

ARTICLE I: Preamble

- A. Organization Name
1. The organization shall be known as the "Commerce Students' Society of the University of Victoria," hereafter referred to as the Society or the CSS.
- B. Mission
1. The mission of the CSS shall be to provide opportunities of the Leaders of tomorrow while cultivating the personal, professional and academic success of students at the Peter B. Gustavson School of Business at the University of Victoria.
- C. Values
1. The Society shall exhibit the following values:
 - i. a commitment to inclusion and accommodation;
 - ii. positivity and passion in everything we do;
 - iii. fun, friendliness and care;
 - iv. align the values of students with those of the Society and Gustavson School of Business;
 - v. honest, open and a commitment to keeping our promises.
 2. The Society shall exist:
 - i. to support our members in academic, social and charitable capacities;
 - ii. to provide an offering that will complement and align with that of the Gustavson School of Business;
 - iii. to ensure that the interests of our members are represented in University and academic matters;
 - iv. to encourage and develop leadership qualities while achieving a degree of involvement by our members;
 - v. to advocate on behalf of the Gustavson School of Business and build a strong connection between our members and the local, national and international professional communities;
 - vi. to support, assist, and act as an umbrella organization for all business-related student clubs at the University of Victoria;
 - vii. to give back to the Greater Victoria community through non-profit initiatives and volunteerism;
 - viii. to operate and maintain financial solvency and transparency;
 - ix. to maintain tradition and propagate shared stories throughout the Gustavson community.
- D. The Canadian Association of Business Students
1. At the discretion of the Executive Council, the Society shall be a member of the Canadian Association of Business Students (CABS).

ARTICLE II: Membership

- A. Members in Good Standing
1. All members must hold membership in good standing.
 2. Members shall be considered as members in good standing if:
 - i. they have maintained their membership by payment of Society dues;
 - ii. they have complied with the Bylaws and Policies of the Society;
 - iii. they otherwise qualify for membership; AND
 - iv. they adhere to the *CSS Business Code of Conduct*.
- B. Type of Membership
1. The Society shall recognize three (3) type of membership:
 - i. Active Members
 - a. All undergraduate students who have been admitted to the Gustavson School of Business in the Bachelor of Commerce degree program or Business minor program during any academic term.
 - ii. Associate Members
 - a. Faculty members of the Gustavson School of Business;
 - b. Graduate students who have been admitted to the Gustavson School of Business in the Master of Business Administration (MBA) degree program or the Master of Global Business (MGB) degree program;
 - c. Post-Graduate students who have been admitted to the Gustavson School of Business in a doctoral (PhD) degree program;
 - d. Administrative staff of the Gustavson School of Business;
 - e. At the discretion of the President, current University of Victoria students who have stated, in writing, their intention to apply for admission to the Gustavson School of Business.

- f. All former members of the Executive Council no longer fulfilling the requirements of Article II, Section B(1)(i).
 - iii. Honorary Lifetime Members
 - a. Individuals deemed to have made an outstanding contribution to the Society
 - b. Upon recommendation of the Executive Council, Honorary Lifetime Membership shall only be granted by unanimous (100%) affirmative vote of the Board of Advisers.
- C. Only individuals fulfilling the requirements of Article II, Section B may be members of the Society.
- D. Membership Rights and Privileges
1. All members of the Society are afforded the same rights and opportunities to participate in the Society or Society-related activities, including:
 - i. the right to general benefits provided by the Society;
 - ii. the right to accept funding provided by the Society;
 - iii. the right to hold office in the Society;
 - iv. the right to vote for elected representatives and vote at all general meetings of the Society;

AND

 - v. the right to attend all general meetings of the Society.
 2. Members who are on a cooperative (coop) education term or a term at an exchange partner institution may vote for elected representatives of the Society, but not in referendums.
 3. Associate Members shall be entitled to all rights and privileges of the Society except as stipulated in Article II, Section D(ii-iv).
 4. Honorary Lifetime Members shall be entitled to all rights and privileges of the Society except as stipulated in Article II, Section D(ii-iv).
- E. Incoming Exchange Students
1. Notwithstanding Article II, Section B(1), incoming exchange students to the Gustavson School of Business shall be deemed to be members of the Society, except in the matters of:
 - i. Elections
 - ii. Referendums
 - iii. Financial Assistance to attend External Conferences
 - iv. Membership on the Board of Advisers; OR
 - v. Appointment to the Executive Council
- F. Cessation of Membership
1. Active membership in the Society will cease in the case of:
 - i. A member ceasing to hold admission in the Gustavson School of Business.
 - ii. A resolution passed by a unanimous (100%) vote by the Board of Advisers.
 2. Associate and Honorary Lifetime Membership in the Society will cease in the case of:
 - i. A resolution passed by a two-thirds (2/3rd) majority vote of the Executive Council.
 - ii. Associate and Honorary Lifetime Members shall be entitled to appeal the resolution to the Board of Advisers. Such meeting shall be called immediately upon receipt of written notice to appeal from the member.

ARTICLE III: Definitions and Interpretations

Unless otherwise defined within an article, the following terms shall be interpreted to mean:

-“Academic Year”	From the day after Labour Day until the final day of exams in April.
-“Academic Term”	As defined in the <i>University of Victoria Calendar</i> .
-“UVSS”	Refers to the University of Victoria Student Society
-“Announce”	To post on the CSS website.
-“Distribute”	To post on the CSS website and upon request to make paper copies available.
-“Elections Officer”	The person charged with the fair and efficient administration of the CSS elections.
-“Exam Periods”	The time period from the last day of classes in the Fall semester until the first day of classes in January and the time period from the last day of classes in the Winter semester until the end of the academic year.
-“General Membership”	The most current count of the individuals who are active members, as provided by the Gustavson Business Student Services Office.
- “Official Turnover Date”	May 1 of each year.
-“Line-by-line”	The approval of each item that appears on its own line in the annual CSS budget. These items represent any individual budget proposal as received by the Executive Council.
-“Portfolio”	The area of responsibility for the President or a Vice-President, outlined in the <i>Executive Policy</i> , and the Leadership Team members who report to that Executive Council member.

-“Present”

-“Term”

The physical or virtual attendance at a meeting.

From the incoming turnover date of the elected members of the Board of Advisers until the outgoing turnover date of the majority of the Board of Advisers, with the exception of the Senator.

ARTICLE IV: Board of Advisers

- A. The Board of Advisers shall represent the general membership of the CSS and act on their behalf to the best of their ability as directed by the general membership of the CSS and the mission of the CSS.
- B. The Board of Advisers shall exist to allow the Executive Council to exercise a means of due diligence. Decision made by the Board of Advisers shall be non-binding and final decision-making authority lies with the Executive Council of the Commerce Students' Society.
- C. The Board of Advisers shall be composed of:
1. The following members elected by the general membership of the CSS:
 - i. 1 President
 - ii. 1 Senator, who holds the Business seat on the University Senate.
 - iii. 1 Year Two Representative
 - iv. 1 Year Three Representative
 - v. 1 Year Four Representative
 - vi. 1 International Student Representative
 2. The following members appointed by the appropriate Board committee:
 - i. 6 Vice Presidents, as outlined by the *Executive Policy*.
 - ii. 1 Year One Representative
 3. The following non-voting members:
 - i. 1 University of Victoria Students Society Chairperson, ex-officio
 - ii. 1 Gustavson Board of Advisers Representative, the ex officio CSS Honorary President
 - iii. 1 Alumni Represented, appointed as outlined by the *Alumni Policy*
 - iv. Any At-Large UVic Senators who satisfy Article II, Section B(1) of the Society's constitution.
- D. Restrictions on Members of the Board of Advisers
1. All members of the Board of Advisers must be members of the CSS.
 2. The Year Two Representative candidates must hold a Year 1 standing as confirmed by the Business Student Services Office as at the election date.
 3. The Year Three Representative candidates must hold a Year 2 standing as confirmed by the Business Student Services Office as at the election date.
 4. The Year Four Representative candidates must hold a Year 3 standing as confirmed by the Business Student Services Office as at the election date.
 5. Members of the Board of Advisers shall not hold any Leadership Team position nor hold any executive position of the UVSS or UVSS or CSS club or course union.
 6. With the exception of the President, Senator and Executive Council, members of the Board of Advisers shall continue to be eligible for international exchange.
- E. Board of Advisers Meetings
1. Quorum is achieved when two-thirds (2/3rd) of the members of the Board of Advisers are present.
 2. All Board of Advisers members have the right to one (1) vote.
 - i. The University of Victoria Student Society Chairperson shall not have the right to vote.
 - ii. The Gustavson Board of Advisers Representative shall not have the right to vote.
 - iii. The Alumni Representative shall not have the right to vote.
 3. No Board of Advisers member shall hold more than one (1) voting position on the Board of Advisers.
 4. The Chair of the Board of Advisor will be the Senator of the CSS upon the official turnover date.
 - i. The Senator shall have first right of refusal to become Chair of the Board of Advisers.
 - ii. If the Senator elects not to become the Chair of the Board of Advisor, the Board of Advisers shall elect an alternative Chair from the elected membership of the Board of Advisers as outlined in Article IV, Section C(1).
 - iii. The Chair shall not be the President.
 5. The Chair may only vote to break a tie.
 6. Subject to the provisions in Article IV, Section E(10), Board of Advisers meetings may be called by the Chair at any time.
 7. The Chair shall convene a Board of Advisers meeting if petitioned to do so by a quorum of Board of Advisers members, the President, or a majority vote of Executive Council, subject to Article IV, Section E(10).
 8. Board of Advisers meetings must be convened:
 - i. at least twice during the academic terms, except during the exam period;
 - ii. at least twice between May and August inclusive.
 9. All Board of Advisers meetings shall be open to all members of the CSS unless specifically deemed in camera. A simple majority vote of Board of Advisers can deem a meeting to be in camera.

10. Board of Advisers meetings must be announced at least seventy-two (72) hours prior to the meeting.
 11. The proposed agenda of the Board of Advisers meetings must be distributed at least forty-eight (48) hours prior to the meeting.
 12. In recognition of Gustavson's unique exchange and co-op requirements, technology will be made available to facilitate the ability for all members of the Board of Advisers to participate in Board of Advisers meetings.
- F. Responsibilities of the Board of Advisers shall be to:
1. Foster a long-term strategy to fairly and efficiently achieve the mission of the CSS.
 2. Hear and support the annual budget as presented by the Executive Council.
 3. Manage Board of Advisers committees as outlined in the *Committee Policy*.
 4. Select and appoint the Vice Presidents of the Executive Council.
 5. Receive written reports from Executive Council members on a per-semester basis.
 6. Present recommendations for the continuation, discontinuation, or improvement of CSS activities to the incoming Executive Council prior to turnover.
 7. Remove an appointed Executive Council member from Executive Council by a two-thirds (2/3rd) majority vote should that person derogate the CSS name or fail to fulfill their duties as outlined in the *Executive Policy*.
 8. Remove the appointed Alumni Representative from the Board of Advisers by a two-thirds (2/3rd) majority vote should that person derogate the CSS name or fail to fulfill their duties as outlined in the *Alumni Policy*.
 9. Ensure each member of the Board of Advisers provide accurate contact information for publication on the CSS website.
- G. Responsibilities of a member of the CSS Board of Advisers shall be to:
1. Represent the opinion and position of their respective stakeholders while adhering to the mission of the Society.
 2. Attend all CSS Board of Advisers meetings as scheduled.
- H. Residual Powers
1. Powers that are not granted by this Constitution to any other council or to the general membership of the Society are granted to the Board of Advisers.
- I. The Chair of the Board of Advisers shall:
1. Prepare and distribute the agenda and any related materials for each Board of Advisers meeting no less than forty-eight (48) hours prior to the meeting.
 2. Submit a continuity report to the incoming Board of Advisers pertaining to Board of Advisers activities prior to turnover.
 3. Issue written notification to individual members of the Board of Advisers who miss more than one (1) Board of Advisers meeting per term without notifying the appropriate person, as designated by the Chair.
 4. Keep accurate written records of Board of Advisers meetings posted on the CSS B-Link site within seven (7) calendar days of the meeting.
 5. Exercise due diligence at meetings and refer to the CSS Constitution and/or Robert's Rules of Order where there exists a question of order or procedure.
 6. Ensure that this Constitution is signed and dated by all current members of the Board of Advisers.
 7. Enforce compliance with the Constitution.

ARTICLE V: Executive Council

- A. The Executive Council shall carry out their duties to the best of their ability as set forth by the Constitution.
- B. The Executive Council shall be composed of the following elected members:
1. President
- C. The Executive Council shall also be composed of the following members as appointed by the Executive Selection Committee of the Board of Advisers:
1. Vice President, Finance
 2. Vice President, Internal Affairs
 3. Vice President, External Affairs
 4. Vice President, Marketing
 5. Vice President, Academics
 6. Vice President, Engagement
- D. Executive Council Meetings
1. Quorum is achieved when two-thirds (2/3rd) of the members of the Executive Council are present.
 2. All Executive Council positions have the right to one (1) vote.
 3. No Executive Council member shall hold more than one (1) voting position on the Executive Council.

4. The President shall be the Chair of the Executive Council.
 5. The President may call Executive Council meetings at any time.
 6. The President shall convene an Executive Council meeting if petitioned to do so by a quorum of Executive Council members.
 7. The Executive Assistant to the President shall attend all Executive Council meetings.
 8. Executive Council meetings must be convened:
 - i. at least once per week during the academic year (with the exception of exam periods);
 - ii. at least once during the December exam period, and once during the April exam period;
 - iii. at least twice per month between May and August inclusive.
 9. All Executive Council meetings shall be deemed in camera. A two-thirds (2/3rd) majority vote of Executive Council can deem a meeting to be open to all members of the Society.
- E. Responsibilities of the Executive Council shall be to:
1. Approve a new initiative for the current year, recognizing that its continuation in future years is subject to the approval, prior to the official turnover date, by the Board of Advisers as per Article IV, Section E.
 2. Select, appoint and oversee the Leadership Team.
 3. Have the powers to remove appointed Leadership Team members from the Leadership Team, by a two-thirds (2/3rd) majority vote, for derogation of the CSS name or a failure to fulfill their duties as outlined in the *Leadership Team Policy*.
 4. Reserve the right to recommend to the Board of Advisers the removal of an Executive Council member from Executive Council by a two-thirds (2/3rd) majority vote.
 5. All members of Executive Council shall:
 - i. Report regularly to all Executive Council meetings.
 - ii. Provide reports to the Board of Advisers.
 - iii. Keep accurate written records of their meetings and activities and submit a continuity report pertaining to their activities prior to Executive turnover.
 - iv. Hold no other position in the Society or University community, including the UVSS.
 - vi. Do such other things as required for the successful operations of the CSS.
 - vii. Complete Executive duties as outlined in the *Executive Policy*.

ARTICLE VI: President

- A. Responsibilities and Powers
1. Chair all Executive Council and Leadership Team meetings.
 2. Reserve the right to designate another member as Chair of Executive Council.
 3. Announce and hold office hours at least twice weekly, totalling no less than three (3) hours.
 4. Exercise due diligence at meetings and refer to the Constitution and/or Robert's Rule of Order where there exists a question of order or procedure.
 5. Enforce compliance with this Constitution.
 6. Supervise and direct the duties of Executive Council and Leadership Team members.
 7. Assign duties when necessary to any and all Executive Council and Leadership Team members.
 8. Act as spokesperson for the CSS.
 9. Maintain relations and communications with key Gustavson School of Business contacts including, but not limited to:
 - i. the Dean and Dean's Office
 - ii. the Director of Bachelor of Commerce program and Business Student Services Office
 - iii. the Chair of the Executive Council of the Gustavson Board of Advisers and the Gustavson Board of Advisers
 10. Coordinate with the Chairperson of the UVSS to maintain relations, communications and representation of the general membership of the Society to the UVSS.
 11. Ensure regular attendance of the UVSS Board meetings by him/herself or an appointed proxy as per UVSS policy.
 12. Perform duties required to further the mission of the Society.

ARTICLE VIII: Senator

- A. Responsibilities and Powers
1. Fulfill the duties, responsibilities, and obligations of the position of Student Senator as dictated by the all and any rules and regulations governing the University of Victoria Senate.
 2. Attend all University of Victoria Senate meetings and Student Senate Caucus meetings, representing the best interests of the general membership of the Society.
 3. Liaise with the university community, University of Victoria Administration, President, Board of Governors, and Chancellor.
 4. Actively participate in Senate Committees.
 5. Promote strong interfaculty relations.
- B. Adjustments
1. Should the Gustavson School of Business gain an additional seat on the University of Victoria Senate by way of At-Large student membership, the Board of Advisers shall recognize these individual(s) as

non-voting members of the Board of Advisers and retain any responsibilities within the Society.

- C. Senate Election Administration
 - 1. The UVSS shall administer the elections of the Gustavson School of Business Senate seat during the University of Victoria general elections on a date set by the University Secretary.
- D. Term of the Senator
 - 1. In the interest of continuity, the Senator shall serve the Society from July 1 to June 30 of the following year.

ARTICLE IX: Leadership Team

- A. Membership
 - 1. The Leadership Team shall consist of the members as dictated by the *Leadership Team Policy*.
- B. Leadership Team Meetings
 - 1. Quorum is achieved by a majority (50%) of the members of the Leadership Team in attendance.
 - 2. All Leadership Team members have the right to one (1) vote.
 - 3. The President of the CSS shall be Chair of the Leadership Team.
 - 4. Meetings of the Leadership Team may be called by the President of the CSS, a simple majority vote (50%) of Executive Council, or a petition of ten (10) Leadership Team members.
 - 5. The Leadership Team shall meet every other week during academic terms (with the exception of exam periods).
 - 6. All Leadership Team meetings shall be opened to all members of the Society unless specifically deemed in camera. A simple majority vote of Leadership Team can deem a meeting to be in camera.
- C. Responsibilities and Powers
 - 1. Responsibilities of Leadership Team shall be outlined in the *Leadership Team Policy*.

ARTICLE X: Committees of the Board of Advisers

- A. Purpose and Nature
 - 1. Committees shall be formed for a purpose identified by the Board of Advisers and act as agents of the Board of Advisers.
 - 2. The committee sits for a period stated by the Board of Advisers at the committee's formation, not to exceed the term of the Board of Advisers.
 - 3. All standing committees and membership on committees shall be outlined in the *Committee Policy*.
- B. Responsibilities and Powers
 - 1. Committees are responsible to make regular reports and provide information to the Board of Advisers, the Leadership Team and Executive Council as required.
 - 2. Decisions within the committee are made by a simple majority vote.
 - 3. The decisions or recommendations made by committees are not binding and require approval of, and amendment from, the Executive Council prior to approval by the Board of Advisers for implementation.
 - i. If a decision or recommendation is passed by the Executive Council, the Board of Advisers shall only vote against a decision of the Executive Council if, in the opinion of the Board of Advisers, the decision is not in the best interest of the Society.
 - 4. Committees have power to investigate and have access to public information (budgets, agendas, minutes, etc.) of organizations within the Society for the purpose of achieving objectives.
 - 5. Committee members are responsible to be present at committee meetings. After a default in attendance of three (3) meetings, it is at the discretion of the committee chair to remove the member's seat on the committee.
 - 6. The chair of each committee is responsible to ensure that the objectives of the committee will be achieved in the given time frame.

ARTICLE XI: President's Advisory Circle

- A. Purpose and Nature
 - 1. The President's Advisory Circle (PAC) shall, when solicited:
 - i. provide the current President with commentary around the strategic direction of the Society;
 - ii. connect the current President with past leaders;
 - iii. utilize their professional networks to advocate on behalf of the Society.
- B. The President's Advisory Circle shall be composed of:
 - 1. a core group consisting of the past five (5) Presidents; AND
 - 2. all other Presidents.
- C. Responsibilities and Powers
 - 1. The President's Advisory Circle shall convene at least:

- i. one (1) time on or before December 31 of each academic year;
 - ii. one (1) time after January 1 of each academic year.
 - iii. one (1) time at the annual President's Dinner.
2. The President's Advisory shall convene in-person or by conference call.
3. Technology shall be made available for those President's Advisory Circle members who cannot convene in person.

ARTICLE XII: Early Admit Council

- A. Purpose and Nature
 1. The Early Admit Council (EAC) shall provide a forum for Year 1 and Year 2 students to support their peers while substantially contributing to the achievement of the Society's mission statement.
- B. Co-chairs of the Early Admit Council
 1. The ex officio co-chairs of the Early Admit Council shall be the First and Second Year Representatives of the Board of Advisers of the Commerce Students' Society.

ARTICLE XIII: Commerce Students' Society Policies

- A. The Commerce Students' Society shall be governed by CSS policies. The Constitution will always supersede any policy in the event of a conflict.
- B. All amendments to CSS policy will be distributed to the general membership of the Society at least seven (7) calendar days prior to their ratification and application.
- C. A policy may be created or amended by a two-thirds (2/3rd) majority vote of Board of Advisers.
- D. Prior to implementation, any new or amended policy must be presented to the Leadership Team no later than fourteen (14) calendar days after the approval of the Board of Advisers.
- E. A list of current policies shall be maintained in the *Operations Policy*. Any amendment or addition of policies shall be reflected in the *Operations Policy*, without deliberate action from the Board of Advisers.

ARTICLE XIV: Budget and Signing Authority

- A. Budget Timeline
 1. The VP Finance, along with the President, shall compile and submit a pro forma master budget no later than June 1 to be presented and approved at a Board of Advisers meeting no later than July 1.
 2. Vice Presidential portfolio budgets shall consist of individual business unit budgets.
 3. As business unit Directors are selected, the VP Finance will work with each business unit to create final budgets to be submitted by the business unit's reporting VP to the Board of Advisers.
 - i. For Directors selected before July 1, final budgets are to due to their reporting VP no later than July 1.
 - ii. For Directors selected after July 1, final budgets are to due to their reporting VP no later than one (1) month after the Director is selected.
 4. The Executive Council must *submit* their line-by-line portfolio budgets to Board of Advisers no later than August 15th.
 5. The Executive Council must *present* their portfolio budgets to the Board of Advisers no later than August 31st.
 6. The Board of Advisers must pass all line items no later than September 15th.
- B. Budgetary Powers:
 1. The Executive Council can approve any unbudgeted expenditure up to and including \$5,000 by a two-thirds (2/3rd) majority vote.
 2. The Board of Advisers can approve any unbudgeted Executive Council expenditure up to and including \$50,000 by a two-thirds (2/3rd) majority vote.
 3. Any unbudgeted expenditure over \$50,000 must be approved by referendum.
- C. Other Budgetary Requirements:
 1. The Executive Council must present unaudited financial statements to the Board of Advisers at least once per fiscal year prior to the year's Annual General Meeting.
 2. The annual budget shall be distributed to the general membership of the Society within fourteen (14) days after its approval by the Board of Advisers.
- D. Bank Signing Authority
 1. The official signing officers (the "Officers") shall be:
 - i. President
 - ii. Vice President, Finance
 - iii. Vice President, Internal Affairs
 2. The signature of two (2) Officers shall be required for the execution of legal documents or the distribution of funds of the Society.

ARTICLE XV: General Meetings

- A. A general meeting shall be held at least once per year and occur at the discretion of the Board of Advisers no later than February 15.

- B. Notice for General Meetings
 - 1. The Board of Advisers shall give no less than seven (7) calendar days notice of a general meeting.
 - 2. Sufficient notice of the general meeting must be given.
 - i. Sufficient notice shall be considered satisfied if:
 - a. no less than three (3) total printed notices have been posted on CSS poster boards in the Peter B. Gustavson School of Business building and the David Strong Building.
 - b. no less than one (1) email has been sent to the members.
- C. Agenda for General Meetings
 - 1. An agenda for the general meeting shall be provided by the Office of the President and distributed to the members no less than seven (7) days prior to the meeting.
- D. Quorum for General Meetings
 - 1. Quorum is achieved when at least eight (8) per cent of the active membership of the Society, as defined in Article II, Section B(1)(i), is present.
- E. Voting in General Meetings
 - 1. Each active member, as defined in Article II, Section B(1)(i), is entitled to one (1) vote at any general meeting.
 - 2. Voting in general meetings by proxy is not permitted.

ARTICLE XVI: Elections and Turnover

- A. Administration of the Elections
 - 1. An Elections Officer (EO) shall administer the elections in accordance with the *Elections Policy*.
 - 2. The Elections Officer shall not be a current member of the Board of Advisers.
 - 3. The Elections Officer shall not seek election to the Board of Advisers while serving as the Elections Officer.
- B. Types of Elections
 - 1. General Elections
 - i. Elections for all elected members of the Board of Advisers.
 - ii. Restrictions on Timing
 - a. Elections shall be held only during the academic year.
 - b. Elections shall be held no later than January 31.
 - c. No elections shall be held during exam periods.
 - 2. Fall Elections
 - i. Elections for Third Year Cohort Representatives.
 - a. Eight (8) Third Year Cohort Representatives shall be elected.
 - b. Each Third Year Cohort shall elect no more than two (2) Cohort Representatives.
 - c. In the event of a tie, another election shall be held with the tying candidates. This secondary election will only take place if the tying candidates are not the lead vote getters.
 - ii. Restrictions on Timing
 - a. Elections shall be held only during the academic year.
 - b. Elections shall be held no later than September 31.
- C. Board of Advisers – Second Year, Third Year, Fourth Year Representative, and International Representatives
 - 1. Elections for one (1) Second Year Representative, one (1) Third Year Representative, one (1) Fourth Year Representative and one (1) International Representative shall occur at the discretion of the current Board of Advisers no later than January 31.
 - 2. The Second Year Representative may be elected only by those members of the Society holding Year 1 standing as confirmed by the Business Student Services Office as at the election date.
 - 3. The Third Year Representative may be elected only by those members of the Society holding Year 2 standing as confirmed by the Business Student Services Office as at the election date.
 - 4. The Fourth Year Representative may be elected only by those members of the Society holding Year 3 standing as confirmed by the Business Student Services Office as at the election date.
 - 5. The International Representative shall be elected only by those members of the Society holding International Student standing as confirmed by the Business Student Services Office as at the election date.
 - 6. Turnover for the Second Year, Third Year, and Fourth Year and International Representatives shall occur on the official turnover date.
- D. Board of Advisers – President and Senator
 - 1. Elections for one (1) President and one (1) Senator shall occur at the discretion of the current Board of Advisers no later than January 31.
 - 2. Turnover for the President shall occur on the official turnover date.

3. Turnover for the Senator shall be in accordance with University of Victoria Senate policy.
 4. The President-elect shall shadow the outgoing President for a transition period from March 1 until the official turnover date each year.
- E. Executive Council, Leadership Team, and Alumni Representative
1. Turnover for the Executive Council, Leadership Team, and the Alumni Representative shall occur on the official turnover date.
 2. The incoming Executive Council shall shadow the outgoing Executive Council for a transition period from March 1 until the official turnover date each year.

Article XVII: Annual Appointments

- A. Board of Advisers – First Year Representative
1. Appoint of the First Year Representative on the Board of Advisers shall occur at the discretion of the current Board of Advisers no later than September 31.
 2. The First Year Representative shall hold Year 1 standing as confirmed by the Business Student Services Office as at the appointment date..
 3. Turnover for the First Year Representative shall occur on the official turnover date.
- B. Leadership Team appointments are to be made by the Executive Council following an in camera interview process as per the *Selection Policy*. Available position postings must be made available and advertised per the *Selection Policy*.
- C. In the event that a Leadership Team member resigns, is removed by the Executive Council, can no longer claim general membership in the Society, or becomes in any other way unable to fulfill their duties, his/her vacant position must be filled as outlined in Article XVII, Section B.

Article XVIII: Business Clubs and Subsidiary Organizations

- A. All registered, business-related UVSS clubs in good standing shall be recognized as a Business Club and is a member of the Business Clubs Council (BCC). Business Clubs must substantially contribute to the achievement of the Society’s mission statement.
- B. Relations and responsibilities with the recognized Business Clubs shall be maintained as established in the *Business Clubs Council Policy*.
- C. All Business Clubs and Subsidiary Organizations must abide by the *CSS Code of Business Conduct*.

Article XIX: Governance

- A. This Constitution shall remain the law governing the conduct and activity of the Society.
- B. The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with this Constitution, or any special rules adopted by the general membership of the Society from time to time.
1. There shall be a copy of Robert’s Rules of Order Newly Revised available in the Office of the President.
- C. The Board of Advisers may create, by a two-thirds (2/3rd) majority vote and only upon recommendation of the Executive Council, further rules and procedures for the Society provided that such rules are consistent with, and subservient to, this Constitution.

ARTICLE XX: Record of Constitution

- A. A copy of this Constitution shall be kept on file at the UVSS archives and the CSS offices and shall be available for viewing.
- B. A copy of this Constitution shall be published on the CSS website.
- C. In circumstances where there is a disagreement between two or more copies of the Constitution, only the printed copy of the Constitution, kept in the Office of the President, signed and dated by all members of the current Board of Advisers, shall be considered the official version.
- D. A record of all past constitutions and amendments must be kept in the Office of the President in perpetuity.

ARTICLE XXI: Referendums

- A. A referendum shall be called by the President of the CSS upon:
1. a resolution of the Board of Advisers, OR
 2. a petition, delivered to the President of the CSS and signed by 50 members. The petition must include the petitioners’:
 - i. names;

- ii. student number
 - iii. year of academic standing; AND,
 - iv. the specific request that is to be voted on.
- B. Upon formal receipt of a petition in accordance with Article XXI, Section A(2), the Board of Advisers and petitioners, or their delegates, henceforth “the parties”, must agree on the wording of the question. Should the parties be unable to agree on the wording, the Board of Advisers Policy committee chair shall act as binding arbitrator.
- C. The question posed in a referendum shall be drafted so that it may be answered “yes” or “no”.
- D. Subject to Article XXI, Section E, upon the finalization of the wording of the question, the President shall hold the referendum no sooner than seven (7) calendar days, and no later than thirty (30) calendar days.
- E. Referendum shall only be held during the academic year, except during the exam period.
- F. Should less than fourteen (14) calendar days of the referendum period established in Article XXI, Section D occur during the academic year, the Elections Officer may delay the referendum until the first thirty (30) calendar days of the next academic year.
- G. A referendum of the CSS shall be acted upon by the Society where:
 - 1. subject to other sections in the Constitution, a simple majority (50%) of votes cast support the referendum; AND
 - 2. at least eight (8) per cent of the general membership of the society has voted.
- H. All referendums shall occur in accordance with the *Elections Policy*.

ARTICLE XXII: Recall

- A. Recall of the President, Senator, or a Year Representative of the Board of Advisers:
 - 1. The President, Senator, First Year Representative, Second Year Representative, Third Year Representative, Fourth Year Representative, or International Representative of the Board of Advisers may be removed from office by a referendum, held in accordance with Article XXI.
 - 2. Only members of the Society originally eligible to elect the Representative may recall a Year Representative of the Board of Advisers.
 - 3. A vote to remove the President, Senator, First Year Representative, Second Year Representative, Third Year Representative, Fourth Year Representative, or International Representative of the Board of Advisers of the CSS shall be acted upon by the CSS where:
 - i. two-thirds (2/3rd) of the votes cast support the referendum; AND,
 - ii. at least fifteen (15) per cent of the eligible general membership of the CSS have cast a vote.
- B. Subject to Article XVI, Section B, an election to fill any recalled elected position shall be held within 30 calendar days.
 - 1. Should less than fourteen (14) calendar days of the remain in the academic year before the beginning of the exam period the Elections Officer may delay the election to the first thirty (30) calendar days of the next academic year.
- C. Recall of members of the Executive Council or the Alumni Representative from the Board of Advisers:
 - 1. Members of the Executive Council or the Alumni Representative may be removed from the Board of Advisers at an Executive Council meeting, with at least seven (7) calendar days notice given.
 - 2. A vote to remove a member of the Executive Council or the Alumni Representative from the Board of Advisers shall be acted upon by the Society where:
 - i. a simple majority (50%) of the votes cast at an Executive Council meeting support the motion.
 - ii. should a member of the Executive Council or the Alumni Representative be recalled, the Executive Selection Committee of the Board of Advisers shall meet to fill the vacant seat no more than fourteen (14) calendar days after the recall of the member.
 - 3. The President shall have the authority to make the final selection of in-term Executive Council selections should there be any disputes in regards to the suitability of the candidates.

ARTICLE XXIII: In-term Vacancies, Resignations, and Dismissals

- A. In-term Vacancies
 - 1. In the event that any position-holder elected by the general membership of the Society is unable to fulfill their obligations, the Board of Advisers shall designate, by a simple majority (50%) vote, an individual to act in that position until an election to fill the vacated position can be held.
 - 2. Subject to Article XVI, Section B, the election shall be held within 30 calendar days.

3. Should less than fourteen (14) calendar days of the remain in the academic year before the beginning of the exam period the Elections Officer may delay the referendum until the first thirty (30) calendar days of the next academic year.
- B. Resignations
1. In the event of the resignation of the President, the Vice President, Internal Affairs shall assume the office of the President for an interim period and an election shall be conducted in accordance with the *Elections Policy*.
 2. The resignation of any appointed Executive Council or Leadership Team member shall be submitted, in writing, to the President and a selection process shall be conducted in accordance with the *Selection Policy*. The resigning member shall provide reasonable notice of at least two (2) weeks.
- C. Dismissals
1. Dismissal of any member of the Leadership Team shall be carried out after due consideration by the Executive Council.
 2. A member of the Leadership Team shall only be dismissed after:
 - i. missing two (2) scheduled meetings without adequate notice; OR
 - ii. non-performance of Constitutional or documented duties; OR
 - iii. a petition bearing the names of thirty (30) members of the Society
 3. A unanimous (100%) affirmative vote of the Executive Council shall confirm the dismissal of a member of the Leadership Team.

ARTICLE XXIV: Dissolution

- A. Upon winding up or dissolution of the Society, any assets remaining after the satisfaction of its debts and liabilities shall be given or transferred to a registered charity.
- B. The Board of Advisers will decide upon such charity at the time of dissolution or winding up.
- C. This article is unalterable.

ARTICLE XXV: Amendment of the Constitution

- A. This Constitution may only be amended by:
 1. A referendum, held in accordance with the *Elections Policy*.
 2. A vote to amend the Constitution shall be acted upon by the Society where:
 - i. two-thirds (2/3rd) of the votes cast support the referendum, AND
 - ii. at least eight (8) per cent of the general membership of the Society have voted.
- B. Should a subsidiary organization change its name, references in this Constitution to that organization shall be changed to reflect the new name of the organization.

ARTICLE XXVI: Implementation

- A. Effective Date
 1. By the power of a vote of two-thirds (2/3rd) majority or greater of at least eight (8) per cent of the general membership of the Society, this Constitution will come into force January 21, 2011.