support, network- and community-building initiatives, and endeavors encouraging strong corporate citizenship and philanthropy.

SECTION A : GENERAL PROVISION

ARTICLE 1: NAME

- 1.1. The corporate name of this organization shall be "Association des étudiants et étudiantes de premier cycle en commerce et administration de Concordia Inc. / Concordia Commerce and Administration Undergraduate Students' Association Inc.". The organization shall be incorporated, shall exercise its rights, and shall perform its obligations under that name.
- 1.2. The organization shall also have the trade name "Association des étudiants et étudiantes en commerce et administration de Concordia (AECA) / Commerce and Administration Students' Association (CASA)" and shall hereinafter be referred to as the CASA. However, titles and acronyms are used for simplicity, and shall not limit or alter the organization in any way from being incorporated, exercising its rights, and performing its obligations under the corporate name described in Article 1.1.

ARTICLE 2: DEFINITIONS

2.1. The following terms will be used throughout this document and are hereby defined:

Alumni Director:	Appointed Director of the BOD who must have graduated from the JMSB and must have previously been a Director of the BOD while a Regular Member
Annual General Meeting:	Meeting open to all Regular and Associate Members that must be held once per year
Annual General Election:	The process by which the elected positions of the BOD, with the exception of those for which specific appointment policies exist in the Book of Policies, are elected by the Regular Members for the following academic year
Association:	Under the CASA umbrella, each Association shall represent a distinct major of study or department within the JMSB, as well as all minors derived from said major or department
BOD:	Board of Directors of the CASA
Book of Policies:	Separate document that outlines the regulations and policies of the CASA, and that may be amended at any time by the Policy Committee or a Special Resolution of the BOD
By-Election:	The process by which elected positions of the BOD left vacant following an Electoral Event may be elected
CASA Umbrella:	All Associations and Committees that are officially recognized as being a part of the CASA, with the rights and responsibilities associated to this.
Committee:	Under the CASA umbrella, each Committee shall be an interest-based, goal-and/or project-oriented group to serve a particular, unique purpose to the JMSB student body
DNE Deadline:	The University's deadline for course withdrawal with tuition refund
Electoral Event:	Annual CASA Elections or By-Elections
Independent Director:	A member of the BOD who must be a Regular Member of the CASA and may not hold any Executive position on any Subsidiary during their term on the BOD

JMSB:	The John Molson School of Business of Concordia University
Referendum:	The process by which a question is approved by the BOD and put to the Regular Members for a vote. The result of a Referendum is binding upon all relevant bodies of the organization
Simple Majority:	50%+1 of a designated voting group
Simple Resolution:	A resolution adopted by Simple Majority
Special General Meeting:	Meeting of the Regular Members called for a specific purpose
Special Resolution:	A resolution adopted by a 2/3 majority
Student Group:	Organized body of students with a particular purpose
Subsidiary:	Association or Committee that falls under the CASA umbrella
The Accreditation Act:	An Act respecting the accreditation and financing of students' associations (R.S.Q, c A-3.01)
The Business Corporations Act:	An Act relating to the legal framework under which all corporations operating in the Province of Quebec must conduct their business – abbreviated throughout this Constitution as “The BCA” (R.S.Q. c S-31.1)
The CASA Executive:	President, Vice Presidents, Associate Vice Presidents, and the First-Year Representative of the CASA
The University:	Concordia University, including the Faculty of the John Molson School of Business
University Day:	Any day excluding Saturdays, Sundays, statutory holidays in the Province of Québec, and other holidays during which the University is closed

ARTICLE 3: **MEMBERSHIP**

3.1. Regular Membership

- 3.1.1. Every undergraduate student registered in a degree program at the JMSB shall be considered a Regular Member of the CASA.
- 3.1.2. Regular Membership starts on the first day of a semester during which a Regular Member is registered in the JMSB. It expires the day after the DNE Deadline for the earlier of the Fall or Winter semesters following the last semester during which the Regular Member was registered in the JMSB.
- 3.1.3. As provided for in Article 54 (2013) of the Accreditation Act, Regular Membership status is contingent upon the payment of the fees described in Article 4 of this Constitution.
- 3.1.4. Regular Members have the right to vote in all Annual General Elections, By-Elections, Referenda, Annual General Meetings and Special General Meetings held by the CASA, to run for and hold an elected office in the CASA, the BOD and the Subsidiaries, and to hold appointed positions on The CASA Executive and the BOD as provided for in this Constitution.
- 3.1.5. Should a Regular Member wish to occupy any of the positions indicated in Article 3.1.4, unofficial copies of the Regular Member's university transcript or class schedule may be requested at any time in order to confirm his or her regular membership status.

3.2. Associate Membership

- 3.2.1. Every undergraduate student from another faculty of Concordia University, who is registered for at least one for-credit course in the JMSB shall be an Associate Member of the CASA.
- 3.2.2. Associate Membership starts on the first day of a semester during which an Associate Member is registered for a for-credit course in the JMSB. It expires the day after the DNE Deadline for the earlier of the Fall or Winter semesters following the last semester during which the Associate Member was registered for a credit course in the JMSB.
- 3.2.3. Associate Members may hold appointed positions within the CASA Executive in an Associate Vice President capacity or within the Subsidiaries but do not hold any of the rights conferred upon Regular Members as described in Article 3.1.4.
- 3.2.4. Should an Associate Member wish to occupy any of the positions indicated in Article 3.2.3, unofficial copies of the Associate Member's university transcript or class schedule may be requested at any time in order to confirm his or her Associate Membership status.
- 3.3. Requirements for Holding a Positions Within the CASA Umbrella
 - 3.3.1. Presidents, VPs, and Directors of both CASA and subsidiaries must be regular members actively enrolled in at least one JMSB class for the duration of their mandate, excluding summer semester, as an Undergraduate student at Concordia's John Molson School of Business.

ARTICLE 4: FEES

- 4.1. The CASA may, through approval of a motion by simple resolution of the Regular Members voted on either at a Special General Meeting or during a Referendum, fix a fee payable by all Regular Members to finance its regular activities, in accordance with Article 52 (2013) of the Accreditation Act. Unless explicitly stated in the approved motion, these fees are deemed non-refundable.
- 4.2. Following the procedures outlined in Article 4.1, the CASA may also establish special-purpose fees. These fees shall be used for the sole purpose for which they were approved and shall not serve to finance the CASA's regular activities.

ARTICLE 5: ORGANISATIONAL STRUCTURE OF THE CASA UMBRELLA

- 5.1. As the accredited student association for all undergraduate students within the JMSB, the CASA has the right and obligation to represent and provide for its members' social, recreational, and academic interests. To ensure adequate representation for such a varied student body, the CASA oversees the operations of all ratified Associations and Committees within the JMSB, subject to the provisions of Article 19.
 - 5.1.1. A list of ratified Subsidiaries can be found in the Book of Policies.

ARTICLE 6: DISSOLUTION OF THE ORGANIZATION

- 6.1. Any motion for the dissolution of the organization must solely be considered at an Annual General Meeting or Special General Meeting, must be submitted in writing to the Chairperson of the BOD prior to the calling of the meeting, and must accompany a petition signed by at least 1,500 Regular Members of the CASA.
- 6.2. In accordance with Chapter XIII (2014) of the BCA, any motion of dissolution must be approved by a

special resolution of regular members present during the Annual General Meeting or Special General Meeting at which the motion is to be debated.

- 6.3. In the event of dissolution, trusteeship or cessation of the CASA, all fees and assets shall be transferred to a similar association with the same membership and purpose as defined in this Constitution.

ARTICLE 7: SUCCESSION

- 7.1. The CASA President, CASA Vice Presidents, Independent Directors and all Association Presidents shall be elected individually by the members of the CASA during an Electoral Event.
 - 7.1.1. If any elected position remains vacant following an electoral event, the BOD shall have the authority to hire a regular member to fill the vacant position who shall be subject to Article 10.2.3.
 - 7.1.2. The Elections and Referenda Policy shall serve as the governing framework for all Electoral Events of the CASA, in conjunction with this Constitution, and shall be set forth in the Book of Policies.
- 7.2. All Committee Presidents shall be appointed in accordance with the clauses in each Committee's respective constitution. The vote shall happen during the voting period of the CASA Annual General Elections.
 - 7.2.1. The BOD must ratify the appointment of new Committee presidents no later than the last BOD meeting of the fiscal year in question before the incoming Committee Presidents can officially assume their positions.
- 7.3. Should no individual be elected as per Article 7.2, the BOD shall appoint a Committee President at the recommendation of the CASA Vice President overseeing the respective Committee, in accordance with the Mandate Policy in the Book of Policies.

ARTICLE 8: FINANCES OF THE ORGANISATION

- 8.1. The CASA shall be required to undergo a financial review after the closing of every fiscal year, performed by an auditor independent to the CASA and to the University. In accordance with the QBCA, such an auditor is to be duly appointed at the Annual General Meeting of the members held before the closing of the fiscal year in question.
- 8.2. The Financial Policy shall serve as the governing framework for all of the CASA's finances and those of its Subsidiaries and shall be set forth in the Book of Policies.

SECTION B: BOARD OF DIRECTORS

ARTICLE 9: POWERS AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS

- 9.1. The BOD shall be the governing body of the CASA and shall be empowered to set policies and regulations governing the CASA, and to exercise all additional duties provided for in this Constitution and the Book of Policies.
- 9.2. All voting Directors of the BOD must be Regular Members of the CASA during their tenure on the BOD, with the exception Alumni Directors, who must have been Regular Members of the CASA during their studies at the JMSB and Associate Vice Presidents of the CASA who may be Associate members as per Article 3.2.3.
- 9.3. No individual may hold more than one position on the BOD at a time except in the event where a Director holds the position of Temporary Chairperson or Temporary Secretary.

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- 9.4. Every Director of the BOD shall act in the best interest of the CASA and its members.
- 9.5. Each Director of the BOD shall sit on the BOD for a one-year term, or until their replacement takes office, until their resignation, or until their removal from office, whichever occurs first.
- 9.5.1. In the case where quorum for an Electoral Event to replace the Directors of the BOD is not met, the Directors of the BOD in office at that time shall retain their authority as Directors of the BOD until their replacement takes office, until their resignation, or until their removal from office, whichever occurs first.
- 9.6. Any resolution that violates one or more of the Articles of this Constitution, of The Accreditation Act, The Quebec Business Corporation Act or of any laws applicable in the province of Quebec shall be considered invalid and not applicable and shall not be binding on any bodies of this organization.

ARTICLE 10: COMPOSITION OF THE BOARD OF DIRECTORS

10.1. Voting Directors

- 10.1.1. Voting Directors of the BOD shall have the right to speak, motion, second and vote at all meetings of the BOD, and shall be privy to all closed sessions.
- 10.1.2. Voting Directors of the BOD shall be the following elected members:
- 10.1.2.1. CASA President
- 10.1.2.2. CASA Vice President Academic and Student Affairs
- 10.1.2.3. Vice President Finance
- 10.1.2.4. Vice President Internal Affairs
- 10.1.2.5. Vice President External Affairs
- 10.1.2.6. Vice President Events
- 10.1.2.7. Each Presidents of an Association listed in the Book of Policies.
- 10.1.2.8. VP Marketing
- 10.1.3. The appointed President of the John Molson Competition Committee and the appointed President of John Molson Undergraduate Case Competition shall be Voting Directors of the BOD only upon being granted voting rights by the Regular Members at a general meeting.
- 10.1.4. There shall be a maximum of five Independent Directors, all of whom shall be Voting Directors of the BOD if elected or if given Voting Director status at a General Meeting of the members. In the event that there are fewer candidates than open positions, this shall not limit the operations of the CASA Executive or the Subsidiaries.
- 10.1.4.1. In the event that circumstances change the composition of the board in such a way that the CASA President and CASA Vice Presidents constitute 50% or more of Voting Directors, the number of Independent Directors shall be increased to comply with Article 10.1.4.
- 10.1.4.2. In the event that an Independent Director is found to hold a position on a Subsidiary, he or she shall automatically be considered as having resigned from his or her position as an Independent Director.
- 10.1.4.3. The CASA Executive can, under no circumstances whatsoever, constitute 50% or more of voting directors at a BOD meeting. Should this situation occur, enough CASA Executives must

surrender their voting privileges such that the CASA Executive lowers their votes to less than 50% of total votes present at the BOD meeting.

10.2. Non-Voting Directors

10.2.1. The following members of the CASA Executive shall be Non-Voting Directors of the BOD:

10.2.1.1. All Associate Vice-Presidents and Executive Vice-President.

10.2.2. There shall be a maximum of two Alumni Directors, both of whom shall be Non-Voting Directors of the BOD.

10.2.3. Should any of the Directors listed in Article 10.1.2 be appointed by the BOD but not yet been elected by the Regular Members of the CASA, he or she shall be a Non-Voting Director of the BOD, until they are elected at an Electoral Event or at a Special General Meeting.

10.2.4. In the event a new Association has been approved by the BOD but has not yet completed the probationary period as set out in Article 19.2, the President of that Association shall be a Non-Voting Director of the BOD.

10.2.5. Non-Voting Directors of the BOD shall have the right to speak at all meetings of the BOD, shall have the right to motion and second for the consideration of a resolution, and shall be privy to all closed sessions. Non-Voting Directors of the BOD shall not have the right to vote.

10.2.6. To facilitate its meetings, and as provided for in the Book of Policies, the BOD shall appoint a Chairperson and a Secretary. They shall be Non-Voting Directors and Administrators of the BOD but shall not have the right to motion or second for the consideration of a resolution.

ARTICLE 11: MEETINGS OF THE BOARD OF DIRECTORS

11.1. Quorum for any meeting of the BOD shall consist of a Simple Majority of Voting Director positions currently occupied, regardless of their specific composition, notwithstanding 10.1.4.3. Any motion or resolution passed by the BOD when this quorum is not reached shall be considered invalid and not applicable and shall not be binding on any of the bodies of this organization.

11.2. Meetings of the BOD shall be conducted according to the most recently published official version of Robert's Rules of Order as at the first of September of the academic year.

11.3. The BOD shall meet at the call of the Chairperson of the BOD at least once per month, except during the month of December when it shall meet only in the case of an Emergency Meeting, as described in Article 11.4.

11.4. Emergency Meetings of the BOD must be held no more than seven University Days after being requested, and may be called in any of the following ways: by the Chairperson of the BOD, by the CASA President, by three Directors of the BOD presenting a signed statement requesting a meeting to the Chairperson of the BOD, or by a petition signed by at least one hundred Regular Members of the CASA and presented to the Chairperson of the BOD.

11.5. The agenda for an Emergency Meeting of the BOD must include all the items to be discussed at the meeting and must be made available at the time the meeting is called. In the event a petition as outlined in Article 11.4 calls for an Emergency Meeting of the BOD, the petition must include the proposed agenda for the Emergency Meeting. Once the agenda for an Emergency Meeting has been made available, it cannot be amended.

11.6. All open session meetings of the BOD shall be open to Regular and Associate Members only, though the BOD shall have the right to authorize the presence of non-members on a per-case basis.

ARTICLE 12: ANNUAL GENERAL MEETING AND SPECIAL GENERAL MEETING

- 12.1. The Chairperson of the BOD shall call, once a year, an Annual General Meeting of the Regular Members.
- 12.2. The Chairperson of the BOD shall be responsible for presiding over any Annual General Meeting or Special General Meeting.
 - 12.2.1. In the event where the Chairperson is unable to preside over any Annual General Meeting or Special General Meeting, the CASA President shall act as Temporary Chairperson unless the members choose to temporarily appoint a different Temporary Chairperson, and may do so by simple majority vote.
- 12.3. Quorum for an Annual General Meeting or a Special General Meeting shall consist of thirty Regular Members of the CASA.
- 12.4. All decisions duly voted on during an Annual General Meeting or a Special General Meeting shall be binding upon the CASA, the BOD and the Subsidiaries, until they have been repealed or amended during another Annual General Meeting or Special General Meeting.
 - 12.4.1. The BOD may appeal any resolution passed at an Annual General Meeting or a Special General Meeting through a Referendum question issued at the next Electoral Event, having been approved by a Special Resolution of the BOD.
- 12.5. A Special General Meeting may be called by the CASA President or by resolution of the BOD, solely for the purpose of considering specific resolutions proposed by a member of The CASA Executive or of the BOD. Such resolutions are to be included in the notice of the meeting, and include but are not limited to, amendments to this Constitution, and modifications to the fees assessed by the CASA, as set forth in Article 4.
- 12.6. Notwithstanding exceptions set forth in this Constitution or the Book of Policies, the CASA must notify the Regular Members of any Annual General Meeting or Special General Meeting through its various means of communication at least ten University Days prior to the meeting. Any notice of the calling of the Annual General Meeting or Special General Meeting shall indicate the date, time and place of the meeting. Any proposed resolution that will affect students' fees must be clearly advertised on the notice of the meeting.
- 12.7. A petition containing the names, signatures, and student identification numbers of at least two hundred Regular Members may be presented to the Chairperson of the BOD to request a Special General Meeting. Upon the Chairperson's confirmation of the validity of the student information provided in the petition, the Chairperson shall notify the BOD who shall call and hold the Special General Meeting no more than ten University Days following the presentation of the petition.
- 12.8. Once the agenda of the Special General Meeting has been made public, the agenda cannot be changed under any circumstances.

ARTICLE 13: STANDING COMMITTEES OF THE BOARD OF DIRECTORS

- 13.1. There shall be four standing committees of the BOD:
 - 13.1.1. Appointments Committee
 - 13.1.2. Finance Committee

- 13.1.3. Special Projects Committee
- 13.1.4. Policy Committee
- 13.1.5. Diversity Committee
- 13.2. All members of The CASA Executive, Association Presidents, and Independent Directors shall be required to sit on at least one standing committee of the BOD.
- 13.3. Each standing committee shall be composed of its non-voting chairperson as established per the book of policies and a minimum of five voting members.
- 13.4. The voting members of each standing committee shall be composed of at least one member of The CASA Executive, one Association President, and one Independent Director; constituting a maximum of two voting members of The CASA Executive, three Association Presidents, and two Independent Directors.
- 13.5. Members of each standing committee shall be elected by a Simple Resolution of the BOD, upon nomination from any member of the BOD, including nominations from themselves.
- 13.6. Quorum for any meeting of a standing committee shall consist of a Simple Majority of voting members. Any motion or resolution passed by a standing committee when this quorum is not reached shall be considered invalid and not applicable.
- 13.7. If a standing committee is unable to meet or reach quorum to the extent that the delay will lead to conflicts with this Constitution or the Book of Policies, the BOD shall be responsible to fulfill the standing committee's mandate.
- 13.8. All standing committees shall be subject to the specific rules outlined in the Book of Policies.
- 13.9. The Chairperson of all standing committees shall submit monthly written reports on the committee's activities to the BOD. If the committee has not met since the last BOD meeting, then the Chairperson shall still submit a written report to the BOD, but this report shall indicate that the Committee has not yet met since the last BOD meeting.
- 13.10. All decisions made by a standing committee shall be considered binding unless overturned by a simple resolution of the BOD.

ARTICLE 14: RESIGNATION OR REMOVAL FROM OFFICE

- 14.1. Any member of The CASA Executive or of the BOD may resign from their position by submitting written notification to the BOD. Upon resignation, the office previously held by the member of The CASA Executive or of the BOD shall be considered vacant.
- 14.2. A motion of non-confidence may be brought to the BOD either by a petition signed by two hundred Regular Members calling for a removal from office and submitted to the Chairperson, or by five Directors of the BOD submitting a signed written request to the Chairperson.
 - 14.2.1. A written explanation must accompany any motion of non-confidence and shall be sent to the member of The CASA Executive or of the BOD against whom the motion is brought within the delay prescribed in Article 14.4.
- 14.3. If the motion of non-confidence is brought forth by a member of the BOD against another member of the BOD, such a motion must be forwarded to the Chairperson, or the CASA President if the Chairperson is the subject of the motion, at least seven University Days prior to the BOD meeting at which the motion is to be debated.

- 14.4. The member of The CASA Executive or of the BOD against whom a motion of non-confidence is brought must be informed no later than three University Days prior to the BOD meeting at which the motion of non-confidence is to be debated.
- 14.5. When a motion of non-confidence is debated, the member of The CASA Executive or of the BOD in question shall retain all privileges accorded to them as a member of the BOD.
- 14.6. The vote on a motion of non-confidence must be made by secret ballot and the count recorded by the Secretary of the meeting in the minutes of the meeting, or the Chairperson if the Secretary is the subject of the motion.
- 14.7. If a vote of non-confidence receives a Simple Majority in favour of removal from office, the member of The CASA Executive or of the BOD in question shall be given seven University Days to resign, unless there are extenuating circumstances, in which case a seventy-five percent majority vote of the BOD can expel the BOD member in question with immediate effect.
- 14.8. Upon resignation or removal from office of the CASA President, The CASA Executive Vice President shall act as the interim CASA President until a new CASA President is elected or appointed by the BOD. In the event the CASA President had not named an Executive Vice President, the CASA Vice President Internal shall act as the interim President.
- 14.9. Notwithstanding Article 14.8, in the event that any member of The CASA Executive or of the BOD is removed from office or resigns, the open position shall be advertised to the general membership as soon as possible through the CASA's regular communication channels, with applications for the open position being sent to the Chairperson of the BOD, or the CASA President if the Chairperson was the subject of the motion of non-confidence. The BOD shall appoint, by a Simple Resolution, a Regular Member to act in the open position, and this person shall remain a non-voting member of the BOD until elected at an electoral event, or until he or she is given voting rights at a general meeting.

SECTION C: CASA EXECUTIVE STRUCTURE AND DUTIES

ARTICLE 15: POWERS OF THE CASA EXECUTIVE

- 15.1. The day-to-day operations of the CASA shall be governed by The CASA Executive, who shall, individually or collectively, make decisions and take actions on behalf of the CASA, pursuant to the duties set forth in this Constitution and the Book of Policies.
- 15.2. Any powers that are not specifically delegated in this Constitution or the Book of Policies shall fall under the purview of The CASA Executive, until such time as the BOD resolves to delegate the powers to another body.

ARTICLE 16: COMPOSITION OF THE CASA EXECUTIVE

- 16.1. The CASA Executive shall be composed of the CASA President, CASA Vice Presidents and CASA Associate Vice Presidents of The Executive.
 - 16.1.1. Elected members of The CASA Executive shall be:
 - 16.1.1.1. President
 - 16.1.1.2. Vice President Academic and Student Affairs
 - 16.1.1.3. Vice President Events

- 16.1.1.4. Vice President External Affairs
- 16.1.1.5. Vice President Finance
- 16.1.1.6. Vice President Internal Affairs
- 16.1.1.7. Vice President Marketing
- 16.1.2. Appointed members of The CASA Executive can include:
 - 16.1.2.1. Associate Vice President of Marketing
 - 16.1.2.2. Associate Vice President of Events
 - 16.1.2.3. Associate Vice President of External Affairs
 - 16.1.2.4. Associate Vice President of Finance
 - 16.1.2.5. Director of Equity, Diversity, Inclusion
- 16.1.3. The CASA Executive may appoint additional Associate Vice Presidents and Directors for specific positions should it be deemed necessary.
- 16.1.4. All Associate Vice Presidents and Directors of The CASA Executive must be approved by the BOD at the recommendation of the CASA President and must be Regular Members at the time of appointment. The mandate and related duties assigned to these Associate Vice Presidents must be provided to the BOD before each Associate Vice President can be approved.
- 16.2. The CASA Executive shall appoint a First-Year Representative, as set forth in the Book of Policies.

ARTICLE 17: MEETINGS OF THE CASA EXECUTIVE

- 17.1. All elected and appointed members of The CASA Executive shall have voting rights during meetings of The CASA Executive.
- 17.2. Meetings of The CASA Executive shall be conducted according to the most recently published official version of Robert's Rules of Order as at the first of September of the academic year.
- 17.3. The CASA Executive shall meet at the call of the CASA President at any time, provided that two University Days of notice is given to all members of The CASA Executive.
- 17.4. A meeting of The CASA Executive may also be called at any time if the CASA President is petitioned in writing to do so by at least three members of The CASA Executive.
- 17.5. The CASA President shall preside over all meetings of The CASA Executive and shall effectively act as a voting chairperson. In the event of his or her absence, a temporary chairperson shall be elected from The CASA Executive by a Simple Resolution of the members of The CASA Executive.

ARTICLE 18: DUTIES OF THE CASA EXECUTIVE

- 18.1. The CASA Executive shall carry out their duties to the best of their abilities and as directed by the BOD, in accordance with their position mandates, the mission of the CASA, this Constitution and the Book of Policies.
- 18.2. The CASA Executive may, and must be allowed to, provide recommendations to the BOD, prior to any vote held at a meeting of the BOD. Failure to make these recommendations when called upon to do so by the BOD will nullify this right for the resolution in question.
- 18.3. The CASA Executive shall be charged, unless otherwise indicated, with implementing all policies,

resolutions, motions and decisions made by the BOD, Referenda, Annual General Meetings and Special General Meetings.

- 18.4. The CASA Executive must provide an Annual Strategic Plan that includes a list of overall CASA and position-specific goals and objectives, which must be formally accepted at the August BOD meeting.
- 18.5. The CASA Executive shall submit monthly written reports on their activities to the BOD.
- 18.6. Additional duties specific to each member of The CASA Executive shall be outlined in the Book of Policies and shall be subject to regular review by the BOD to ensure their continued relevance and to avoid their obsolescence.
- 18.7. At the end of their respective mandates, each member of The CASA Executive shall provide an individual written report to the BOD, which must be formally accepted by the BOD.
- 18.8. Each member of The CASA Executive shall be eligible for an honorarium in recognition of the services rendered throughout the year, the amounts of which shall be determined by the BOD at the final meeting of the fiscal year, upon review of the work completed by each member of The CASA Executive, and pursuant to the Assessment Policy set forth in the Book of Policies.

SECTION D: CASA SUBSIDIARY STRUCTURE

ARTICLE 19: OPERATIONS OF THE CASA SUBSIDIARIES

- 19.1. The day-to-day operations of each Subsidiary shall be governed by a President and his/her respective Executive team who shall, individually or collectively, make decisions and take actions on behalf of their membership, pursuant to the duties set forth in this Constitution and the Book of Policies, as well as CASA's strategic goals.
- 19.2. The President of each Subsidiary is responsible for providing an Annual Strategic Plan that includes a list of his or her position-specific as well the overall Subsidiary goals and objectives to which he or she will be held accountable and which must be formally accepted at the August BOD meeting.
- 19.3. Each Subsidiary shall be governed by and held accountable to an Association or Committee Constitution which must be approved by the Policy Committee and shall be reviewed and updated as necessary.
- 19.4. Subsidiary constitutions are not considered to be legally binding governance documents across the CASA and its Subsidiaries but shall be considered to be operating policies that shall be interpreted in accordance with the CASA Constitution and the Book of Policies (both of which are legally binding governance documents), as well as CASA's strategic goals.
- 19.5. A copy of each Subsidiary's Constitution shall be kept on file at the CASA office and shall be made available to any regular member who asks for it.
- 19.6. In the event of a discrepancy between two or more copies of a Subsidiary's Constitution, only the printed copy held at the CASA office, signed and dated by the Subsidiary President, the Chairperson of the BOD and the Secretary of the BOD at the time of adoption or of most recent amendment, shall be considered the official and enforceable version.
- 19.7. In the event of any discrepancies between this Constitution and the Constitution of a Subsidiary the CASA Constitution shall take precedence as the CASA Constitution is legally binding.
- 19.8. Each Subsidiary President shall submit a monthly written report on the activities of the Subsidiary they

preside over to the BOD.

- 19.9. One President from each Subsidiary who fully completes his or her mandate shall receive an honorarium in the amount specified in the Subsidiary Governance Policy which will only be disbursed at the end of the fiscal year. This amount may be prorated to reflect the actual length of time that a President spent in his or her role.

ARTICLE 20: RESIGNATION OR REMOVAL FROM OFFICE

- 20.1. Any Committee President may resign from his or her position by submitting a written notification to the CASA Vice President overseeing that respective Committee. Upon resignation, the office previously held by the Committee President shall be considered vacant.
- 20.2. A Committee President may be removed from his/her position by a special majority vote of the BOD upon the recommendation from the overseeing CASA Vice President or after a special majority vote of the Committee Executive approving a removal from office.

ARTICLE 21: RATIFICATION OF NEW SUBSIDIARIES

- 21.1. Membership requests to join the CASA umbrella as an Association or Committee shall be approved by the BOD upon recommendation from the CASA Vice President of Internal Affairs on a per-case basis.
- 21.1.1. In order for membership requests to be considered by the BOD, potential groups must first meet with the CASA Vice President of Internal Affairs and, in consultation with him/her, complete an official application package. This package must be formally submitted to the Chair of the BOD.
- 21.2. Upon the approval of a membership request by the BOD, an Association or Committee shall be granted probationary status for a period of one year, starting from the date that approval is granted, subject to the conditions detailed in the Subsidiary Governance Policy.
- 21.3. An Association or Committee that has successfully passed the probationary period must be ratified by the Regular Members at an Annual General Meeting or a Special General Meeting.
- 21.4. Only once an Association or Committee has successfully completed the probationary period and been ratified by the Regular Members as detailed in Article 19.3 will it be added to the list of Subsidiaries in the Book of Policies. It shall then have the rights and responsibilities granted to Subsidiaries in this Constitution and the Book of Policies.

SECTION E: THE CONSTITUTION

ARTICLE 22: AUTHORITY OF THE CONSTITUTION

- 22.1. This Constitution serves as the governing framework for the bylaws, rules and regulations of the CASA. All regulations, resolutions, motions and decisions of the CASA, including, but not limited to, those made by the BOD, The CASA Executive and the Subsidiaries, must be made in conformity with this Constitution.
- 22.2. In the event of any conflict between this Constitution and any other document produced by the CASA or a Subsidiary, including but not limited to the Book of Policies, this Constitution shall take precedence.

ARTICLE 23: IMPLEMENTATION AND GOVERNANCE

- 23.1. Following its ratification during a Special General Meeting called for the specific purpose of implementing this new Constitution and held on April 8, 2014, this Constitution has been formally ratified and became enforceable immediately.
- 23.2. In the event of any discrepancies between this Constitution and its predecessor that may conflict during the transition year, the BOD and The CASA Executive shall exercise due care in guiding the CASA and shall ensure the application of this Constitution whenever possible.
- 23.3. A copy of this Constitution shall be kept on file at the CASA office and shall be made available to any regular member who asks for it.
- 23.4. A copy of this Constitution shall be published on the CASA website.
- 23.5. In the event of a discrepancy between two or more copies of this Constitution, only the printed copy held at the CASA office, signed and dated by the CASA President, the Chairperson of the BOD and the Secretary of the BOD at the time of adoption or of most recent amendment, shall be considered the official and enforceable version.
- 23.6. A record of all previous constitutions and amendments shall be held at the CASA office in perpetuity.

ARTICLE 24: AMENDING FORMULA

- 24.1. This Constitution may be amended by a Simple Resolution adopted during a Special General Meeting called for the specific purpose of amending this Constitution.
- 24.2. This Constitution may also be amended by a simple majority vote during a Referendum for which quorum is met, provided all proposed changes are clearly outlined in the Referendum question. In the event multiple changes are proposed, they must be voted on separately unless the BOD determines they are interdependent.
- 24.3. In the event that the name of an organization or document referred to in this Constitution changes, this Constitution shall automatically be amended to reflect the change, and shall not require ratification of the membership, unless the name changes alter the spirit of this Constitution
- 24.4. The formatting or presentation of this Constitution may be amended by a Special Resolution of the BOD, provided such modifications do not materially affect the content or meaning of any of the articles in this Constitution.