

Constitution

Amended by the Board on
Monday, November 29, 2010

The constitution, with the accompanying bylaws, outline the operating procedures and the goals of the Ryerson Commerce Society. This document can stand alone; it can also be accompanied by its bylaws.



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ARTICLE 1: THE SOCIETY

There shall exist an organization with the name, The Ryerson Commerce Society, hereafter referred to as "RCS".

The Board of Governors of Ryerson University shall hereafter be referred to as "the Board of Governors".

Ryerson University shall hereafter be referred to as the "University".

The Board of Directors is all Executive and Ted Rogers School of Management Directors of RCS and shall hereafter be referred to individually as a "Director" and collectively as "the Board of Directors".

The General Membership shall hereafter be referred to as "Members"

ARTICLE 2: MEMBERSHIP

All full-time, undergraduate students registered in BComm programs within the Ted Rogers School of Management at the University shall become members of RCS, subject to the payment of such fees as may be prescribed under the provisions of Article 6.

Membership expires upon the graduation, withdrawal, suspension or expulsion of a member from the Ted Rogers School of Management.

ARTICLE 3: MANDATE

The Mandate of RCS shall be:

To be the voice of Ryerson Commerce students by promoting our abilities and interests, both within Ryerson and the global community.

The following subsets of values are meant to compliment the mandate:

- I. To encourage activities and events that will enhance the educational and co-curricular experience of its members and contribute to the educational values of the University;
- II. To encourage all members to become active participants in RCS and to afford opportunity and a forum for the expression of opinions upon all questions bearing on or affecting their educational and co-curricular interests;
- III. To foster and facilitate communication among commerce programs at the University, other commerce societies and associations, including international, national and provincial organizations and government bodies with concerns in education, student life and welfare.
- IV. To ensure that all members are aware of their rights and opportunities as commerce students and to strive to protect their best interests.

ARTICLE 4: THE DEAN OF THE TED ROGERS SCHOOL OF MANAGEMENT

The Dean of the Ted Rogers School of Management or an appointee by the Dean, on behalf of the Board of Governors, shall advise RCS, monitor its publications, supervise its Board of Directors elections and ensure its fiscal accountability. The orientation and other programs of the RCS shall be subject to the approval of the Dean of the Ted Rogers School of Management.

The Dean of the Ted Rogers School of Management or his/her may view and freeze RCS funds and resources in situations of gross misconduct by any Board of Director and associating committee over these assets.

Situations that constitute gross misconduct include:

- I. Gross violation of the RCS Constitution, By-laws, platforms, policies, regulations or Board decisions.
- II. Falsifying or forgery of any monetary record.
- III. Misappropriation, gross misconduct, or negligence of RCS funds and resources.
- IV. Other serious actions not in conformance with the best ethical interests of the organization.

ARTICLE 5: THE BOARD OF GOVERNORS

The Constitution of RCS will be subject to review by the Board of Governors after the first five years of its existence.

Amendments to this Constitution, described in Article 12 are subject to the approval of the Board of Governors.

The Board of Governors may dissolve RCS following a favorable student referendum on dissolution as described in article 13.

ARTICLE 6: MEMBERSHIP FEES

The Board of Governors shall collect on behalf of RCS a fee of sixty (60.00) dollars per academic year from all eligible members as indicated in Article 2. The fee is flexible annually based on the CPI. The fee is not refundable.

Increase in fees:

Any increase in fees must be sanctioned by a referendum of the RCS membership conducted by the University's Election Procedures Committee:

1. The Board of Governors must approve the referendum question.
2. The referendum question and the implications of a favorable referendum must be submitted to the Board of Governors after consultation with the President of the University, or his/her nominee, in

order that the Board of Governors may be fully cognizant of the implications of the outcome prior to the referendum being held.

3. The referendum must be conducted in the fall by November 15 to be applicable for the following academic year commencing in September.
4. The cost of the referendum shall be borne by RCS except for the salary and employee related costs of any employee who participates in holding the referendum.
5. A "favorable referendum" shall mean an affirmative vote by the majority of members voting.

ARTICLE 7: BOARD OF DIRECTORS

There shall be a total of fifteen (15) Board of Directors.

- I. 6 Directors who shall be the Executives of RCS shall be elected at large by the members of RCS.

President

Vice President, Finance

Vice President, Corporate Relations

Vice President, Engagement and Outreach

Vice President, Events and Marketing

Vice President, Administration and Operations

- II. The eligibility for the President position of the RCS is limited to candidates with at least one full academic year of prior experience on the Board of Directors. In the case that a former Director does not choose to propose candidacy for the position, the President may thereafter be elected from the general Membership.
- III. Nine (9) Directors representing each of the schools in the Ted Rogers School of Management. – Ted Rogers School of Business Management, Ted Rogers School of Hospitality & Tourism Management, Ted Rogers School of Information Technology Management, and the Ted Rogers School of Retail Management - shall be elected by the students of the full-time programs within the respective schools. These directors, at the time of the elections must be returning as a full time student at the University in the Fall.
- IV. The Board of Directors will fill vacant positions on the Board, whenever possible, by appointing the candidate receiving the next eligible candidate holding the highest number of votes for the position during the elections for the current year, at the discretion of the Board of Directors. If there is no eligible candidate, the Board of Directors will determine whether they will appoint the new Director from the RCS membership or hold an election.
- V. Term of Office:
 - a. The term of office of each elected or appointed Director shall be one year, May 1 to April 30, or until his/her successor is elected or appointed.
 - b. Directors can be re-elected for subsequent terms.
 - c. All elected Directors shall be full-time students enrolled in a Ryerson business program. To become a candidate, they are required to have a clear academic standing with a Cumulative Grade Point Average greater than or equal to 2.0. All prerequisites of the Directors shall be reviewed by the Dean of Ted Rogers School of Management who will inform any Director that he/she is removed from the position if that Director fails to meet these requirements.

ARTICLE 8: IMMUNITY OF DIRECTORS

Directors shall not be held jointly or individually responsible for actions taken and decisions made in good faith within the scope of their authority. Directors can be held jointly or individually responsible for actions taken and decisions made regarding misappropriation of RCS financial resources or assets.

Members of RCS by virtue of their membership shall automatically waive the right to take legal action against the Board of Directors or any Director as a result of actions or decisions taken by Directors individually or jointly by the RCS in an official vote.

ARTICLE 9: GENERAL MEETINGS

The RCS Annual General Meeting (AGM) of members shall normally be held during the first half of the winter term (January or February) of the academic year. The Officers of the Board of Directors will convene the meeting.

The notice convening the AGM and the agenda of the meeting shall be publicized in the campus media and posted on the bulletin boards of each commerce school at least two full weeks in advance of the meeting.

There shall be at least two general meetings each year - the AGM in the winter term and a fall term General Meeting to be held in either October or November.

The President of RCS may call other general meetings as often as the Board of Directors may deem necessary.

Special general meetings shall be called by the Secretary of the Board of Directors on receipt of a written request signed by a minimum of thirty-five (35) members. The written request shall include a statement setting out the purpose of the special meeting.

ARTICLE 10: FINANCES

The fiscal year of RCS shall be from May 1st to April 30th.

An annual financial budget shall be presented to the Dean and Board of Directors by the VP Finance, with the President in attendance.

ARTICLE 11: ELECTIONS

Elections to the Board of Directors shall take place by a secret ballot.

A Returning Officer shall be appointed by the Dean of the Ted Rogers School of Management or an appointee by the Dean to oversee the conduct of the election of the Officers on the Board of Directors.

ARTICLE 12: AMENDMENTS TO THE CONSTITUTION

The Board of Governors must first approve amendments that affect the basic constitutional structure of RCS or change its mandate, membership or relationship to the Board of Governors.

Amendments to the Constitution or proposed amendments shall normally be approved by the Board of Directors and ratified at the AGM.

Amendments may be initiated by the membership in the following manner:

1. A written notice signed by not less than fifteen (15) members from each commerce school.
2. The written notice shall be received by the Secretary of the Board of Directors not less than fourteen (14) days prior to the AGM.
3. Proposed amendments must be publicized and posted with the agenda of the AGM.
4. Amendments shall require an affirmative vote of at least two-thirds of the members present and voting at the AGM.

ARTICLE 13: DISSOLUTION OF RCS

To dissolve RCS the following steps shall be followed:

1. A petition requesting a referendum on the dissolution of RCS shall be signed by 15% of the RCS Membership and presented to the RCS President.
2. The RCS President shall communicate the request for a referendum on dissolution to the Dean of the Ted Rogers School of Management within ten (10) working days after receiving the petition.
3. The Dean of the Ted Rogers School of Management shall consult with the President of the University, or his/her nominee, who will communicate the request for a referendum to the Board of Governors.
4. The Elections Procedures Committee will conduct the referendum. The referendum shall be held within the fall or winter semesters.
 - a. A "favourable referendum" shall mean an affirmative vote by two-thirds of the members voting.
 - b. The Dean of the Ted Rogers School of Management shall communicate the results of the referendum to the commerce student body and to the President of Ryerson. If the request to dissolve RCS is successful, the Dean will request that the Board of Governors dissolve RCS.

ARTICLE 14: BY-LAWS

- I. RCS may establish By-Laws for the conduct of its business and may specify how they shall be amended.
- II. By-Laws are enacted by the Board of Directors and approved by the membership at an Annual General Meeting.
- III. The By-Laws will be consistent with the RCS Constitution.

ARTICLE 15: VIOLATIONS

Disciplinary proceedings may be initiated by any Director against any other Director on any of the following grounds and may result in the impeachment of any Director by motion brought before all Directors:

- a. Gross violation of the RCS Constitution, By-laws, platforms, policies, regulations, or Board decisions.
- b. Behaviour unbecoming of a member; that which brings discredit to RCS or the University.
- c. Any and all malicious acts as defined by statute.
- d. Repetitive and unexcused absences at scheduled Board meetings or non-performance of duties.
- e. Non-payment of dues, fees, or assessments (i.e. conference fees and like payments).
- f. Falsifying or forgery of any monetary record.
- g. Misappropriation, gross misconduct, or negligence of RCS funds and resources.
- h. Other serious actions not in conformance with the best ethical interests of the organization.
- i. Any Director(s) may be removed from office by a vote of 2/3 of the Board of Directors