

## **Constitution of Trenchcoat Labs**

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

- 1.1. The official name of the recognized student group is “Trenchcoat Labs”
- 1.2. The official abbreviation of the group is “TC Labs”
- 1.3. The purpose, objectives, mission, and/or mandate of this organization is to (1) bring together individuals who are passionate about or simply interested in Silicon Valley’s technology start-up ecosystem, (2) by providing undergraduate students, in all programs at the University of Toronto, an opportunity to not only learn, but also apply programming practices in these start-up environments; this is done through (3) practical projects, mentorship programs, and open-source contributions, where students are enabled to connect, experience, and apply their skills to not only further their knowledge, but also gain real-world experience in their desired field of interest.

### **2. Article Two – Membership and Membership Fee**

- 2.1. The group shall maintain a list of group members.
- 2.2. Voting membership is available to all registered students at the University of Toronto.
- 2.3. Voting membership is available *only* to registered students at 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 Three – Rights of Members**

- 3.1. If a membership fee is instated, 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 non-voting members have a right to attend all general meetings of members.
- 3.4. All voting members have a right to attend all general meetings of voting members.
- 3.5. All voting members have a right to cast a vote at all general meetings of voting members.
- 3.6. All voting members have a right to stand for Executive election.

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

#### **4. Article Four – Executive Committee**

- 4.1. The term for all positions on the Executive Committee shall be from May 1<sup>st</sup> to April 30<sup>th</sup>.
- 4.2. The Executive Committee shall be comprised of five (5) voting members.
- 4.3. All voting members of the Executive Committee must be currently registered students at the University of Toronto.
- 4.4. Non-voting members may hold only non-voting positions on the Executive Committee.
- 4.5. If approved through majority vote by the presiding Executive Committee, non-voting members may hold only non-voting positions on the Executive Committee.
- 4.6. 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.
- 4.7. Persons holding non-voting positions on the Executive Committee cannot serve as an officer, financial authority, signing authority, primary contact, or secondary contact.
- 4.8. The Executive Committee may appoint Directors or Coordinators for various committees who do not hold executive decision-making authority and are not eligible to cast vote at meetings of the Executive Committee.

#### **5. Article Five – Executive Committee Composition and Duties**

- 5.1. The President/Chief Executive Officer shall:
  - 5.1.1. Be eligible to cast votes at meetings of the Executive Committee,
  - 5.1.2. Oversee the operations, management, and success of the group,
  - 5.1.3. Serve as spokesperson for the group,
  - 5.1.4. Hold signing and financial authority along with the Treasurer,
  - 5.1.5. Preside over meetings of the Executive Committee and/or members,
  - 5.1.6. Ensure a transition of office from one Chief Executive Officer to the next.
- 5.2. The Vice President/Chief Operating Officer shall:
  - 5.2.1. Be eligible to cast votes at meetings of the Executive Committee,
  - 5.2.2. Assume the duties of the President/Chief Executive Officer in their absence,
  - 5.2.3. Ensure activities of the club comply with the policies of the University of Toronto,
  - 5.2.4. Coordinate organizational recruitment efforts,

- 5.2.5. Serve as the primary overseer to the operations of the group of voting members.
- 5.3. Secretary/Director of Operations shall:
  - 5.3.1. Be eligible to cast votes at meetings of the Executive Committee,
  - 5.3.2. Maintain a list of group members,
  - 5.3.3. Maintain the group website and member contact list,
  - 5.3.4. Record notes and motions for meetings,
  - 5.3.5. Notify all members of general meetings.
- 5.4. Treasurer/Director of Finance shall:
  - 5.4.1. Be eligible to cast votes as meetings of the Executive Committee,
  - 5.4.2. Record all financial transaction of the group,
  - 5.4.3. Hold signing and financial authority along with the President/Chief Executive Officer,
  - 5.4.4. Maintain a budget of income and expenses,
  - 5.4.5. Advise members on the financial position of the group,
  - 5.4.6. Prepare an annual budget for the group.
- 5.5. Director of External Relations Lead shall:
  - 5.5.1. Be eligible to cast votes at meetings of the Executive Committee,
  - 5.5.2. Communicate with financial sponsors, other clubs, and the student union.

## **6. Article Six – Elections**

- 6.1. All voting positions on the Executive Committee shall be filled through an annual election.
- 6.2. All voting group members shall be eligible both to seek nomination and cast a ballot for each voting position.
- 6.3. All non-voting group members shall be eligible to seek nomination only for non-voting positions on the Executive Committee.
- 6.4. Non-voting group members shall *not* be eligible to cast a ballot for any elected position.
- 6.5. The nominee winning the plurality of votes cast in the election for each position shall be deemed the winner.
- 6.6. 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.
- 6.7. Elections must be held in a non-biased manner. No individual who is seeking election pay participate in planning or administering the election.
- 6.8. For all unfilled positions, the remaining officers will share the duties and responsibilities until someone can be found to fulfill the position(s) through a by-election and vote of simple majority (50%+1).

## **7. Article Seven – Finances**

- 7.1. The Treasurer/Chief Financial Officer shall keep an active record of income and expenses.
- 7.2. The Treasurer/Chief Financial Officer shall present the group's updates on the group's financial position at annual general meetings.
- 7.3. The Executive Committee must approve all administrative expenditures over \$100 CAD through a majority vote at a meeting of the Executive Committee.
- 7.4. The group may not engage in activities that are essentially commercial in nature.
- 7.5. The group will not provide services and goods at a profit, when that profit is used for purposes other than those of the group.
- 7.6. The group will not pay salaries to any of its officers.

## **8. Article Eights – Meetings**

- 8.1. The Executive Committee shall meet monthly. The quorum for Executive Committee meetings shall be 50%+1 of the voting members of the Executive Committee.
- 8.2. 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.
- 8.3. The Executive Committee must announce the date of a general meeting to the general membership at least one (1) week prior to the date of the meeting.

## **9. Article Nine – Termination of Membership**

- 9.1. 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, breach of club privacy agreements, or failure to sufficiently fulfill the obligations of their role as were made clear to them upon their instatement.
- 9.2. A vote to revoke membership must be held at a meeting of the Executive Committee.
- 9.3. A two-thirds majority of the Executive Committee is required to approve any motion to revoke membership.
- 9.4. 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.

- 9.5. Executive members can be terminated through a unanimous vote buy the Executive Committee. Such a vote can be called at any time by any Executive members.
- 9.6. Any member facing removal shall have the right to appeal the decision of the Executive Committee to the general membership.
- 9.7. In the case of an appeal, a majority vote at a meeting of the general membership shall be required to overturn the decision of the Executive Committee.

## **10. Article Ten – Amendments**

- 10.1. All constitutional amendments shall require a 2/3 majority vote to be passed at a general membership meeting.
- 10.2. All voting members may propose and vote on amendments to the constitution.
- 10.3. 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.
- 10.4. 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.