## Constitution & Bylaws

**UR Pride Centre for Sexuality and Gender Diversity Inc.**

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<th><strong>Date written:</strong></th>
<th>October 8&lt;sup&gt;th&lt;/sup&gt; 2017</th>
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<tr>
<td><strong>Date presented:</strong></td>
<td>October 30&lt;sup&gt;th&lt;/sup&gt; 2017</td>
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Constitution

Article I. Name

1.1 The name of the organization is UR Pride Centre for Sexuality and Gender Diversity Inc.

Article II. Mission Statement

2.1 Our mission is to set the foundation for a safer, healthier, and more vibrant community for sexually and gender diverse people in the City and University of Regina.

Article III. Mandate

3.1 Our Mandate is:
   a) To provide and promote health, wellness, and social support for sexually and gender diverse people on campus and throughout the City;
   b) To promote an intergenerational community of sexually and gender diverse people on campus and throughout the City;
   c) To advocate for the safety and equitable inclusion of sexually and gender diverse people on campus and throughout the City; and
   d) To provide avenues for sexually and gender diverse students to expand their skills and explore new leadership opportunities.

Article IV. Vision Statement

4.1 We envision:
   a) A community where people are free from marginalization and social and political prejudice because of their sexual and/or gender identities;
   b) A healthy and positive queer community where there are opportunities for social interactions in safer, inclusive and comfortable spaces;
   c) A Canada-wide queer university community that shares resources; and
   d) A community where all people have access to educating themselves on queer issues to alleviate discrimination driven by ignorance.
Article V. **Value Statement**

5.1 We believe:

a) In supporting our community through an anti-oppressive framework;
b) That the health of the people in the community is important;
c) In equality, fairness, social equity, respect and social acceptance regardless of social circumstances;
d) That everyone should have access to a safer and supportive environment;
e) In consent as an essential part of social interaction;
f) In freedom of choice;
g) In informed, constructive social criticism;
h) In promoting relevant social issues; and
i) In informed healthy choices.
By-Laws

Article VI. Definitions

6.1 “UR Pride” will refer to UR Pride Centre for Sexuality & Gender Diversity Inc.;
6.2 “University” will refer to the University of Regina;
6.3 “Federated Colleges” will refer to Luther College, Campion College and the First Nations University;
6.4 “Membership” will refer to all four (4) classes of members;
6.5 “Student” will refer to any current part-time or full-time student of the University of Regina;
6.6 “Alumni” will refer to an alumni of the University of Regina;
6.7 “Student Union” will refer to the University of Regina Student’s Union;
6.8 “Non-Profit Act” will refer to the Non-Profit Corporations Act of Saskatchewan;
6.9 “E-motion” will refer to electronic motions;

Article VII. Membership

7.1 Membership Classes: There shall be four (4) classes of membership:

7.1.1 Student Membership: Any student enrolled at the University who has paid the designated fee.
   a) The designated fee is the appropriate Student Fee as described by the Student Union.

7.1.2 Faculty/Staff Membership: Any faculty member or staff member who has paid the designated fee.
   a) The designated fee is $10.00.

7.1.3 Alumni Membership: Any alumni who has paid the designated fee.
   a) The designated fee is $10.00.

7.1.4 Community Membership: Any person who is a resident of Regina who has paid the designated fee.
   a) The designated fee is $15.00.

7.2 Membership Status: A member shall be considered in good standing if the following conditions are met:
   a) The member has paid their designated fee;
   b) The member has not been the subject of an Expulsion Meeting, as described in section 7.7.

7.3 Membership Length: Depending on class, memberships will be issued on a semester or annual basis.
7.3.1 Student memberships will renew at the beginning of the Fall and Winter semester.
7.3.2 Faculty/Staff memberships will be valid from the fee payment date until the next Annual General Meeting.
7.3.3 Alumni memberships will be valid from the fee payment date until the next Annual General Meeting.
7.3.4 Community memberships will be valid from the fee payment date until the next Annual General Meeting.

7.4 **Opt-Out:** Any Student Member has the right to opt-out of the designated fee by written request addressed to the Chair of the Board.

- **7.4.1** The student will be reimbursed by cheque as soon as possible, no later than 7 days from the written request.
- **7.4.2** The student will cease to be a member as soon as the written request has been submitted to the Chair of the Board.

7.5 **Waived Fees:** Any Faculty/Staff, Alumni or Community membership designated fee can be waived with at least 5 hours of volunteer service with UR Pride.

7.6 **Rights of Members:**

- **7.6.1** Any Student Member in good standing shall:
  - a) Be eligible to vote on any motion at a General Meeting;
  - b) Be appointed up to (3) proxies for each General Meeting;
  - c) Be eligible to run for and hold a seat on the Board of Directors.

- **7.6.2** Any Faculty/Staff Member, Alumni Member or Community Member in good standing shall:
  - a) Be eligible to vote on any motion at a General Meeting; and
  - b) Be eligible to run for and hold a seat on the Board of Directors.

7.7 **Expulsion of Members:**

- **7.7.1** The Board of Directors, or their designate, shall endeavor to assist in the informal resolution of any issues leading to a call for the expulsion of a member.

- **7.7.2** If informal means do not satisfactorily resolve such issues, the Board of Directors, or their designate, may call an Expulsion Meeting.

- **7.7.3** The Board of Directors, or their designate, may temporarily suspend a member’s right to attend meetings and other functions of UR Pride pending the expulsion meeting.

- **7.7.4** The Board of Directors, or their designate, must give to the membership, two weeks notice of an Expulsion Meeting by means of a Posting on the UR Pride Campus Bulletin Boards, and on the UR Pride website.

- **7.7.5** The Board of Directors, or their designate, must give the member in question, two weeks notice of the Expulsion Meeting in writing.

- **7.7.6** The member in question will be given the opportunity for defense and/or rebuttal at the Expulsion Meeting.
7.7.7 A member can only be expelled by a two thirds (2/3) majority vote of all members in attendance at the Expulsion Meeting.
7.7.8 Appropriate reason(s) for Expulsion include, but are not limited to, any conduct that endangers the physical or emotional health and safety of fellow members (e.g. “outing” other members; verbal, physical or sexual harassment or assault, etc.)

Article VIII. General Meetings

8.1 Annual General Meetings (AGM):
8.1.1 An AGM shall be held at least once per year, in accordance with the Non-Profit Act, within 90 days of the fiscal year end.
8.1.2 Members shall be notified of the AGM with at least two (2) weeks notice.
   a) Notice will be made by posting information regarding the AGM on the UR Pride Campus Bulletin Boards, on the UR Pride website, and/or through the UR Pride e-mail newsletter.
   b) All notices regarding the AGM shall include the date, time, location and business to be conducted.
8.1.3 Business to be conducted at each AGM will constitute, at minimum, the following:
   a) Presentation of reports on the work of UR Pride to the membership;
   b) Presentation and adoption of Financial Statements to the membership;
   c) Election of new board members;
   d) Waiving of the audit and/or review of the Financial Statements of the following fiscal year or appointment of an auditor and/or reviewer of the Financial Statements of the following fiscal year.

8.2 Special General Meetings (SGM):
8.2.1 Any ten (10) Student and/or Faculty/Staff Members can request an SGM with written notice to the Chair of the Board of Directors.
8.2.2 Any fifteen (15) Alumni and/or Community Members can request an SGM with written notice to the Chair of the Board of Directors.
8.2.3 Any fifteen (15) Members can request an SGM with written notice to the Chair of the Board of Directors, as long as at least 50% plus one of the Members are Student and/or Faculty/Staff Members.
8.2.4 An SGM must take place with 90 days of receipt of a written notice.

8.3 Quorum:
8.3.1 Attendance of at least fifteen (15) members will constitute quorum at any AGM.
8.3.2 Attendance of at least twenty (20) members will constitute quorum at any SGM.

8.4 Chair: If the Chair or Vice-Chair is not present at any General Meeting, the meeting will elect a Chair for the purposes of that meeting only.
8.5 **Elections:** The Election of Directors shall take place at the Annual General Meeting.

8.6 **Proxies:** Every Member entitled to vote at a meeting of the Membership may, by the means of proxy, appoint a Student Member as their nominee to attend and act at the meeting to the extent and with the power conferred by the proxy.

8.6.1 The proxy shall be provided to the Executive Director using a form provided to the membership completed by the member. The proxy form shall, at minimum, contain:

a) Their printed name;

b) Their signature;

c) The name of the Student Member being authorized to exercise their vote; and

d) The date of the meeting for which the proxy will be valid.

8.6.2 All proxies must be provided to the Chair of the Board no later than twenty-four (24) hours before the appointed time of the meeting.

8.6.3 Student Members may hold up to three (3) proxies for any one General Meeting.

**Article IX. Board of Directors**

9.1 **Number:** There shall be a minimum of seven (7) and a maximum of 22 Directors.

9.1.1 At least 51% of all Directors must be Student Members.

a) In the chance that a Director’s resignation causes the Board of Directors to be comprised of less than 51% Student Members, no other Directors may be appointed to the Board during the fiscal period who is not a Student Member.

9.2 **Composition:** In order to ensure accurate diversity across the UR Pride Board, there will be the following positions:

9.2.1 *One (1) Faculty of Arts Director:* a Student Member who is enrolled in the Faculty of Arts;

9.2.2 *One (1) Faculty of Business Administration Director:* a Student Member who is enrolled in the Faculty of Business Administration;

9.2.3 *One (1) Faculty of Education Director:* a Student Member who is enrolled in the Faculty of Education;

9.2.4 *One (1) Faculty of Engineering Director:* a Student Member who is enrolled in the Faculty of Engineering;

9.2.5 *One (1) Faculty of Media, Art & Performance Director:* a Student Member who is enrolled in the Faculty of Media, Art & Performance;

9.2.6 *One (1) Faculty of Kinesiology and Health Studies Director:* a Student Member who is enrolled in the Faculty of Kinesiology and Health Studies;

9.2.7 *One (1) Faculty of Science Director:* a Student Member who is enrolled in the Faculty of Science;

9.2.8 *One (1) Faculty of Social Work Director:* a Student Member who is enrolled in the Faculty of Social Work;
9.2.9 One (1) First Nations University Director: a Student Member who is enrolled at the First Nations University;

9.2.10 One (1) Luther College Director: a Student Member who is enrolled at Luther College;

9.2.11 One (1) Campion College Director: a Student Member who is enrolled at Campion College;

9.2.12 One (1) International Students’ Director: a Student Member who is an International Student at the University;

9.2.13 One (1) Indigenous Students’ Director: a Student Member who is enrolled at the University or Federated Colleges who self-identifies as Indigenous;

9.2.14 One (1) Faculty of Graduate Studies & Research Director: a Student Member who is enrolled in the Faculty of Graduate Studies & Research;

9.2.15 One (1) Faculty/Staff Director: a Faculty/Staff Member of the University;

9.2.16 Seven (7) General Directors: a Student, Faculty/Staff, Alumni or Community Member.

9.3 Federated Colleges: Any Student Member who is enrolled in a Federated College may hold a position in 9.2 that is equivalent to their Federated College program.

9.4 Term: The term of office for a Director shall be two (2) years, unless section 9.4.1a applies.

9.4.1 If the Director in question was elected as an Executive during the second year of their term, the term may be extended to allow them to serve the entirety of their Executive term.

9.4.2 Directors may serve up to a maximum of three (3) consecutive terms, no matter their membership class, by re-election at the Annual General Meeting for each new term.

9.5 Elections: The election of new Directors shall take place each year at the Annual General Meeting.

9.5.1 The election of up to ten (10) Director positions shall take place at an Annual General Meeting, with the remaining ten (10) Director positions which shall be elected at the following Annual General Meeting to ensure that there are alternating terms.

9.5.1a In the case of an entirely new Board, at least 50% of to-be-elected Director positions will last a term of one (1) year. The term length will be determined by a random draw of each position up for election, where the first 50% of positions pulled will be one (1) year terms.

9.5.2 A candidate may put their name forward for one (1) Designated Position and one (1) General Director position.

9.5.3 The election for the 13 designated positions is to take place first during a General Meeting, in the order in which they appear in Section 9.2. The successful candidates will then be stricken from the list of General Director candidates, and the election for the seven (7) General Director positions will take place.
9.5.4 In the case where there is a number of candidates that is equal to or lesser than the number of positions available for each composition type, a vote of confidence will take place for each candidate.

9.6 **Resignation:** Any Director may withdraw from the Board of Directors by notice in writing to the Chair.

9.7 **Remuneration:** No person on the Board of Directors will be remunerated for their time on the board or any service they provide to UR Pride during their terms.

9.7.1 An exception may be granted if the Director in question is hired by UR Pride to provide services that they offer professionally.

9.7.2 An exception may also be granted as per the remuneration policy related to approved expenses such as, but not limited to, childcare or travel costs.

9.8 **Vacancies:** Vacancies on the Board of Directors may be filled by the passage of a motion by the Board, with the recommendation of the Executive Director.

9.9 **Absences:** Board members with three (3) unexcused absences may be formally asked to resign from the Board of Directors by the Chair or Vice-Chair.

9.10 **Meetings:**

9.10.1 The Board of Directors must meet at least once a month during the University’s Fall and Winter semesters, and as deemed necessary during the University’s Spring and Summer semesters.

9.10.2 **Quorum:** The attendance of 50% + one (1) Directors during the University’s Fall and Winter semesters, and 50% of the Directors during the University’s Spring and Summer Semesters.

9.10.3 Directors may attend meetings online, over the phone, or video chat when required.

9.10.4 **Electronic Meetings:** The Chair may call an electronic meeting in order to discuss urgent items or pass e-motions.

9.10.5 An e-motion can only be passed with responses from 50% + one (1) Directors.

9.10.6 **Guests:** Any board member may bring a guest to the Board Meeting with approval from the Chair and/or Vice-Chair.

9.11 **Committees:** Board members are required to sit on a minimum of one (1) committee.

**Article X. Executive**

10.1 **Composition:** The composition of the Executive will consist of a:

10.1.1 Chair
10.1.2 Vice-Chair
10.1.3 Secretary
10.1.4 Treasurer
10.1.5 Executive Director
10.2 **Elections:** The election of the Executive will take place during the first meeting of the Board, immediately following the General Meeting at which the Directors were elected.

10.3 **Roles:** Each Executive Position will have designated roles.

10.3.1 **Chair:** The roles of the Chair are as follows:

a) To chair each board meeting;
b) To ensure Committees are meeting regularly;
c) To oversee the responsibilities of all other Executive and Board Members;
d) To supervise the Executive Director;
e) To be listed as a signing authority;
f) To represent UR Pride to the media and public; and
g) To act as Chair on the Human Resources Committee.

10.3.2 **Vice-Chair:** The roles of the Vice-Chair are as follows:

a) To chair each board meeting when the Chair is unavailable;
b) To facilitate the resolution of conflicts between any board members;
c) To act as a point of contact for any conflict between any board members and the Chair;
d) To be listed as a signing authority;
e) To represent UR Pride to the media and public; and
f) To act as or to appoint a designate to act as Chair on the Marketing Committee;

10.3.3 **Secretary:** The roles of the Secretary are as follows:

a) To ensure accurate reporting and documentation on behalf of the organization;
b) To take minutes at each meeting;
c) To be listed as a signing authority;
d) To ensure the filing of required documentation to the Information Services Corporation to ensure good standing with the Non-Profit Act; and
e) To act as Chair on the Policy Committee.

10.3.4 **Treasurer:** The roles of the Treasurer are as follows:

a) To ensure accurate financial reporting and documentation on behalf of the organization;
b) To present financial statements to the board at each meeting;
c) To be listed as a signing authority;
d) To present financial statements at the AGM when there is no auditor or reviewer; and
e) To act as Chair on the Finance Committee.

10.3.5 **Executive Director:** The roles of the Executive Director are as follows:

a) To fulfill all responsibilities listed in the E.D. job description and contract;
b) To have a non-voting role on any appropriate committee;
c) To ensure and plan quality training of the Board of Directors in board
development and governance;
d) To be listed as a signing authority; and
e) To act as Chair on the Lounge and Events Committee, when there is no
interested board member.

10.4 Terms:
10.4.1 The terms of the Chair, Vice-Chair, Secretary and Treasurer will be two (2) years.
   a) The Chair, Vice-Chair, Secretary and Treasurer may serve up to a maximum of
two (2) consecutive terms for the same Executive position by re-election during
the first meeting of the Board, immediately following the General Meeting.
   b) If the Chair, Vice-Chair, Secretary and/or Treasurer are elected mid-term in
order to fill a vacancy, the term limit for the elected individual will increase to
three (3) consecutive terms by re-election during the first meeting of the Board,
immediately following the General Meeting.
10.4.2 The term of the Executive Director will last for the length of their
employment with UR Pride.

Article XI. Committees
11.1 Committees are to be made up of a minimum of one (1) board member, the Executive
Director and up to five (5) members.
   11.1.1 Permanent committees of UR Pride are as follows:
      a) Policy Committee
      b) Finance Committee
      c) Event Committee
      d) Human Resources (HR) Committee
      e) Marketing Committee
      f) Lounge Committee
   11.1.2 Additional committees can be created on an ad-hoc basis.
11.2 Committees are to be chaired by a Board Member, Executive Member or Executive
Director.

Article XII. Finances
12.1 Investment: The Board of Directors may authorize the investment of the
organization’s funds following an approved motion at an AGM or SGM.
12.2 Borrowing: The Board of Directors may authorize the borrowing of money using the
credit of the organization from the University or the Student’s Union.
   12.2.1 The Board of Directors may authorize the borrowing of up to and including
$10,000 using the credit of the organization from the University or the
Student’s Union.
12.2.2 Any borrowing of more than $10,000 must be approved by the members at an AGM or SGM.

12.2.3 Any borrowing from any institution not listed in 12.2 must be approved by the members at an AGM or SGM.

12.3 Banking: All monies received by or on behalf of the organization shall be deposited in UR Pride’s bank account(s) in a chartered bank(s) or other reputable institution.

12.3.1 Cash-on-hand of the UR Pride should never exceed $500.

12.4 Disbursements: All disbursements from the organization’s account(s) shall be made by cheque signed by at least two (2) signing authorities.

12.4.1 Any disbursement to employees of the organization or to re-occurring vendors may be made by direct deposit with permission of the Board, to be provided every two years.

12.4.2 Any expenditures that fall outside of the approved budget shall be approved by the Board of Directors prior to disbursement.

12.5 Budget: An annual budget shall be approved by the Board of Directors prior to the beginning of each fiscal year.

12.5.1 The budget may be amended by the Board of Directors at any following meeting.

12.6 Fiscal Year: The fiscal year of UR Pride shall end on the 31st day of August.

12.7 Audit and Review:

12.7.1 The Membership may choose to waive the audit for the organization for no more than ten (10) consecutive years.

12.7.2 The Membership may choose to waive the review for the organization for no more than three (3) consecutive years, unless an audit has taken place within the past three (3) consecutive years.

12.7.3 If the organization is required, by section 13.7.1 and 13.7.2, to appoint an auditor and a reviewer in the same year, the Membership must choose to appoint an auditor, rather than a reviewer.

12.7.4 The assets and liabilities, in the form of a Balance Sheet, and the Financial Statement shall be signed by both the Treasurer and Chair, and shall be presented at each AGM for the inspection of the Members.

Article XIII. Amendment of Constitution & By-laws

13.1 Constitutions and/or By-laws can only be amended by a motion passed by a majority at a General Meeting.

13.2 Any intention to amend the Constitution and/or By-laws must be given in notice to the Members at least two (2) weeks before the scheduled General Meeting.