

# **Constitution of “Management and International Business Association”**

## **1. Article I – Name and Purpose**

- 1.1. The official name of the recognized student group is “Management and International Business Association.”
- 1.2. The campus group may be referred to by the acronym “MIBA.”
- 1.3. The purpose, objectives, mission and/or mandate of the organization is to “serve as a platform to all Management and International Business students and alumni to connect, engage and develop the respective community. The organization looks to engage and develop students as the central hub of resources for the MIB program. MIBA will serve as the liaison between students, alumni, employers and staff through various platforms. MIBA looks to develop students through the power of engagement and connecting.”

## **2. Article II – Membership**

- 2.1. The group shall maintain a list of group members.
- 2.2. Voting membership is open to all registered students of the University of Toronto.
- 2.3. Voting membership is open only to registered students of the University of Toronto.
- 2.4. Non-voting membership is open to University of Toronto staff, faculty, alumni, and to persons from outside the University. Unless otherwise stated, non-voting members do not hold any rights awarded to voting members.
- 2.5. The membership fee will be \$0 per year.

## **3. Article III – Rights of Members**

- 3.1. All members may apply for a full refund of their membership fee within one (1) month of becoming a member.
- 3.2. All voting members have a right to attend all general meetings of members.
- 3.3. All voting members have a right to cast votes at all general meetings of members.
- 3.4. All voting members have a right to stand for election unless otherwise stated in this

document.

3.5. All voting members have a right to cast votes in all group elections and referenda.

3.6. All voting members have a right to propose and vote on amendments to this constitution.

The rights prescribed in Article Three are not awarded to non-voting members as described in Article Two.

#### **4. Article IV - Executive Committee**

4.1. The term for all positions on the Executive Committee shall be from May 1st to April 30th.

4.2. The Executive Committee shall be composed of seven (7) voting members.

4.3. All voting members of the Executive Committee must be currently registered students of the University of Toronto.

4.4. Non-voting members may hold only non-voting positions on the Executive Committee.

4.5. The maximum amount of non-voting positions on the Executive Committee shall be one (1) position or ten per cent (10%) of the positions on the Executive Committee, whichever is greatest.

- 4.6. Persons holding non-voting positions on the Executive Committee cannot serve as an officer, financial authority, signing authority, primary contact, or secondary contact.
- 4.7. No person may serve as a financial authority or signing authority for the group if they are currently serving as a financial authority or signing authority for another recognized student group at the University of Toronto.
- 4.8. The Executive may appoint Directors or Coordinators for various committees who do not hold executive decision-making authority and are not eligible to cast votes at meetings of the Executive Committee.

## **5. Article V – Elections**

- 5.1. All voting positions on the Executive Committee shall be filled through an annual election.
- 5.2. All voting group members shall be eligible to seek nomination to and cast a ballot for each voting position.
- 5.3. All non-voting group members shall be eligible to seek nomination only for non-voting positions on the Executive Committee.
- 5.4. Non-voting group members shall not be eligible to cast a ballot for any elected position.
- 5.5. The nominee winning the plurality of votes cast in the election for each position shall be deemed the winner.
- 5.6. On the condition that multiple candidates are to be elected for a single position, the nominees winning the largest share of the votes cast shall be deemed the winners until all positions are filled.
- 5.7. The elections must be held in an unbiased manner. No individual who is seeking election may participate in planning or administering the election.
- 5.8. For all unfilled positions, the remaining officers will share the duties and responsibilities until someone can be found to fulfill the positions(s) through a by-election and vote of simple majority (50% + 1)

## **6. Article VI – Termination of Membership**

- 6.1. The Executive Committee may revoke the membership of any member of the club

who commits an act negatively affecting the interests of the club and its members, including non-disclosure of a significant or continuing conflict of interest.

- 6.2. A vote to revoke membership must be held at a meeting of the Executive Committee.
- 6.3. A two-thirds majority of the Executive Committee is required to approve any motion to revoke membership.
- 6.4. Any member facing removal shall have the right to appeal the decision of the Executive Committee to the general membership.
- 6.5. In the case of an appeal, a simple majority vote at a meeting of the general membership shall be required to sustain the revocation of membership.
- 6.6. Following a termination of membership, the member will be removed from the club's membership and will lose any privileges associated with being a member of the club.
- 6.7. Executive Committee members are subject to the same termination of membership process as general members.

## **7. Article VII– Amendments**

- 7.1. All constitutional amendments shall require a 2/3 majority vote to be passed at a general meeting.
- 7.2. All voting members may propose and vote on amendments to the constitution.
- 7.3. The Executive Committee shall submit the revised constitution to staff in the Division of Student Life at the University of Toronto within two (2) weeks.
- 7.4. Amendments to the constitution shall take effect only once the revised constitution has been approved by staff in the Division of Student Life at the University of Toronto.

## **8. Article VIII – Finances**

- 8.1. The funds of the organization shall be expended pursuant to the operating budget approved by the general membership at a valid general meeting.
- 8.2. Notwithstanding section 6.1, the executive committee may not approve any unbudgeted expenditure of the organization's funds above \$100.00 without the approval of the general members at a valid general meeting.
- 8.3. All Budgets shall be prepared by the Vice-President Operations in accordance with the

organization's priorities as determined by the executive committee in consultation with general members at a valid general meeting.

- 8.4. The Vice-President Operations shall present a proposed operating budget for the next fiscal year to the general membership for its consideration at the final general meeting.
- 8.5. The operating budget shall be the major budget for the fiscal year and provide for all expenditures of the organization for the subsequent year.
- 8.6. The operating budget shall be approved by a majority vote of the general members present and voting at a valid general meeting.
- 8.7. The banking business of the organization, or any part thereof, shall be transacted with such bank, trust company or other firm or body corporate as the Executive may designate, appoint or authorize from time to time and all such banking business, or any part thereof, shall be transacted on the organization's behalf by one or more Officers or other persons as the Executive may designate, direct or authorize from time to time and to the extent thereby provided.
- 8.8. The President, the Vice-President Operations, and only in special circumstances the shall be the sole signing authorities of banking instruments for the organization will ensure that proper and accurate financial records are maintained and passed on to incoming executives following each year's elections. Will accept full financial and production responsibility for all activities it sponsors, plans, or executes.
- 8.9. The Vice president of Finance:
  - 8.9.1. The Vice-President of Finance shall keep an active record of income and expenses.
  - 8.9.2. The Vice-President of Finance shall present the group's updates on the group's financial position at annual general meetings.
- 8.10. The Executive Committee must approve all expenditures over \$1000.00 through a majority vote at a meeting of the Executive Committee.
- 8.11. The group may not engage in activities that are essentially commercial in nature.
- 8.12. The group will not have as a major activity a function that makes it an on-campus chapter of a commercial organization.
- 8.13. The group will not provide services and goods at a profit when that profit is used for purposes other than those of the group.
- 8.14. The group will not pay salaries to any of its officers.

## **9. Article IX – General Meetings**

- 9.1. The purpose of General Meetings is to provide a forum for executives to overview the activities of the organization and solicit feedback from members, to engage in policy-making, to propose amendments to the constitution, and to report on the financial status of the organization.
- 9.2. General meetings will be facilitated by a Chairperson selected by the general membership from the executive committee. The Chairperson shall be responsible for:
  - 9.2.1. Formulating and distributing an agenda for each meeting no later than two (2) days before the meeting;
  - 9.2.2. Ensuring appropriate conduct and leading the meeting in an efficient, reasonable manner;
  - 9.2.3. Moderating the discussion at meetings according to the agenda;
  - 9.2.4. Suspending members from participating in meetings for constitutional or procedural violations.
- 9.3. The procedure at meetings of members shall be governed in accordance with the process outlined in Appendix A.
- 9.4. There shall be a minimum of one (1) general meeting held each month. The date of each subsequent general meeting will be confirmed at the preceding general meeting and will be reiterated to members via email a minimum of two (2) calendar days prior to the meeting.
- 9.5. General meetings may be called to order by the President, through a petition signed by three (3) executive members, or by a petition signed by five (5) non-executive general members.
- 9.6. General meetings are open to registered members of the organization only. Quorum will first be established by the presence of a simple and clear majority of the executives.
- 9.7. For quorum to remain valid, the number of non-executive general members present at a general meeting must exceed the number of executives present at all times.
- 9.8. All executives are expected to make brief progress reports on their activities at every general meeting.
- 9.9. Minutes of all general meetings must be recorded and maintained for reference purposes.
- 9.10. Members must contact the Chairperson a minimum of 48 hours before a general meeting to inform them of new business they wish to discuss. The Chairperson will

then add the discussion item to the agenda.

- 9.11. Each member of the organization shall be entitled to one (1) vote at a general meeting except the Chairperson who shall only vote in the event of a tie.
- 9.12. Any question at a valid general meeting shall be decided by a show of hands.
- 9.13. Whenever a vote by show of hands occurs, a declaration by the chairperson that the vote upon the question has been carried, carried by a particular majority, or failed shall be recorded in the minutes of the meeting.
- 9.14. In case of an equality of votes at a valid general meeting, the Chairperson of the meeting shall have the deciding vote.
- 9.15. The Chairperson presiding over a meeting of members may, with the consent of the majority of members, decide to adjourn these meetings from time to time.

## **10. Article X – Executive Meetings**

- 10.1. The Executive Committee shall meet as necessary. The quorum for Executive Committee meetings containing voting activities shall be 50%+1 of the voting members of the Executive Committee.
- 10.2. The group shall hold general meetings at least twice per year to provide the general membership an opportunity to review the group's annual activity plan, financial health, and propose or vote on constitutional amendments.
- 10.3. The Executive Committee must announce the date of a general meeting to the general membership with sufficient notice prior to the date of the meeting.
- 10.4. The Executive Committee must make all general meetings reasonably accessible to all members, using whichever meeting platform(s) achieve this.

## **11. Article XI – Transition**

- 11.1. All outgoing executives are required to transfer all organizational resources used relative to a particular role over the course of the preceding year to new executives upon leaving the position.
- 11.2. All outgoing executives are responsible for providing a detailed report to incoming executives that stipulates the status of ongoing projects in their portfolio and evaluations of previous projects and programs that they lead.
- 11.3. All outgoing and incoming executives will participate in a joint training session

occurring no later than the end of May each year to assist with the transition between new executive teams.

## **12. Article XII – Emergency Powers**

- 12.1. In the case of extenuating circumstances, the executive shall be afforded the ability to act without direction from the organization's members.
- 12.2. An extenuating circumstance is defined as any instance that may jeopardize the immediate functioning of the organization including but not limited to: executive vacancies, unexpected cancellations, removal from position, or lack of response from members.
- 12.3. Emergency powers may only be used for such a period of time as is needed to address an extenuating circumstance.
- 12.4. General members have the ability to remove emergency powers where appropriate through submission of a signed petition from at least 10% of the entire general membership.

## **13. Article XIII– Food Handling on Campus**

- 13.1. Will conform to Provincial and Municipal Health Regulations when events which include the sale and/or service of food products are held on the University of Toronto Scarborough campus.

## **14. Article XIV – Precedence of University Policies**

- 14.1. Will abide by all pertinent University of Toronto policies, procedures, and guidelines. Where the University's policies, procedures, and guidelines conflict with those of , the University's policies, procedures, and guidelines will take precedence.

## **15. Article XV – Legal Liability**

- 15.1. The University of Toronto Scarborough does not endorse the 's beliefs or philosophy nor does it assume legal liability for the group's activities on or off



campus.

## **16. Article XVI – Banking**

- 16.1. Agrees to provide the name of the bank, the branch number and address, transit number, bank account number, and a list of all signing officers for all bank accounts opened in the organization's name to the Department of Student Life, University of Toronto Scarborough.

## **17. Article XVII - Executive Committee Composition and Duties**

- 17.1. The executives of the organization shall include Co-Presidents, Vice-President of External Relations, Vice-President of Operations, Vice-President of Internal Strategy, Vice-President of Marketing and Vice-President of Finance.

### **The Co-Presidents (2) shall:**

- 17.1.1. Be the official spokesperson(s) of the organization and provide direction for all components of the organization in a manner consistent with the organization's constitution and policies.
- 17.1.2. Be eligible to cast votes at meetings of the Executive Committee,
- 17.1.3. Oversee the operations, management, and success of the group,
- 17.1.4. Serve as spokesperson for the group,
- 17.1.5. Hold signing and financial authority along with the Vice-President of Finance,
- 17.1.6. Preside over meetings of the Executive Committee and/or members,
- 17.1.7. Ensure a transition of office from one year to the next.

### **The Vice-President of External Relations shall:**

- 17.1.8. Be responsible for all aspects pertaining to external communications with staff, alumni and employers, student engagement and development, which includes a first- year orientation event, study sessions, and socials for MIB students and students interested in international business throughout the year.
- 17.1.9. Be eligible to cast votes at meetings of the Executive Committee,

- 17.1.10. Assume duties of the President in their absence,
- 17.1.11. Ensure activities of the club comply with policies of the University of Toronto,

**The Vice-President of Operations shall:**

- 17.1.12. Be responsible for hosting professional development events such as networking events and workshops that connect overseas exchange students with domestic students, preparing current students for their exchange abroad, and prepare them for jobs in the international job market.

- 17.1.13. Be eligible to cast votes at meetings of the Executive Committee,
- 17.1.14. Assume duties of the President in their absence,
- 17.1.15. Ensure activities of the club comply with policies of the University of Toronto,

**The Vice-President of Internal Strategy shall:**

- 17.1.16. Head the Business Development and Human Resources departments. Business Development roles include creating resources and systems with the goal of the betterment of MIBA and the MIB community and acting as a liaison between MIB students and relevant departments. Human Resources roles include the overseeing of all hiring activities done by MIBA, minimizing HR related issues through proactive check-ins, and mediating any issues that may arise within MIBA.
- 17.1.17. Be eligible to cast votes at meetings of the Executive Committee,
- 17.1.18. Assume duties of the President in their absence.

- 17.1.19. Ensure activities of the club comply with policies of the University of Toronto,
- 17.1.20. Coordinate organizational recruitment efforts
- 17.1.21. Maintain a list of group members and notify all members of general meetings.

**The Vice-President of Finance shall:**

- 17.1.22. Conduct all Finance activities, including handling the yearly operating budget for MIBA, preparing, overseeing the bank account and ensuring valid expenses are properly recorded and reimbursed. Additional responsibilities include securing funding for MIBA through external resources such as but not limited to: SCSU, MESA, and the Department of Management.
- 17.1.23. Be eligible to cast votes at meetings of the Executive Committee,
- 17.1.24. Assume duties of the President in their absence,
- 17.1.25. Ensure activities of the club comply with policies of the University of Toronto,
- 17.1.26. Record all financial transactions of the group,
- 17.1.27. Hold signing and financial authority along with the President,
- 17.1.28. Maintain a budget of income and expenses,
- 17.1.29. Advise members on financial position of the group,
- 17.1.30. Prepare an annual budget for the group.

**The Vice-President of Marketing shall:**

- 17.1.31. Be responsible for marketing, branding, and advertising across all platforms which MIBA conducts these activities.
- 17.1.32. Be eligible to cast votes at meetings of the Executive Committee,
- 17.1.33. Assume duties of the President in their absence,
- 17.1.34. Ensure activities of the club comply with policies of the University of Toronto,
- 17.1.35. Maintain the group website

**18. Article XVIII - Processing of removing a member or executive**

- 18.1. The process for removing a member or executive may be initiated when a committee of no less than three (3) non-executive general members and two (2) executives appointed by the general membership to investigate a complaint determines that:
  - 18.1.1. A member or executive has engaged in unlawful actions or activities;
  - 18.1.2. A member or executive has violated the constitution;
  - 18.1.3. A member or executive has violated MIBA policies, procedures, or guidelines;
  - 18.1.4. A member or executive has violated the rights of a fellow member;
  - 18.1.5. A member or executive has not fulfilled their organizational responsibilities;
  - 18.1.6. Other criteria deemed to be appropriate by the Executive Committee in consultation with and approved by a majority of the general membership.
- 18.2. The process for removing a member or executive may also be initiated when:
  - 18.2.1. A petition calling for a vote and bearing the signatures of a majority of the general membership is submitted to any member of the executive.
  - 18.2.2. A motion for a removal vote is put forward by any member of the executive and passed by a two-thirds majority vote of the executives. The individual facing potential removal vote is entitled to vote on the motion if they are an executive or be given an opportunity to explain themselves if they are a non-executive general member.
- 18.3. The removal of members and executives will be facilitated by a three tier procedure which operates as follows:
  - 18.3.1. First Tier:

The executive or member will be warned both verbally and in writing that their behavior constitutes grounds for removal from the organization and that it should cease effective immediately.
  - 18.3.2. Second Tier:

Initiated because the member or executive has violated section 6.1 after receiving a first tier warning relative to a particular action or behavior. The Vice President Human Resources will be responsible for contacting the executive or member and facilitating training or suggesting best practices on how to correct the issues of concern.

The Vice President Human Resources must address all complaints in writing by formulating an action plan and timeline to correct any issues

involving executives or members within fourteen (14) calendar days.

The executive or member accused of violating section 5.1 will be given fourteen (14) calendar days from receiving the Vice President Human Resources' written response to demonstrate progress or correction of behavior.

18.3.3. Third tier:

Initiated because the member or executive has violated section 5.1 after receiving second tier warning relative to a particular action or behavior.

The removal vote must take place at a valid general meeting of the membership. A representative supporting the motion for removal and the executive or member facing removal (or an individual they designate), may speak for up to five minutes each.

The removal of an executive or member requires a 2/3 majority vote of all of the members present at a valid general meeting (including executives).

The executive or member facing removal is entitled to vote on the motion.