



UNIVERSITY OF TORONTO SUPERMILEAGE CLUB

CONSTITUTION

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1 PURPOSE

1.1 GENERAL

- 1) The name of the club shall be “University of Toronto Supermileage Student Team”, hereafter called “UTSM”.
- 2) The Team will design and construct vehicles optimized for high energy efficiency.
- 3) The Team will enter 1 or 2 vehicle(s) in the annual Shell Eco-Marathon competition.
- 4) The Team will raise awareness of the current trends in energy economy and fuel cells through work on the vehicles.
- 5) The Team will put forth a genuine effort to win the competition.
- 6) The fiscal year of the Team shall conclude on 30 April each year.

1.2 INTERPRETATION

- 1) In this document the masculine form shall be interpreted to include all gender identity forms.
- 2) In this document
 - a) “Faculty” shall mean the Faculty of Applied Science and Engineering of the University of Toronto;
 - b) “Members” shall mean members of the club, as specified in Chapter 2;
 - c) “Directors” shall mean the five directors of the club, as specified in Chapter 4;
 - d) “Program” shall mean a course of study in an Engineering discipline, as defined by the Faculty;
 - e) “Recall” shall mean a process by which a position-holder of the Club may be removed from his position without his consent;
 - f) “Resolution” shall mean a motion approved by a majority vote at a club meeting
 - g) “Signing Officer” shall mean a person who has the right to authorize financial transactions on behalf of the club; and
 - h) “Special Resolution” shall mean a motion presented as such, and approved by a two-thirds vote of a meeting of the club.
- 3) All other words shall carry their common dictionary definitions.

2 MEMBERSHIP AND FEES

2.1 GENERAL

The club will welcome and give equal rights and privileges (voting rights, the ability to propose constitutional amendments) to all members of the U of T community (including students, staff, faculty and alumni). Members drawn from the outside of the community may participate in the group, but cannot be afforded the aforementioned rights and privileges.

2.2 QUALIFICATIONS FOR MEMBERSHIP

All U of T community members are to be considered Full Members. Further to what has been outlined about U of T community members, no group may discriminate in the membership of a student based on course load, year of study, or program of study. Furthermore, no group may discriminate in the membership of an alumnus/alumna based on year of graduation, level of degree, or program of degree.

2.3 FEES

The club should obtain all funds through sponsorship, school funding, or fundraising methods. No student will be charged for any general club purchases or purposes except for potential competition fees. In the case that students are charged for competition fees, the student is not required to participate in the competition regardless of their role on the team.

3 GENERAL MEETINGS

3.1 GENERAL

The duties specified in this chapter, where they relate to:

- 1) Annual General Meetings, are presided by the Executive Team; and
- 2) Other General Meetings are the responsibility of the Executive Team and Divisional Leads.

3.2 CALLING A MEETING

- 1) An Annual General Meeting shall be called annually, in the second week of September.
- 2) A General Meeting shall be called upon:
 - a) A resolution of club requesting such a meeting; or
 - b) The receipt of a petition requesting such a meeting signed by one quarter of the Membership (Said resolution or petition must also specify the purpose of the General Meeting)

3.3 AGENDA

- 1) The agenda for each Annual General Meeting shall include motions to:
 - a) Approve a budget for the current year;
 - b) Review the budget for the previous year; and
 - c) Review the rules of taking part in the shell Eco-marathon competition
 - d) Declare the Executive Team's opinion on the power source(s).

- e) Motions shall be added to the agenda of an Annual General Meeting upon receipt of notice in writing at any time earlier than forty-eight (48) hours prior to the meeting.
- 2) The agenda of any other General Meeting shall contain the motions chosen by the person who called the meeting.

3.4 NOTICE

- 1) Notice shall be given at least seven (7) days prior to any General Meeting.
- 2) Notice shall be given electronically to the Membership.
- 3) Without written notice as defined in Sections 3.4.1) and 3.4.2), members that were unable to attend the meeting must share their vote within a week after the meeting for a motion to be valid.

3.5 VOTING

- 1) At each General Meeting each Member of the club holds one (1) vote.
- 2) All voting members must be a registered student at the University of Toronto.
- 3) A Member may proxy their vote at a General Meeting to another Member.
- 4) No Member may hold more than 30% of the total votes at a General Meeting.

3.6 QUORUM

- 1) Quorum is 25% of the members or ten (10) members, whichever is less.
- 2) Proxy votes do not count for the purpose of quorum.

3.7 ORDER

- 1) The Captains of the club shall preside over General Meetings.
- 2) All General Meetings shall be governed by Roberts Rules of Order where these rules of order do not conflict with the Bylaws of the club.

3.8 PUBLICATION OF FINANCIAL STATEMENTS

- 1) At least fourteen (14) days before the Annual General Meeting, the Finance Lead shall cause a copy of the club's financial statements to be:
 - a) Published in the team's Google Drive;
 - b) Available on request from the Engineering Society office.
- 2) The Finance Lead will update the Executive Team monthly on the team's budget and financial status.
- 3) The Executive Team will have complete financial transparency with the Divisional and Sub- Leads.

4 THE EXECUTIVE AND BUSINESS TEAM

4.1 GENERAL

- 1) The executive committee of the club comprises of
 - a) The 'Executive Team', which is the ultimate body overlooking the club, and must be comprised of registered University of Toronto students;
 - b) The 'Business Team', which is the supporting team of the club.
- 2) The 'Executive Team' has five positions filled through an annual election where each voting position is open to all student members.
 - a) All the positions have one vote each and any motion taken by the board requires three (3) votes to pass.
 - b) Elections must be held in an unbiased manner, where no individual seeking election may participate in the planning or administering of the election.
 - c) In case of infirmity, death, resignation, or other form of ineligibility of a position, the responsibilities are shared between the remaining directors until they nominate a new person for that post.
 - d) The term of a position is for a year and after the end of that year the board shall nominate the incoming directors to the post.
 - e) Each position must be a Member in the September of his term of office and thereafter.
- 3) The 'Business Team' has one director and three sub-positions. The director is nominated by the outgoing director, and the sub-positions are decided by the newly appointed Managing Director.
 - a) In case of infirmity, death, resignation, or other form of ineligibility of an officer, the Board will find a replacement at the earliest possible opportunity and until that time, the responsibility of the officer's portfolio, rests on the shoulders of the associated director.
 - b) The term of a director is for a year.
 - c) Each director must be a Member in the September of his term of office and thereafter.

4.2 THE EXECUTIVE TEAM

4.2.1 TEAM CAPTAINS

- 1) The Team Captains shall be the Chief Executive Officer of their respective team - Urban Concept or Prototype.
- 2) The Team Captains coordinate, organize and manage the Club.
- 3) The Team Captains chair all the Board, House and General Meetings.
- 4) It is the Team Captains' responsibility to delegate tasks to their respective Divisional Leads and see that they are completed in a timely manner.
- 5) The Team Captains collaborate with their Technical Directors to organize the team's timeline to effectively design and manufacture the vehicles to attend the team competition.

4.2.2 TECHNICAL DIRECTOR

- 1) The Technical Director shall be the Chief Technical Officer of their respective team - Urban Concept or Prototype.
- 2) The Technical Director is responsible for providing a vision to the club.
- 3) The Technical Director chairs the Technical Team meetings.
- 4) The Technical Director is also responsible for releasing the club vision at the end of September of each year by taking into account the ideas of all the club members.
- 5) The Technical Director shall explain the rules of the Shell Eco-Marathon competition and opinion of the board with regards to the power source of the vehicle in the first General Meeting.
- 6) Thereby he calls for the club's opinion on it. The club has to be given a presentation about various sources of power and how has the board decided what it decided.
- 7) The Technical Director is responsible for maintaining all the technical documents of the club.
- 8) The Technical Director shall, upon request by a member, make available to that member the full and correct version of any technical document.

4.2.3 MANAGING DIRECTOR

- 1) The Managing Director shall be the Chief Business Officer of the club.
- 2) The Managing Director shall delegate tasks to the Business Divisional Leads and see that they are completed in a timely manner.
- 3) The Managing Director's portfolio is also responsible for
 - a) Marketing and Promotional Campaigns and Social and Cultural well-being of the club;
 - b) Financial matters
 - c) Obtaining sponsors as club funding

4.3 THE BUSINESS TEAM

4.3.1 MARKETING & OUTREACH ADMINISTRATOR

- 1) The Marketing & Outreach Administrator reports to the Managing Director.
- 2) The Marketing & Outreach Administrator shall be responsible for the maintenance of:
 - a) A copy of the letters patent and any supplementary letters patent issued to the club;
 - b) All Bylaws, Policies and Special Resolutions of the club;
 - c) A register of all Members which shall include their names, addresses and phone numbers; and
 - d) All minutes for executive meetings and associated documents.
- 3) The Marketing & Outreach Administrator shall, upon request by a member, make available to that member the full and correct version of any club document (i.e., bylaws, policies, special resolutions of the Technical Team, minutes and their associated documents) within ten (10) business days.
- 4) The Marketing & Outreach Administrator shall work closely with the Team Captain in planning various marketing and promotional strategies.

- 5) The Marketing & Outreach Administrator is also responsible for managing communication with incoming members.
- 6) The Marketing & Outreach Administrator is responsible for propagating the word of the Club to the first, second, third and fourth year students.
- 7) The Marketing & Outreach Administrator is responsible for maintaining the social well being of the Club by organizing various social events.
- 8) The Marketing & Outreach Administrator is responsible for the website of the club.
- 9) The Marketing & Outreach Administrator shall take care of the club's online marketing campaign.

4.3.2 FINANCE ADMINISTRATOR

- 1) The Financial Director shall be responsible for the preparation of budgets for the Technical Team's approval as specified in the Bylaws.
 - a) Any amendment to the Technical Team-approved club budget must also be approved by the Technical Team.
- 2) The Financial Director shall be responsible for the keeping of all accounting records with respect to all financial and like transactions of the club.
- 3) The Financial Director shall be responsible for the maintenance of records of:
 - a) All sums of money received and disbursed by the club and the matters with respect to which receipt and disbursement took place;
 - b) All sales and purchases of the club;
 - c) The assets and liabilities of the club;
 - d) Trademarks, copyrights, and other intellectual property
 - e) All other transactions affecting the financial position of the club
- 4) The Financial Director shall be responsible for the security of the financial records of the club.
- 5) The Financial Director shall be responsible for reporting the expenditures of the club's funds in accordance with the budget approved by the Technical Team.
- 6) The Financial Director shall be responsible for the security of the club's property and offices, and overseeing access thereto.

4.3.3 SPONSORSHIP ADMINISTRATOR

- 1) The Sponsorship Administrator reports to the Managing Director.
- 2) The Sponsorship Administrator is in charge of reaching out to external companies to secure sponsorships offering materials, design review, or monetary values.
- 3) The Sponsorship Administrator works closely with the Technical Team to understand what materials are desired.
- 4) The Sponsorship Administrator is responsible for keeping a list of all sponsors including their value, start and end dates, and the company's contact information.
- 5) The Sponsorship Administrator is to maintain a healthy relationship between the club and their company.

4.4 SIGNING OFFICERS

- 1) The Signing Officers of the Club shall be the Technical Directors, the Managing Director, and the Team Captains.
- 2) One (1) Signing Officers' signature shall be required for any expenditure from club funds.

4.5 QUORUM

- 1) The quorum for the Executive Team is two (2).
- 2) The quorum for the Business Team is one (1).

4.6 EXECUTIVE MEETINGS

- 1) An Executive Meeting can be called by anyone in the Executive Team and should be held once a month (amongst regular communication) to discuss the well being of the club.
- 2) The Agenda for an Executive Meeting will depend on the director who calls it and must forward it to the other directors the night before the meeting.
- 3) All the Executive Meetings will be chaired by the Team Captains.

4.7 HOUSE MEETINGS

- 1) There shall be a House Meeting at least once every semester between the Executive Team and Business Team to discuss the affairs of the club.
- 2) The Agenda for a House Meeting will depend on the director who calls it and must forward it to the other directors the night before the meeting.
- 3) All the House Meetings will be chaired by the Managing Director and Team Captain.

4.8 RECALL

- 1) A director/officer may only be recalled by the votes of the remaining four directors against him.
 - a) A recalled director/officer has the right to appeal the affecting decision, where the body of general members may contribute to the vote, using the voting regulations outlined in Section 3.5. Two thirds of the general members must be in favour of the recall for it to proceed.
- 2) A member may only be recalled by the votes of three directors against him.
 - a) A recalled member may have the right to appeal the affecting decision, where the body of the general members may contribute to the vote, using the voting regulations outlined in Section 3.5. Two thirds of the general members must be in favour of the recall for it to proceed.

5. THE TECHNICAL TEAM

5.1 GENERAL

The Technical Team shall be comprised of all:

- 1) Directors
- 2) Divisional Leads
 - a) The Divisional Leads are selected and nominated by the newly appointed Executive Team in consultation with the outgoing Executive Team and all (outgoing and newly appointed) Divisional Leads.
 - b) In case of infirmity, death, resignation, or other form of ineligibility of a lead, the Executive Team will find a replacement at the earliest possible opportunity and until that time, the responsibility of the lead's portfolio rests on the shoulders of the Technical Director.
 - c) The term of a Lead is for a year.
- 3) Sub-Leads
 - a) The Sub-Leads are selected and nominated by the newly appointed Executive Team in consultation with the outgoing Executive Team and all (outgoing and newly appointed) Divisional Leads.
 - b) In case of infirmity, death, resignation, or other form of ineligibility of a sub-lead, the Executive Team will find a replacement at the earliest possible opportunity and until that time, the responsibility of the sub-lead's portfolio rests on the shoulders of the Divisional Lead.
- 4) Members
- 5) Faculty Advisor

5.2 VOTING AND PROXIES

Each Technical Team Position shall have one (1) vote on each question to be decided by the Technical Team, where all Technical Team positions must be filled by registered University of Toronto students.

5.3 MEETINGS

- 1) The Technical Team shall hold a meeting at least once a month during the academic year.
- 2) The Executive Team may call a meeting of the Technical Team, and shall call a meeting within one (1) week of receiving a written request to call such a meeting signed by one half of the Technical Team members.
- 3) Any Member may attend and speak at meetings of the Technical Team, subject to the rules of order.
- 4) The Team Captain shall circulate an agenda to all Technical Team members forty-eight (48) hours or two business days before any meeting of Technical Team.
- 5) Unless its consideration is unanimously approved by the Technical Team, no substantive motion shall be considered other than those on the agenda, or those to clarify motions on the agenda.

5.4 NOTICE OF MEETINGS

Notice of meetings of the Technical Team must be given electronically or in writing to every Technical Team member, signed by the Team Captain at least three (3) days before the time chosen for such a meeting.

5.5 MINUTES

- 1) Minutes of all meetings of the Technical Team shall be kept in accordance with the Bylaws.
- 2) Copies of all Technical Team minutes shall be circulated to all Technical Team members with the agenda for the upcoming meeting of the Technical Team, and be presented at the meeting.

5.6 QUORUM

Quorum of Technical Team meetings shall be 25% all Technical Team members or ten (10) members whichever is less.

5.7 CHAIR

- 1) Technical Team meetings will be chaired by the Technical Director.
- 2) The Chair shall ensure proper procedure during all meetings of the Technical Team.
- 3) In the absence of the Chair, the Chair's place shall be taken by the Team Captain.
- 4) The Chair shall not vote except in cases of a tie, when the Chair shall cast the deciding vote.

5.8 RULES OF ORDER

All Meetings of the Technical Team shall be governed by Knights of the Round Table Rules of Order, provided that these rules of order do not conflict with the procedures outlined in the Bylaws of the club.

6 AMENDMENTS, BYLAWS AND POLICIES

6.1 GENERAL

There shall be three levels of documents specifying the organization of the club:

- 1) Bylaw 1;
- 2) Other Bylaws; and
- 3) Policies

6.2 BYLAW 1

- 1) Bylaw 1 shall specify the fundamental organization of the Club.

- 2) Bylaw 1 may only be amended by:
 - a) A two-thirds vote at a General Meeting; or
 - b) A resolution of the Technical Team.
- 3) In the case of 6.2.2b), such amendment must be approved by a two-thirds vote at:
 - a) A General Meeting called for that purpose; or
 - b) The next Annual General Meeting.
 - c) If such approval has not occurred by the next Annual General Meeting the amendment is struck down and neither it nor any substantially similar amendment may be proposed at a meeting of the Technical Team for one year following the date of the Annual General Meeting.
- 4) Any amendment, repeal, or re-enactment of Chapter 2 (Membership & Fees), Chapter 3 (General Meetings), Chapter 5 (Technical Team), or Chapter 6 (Amendments, Bylaws and Policies) shall be effective only upon the approval thereof by the Technical Team.

6.3 OTHER BYLAWS

- 1) Other Bylaws shall:
 - a) Provide additional order to the organization specified in Bylaw 1; and/or
 - b) Specify the organization of other areas of the club.
- 2) Other Bylaws may only be passed, repealed, or amended by a two-thirds vote of:
 - a) A General Meeting; or
 - b) A meeting of the Technical Team.

6.4 POLICIES

- 1) Policies shall:
 - a) Describe details of the functioning of the club; and
 - b) Provide continuity in the club.
- 2) Policies may only be passed, repealed, or amended by a majority vote of:
 - a) A General Meeting;
 - b) A House Meeting.
- 3) When a policy is passed, repealed, or amended, it shall be noted which governing body of the Club did so (i.e., a General Meeting or the Directors & the Officers).
- 4) Policies passed, repealed, or amended at a General Meeting may only be repealed, reinstated, or amended at another General meeting for a period of one year.
- 5) Policies passed, repealed, or amended at a House Meeting may be repealed, amended, or re-instated at another House Meeting or a General meeting for a period of one year.
- 6) One year after a policy has been passed, repealed, or amended; it may again be amended or repealed as outlined in 6.2.4.