

GEOGRADS

Geography, Planning and Environment
Graduate Students' Association
Department of Geography, Planning and Environment Concordia University

GENERAL BY-LAWS

Adopted and approved by the members of GEOGRADS – Geography, Planning and Environment Graduate Students' Association, on

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GEOGRADS
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Preamble:

In recognition of the fact that graduate students in the Department of Geography, Planning and Environment at Concordia University have different needs and interests than other students and administrative organizations on campus, the Geography, Planning and Environment Graduate Students' Association (GEOGRADS) seeks to protect, stimulate and enrich the academic and social interests of its constituency. As the central governing body of graduate students within the Department of Geography, Planning and Environment, the GEOGRADS is guided by the principle that all members are entitled to equitable treatment at all levels of their academic and social life. The GEOGRADS shall strive to foster a sense of community, co-operation and communication among its members so as to fulfill the more specific objectives outlined below. The Association is, and will remain, a student association under the Graduate Student Association (GSA), having its office at Concordia University in the City of Montréal, Québec, Canada.

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Article I: Name

1. The official name of the organization shall be “Association des étudiant(e)s en géographie, urbanisme et environnement en cycles supérieurs de l’Université Concordia”, for use in French correspondence. “Geography, Planning and Environment Graduate Students’ Association” will remain the name used in English correspondence. “GEOGRADS” will be the designated short form of the name.

Article II: Purpose, Structure, and Financing

1.
 - i. GEOGRADS shall be governed internally by a Board of Directors (hereinafter “Executive Committee”), in accordance with a constitution established and approved by the GEOGRADS membership at large.
 - ii. GEOGRADS shall be eligible to obtain funding from the GSA upon submission of written budgets and financial statements for the previous year.
 - iii. GEOGRADS shall collect a fee levy from all members. This fee is currently fixed at zero (0) dollars.

Article III: Membership

1. All students within the Department of Geography, Planning and Environment (GPE) at Concordia University, registered in either the Master of Science (M.Sc.) of Geography, Urban and Environmental Studies, the Master of Environmental Assessment (M.Env.), Diploma in Environmental Assessment (DEA) programs, or Doctor of Philosophy (Ph.D.) candidates associated with the department shall be considered members in good standing of GEOGRADS.

Article IV: Elections of Directors and Officers

1. The membership shall directly elect the Officers of the corporation who shall act as its Board of Directors.
2. The Executive members shall be elected annually by the GEOGRADS membership at large at the GEOGRADS general elections held between the months of March and April, to be conducted by secret ballot in accordance with the electoral by-laws of the GSA.
3. The required quorum for a ballot election shall be 5% of the membership or a minimum of ten (10) members, whichever number is higher.
4. At least three (3) members of the GEOGRADS shall sign nominations for each candidature.

5. All the candidates shall be elected from and by the members of the GEOGRADS.
6. In the event of an unfilled executive member position after general elections, the Executive council shall, in the month of September, either call a by-election or appoint a member from the GEOGRADS community to that position.
7.
 - i. The nomination period for candidates during elections and by-elections shall be seven (7) calendar days, followed by a campaign period of three (3) working days and one (1) working day for the ballot election.
 - ii. Executive appointments through General Assembly must be notified to the membership in advance of seven (7) calendar days.
 - iii. Elections, by-elections and appointment must be in accordance with Sections (IV-3 and (IV-4) of the GEOGRADS bylaws.
8.
 - i. The Executive member shall take office commencing June 1st each year.
 - ii. Executive members in a general election shall serve one (1) year following their taking office.
 - iii. Executive members elected in a by-election or appointed shall serve until next elections following their initial election or appointment.
9. Elections and by-elections shall be administered and supervised by a Chief Returning Officer (C.R.O.) appointed by the Council. The C.R.O. shall have the authority to enforce the Electoral by-laws of the GEOGRADS. The C.R.O. shall also appoint, if required, Deputy Returning Officer(s) (D.R.O), to assist in her/his tasks.
10. Members of the current Executive will not be eligible for the positions of C.R.O. and D.R.O, unless they resign from the position before the elections. Both C.R.O. and D.R.O. should not be a candidate in the elections.
11. In the event of a vacant executive seat after September, the General Assembly may appoint an Interim Executive member for the remaining academic year or until by-elections are held, to the discretion of the General Assembly.

Article V: Roles, Functioning and Responsibilities of the Executive Council

1. The Executive Council shall meet:
 - i. For a regular meeting at least once per month at a meeting called by the President with a notice of at least five (5) days served to all members of the executive council announcing the date, time and location of the meeting.
 - ii. On request of any member of the executive council with the approval of the President.
 - iii. At the written request of at least four members of the executive council. This written request must provide a two (2) day notice and include a date, time, and location for the holding of the meeting.
2. Quorum for a meeting of the Executive Council shall be a majority of the members of the Council.
3. Members of the Executive Council will:
 - i. Act as Board of Directors of the GEOGRADS corporation.
 - ii. Enforce the general by-laws of the GEOGRADS.
 - iii. Act as a liaison between the GEOGRADS membership at large and the Department of Geography, Planning and Environment.
 - iv. Co-ordinate all social and academic GEOGRADS activities.
 - v. Endeavour to improve the general condition of the GEOGRADS membership at large.
 - vi. Oversee the overall activities of the GEOGRADS
4. The President will:
 - i. Act as President of the Board of Directors.
 - ii. Act as Chairperson at all regular Council meetings, and at GEOGRADS General Assemblies.
 - iii. Arrange for the annual General Assembly to be held the subsequent academic year, irrespective of their presence therein.
 - iv. Oversee the day-to-day management of the GEOGRADS, and ensure all other Council members are performing their duties as defined below.
 - v. Direct the implementation of Council resolutions.
 - vi. Act as the liaison between the GEOGRADS and the GSA, the Faculty of Arts and Sciences, and all external organizations.
 - vii. Be the official spokesperson of the GEOGRADS.
 - viii. Publish an Annual GEOGRADS report summarizing the GEOGRADS achievements and activities during the term.
 - ix. Have authority to create committees and delegate unto them the powers and task that he/she chooses.

- x. Carry out any other duty the council deems associated with the role of the President
5. The Vice-President Communications / Secretary shall be responsible for:
- i. Act as Vice-President of the Board of Directors of the GEOGRADS corporation.
 - ii. Assume responsibilities of President in the absence of the President.
 - iii. Recording and distributing minutes at all regular Council meetings, and General Assemblies.
 - iv. Be the GEOGRADS archivist and ensure the continuity of the Association's institutional memory.
 - v. Publishing a newsletter at least twice in each of fall and winter semesters.
 - vi. Developing online media and working with the media to advance causes that council deems important
 - vii. Carrying out any other duty the council deems associated to the communication function.
6. The Treasurer shall be responsible for:
- i. Act as Treasurer of the GEOGRADS corporation.
 - ii. Chairing the Budget Committee meetings.
 - iii. The custody of all records, ledgers, receipts, or documents belonging to, or dealing with the financial affairs of the GEOGRADS.
 - iv. The GEOGRADS accounting process and of all receipts and disbursements.
 - v. The administration of funds according to the GEOGRADS and for the preparation of all financial statements.
 - vi. Carrying out any other task the Council deems associated with the Association's finances.
7. The two Vice-President Social and Events shall be responsible for:
- i. Managing the Graduate Lounge.
 - ii. Organizing guest lectures and other extra-curricular events.
 - iii. Organizing social functions.
 - iv. Carrying out any other duty the Council deems pertinent to the V.P. Social and Events portfolio.
8. The two Vice-President Internal shall be responsible for:
- i. Serving as the GEOGRADS liaison with the faculty, staff, and undergraduate student associations within the Department of Geography, Planning and Environment.
 - ii. Coordinating Geography, Planning and Environment graduate student

representation on the University's academic and administrative organs, along with the President.

iii. Carrying out any other duty the Council deems pertinent to the V.P. Internal Portfolio.

9. The responsibilities and tasks outlined for the executive members are exchangeable among the members of the council, excepting financial matters so long as there is consensus in their distribution by the members of the executive council.

Article VI: Budget Committee

1. A Budget Committee composed of the President, the Treasurer, and both the Vice-President Internal shall prepare the annual GEOGRADS budget for Council approval and amendments.
2. The Budget Committee will be chaired by the Treasurer, and will meet at the call of the Treasurer. The Committee members shall be given individual notice at least seven (7) calendar days before each Committee meeting, unless waived by every Committee member.

Article VII: Finances

1. The President, Treasurer and Secretary are reserved the authority to sign cheques drawn against the GEOGRADS as Financial Officers. In addition, signatures from two Financial Officers are necessary to validate cheques on behalf of GEOGRADS.
2. The fiscal year of the GEOGRADS end on May 31. Financial statements for every fiscal year of the GEOGRADS shall be prepared and submitted for review and approval to the membership at large at the annual General Assembly (see Article X).
3. The Council shall not have the right to incur any debt or liability on behalf of the GEOGRADS. GEOGRADS will not be responsible for any indebtedness incurred by its Executives.
4. All GEOGRADS financial records of the current and previous year shall be reviewed annually by a GEOGRADS member who is not on the Council. The external reviewer shall be selected by the Council through a Council meeting.

Article VIII: Impeachment

1. The Special General Assembly shall have the right to dismiss any executive member, including the President, if that member's actions or inaction are deemed detrimental to the honour or interests of GEOGRADS.

2. In order for an Executive member to be impeached, a vote in favour of removal must be passed by a 2/3 majority of the Special General Assembly.
3. Executive members are to be impeached individually, not in groups. Voting will be done by secret ballot. An Executive member will abstain from voting on his/her impeachment.

Article IX: Eligibility for Office

1. A person is eligible to run in elections if he or she is:
 - i. A member at large in good standing of the GEOGRADS (see Article III).
 - ii. Not graduating before the end of the term of the elected position.
2. A person is eligible to sit on the GEOGRADS Council if he or she is:
 - i. A member at large in good standing of the GEOGRADS (see Article III) during his or her term in office.
 - ii. In good standing within the University, as determined by the Dean of Graduate Studies.

Article X (i): Special By-Laws

1. The GEOGRADS Council shall prepare and approve those special bylaws (such as electoral by-laws) necessary for the implementation of the General By-Laws of the GEOGRADS.
2. Special by-laws shall not contradict or infringe upon the General By-Laws of the GEOGRADS.
3. Special by-laws must be approved or rescinded by the GEOGRADS Council.

Article X (ii): General Assembly

1. In the spirit of applying direct democracy at the association level, the General Assembly shall be the utmost authority for any decisions made at GEOGRADS within the limits of the law.
2. A General Assembly of the membership may be called by:
 - i. The Executive Council
 - ii. The President upon receipt of a written petition signed by at least 2% or 15 members (whichever is higher) of the GEOGRADS membership clearly stating the reason for the assembly on each page of the petition.
3. Chair and secretary of the General Assemblies shall be elected at the beginning of each General Assembly.

4. The Agenda for the General Assembly:
 - i. Will be created by the Executive Council Members. When General Assembly is called for by petition, the reason for the petition creates the agenda.
 - ii. Will be made available to the GEOGRADS members at least two (2) calendar days prior to the General Assembly.
 - iii. Will be amendable and approved by a majority vote at the General Assembly.
 - iv. Subject to the General By-Laws, shall include
 - a. The President's Report.
 - b. A financial statement review.
5. A Special General Assembly shall have a pre-determined agenda based on the reason it is being called for.
6. The Notice of General Assembly shall be made at least five (5) calendar days or three (3) working days in advance. The Notice will consist of:
 - i. An email to all GEOGRADS members to the address currently on file with the department.
 - ii. A posting on the website of GEOGRADS.
 - iii. A notice of meeting placed in notice board and other appropriate locations in the department.
 - iv. Any additional methods of communication the Council approves.
7. Quorum for all General Assemblies of GEOGRADS shall be 10% or 10 members (whichever is higher) of the GEOGRADS membership.
8. Unless otherwise stipulated by Council or the Chair, fifty percent plus one (50%+1) of the votes cast is needed to carry a motion in a General Assembly.
9. General Assembly resolutions are binding on the Association.
10. A General Assembly shall be called at least once per semester.
11. In cases where the General By-Laws, Special By-Laws, or pending Council resolutions do not address an issue, the General Assembly shall adhere to the provisions laid forth in the latest edition of Robert's Rules of Order.

Article XI: Conflict of interest

1. Any member of the Board of Directors (« Executive Council ») shall disclose any organizations that he (or a member of his immediate family) has a business interest in that intends to contract with the GEOGRADS corporation. When any business with such organization arises, the Director shall abstain, except to answer questions from Board members, from participating in any discussion and vote on the issue.

2. A Director must report any situation of conflict of interest he is facing to the Board of Directors and such conflict must be noted in the minutes of the meeting following the disclosure.

Article XII: Limitation of Liability

1. No director, officer or employee shall be liable for the acts, receipts, neglects or defaults of any other director, officer or employee, or for joining in any receipt or other act for conformity, or for any loss, damage or expense happening to the Organization through the insufficiency or deficiency of title to any property acquired for or on behalf of the Organization, or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Organization shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious acts of any person with whom any of the moneys, securities or effects of the Organization shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious acts of any person with whom any of the moneys, securities or effects of the Organization shall be deposited, or for any loss occasioned by any error in judgment or oversight on such person's part, or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of his or her office or employment or in relation thereto, unless the same are occasioned by such person's own negligence or willful default; provided that nothing herein shall relieve any director, officer or employee from the duty to act in accordance with the Act or from liability for any breach thereof.

Article XIII: Indemnification

1. The Organization shall indemnify a director or officer of the Organization, a former director or officer of the Organization or a person who acts or acted at the Organization's request as a director or officer of a body corporate of which the Organization is or was a shareholder (or other type of equity holder) or creditor, and such person's heirs and legal representatives, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by such person in respect of any civil, criminal or administrative action or proceeding to which such person is made a party by reason of being or having been a director or officer of such Corporation, Company or body corporate, to the full extent permitted by the Act and by law. The Organization is authorized to enter into agreements evidencing its indemnity in favour of the foregoing persons to the full extent permitted by law and may purchase and maintain insurance against the risk of its liability to indemnify pursuant to this provision.

Article XIV: Contractual Matters

1. Contracts, documents or other instruments in writing requiring the execution by the Organization are signed by the President and the Secretary. All contracts, documents or other instruments in writing so signed shall be binding upon the Organization without any further authorization or formality. Notwithstanding this provision, the directors are authorized from time to time, by resolution, to appoint any officer or officers, director or

directors, or any other person or persons on behalf of the Organization either to sign contracts, documents or instruments in writing generally or to sign specific contracts, documents or instruments in writing.

Article XV: Banking and borrowing arrangements

1. The banking business of the Organization including, without limitation, the borrowing of money and the giving of security therefore, shall be transacted with such banks, trust companies or other bodies corporate or organizations and under such agreements, instructions and delegations of powers as the directors determine from time to time. Without limiting the borrowing powers of the Organization, the board may from time to time: (a) borrow money upon the credit of the Organization; (b) issue, re-issue, sell or pledge bonds, debentures, notes, or other evidence of indebtedness or guarantee of the Organization, whether secured or unsecured; and (c) mortgage, hypothecate, pledge, or otherwise create an interest in or charge upon all or any property (including the undertaking and rights) of the Organization, owned or subsequently acquired, by way of mortgage, hypothec, pledge or otherwise, to secure payment of any such evidence of indebtedness or guarantee of the Organization. Nothing in this section limits or restricts the borrowing of money by the Organization on bills of exchange or promissory notes made, drawn, accepted, or endorsed by or on behalf of the Organization.

Article XVI: Books

1. The Organization shall maintain at its head office during normal business hours a book or books containing the following:
 - A) These by-laws, amendments to it and all regulations enacted or repealed.
 - B) The names and addresses of the members.
 - C) The names and addresses of the Directors, and the dates upon which they became and cease to be such.
 - D) Minutes of all the meetings of the Board, as approved by the Board and signed by the Chair of the Board and the Secretary.

Article XVII: Fiscal Year

1. The fiscal year of the Organization shall terminate on the 31st of May. The financial statements of the affairs of the Organization for the presentation to the members at the annual general meeting thereof shall be made up to that date.

Article XVIII: Head Office

1. The Head Office of the Organization will be in the city of Montreal, Province of Quebec. The Organization may, in addition to the foregoing, establish other offices elsewhere as the Directors may, from time to time, determine.

Article XIX: Delegation of Duties

1. The Board may, from time to time, entrust to and confer upon any one or more of the Directors or any standing or special committee or any officer or officers of the Organization for the time being or any corporation or person or attorney or agent or trustee, either within or without Canada such of the powers exercisable by the Directors as they think fit, including the powers to sub-delegate, for such time and to be exercised for such objects and purposes, and upon such terms and conditions and with such restrictions as determined by law or the Board of Directors as the Board of Directors may deem expedient and may from time to time revoke, withdraw, alter or vary all or any of such powers.

Article XX: Conflict

1. In the event of any conflict between these by-laws and any regulations of the Organization, these by-laws shall take precedence.

Article XXI: Conformity to By-Laws

1. All amendments, regulations, and resolutions, motions or decisions of the Organization, including, but not limited to those made by the executive, the Board, Special General Meetings or Referendums must be made in conformity with these by-laws.

Article XXII: Modifications and approval of new By-Laws

1. Amendments to these By-Laws and the adoption of any new by-law must be approved by two-thirds of the Board, and ratified by a majority of the members at a General meeting. If the By-Laws are rejected or not ratified by the annual general meeting following their adoption they cease, as of that date, to have effect.

Article XXIII: Gender and Number

1. In these by-laws the masculine shall include the feminine, singular shall include the plural, and vice-versa, where appropriate.