

Bylaws

March 30, 2011

These bylaws, with the accompanying constitution, outline the operating procedures and the goals of the Ryerson Commerce Society. This document is not meant to stand alone; it is to complement the constitution.



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CHAPTER 1: GENERAL INFORMATION

- 1.1. The official motto of the Ryerson Commerce Society (hereafter referred to as "RCS") is "The voice of tomorrow's business leaders".
 - 1.1.1. The official mantra of the RCS is "Leaders of Tomorrow".
- 1.2. English is the official language of the RCS.
- 1.3. Any responsibility not specifically laid out in these bylaws shall be considered to be the responsibility of the Executive Committee of the RCS.
- 1.4. The RCS will adopt Robert's Rules of Order as its parliamentary authority when written rules concerning governing issues do not exist in the RCS Bylaws.

CHAPTER 2: MEETINGS

Preamble: The Board of Directors prescribes rules and regulations consistent with these Bylaws relating to the management and operation of the RCS. Amendments have force and effect only until the next General Meeting when they shall be confirmed or, failing such confirmation, shall at and from that time, cease to have any force and effect.

- 2.1. Board of Directors' meetings shall take place with the following regulations in place:
 - 2.1.1. Quorum for Board of Directors' meetings is at least two thirds (2/3) of the Board of Directors.
 - 2.1.2. Board of Directors' meetings must be convened:
 - 2.1.2.1. At least bi-weekly during the academic year (with the exception of exam periods and periods where it would cause undue hardship).
 - 2.1.2.2. At least once per month between May and August inclusive with the exceptions outlined above.
 - 2.1.3. All Board of Director positions have the right to one (1) vote.
 - 2.1.4. No Board of Directors member shall hold more than one (1) voting position.
 - 2.1.5. The President is the Chair of all Board of Director Meetings with the right of passing their chairing privileges pending ratification from the Board.
 - 2.1.6. If there is a tie, the meeting is being chaired by an external chairperson, and the Secretary shall then be allowed to vote in order to break a tie.
 - 2.1.7. Meetings of the Board of Directors may be formally called by the President, any Vice President, or upon the direction in writing of two Directors.
- 2.2. General Meetings shall take place with the following regulations in place:
 - 2.2.1. Quorum for the RCS General Meetings shall be fifty (50) members of the RCS General Membership.
 - 2.2.2. All General Meetings must be chaired by an external member. It is the President's responsibility to find this external member, to be approved by the Board of Directors.
 - 2.2.3. Motions are decided by a simple majority vote unless otherwise stated.

CHAPTER 3: RCS COMPOSITION

3.1 *The Board of Directors*

Preamble: The Board of Directors is composed of six (6) executive members and nine (9) directors for a total of fifteen (15) voting members; all of which will be elected from the General Membership as per Chapter Four of these Bylaws. They include:

- 3.1.1 President
- 3.1.2 Vice President, Administration and Operations
- 3.1.3 Vice President, Corporate Relations
- 3.1.4 Vice President, Engagement and Outreach
- 3.1.5 Vice President, Events and Marketing
- 3.1.6 Vice President, Finance
- 3.1.7 Three (3) Directors from the Ted Rogers School of Business Management, two (2) Directors from the Ted Rogers School of Hospitality and Tourism Management, two (2) Directors from the Ted Rogers School of Information Technology Management, two (2) Directors from the Ted Rogers School of Retail Management – for a total of nine (9) Directors.

The term of each elected board position is from May 1st to April 30th of the following year. This is also the fiscal period of the RCS.

The President and Vice Presidents of the RCS may not hold an executive position in any Course Union, Student Group, or Ryerson Affiliate Student Organization.

3.1.1 President

The President is the Chief Executive Officer of the RCS. The President will have the role of official spokesperson on behalf of the RCS. The President will act in the interests of the RCS according to the direction of the Board of Directors. The President shall ensure good relations between RCS and member organizations, as well as governments, professional organizations, administrative bodies, etc. The President has one of the signing authorities for all legally binding contracts and financial accounts for the RCS. The President may only be elected from candidates with at least one full year 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. The President has the right to creating non-voting honorary positions on the RCS for the purpose of aiding the Board of Directors. The President is the Chair of the Executive Committee and shall be a voting ex-officio member on all committees of the RCS.

3.1.2 Vice President, Administration and Operations

The Vice President, Administration and Operations manages the operations, governance and administration of the RCS. They are responsible for the day to day operations, policies and procedures, online services, elections, coordinating and organizing board meetings and General Meetings, funding request preparations and document control. Furthermore, the Vice President, Administration and Operations is also responsible for general correspondence addressed to the RCS and overseeing the Secretary, HR Coordinator and Media Communications Manager. In the absence of a President, the Vice President, Administration and Operations will be the interim President until a replacement is found pending ratification. The Vice President, Administration and Operations is the Chair of the Governance Committee and Office Allocations Committee.

3.1.3 Vice President, Corporate Relations

The Vice President, Corporate Relations will maintain communication and information interchange between the RCS, alumni and external professional organizations and corporations. They are responsible for the pursuit of both monetary and non-monetary sponsorship for the RCS. Furthermore, the Vice President, Corporate Relations is responsible for creating and maintaining partnerships and relationships with all internal and external sponsors. The Vice President, Corporate Relations is the Chair of the Corporate Relations Committee (CRC) and the Ryerson Commerce Society Alumni Association (RCSAA).

3.1.4 Vice President, Engagement and Outreach

The Vice President, Engagement and Outreach is responsible for initiatives to help engage and promote student involvement. They are also responsible for all promotion and selection of external conferences and competitions participants and overseeing the Conferences and Competitions Manager. Furthermore, the Vice President, Engagement and Outreach will act as the liaison to student groups and the Board of Directors, to provide support to student groups and notifying such groups on the decisions made by the Board of Directors. The Vice President, Engagement and Outreach is the Chair of the Street Team and the Student Groups Committee.

3.1.5 Vice President, Events and Marketing

The Vice President, Events and Marketing is responsible for planning, developing and implementing co-curricular activities and marketing for the RCS. They are also responsible for all internal events, organizational marketing, promotional and branding material for RCS including publications, flyers, promotional material, etc. Furthermore, the Vice President Events and Marketing is responsible for creating programs and sessions for students (career development, networking sessions, speaker series). The Vice President, Events and Marketing is the Chair of the Events Committee (EC), Marketings Committee, and an ex-officio for the Ted Rogers Management Conference (TRMC) and the RCS Cares.

3.1.6 Vice President, Finance

The Vice President, Finance is responsible for the organization's finances, operating budget, fiscal responsibility and providing regular financial updates of the RCS budgets. They are also responsible for maintaining transparency and accountability of all RCS financial information. Furthermore, the Vice President, Finance has one of the signing authorities for all legally binding contracts and financial accounts for the RCS. The Vice President, Finance is the Chair of the Budget Committee and an ex-officio of the Student Group Committee.

3.1.7 Ted Rogers School of Management Directors

Ted Rogers School of Management Directors (Directors) shall act as the members of the Board of Directors and are not advocates of any one specific constituency/program rather all decisions of the Board are made in the best interests of the Ryerson Commerce Society. As Directors, they are responsible for making major administrative policies, strategic planning and financial decisions that have both immediate and long-term effects on the organization. Directors attend all Board of Directors bi-weekly meetings, help with the RCS' strategic path, funding for students, assist with succession and transition planning, hold office hours and

direct the Executives on the path that best fits the mission and vision of the RCS. Directors may sit on all committees that are open to the Board of Directors.

3.2 Ancillary Positions

Preamble: In addition to the positions stated below, the Board of Directors may establish additional ad hoc positions from the General Membership to assist them in fulfilling their duties. All ancillary positions are appointed by the Executive Committee and the suitability of appointed positions are to be ratified by the Board of Directors

3.2.1 Secretary

The Secretary is responsible for taking minutes at all board meetings, the distribution of past meeting minutes, archiving and ensuring meeting minutes are available to the General Membership for public viewing, and maintaining the files of RCS. The Secretary is also responsible for maintaining an inventory of all merchandise retained by RCS. The Secretary will only vote in the event of a tie, when an external chairperson is the Chair.

3.2.2 Media Communications Manager

The Media Communications Manager is responsible for the creation and maintenance of all RCS graphics and web designs including but not limited to: the orientation web site, the RCS website, websites for RCS conferences and the CRC sponsorship package

3.2.3 Conference and Competitions Manager

The Conference and Competitions Manager is responsible for the selection and preparation of participants from the General Membership who attends various external conferences and competitions, funded by the RCS. They are responsible for the maintenance of the RCS external conferences and competitions database, conference and competition reports and any other supplementary documents. Furthermore, the Conferences and Competitions Manager is responsible for the advertising and marketing of such conferences and competitions to the General Membership. The Conference and Competition Manager is the Chair of the Conference and Competition Committee.

3.2.4 Human Resources (HR) Coordinator

3.3 *The HR Coordinator is responsible for coordinating the human resources needs of the RCS including and not limited to: development of position descriptions, hiring processes, training sessions/manuals and transition summits of the RCS. Furthermore, the HR Coordinator is responsible for the advertising and marketing of such available positions within the organization to the General Membership. Committees*

Preamble: In addition to the committees stated below, the Board of Directors may establish an ad-hoc committee from the General Membership to assist them in fulfilling their duties. All committees are appointed by a hiring committee and the suitability of appointed positions are to be ratified by the Board of Directors before the beginning of the academic year, unless otherwise stated.

3.3.1 Budget Committee - Internal Committee

The Budget Committee as composed by the President, Vice President Finance, and three (3) directors (as voted by the Board of Directors), shall prepare the annual RCS budget and abide by the following regulations:

- 3.3.1.1 The Budget Committee is responsible for forming and maintaining the RCS Budget under the leadership of the Vice President Finance.
- 3.3.1.2 The Budget Committee will present a budget proposal to the Board of Directors for ratification by the end of July.
- 3.3.1.3 In order to be adopted, the budget requires at least two thirds (2/3) majority vote of support by the Board of Directors.
- 3.3.1.4 The Board of Directors must submit a copy of the budget for their fiscal year period to the Dean of the Ted Rogers School of Management by the end of September each year.
- 3.3.1.5 A financial statement outlining the budget spending of the present fiscal year period must be submitted to the Dean of the Ted Rogers School of Management by the end of May each year.

3.3.2 Governance Committee - Internal Committee

The Governance Committee is comprised of the President, Vice President, Administration and Operations and one (1) Board Director.

The Vice President, Administration and Operations shall act as the Chair of the Governance Committee. Meetings are to be held when necessary. Changes to the Governance documents (which include but are not limited to: the Bylaws, the Constitution and the standard operating procedures) are to be decided by the Governance Committee by simple majority vote, to be ratified by the Board of Directors.

3.3.3 Events Committee (EC) - External Committee

The Events Committee is comprised of the President, Vice President, Events and Marketing and at least three (3) General Members appointed before April 30.

The Vice President, Events and Marketing shall chair the EC meetings that will be held at least once per month. The chair is responsible for appointing a secretary for each meeting and for submitting the minutes of these meetings to RCS at the next RCS Board of Directors meeting. Quorum for the EC meetings will be at least two thirds (2/3) of the committee. Motions are decided by a simple majority vote

The committee shall plan, develop, and implement co-curricular activities for RCS as well as promote participation in special events by Ryerson Commerce Students.

3.3.4 Corporate Relations Committee (CRC) - External Committee

The Corporate Relations Committee (CRC) as comprised of the President, Vice President, Corporate Relations, and at least three (3) General Members appointed before April 30.

The Vice President Corporate Relations shall chair the CRC meetings that will be held at least monthly. The chair is responsible for appointing a secretary for each meeting and for submitting the minutes of these meetings to the RCS at a Board of Directors meeting. Quorum for the CRC meetings will be at least two thirds (2/3) of the committee. Motions are decided by a simple majority vote.

The committee shall be responsible for any and all activities that may affect the RCS in an external matter, which can include, but is not limited to sponsorship, building and maintaining partnerships and alumni relations.

3.3.5 RCS Cares - Internal Committee

The RCS Cares is comprised of the President, Vice President, Events and Marketing and at least two (2) Board of Directors.

The committee is chaired by one of these members and meetings will be held at least once per month. The committee is responsible for organizing charitable initiatives and act as liaisons between any internal and external charitable organizations and the RCS. It is the responsibility of RCS Cares to run and promote socially responsible events within the RCS.

3.3.6 RCS Street Team – External Committee

The RCS Street Team is comprised of the President, Vice President, Engagement and Outreach and at least ten (10) General Members.

The Vice President, Engagement and Outreach shall chair the RCS Street Team meetings that will be held at least once per month. The RCS Street Team will act as a marketing resource to promote Ted Rogers School of Management events, services and initiatives.

3.3.7 Student Groups Committee – Internal Committee

The Student Groups Committee is comprised of the President, Vice President, Engagement and Outreach and at least three (3) Board of Directors.

The Vice President, Engagement and Outreach shall chair the Student Groups Committee meetings that will be held at least once per month. The chair is responsible for appointing a secretary for each meeting and for submitting the minutes of these meetings to the RCS at a Board of Directors meeting. Quorum for the Student Groups Committee meetings will be at least two thirds (2/3) of the committee. Motions are decided by a simple majority vote.

The committee acts as a liaison and means of communication between the RCS and student groups. The committee is responsible for liaising funding requests and notifying such groups on the decisions of the Board of Directors.

3.3.8 Conference and Competitions Committee (CCC) – Internal Committee

The Conference and Competitions Committee is comprised of the President, Vice President, Engagement and Outreach and the Conferences and Competition Manager.

The Conference and Competitions Manager shall chair the CCC meetings that will be held at least once per month. The chair is responsible for appointing a secretary for each meeting and for submitting the minutes of these meetings to the RCS at a Board of Directors meeting. Quorum for the CCC meetings will be at least two thirds (2/3) of the committee. Motions are decided by a simple majority vote.

The committee is responsible for the selection of external conferences and competitions participants that are funded through the RCS. The committee acts as a liaison and means of communication between the RCS and conference and competitions participants.

3.3.9 Marketing Committee – External Committee

The Marketing Committee is comprised of the President, Vice President, Events and Marketing and at least three (3) General Members appointed before April 30.

The committee plans, develops, and implements a comprehensive and innovative marketing, public relations, and promotion program aimed at increasing the awareness of the Ryerson Commerce Society which includes but is not limited to: promotional and branding material for RCS including publications, flyers, promotional material, newsletters, etc.

CHAPTER 4: ELECTION PROCEDURES

Preamble: Please refer to the RCS Policy & Procedures manual for further information regarding Election Procedures.

- 4.1 Board of Directors shall be elected from the General Membership at least two months prior to May 1st.
- 4.2 All candidates for a Board of Director position shall have a clear academic standing with a cumulative grade point average (CGPA) greater than or equal to two (2.0).
- 4.3 Any student enrolled in a co-op or study abroad program with a work/study term in the upcoming academic school year may only run for a non-executive position. When running, they must have a running mate.
- 4.4 If the President's position becomes vacant before the end of term, the Vice President Administration and Operations will serve as the interim President until a permanent replacement is selected. Any current Board of Director with at least one year of Board of Director experience may be nominated for Presidency by the members of the Board of Directors. Based on a majority vote from the Board of Directors, the President will be appointed. If there are no members who can assume the Presidency, nominations will be advertised to the General Membership and elected by General Members.
- 4.5 Should a Board position become vacant before the end of term, or if a position is not filled during the election, the Board of Directors shall appoint an interim replacement through a formal interview process and majority vote by the Board of Directors.

- 4.6 Any member of the Board of Directors may be removed from office by a resolution, of which advance notice must be duly given at no later than one (1) board meeting prior, passed by a two thirds (2/3) majority vote of the Board of Directors.
- 4.7 No candidate running for a position shall have any support external to Ryerson University. Support in this context includes but is not limited to, donations, monetary support, and human resources.
- 4.8 A Chief Returning Officer (CRO) shall be appointed by the President and Vice President, Administration and Operations from outside the General Membership, and approved by the Board of Directors.

CHAPTER 5: AMENDMENTS

- 5.1 Amendments to these bylaws require a two thirds (2/3) majority vote at the General Meeting.
- 5.2 Any motion for amendment may be made by the RCS Board of Directors and General Membership by a typed motion submitted ten (10) business days prior to the General Meetings.

CHAPTER 6: FUNDING REQUESTS

Preamble: Please refer to the RCS Policy & Procedures manual for further information regarding Funding Request Procedures.

- 6.1 RCS accepts funding proposals from student groups and students under the RCS umbrella. Each must have an accompanying budget and adequately planned proposal as outlined by the RCS and must be presented by the group at the RCS Board of Directors meeting.
- 6.2 All student groups and students who receive funding must provide a follow-up report to the Board of Directors. This report is an essential part of any further funding and future proposals made to the RCS by the group.
- 6.3 Funding requests must be submitted a minimum of five (5) days prior to any board meeting.
- 6.4 Students who receive funding from the Ryerson Commerce Society must submit all receipts no later than 45 days **after** the placing of the proposed use of funds. If receipts are not received within this time frame the funding request will not be fulfilled.

CHAPTER 7: ESTABLISHING OPERATING PROCEDURES

Please refer to the RCS Policy & Procedures manual for standard operating procedures. This manual is to maintain continuity and direction in the year to year operation of the RCS. Its function is not to restrict the operations of each new RCS Board of Directors but to provide direction in important matters involving RCS each year.