

## QUEBEC PUBLIC INTEREST RESEARCH GROUP AT MCGILL

For the purpose of clarity, the feminine pronoun is used throughout this document. It is meant to refer to people of all genders.

### GENERAL BYLAW

#### **1. Name**

The organization shall be known as the "Quebec Public Interest Research Group at McGill University," (hereinafter QPIRG McGill), and in French "le Groupe québécois de recherche d'intérêt public de l'université McGill" (hereinafter GRIP à McGill).

#### **2. Mandate of QPIRG McGill**

QPIRG McGill shall advocate for social and environmental change through research, education and collective action. QPIRG McGill shall work to create links between McGill students and the broader Montreal community through these initiatives.

#### **2. Language of QPIRG McGill**

A. English and French are the official languages of QPIRG McGill:

1. In all communications with and meetings of QPIRG McGill, members may use either official language.
2. Resolutions of QPIRG McGill may be adopted in either or both official languages.
3. QPIRG McGill shall make every effort to provide programming and materials in both official languages.
4. All documents of QPIRG McGill shall be considered authoritative in the language of their original adoption.

#### **3. Definition of Words**

A. In these Bylaws, unless the context otherwise requires:

1. "Member" means a member of QPIRG McGill;
2. "Board" means the Board of Directors of QPIRG McGill;
3. "Director" means an individual who sits on the Board of Directors of QPIRG McGill;
4. "Core Staff" means those individuals who have been hired by the Board to coordinate the activities of QPIRG McGill and to serve as the core staff of QPIRG McGill.
5. "Employee" means an individual who has been hired by the Board to carry out contract, temporary, stipend, or otherwise time-limited paid work for QPIRG McGill.

## 4. Membership

### A. Classification of Membership

1. There shall be the following types of members:
  - a) Student members
  - b) Community members

### B. Eligibility

1. Student membership is available only through payment of fees to QPIRG McGill, in accordance with these Bylaws. Only students attending McGill University shall be eligible for student membership.
2. Community membership can be obtained by fulfilling all of the following criteria:
  - a. completing a total of fifteen (15) or more volunteer hours for QPIRG McGill, within a twelve (12) month period, except in the case of a student who receives a fee refund, who has thereby forfeited their right to be a member;
  - b. paying an annual fee to QPIRG McGill, to be determined periodically by the Board of Directors.
3. A student who receives a fee refund ceases to be a member of QPIRG McGill and shall not be eligible for community membership
4. All Working Group members shall automatically become members of QPIRG McGill, unless they have received a fee refund.

### C. Rights of Members

1. All Members shall have voting privileges in elections and general meetings of QPIRG McGill in accordance with these bylaws.
2. All Members shall have voting privileges in referenda of QPIRG McGill undertaken in accordance with these bylaws.
3. All student members and only student members shall have voting privileges in referenda of QPIRG McGill undertaken through the elections process of the SSMU and/or the PGSS at McGill.
4. All members shall be eligible to run for a position on the Board of Directors in accordance with these bylaws and QPIRG McGill's elections policy.
5. QPIRG McGill board minutes shall be open to any member upon reasonable request addressed to the Board of QPIRG McGill, except for minutes of Board meetings held in closed session or minutes from any situation as stipulated in Bylaw 5C.5.

### D. Fees

1. Student members shall pay fees in the amounts and at such times as stipulated by QPIRG McGill by way of a referendum held in accordance with these Bylaws and policy set by the Board.
2. The Community membership fee shall be an annual fee of an amount to be determined periodically by the Board of Directors of QPIRG McGill. In addition, this fee must be accompanied by aforementioned volunteer hours in order for an individual to become a community member.

3. QPIRG McGill shall refund membership fees in accordance with these Bylaws and in accordance with policy set by the Board, during a refund period of fifteen (15) working days conducted each semester.
4. Fees shall only be refunded after student membership fees have been collected from McGill University.

## 5. Board of Directors

### A. Duties and Powers

1. The management and direction of QPIRG McGill shall be under the control of the Board, subject to these Bylaws. Without diminishing the generality of the foregoing, the Board:
  - a. may make such rules and policy as are necessary for the conduct of the affairs of QPIRG McGill, provided such rules and policy are consistent with these Bylaws and with QPIRG McGill's mandate;
  - b. may appoint standing committees, ad hoc committees and task forces, to carry out specific functions as determined by the Board;
  - c. shall oversee the keeping of proper financial records;
  - d. shall perform such other duties as directed by the members at an AGM or via referendum, or as necessarily incidental to the activities of Bylaw 5.A.1.a) through 5.A.1.c).
- 2.

### B. Composition

1. The Board shall consist of twelve (12) Directors, who have been elected in accordance with these bylaws and in accordance with QPIRG McGill's elections policy.
2. No more than half of the board shall be comprised of community members at any one time.
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### C. Meetings of the Board

1. The Board shall hold regularly scheduled meetings, at a time and place to be determined collectively.
2. Quorum shall be a simple majority of the Directors then holding office.
3. A Director in a conflict of interest shall disclose such interest and shall abstain from participating in applicable decisions.
4. Members may request special permission to attend and be placed on the agenda of a board meeting. It is up to the board's discretion as to whether or not said individual shall be placed on the agenda.
5. The Board and its committees may meet in closed session, and keep minutes from such meetings closed to the rest of the membership when discussing the following matters:
  - a. proposed, pending, or current litigation;
  - b. personnel matters, leading to the hiring, firing, promotion, demotion, suspension, salary level or evaluation of staff members;

- c. personal matters concerning the conduct of any member.
- 5. Special Meetings of the Board may be called, to consider matters of particular urgency:
  - e. upon majority resolution of the Board, or;
  - f. upon receipt of a written request from any three (3) Directors.
- 6. Agenda Items
  - g. All members of QPIRG McGill may propose items for the agenda by bringing the item to the Board before the beginning of the meeting.
  - h. The agenda shall be adopted at the beginning of the meeting.

#### D. Appointment, Resignation and Removal of Directors

1. A Director may resign by presenting resignation in writing, which shall be effective upon acceptance by the Board.
2. A Director who has resigned shall be replaced for the duration of her term by an alternate Director, to be appointed by the Board.
3. The membership may call a Special General Meeting, in accordance with these bylaws, in order to vote on the removal of a Director. Removal of a Director shall only occur if said Director is deemed to have failed to fulfill her duties as stipulated in these bylaws, or acts in contrary to the objectives of the organization.
4. Should vacancies arise between election periods, the Board shall appoint individuals to fill these vacancies. Appointments of Directors can be made to a maximum of five Directors, such that elected Directors constitute the majority of the Board at all times. .
5. Outgoing Directors may remain on the Board beyond the end of their term only in the case where newly elected Directors are unable to take office immediately, and subject to the approval of the incoming Board.
6. A Director may also be removed by a majority vote of the Board if said individual has failed to attend more than three consecutive board meetings, and/or if said individual does not comply with QPIRG McGill's mandate.

#### E. Executives

1. The Executive Directors of the QPIRG McGill Board shall be the:
  - a. President;
  - b. Secretary, and
  - c. Treasurer.
2. The President, Secretary and Treasurer shall oversee all banking and governmental transactions of QPIRG McGill. The executive shall be the official cheque signers for QPIRG McGill.
3. Executives shall be appointed by the Board and shall hold office until replaced in accordance with these bylaws.
4. An Executive holds no greater power or authority than any other board member.
5. An Executive ceases to hold office when she ceases to sit on the Board.

#### 6. Annual General Meetings and Board Elections

## A. Annual General Meetings

1. QPIRG McGill shall hold an Annual General Meeting at a time and place determined by the Board and in accordance with these Bylaws.
2. The following business shall be conducted at the Annual General Meeting:
  - a. receiving the annual report and audited financial statements of QPIRG McGill for the preceding fiscal year;
  - b. receiving the report of the Board with respect to activities of the preceding year, and
  - c. elections of the incoming Board.
3. Any matter concerning QPIRG McGill's activities, in addition to those specified in Bylaw 3A.2., may be considered at the Annual General Meeting, provided that the matter is brought to the attention of the Board at least ten (10) days prior to the date of the Annual General Meeting for placement on the agenda of the meeting.
4. The Board shall be responsible for seeing that the notice requirements of Bylaw 6.B. are met.

## B. Notice

1. Notice shall be given by the Board at least fourteen (14) days prior to an Annual General Meeting by:
  - a. a notice in a student publication available to all student members of QPIRG McGill;
  - b. a notice posted in the QPIRG McGill office and in at least three (3) places on campus, and
  - c. a notice sent over the QPIRG McGill list-serve, where such a list-serve exists.
2. Public notice for community members shall be given at least fourteen (14) days prior to the Annual General Meeting by:
  - a. a notice sent over the QPIRG McGill list-serve, where such a list-serve exists.
3. Notices of the Annual General Meeting shall clearly state the date, time, place, and proposed agenda of the meeting.
5. If a Member fails to receive notice of the Annual General Meeting, the Annual General Meeting shall still be valid.

## C. Board Elections

1. The election of the Board shall take place at the QPIRG McGill Annual General Meeting according to these bylaws and the QPIRG McGill Elections Policy.
  1. All publicity materials for the Annual General Assembly shall give notice of the Board elections.
  2. QPIRG McGill shall actively promote the nomination of traditionally underrepresented groups to the board of QPIRG McGill.
  3. No voting by proxy will be allowed.
  4. These bylaws, and thus these electoral procedures, are independent of all other student groups on campus. However, this autonomy does not preclude

cooperative electoral action where beneficial and agreeable to all groups participating in such action.

5. Board elections shall take place in accordance with these bylaws and the QPIRG McGill Elections Policy.

#### D. Chief Electoral Officer (CEO)

1. The Chief Electoral Officer for any year shall be appointed by the Board prior to the nomination period for the Board of Directors and in accordance with these bylaws.
2. The Chief Electoral Officer shall:
  - a. preside over QPIRG McGill elections in accordance with these Bylaws and in accordance with policy set by the Board;
3. The Chief Electoral Officer shall maintain a neutral attitude while running an election.
4. The Chief Electoral Officer may declare an election invalid if there has been a breach of these Bylaws or of QPIRG McGill's Elections Policy.

#### E. Quorum

Quorum at an Annual General Meeting shall be fifty (50) members of QPIRG McGill.

### 7. Special General Meetings

#### A. Meeting Logistics

1. Special General Meetings, to consider matters of particular concern and urgency, shall be called forthwith by the Board or the Core Staff:
  - a. upon a majority resolution of the Board, or
  - b. upon receipt of a petition conducted in accordance with policy set by the Board stating the purpose(s) of the meeting and duly signed by five (5) percent of the student members of QPIRG McGill;
1. The Board shall be responsible for seeing that the notice requirements as stated in Bylaw 6.B. are met.
2. The Board shall appoint a Chair for the meeting.

#### B. Notice

1. Notice shall be given by the Board at least ten (10) days prior to a Special General Meeting by:
  - a. a notice in a student publication available to all student members of QPIRG McGill;
  - b. a notice posted in the QPIRG McGill office and in at least three (3) places on campus, and
  - c. a notice sent over the QPIRG McGill list-serve, where such a list-serve exists.
2. Public notice for community members shall be given at least ten (10) days prior to a Special General Meeting by:

- a. a notice sent over the QPIRG McGill list-serve, where such a list-serve exists.
3. Notices of a Special General Meeting shall clearly state the date, time, place, and proposed agenda of the meeting.
  - a. If a Member fails to receive notice of a Special General Meeting, the Special General Meeting shall still be valid.

#### C. Quorum

1. Quorum at a Special General Meeting shall be fifty (50) members of QPIRG McGill.

#### D. Voting

1. Each member shall be entitled to one vote at a Special General Meeting.
2. Voting by proxy shall not be allowed.

### **8. Grievance Procedures**

A. In the event of a grievance, QPIRG McGill shall refer to the Conflict Resolution and Complaints Policy.

### **9. Referenda**

#### A. Procedure

1. Referenda shall be conducted, where applicable, in accordance with these Bylaws and policy set by the Board.
2. A referendum shall be called forthwith by the Board:
  - b. upon a two-thirds resolution of the Board, or
  - c. upon receipt of a petition conducted in accordance with these bylaws and policy set by the Board stating the purpose of the referendum duly signed by at least ten (10) percent of the student members of QPIRG McGill.
3. Voting for referenda shall be conducted for at least twenty (20) hours over a minimum of three (3) days, and shall begin not less than fourteen (14) days and not more than forty (40) days after passing a resolution or upon receipt of a petition in accordance with these bylaws and policy set by the Board.
4. The referendum shall be overseen by a Chief Electoral Officer, to be appointed by the Board.

#### B. Notice

1. Notice shall be given by the Board at least fourteen (14) days prior to a referendum via:
  - a. the QPIRG McGill website, where such a website exists, and

- b. a notice posted in the QPIRG McGill office and in at least three (3) places on campus.
2. Notices of referendum shall clearly state the dates, times, places, and purposes of the referendum, including the text of the referendum question.
3. Quorum for a referendum shall be reached if the number of votes cast is equal to or greater than ten (10) percent of the student membership of QPIRG McGill by the last day of the referendum.

## **10. Staff**

### **A. Requirements**

1. QPIRG McGill shall require the employment of Core Staff, subject to QPIRG McGill's Employment Policy.
2. QPIRG McGill shall hire employees to carry out temporary, contract, and stipend work, as deemed necessary by the Board and subject to QPIRG McGill's Employment Policy.

## **11. Amendments to the Bylaws**

### **A. Procedure**

1. Amendments to the Bylaws may be made at QPIRG McGill's Annual General Meeting.
2. Amendments require a three-quarter vote to be adopted.
3. If a three-quarter vote is not reached, the General Meeting may elect to vote on changes clause-by-clause.
4. In order to amend any Bylaws, these changes must be announced in the notice for the Annual General Meeting.

## **12. Dissolution**

### **A. Dissolution**

1. QPIRG McGill shall cease to exist if more than 75% of the student membership votes in a referendum seeking its dissolution.
2. Upon dissolution, funds and assets remaining after the satisfaction of debts and liabilities of QPIRG McGill shall be distributed according to the organization's Lettres Patent.