

## Women in Business Association Constitution

### **Article I: Name of Organization**

- 1.1 The official name of the organization will be Women in Business Association.
- 1.2 The Women in Business Association may be referred to by the acronym W.I.B.A.

### **Article II: Purpose**

- 2.1 The purpose of Women in Business Association will be to provide opportunities that offer skills enhancement and foster the development of a professional network to support women embarking on their business careers. Our goal is to engage, support, and empower women with their career aspirations and enhance their university journey.
- 2.2 The Women in Business Association will enhance the educational and social environment of the University of Toronto Scarborough by organizing and hosting events and initiatives focusing on skill enhancement, career success, and developing professional connections with peer students, industry professionals, and alumni.
- 2.3 The Women in Business Association fundamentally serves a non-profit function within the University of Toronto Scarborough, and will not engage in activities that are essentially commercial in nature.
- 2.4 The Women in Business Association operates as an independent entity working within the University of Toronto Scarborough community subject to the values and policies of the University.

### **Article III: Membership**

- 3.1 Membership in Women in Business Association is open to all students, staff, faculty and alumni of the University of Toronto Scarborough. Members who are not from University of Toronto are welcome, however such members do not have the right to nominate, run, and vote in elections and referenda.
- 3.2 The term of membership for the Women in Business Association will be from September 1 – August 31 each year.
- 3.3 Each member shall be afforded the following rights through membership in Women in Business Association:
  - 3.3.1 The right to participate and vote in group elections and meetings;
  - 3.3.2 The right to communicate, discuss and explore all ideas;

3.3.3 The right to organize/engage in activities/events that are reasonable and lawful;

3.3.4 The right to freedom from discrimination on the basis of sex, race, religion, or sexual orientation;

3.3.5 The right to be free from censorship, control, or interference by the University on the basis of the organization's philosophy, beliefs, interests or opinions unless and until these lead to activities which are illegal or which infringe on the rights and freedoms already mentioned above;

3.3.6 The right to distribute on campus, in a responsible way, published material provided that it is not unlawful;

3.4 Each member shall possess the following responsibilities relative to participation in Women in Business Association:

3.4.1 Support the purpose of the organization;

3.4.2 Uphold the values of the organization;

3.4.3 Contribute constructively to the programs and activities offered by the organization;

3.4.4 Attend general meetings;

3.4.5 Abide by the constitution and subsequent official organizational documents;

3.4.6 Respect the rights of peers and fellow members;

3.4.7 Abide by University of Toronto policies, procedures, and guidelines;

3.4.8 Abide by the Laws of the Land, including but not limited to the Criminal Code of Canada.

3.5 The Women in Business Association will not collect a mandatory membership fee from each member each year.

3.6 The Women in Business Association values and respects the personal information of its members. The Women in Business Association secures its member's information at all times and will not supply names or other confidential information to third-parties.

3.7 The Women in Business Association will protect the privacy of member information and must use it only for the delivery of service and not for commercial gain.

3.8 The process for becoming a member of Women in Business Association is as follows:

3.8.1 In the beginning of Fall 2023, we will release a short form during booting and on LinkedIn and on our social media platforms that will ask students to fill in details including their name, UofT email, program of study, and year of study.

3.8.2 They will become a member of Women in Business Association for the academic year after completing this form and will also be added to our Slack Membership Platform to receive announcements and updates on our events/initiatives.

#### **Article IV: Executive**

4.1 The executives of the organization shall include Co-Presidents, Vice President of Operations, Vice President of Marketing, Vice-President of Strategic Initiatives, Vice-President of Finance, Vice-President of Community Relations, Director of Marketing, Director of Corporate Relations, and Director of Events.

4.2 The broad responsibilities of each executive position are as follows:

4.2.1 Co-President is the official spokesperson of the organization and will provide direction for all components of the organization in a manner consistent with the organization's constitution and policies.

4.2.2. Vice President of Operations will enhance the internal communications of the club by scheduling meetings and taking meeting notes, and will lead the logistical planning of all events and initiatives including room-booking, looking for catering and arranging any IT equipment.

4.2.3 Vice President of Marketing will lead the conceptualization and development of promotional materials for WIBA events and initiatives. They will also aim to grow WIBA's online social platforms through engagement and connection with audience members and clubs. They will assist the VP of Community Relations to relay personal/professional development opportunities to members through Slack membership platform. Additionally, they will create a detailed calendar for content creation and posting.

4.2.4 Vice President of Strategic Initiatives must consult with the Co-Presidents to develop and organize events that align with WIBA's vision and the university community's needs. The Vice President of Strategic Initiatives will also facilitate and carry WIBA's events with help of Co-Presidents and Events Directors.

4.2.5 Vice President of Finance will oversee the club finances such as manage the bank account and work alongside the Co-Presidents, VP of Strategic Initiatives and VP of Operations to create a budget, apply for funds from the Department of Management as well as complete a mid-term Accountability report and end of the year Accountability report to report expenses to the Department of Management.

4.2.6 Vice-President of Community Relations will oversee, student, faculty and employer relations by supporting collaborations with the Department of Management and students groups at UofT while also building and maintaining relationship WIBA's alumni and industry

professionals connections and discuss opportunities for support and engagement. The Vice President of Community Relations will also obtain sponsors for WIBA's events and initiatives. The Vice-President of Community Relations will also facilitate the management of bothing activities including interactive activities and promotional merchandise.

4.2.5 Director of Events will carry out all preparations for WIBA's events and initiatives including finalizing topics of discussion, obtaining guest speakers and facilitators, creating event schedules, and compiling content into presentations.

4.2.6 Director of Corporate Relations will reach out to and maintain connections with students, alumni, and industry professionals to invite as speakers and facilitators at WIBA's events and initiatives. The Director of Corporate Relations will also assist the Vice President of Community Relations in creating a sponsorship package.

4.2.7 Director of Marketing will create promotional materials for WIBA's events and initiatives and create graphics for WIBA's website, in alignment with our brand image. Director of Marketing will also brainstorm and implement innovative ideas to increase community engagement.

4.3 Only student members of the organization may hold executive positions.

4.4 The executive positions collectively will form the Executive Team that acts as the primary steward of the organization.

4.4.1 There shall also be an Executive Committee composed of the Faculty Advisor, Co-Presidents, Vice President of Operations, Vice President of Strategic Initiatives and Vice President of Community Relations, Vice President of Finance, and Vice President of Marketing.

4.5 The Executive Team is collectively responsible for the day-to-day decision making of the organization including but not limited to monitoring finances, event planning and execution, member services, and advocating on behalf of members to Administration and student government.

4.6 This Team cannot make amendments to the constitution without the approval of the general membership at a valid general meeting.

4.7 The term of each executive will last from May 1 following their election to April 30 of the following year.

4.8 Any executive of the organization may resign, provided that such resignation is made in writing and delivered to the Co-Presidents. Unless any such resignation is, by its terms, effective on a later date, it shall be effective on delivery to the Co-Presidents, and no ratification by the organization shall be required to make the resignation official.

4.9 Any vacancy of executives shall be filled by the Co-Presidents or designate of the organization until such a time where a by-election is held, a permanent appointment occurs, or a hiring process is conducted.

4.10 If one of the Co-Presidents resign, notice of such resignation must be submitted in writing and delivered to the Executive Committee at a valid executive meeting. Unless any such resignation is, by its terms, effective on a later date, it shall be effective on delivery to the Executive Team, and no ratification by the organization shall be required to make the resignation official.

4.11 Any vacancy of the Co-Presidents shall be filled by another Executive Team member appointed by a simple and clear majority of the Executive Team until such a time where a by-election is held, a permanent appointment occurs, or a hiring process is conducted.

4.12 Men are also eligible to become executive members of the Women in Business Association, provided they meet the necessary qualifications and uphold the values of the organization.

## **Article V: Removal of Members and Executives**

5.1 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:

5.1.1 A member or executive has engaged in unlawful actions or activities;

5.1.2 A member or executive has violated the constitution;

5.1.3 A member or executive has violated University of Toronto policies, procedures, or guidelines;

5.1.4 A member or executive has violated the rights of a fellow member;

5.1.5 A member or executive has not fulfilled their organizational responsibilities;

5.1.6 Other criteria deemed to be appropriate by the Executive Committee in consultation with and approved by a majority of the general membership.

5.2 The process for removing a member or executive may also be initiated when:

5.2.1 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.

5.2.2 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.

5.3 The removal of members and executives will be facilitated by a three tier procedure which operates as follows:

5.3.1 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.

5.3.2 Second Tier:

- Initiated because the member or executive has violated section 5.1 after receiving a first tier warning relative to a particular action or behavior.
- The Co-Presidents with the consultation of the Faculty Advisor 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 Co-Presidents 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 Co-Presidents' written response to demonstrate progress or correction of behavior.

5.3.3 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.

## **Article VI: Finances**

6.1 The funds of the organization shall be expended pursuant to the operating budget approved by the Executive Committee.

6.2 Notwithstanding section 6.1, the executive committee may not approve any unbudgeted expenditure of the organization's funds above \$50.00 without valid reason for occurrence agreed upon by a majority of executives.

6.3 All Budgets shall be prepared by the Co-Presidents and Vice President of Finance in accordance with the organization's priorities as determined by the executive team and committee.

6.4 The Co-Presidents and Vice President of Finance shall present a proposed operating budget for the next fiscal period to the Executive Team and Committee for its consideration at the year-end meeting.

6.5 The operating budget shall be the major budget for the fiscal period and provide for all expenditures of the organization for the subsequent period.

6.6 The operating budget shall be approved by a majority vote of executive team and committee members present and voting at the year-end meeting.

6.7 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.

6.8 The Co-Presidents, the Vice President of Finance, and only in special circumstances the Vice-President of Operations shall be the sole signing authorities of banking instruments for the organization.

6.9 Women in Business Association will ensure that proper and accurate financial records are maintained and passed on to incoming executives following each year's elections.

6.10 Women in Business Association will accept full financial and production responsibility for all activities it sponsors, plans, or executes.

## **Article VII: General Meetings**

7.1 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.

7.2 General meetings will be facilitated by a Chairperson selected by the executive team from the executive team. The Chairperson shall be responsible for:

7.2.1 Formulating and distributing an agenda for each meeting no later than two (2) days before the meeting;

7.2.2 Ensuring appropriate conduct and leading the meeting in an efficient, reasonable manner;

7.2.3 Moderating the discussion at meetings according to the agenda;

7.2.4 Suspending members from participating in meetings for constitutional or procedural violations.

7.3 The procedure at meetings of members shall be governed in accordance with the process outlined in Appendix A.

7.4 There shall be a minimum of one (1) general meeting held every two years as per year of membership. 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.

7.5 General meetings may be called to order by the Co-Presidents, through a petition signed by two (2) executive members, or by a petition signed by five (5) non-executive general members.

7.6 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.

7.7 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.

7.8 All executives are expected to make brief progress reports on their activities at every general meeting.

7.9 Minutes of all general meetings must be recorded and maintained for reference purposes.

7.10 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.

7.11 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.

7.12 Any question at a valid general meeting shall be decided by a show of hands.

7.13 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.

7.14 In case of an equality of votes at a valid general meeting, the Chairperson of the meeting shall have the deciding vote.



7.15 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.

### **Article VIII: Executive Meetings**

8.1 The purpose of executive meetings is to provide a forum for the organization's executives to discuss and make decisions on day-to-day matters affecting the organization.

8.2 Executive meetings will be facilitated by the Co-Presidents of the organization. The Co-Presidents shall be responsible for:

8.2.1 Formulating and distributing an agenda for each meeting;

8.2.2 Ensuring appropriate conduct and leading the meeting in an efficient, reasonable manner;

8.2.3 Moderating the discussion at meetings according to the agenda;

8.3 There shall be a minimum of one (1) executive meeting held every four months during the period September 1 to April 30. The date of each subsequent executive meeting will be confirmed at the preceding meeting and will be reiterated to executives via email a minimum of two (2) calendar days prior to the meeting.

8.4 The frequency of executive meetings occurring between May 1 and August 31 will be left to the discretion of the executive committee.

8.5 Executive meetings may be called to order by the Co-Presidents or through a petition signed by two (2) executive members.

8.6 Executive meetings are restricted to executive members and the Faculty Advisor only. Quorum will be established by the presence of a simple and clear majority of the total executives for the organization.

8.7 Minutes of all executive meetings must be recorded and maintained for reference purposes.

8.8 Executives must notify the Co-Presidents a minimum of twenty-four (24) hours before an executive meeting to inform them of new business they wish to discuss. The Co-Presidents will then add the discussion item to the agenda.

8.9 Each executive member of the organization shall be entitled to one (1) vote at a valid executive meeting.

8.10 Any question at an Executive Meeting shall be decided by a show of hands.

8.11 Whenever a vote by show of hands occurs, a declaration by the President that the vote has been carried, carried by a particular majority, or failed shall be recorded in the minutes of the meeting.

8.12 In case of an equality of votes at an Executive Meeting, the motion will be recorded as having failed.

8.13 The Co-Presidents may, with the consent of the majority of executives, decide to adjourn these meetings from time to time.

### **Article IX: Emergency Meetings**

9.1 Emergency meetings can be called for extenuating or unforeseen circumstances that may arise from time to time.

9.2 These meetings must abide the respective rules outlined in sections VII and VIII depending on the nature of the meeting.

9.3 Notice of these meetings must be provided a minimum of 24 hours in advance through email.

9.4 Less notice for emergency meetings may be provided at the discretion of the Co-Presidents in agreement with a minimum of two (2) executive members.

### **Article X: Elections**

10.1 Executive elections will be held prior to March 31 each year.

10.2 Candidates for executive positions shall be selected through an application process subject to meeting a set of minimum qualifications for holding a particular position. These qualifications will be established by the outgoing executive team each year prior to the commencement of the application submission period.

10.3 Only University members who meet the minimum qualifications to hold an executive position shall be permitted to participate in an election and hold executive positions.

10.4 All screening of candidates will be conducted by a committee comprised of a maximum of three executive members who will assess each candidate's qualifications against pre-established criteria for holding the positions.

10.5 Notification of the acceptance of applications for executive positions will be sent via email to all general members a minimum of ten (10) calendar days prior to the general or executive meeting at which the election will be held.

10.6 All application periods must commence a minimum of fourteen (14) calendar days prior to the general or executive meeting at which appointment will be held. The application period must end a minimum of seven (7) days prior to the general or executive meeting at which the appointment will be held.

10.8 Elections shall be conducted by discussion amongst the applicable executive members.

10.11 Final results of the election must be presented to the membership for ratification of the process only. The results themselves should not be brought into question; only the process through which these results were tabulated.

10.12 If an error in the process is found, the election and appointment should be re-held at the final General or Executive Meeting with a new election process.

10.13 Candidates who run for a position unopposed must receive a simple and clear majority of the total eligible votes at a valid general meeting or executive meeting in which an election is held to be declared the winner of that election.

## **Article XI: Amendments**

11.1 The organization may make, amend or repeal the constitution or certain sections therein.

11.2 Notice of a meeting called to consider such a resolution shall be given as follows:

11.2.1 Notice of the full text of the proposed constitutional amendment shall be given to each member at least fourteen (14) days prior to the date of the meeting called to consider the change;

11.2.2 A summary of the rationale for the proposed amendment shall be given to each member at least fourteen (14) days prior to the date of the meeting called to consider the change.

11.3 Amendments to the constitution require the approval of two-thirds of the members present at a valid general meeting (a general meeting that has achieved quorum).

11.4 The general membership must have the final say on amendments to the constitution.

## **Article XII: Transition**

12.1 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.

12.2 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.

12.3 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.

### **Article XIII: Emergency Powers**

13.1 In the case of extenuating circumstances, the executive shall be afforded the ability to act without direction from the organization's members.

13.2 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.

13.3 Emergency powers may only be used for such a period of time as is needed to address an extenuating circumstance.

13.4 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.

### **Article XIV: Food Handling on Campus**

14.1 Women in Business Association 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.

### **Article XV: Precedence of University Policies**

15.1 Women in Business Association will abide by all pertinent University of Toronto policies, procedures, and guidelines. Where the University's policies, procedures, and guidelines conflict with those of Women in Business Association the University's policies, procedures, and guidelines will take precedent.

### **Article XVI: Legal Liability**

16.1 The University of Toronto Scarborough does not endorse the Women in Business Association's beliefs or philosophy nor does it assume legal liability for the group's activities on or off campus.

### **Article XVII: Banking**

17.1 Women in Business Association 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.

## Appendix A: General Meeting Rules of Order

### I. Call to Order

1. The Chairperson may call the meeting to order only if a quorum of executives and non-executive general members is present in person. If a quorum does not exist, the meeting is not qualified to conduct business. A general member may not appear by proxy or mail ballot.
2. The meeting must be open to all applicable general members. General members must receive notice of the meeting in accordance with, the constitution.

### II. Review of the Agenda

1. The first draft of the agenda is prepared by the chairperson prior to the meeting. Agenda items should ordinarily appear in the order set forth in these rules of order.
2. The agenda belongs to all general members. The agenda may be modified only by a majority vote. This power should only be used when necessary as proper functioning of meetings and the organization requires advance planning.
3. At this point in the agenda, general members may add or delete items from the agenda and may change the order of presentation.
4. When possible, changes to the agenda should be done by acquiescence of all general members. Formal voting on the agenda is only necessary where it appears to the chairperson that there is a disagreement.

### III. Approval of Previous Minutes

1. The minutes need not be read aloud but they should be entered into the organization's official minute ledger upon approval by the general membership.
2. The minutes are prepared by either the secretary or some other individual appointed by the executive team to act as recording secretary. Any general member may suggest changes to the minutes before the general membership adopts them. The suggested changes should be set forth in the minutes for the record, and then the general membership should adopt or reject such changes.
3. Minutes should state precisely each motion considered by the general membership, and identify the general members voting in favor, against, or abstaining, and whether the motion was carried. Minutes need not reflect the comments made except in those instances when the member desires to make his/her comments recorded.

4. When possible, changes to the minutes and adoption of the minutes should be done by acquiescence of all general members. Formal voting on the minutes is only necessary where it appears to the Chairperson that there is a disagreement.

#### IV. Executive Reports

1. Executives may report their findings or recommendations to the general membership at this point of the agenda.
2. The full report should be presented and then general members, in turn, may ask questions or comment. It is not appropriate to make motions or discuss items of business during this portion of the meeting.
3. This time should also be used for any presentations to be made to the general membership.

#### V. Open Forum

1. It is the custom and practice of most organizations to allow general members an open forum to ask questions and speak about their concerns to an executive after a report has been provided.
2. Strict time limitations should be imposed by the Chairperson and these limitations must be enforced. Each general member should address the Chairperson regarding an issue and must speak courteously and to the point.

#### VI. Old and New Business

1. All items that were tabled during previous meetings must be revisited during the business portion of the agenda occurring after executive reports.
2. The general membership may vote to postpone consideration of any old business or it may remove any item from consideration.
3. Except in the case of emergency business, all new items of business are heard only after all of the old items have been addressed by the general membership.
4. All business must be conducted in the form of motions or resolutions adopted by a vote of the general membership.

#### VII. Motions and Deliberations

1. When an item of business is to be discussed, the Chairperson announces the item to be discussed and opens the floor to discussion.
2. No general member may speak until recognized by the Chairperson. No general member may interrupt the speaker who has the floor.
3. The Chairperson may impose reasonable time limitations. All time limitations must be uniformly imposed upon all of the general members. The speaker shall be given a one-minute warning before time runs out. By vote of a majority of the general membership, time limits may be extended.
4. The Chairperson is to recognize each general member in turn. Discussion shall be limited to the item of business at hand, and the Chairperson shall have the authority to take the floor from a speaker who does not limit discussion to the item of business at hand.
5. No general member may speak to an issue for a second time until all other general members have had the opportunity to speak to it for the first time. Likewise, no general member may speak to an issue for a third time until all other general members have had the opportunity to speak to it for a second time.
6. When it appears to the Chairperson that all general members have had the opportunity to fully discuss the matter at hand, the Chair should announce that the item of business is ready for a vote.

## VIII. Voting

1. There are 3 basic motions for each item of business:
  - A motion to adopt a specific action by the board.
  - A motion to postpone the item to another meeting (including fact-finding assignments to a person or committee).
  - A motion to remove an item from consideration
2. The general membership is limited to discussing one item of business at a time, but there are no limits to the number of motions that may be considered as to how to dispose of that item of business.
3. After the general membership has had the opportunity to discuss each motion presented for consideration, the Chairperson will call each motion presented to a vote.
4. The fact that a motion has been adopted or failed does not prevent the item of business from being added to the agenda in the future and all motions may be reconsidered at any time by the general membership.

