

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 and Mandate

A. 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).

B. 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. In the event that there is a conflict in interpretation of the French and English versions of a document, the authoritative version shall be that which was originally adopted.

3. Definition of Words

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

1. "Member" means a Member of QPIRG McGill, as defined in Bylaw 4.
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 as full-time Employees to coordinate the overall activities 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 is 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 her right to be a Member, and
 - b. paying an annual fee to QPIRG McGill, the amount of which shall be determined periodically by the Board of Directors, not to exceed the amount paid per student for Student Membership.
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 and applicable QPIRG policy.
2. All Members shall have voting privileges in referenda of QPIRG McGill undertaken in accordance with these Bylaws and applicable QPIRG policy.
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, provided that they have not opted out of the QPIRG fee in either of the two semesters leading up to the AGM.
5. QPIRG McGill Board minutes shall be open to any Member within one week of such a request addressed to the Board or Core Staff of QPIRG McGill, except for minutes of Board meetings held in closed session or minutes from any situation as stipulated in Bylaw 5.C.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 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, as dictated by QPIRG McGill's Board Policy, or as necessarily incidental to the activities of Bylaw 5.A.1.a. through 5.A.1.c.

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.
3. No more than half of the Board shall be comprised of Directors appointed between elections, and appointments shall occur as stipulated in Bylaw 5.D.4.

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 attend Board meetings provided that they contact the Core Staff or Board of QPIRG McGill at least one week prior to the Board meeting. Members must also request special permission to place an item 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.
6. 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.

D. Resignation, Removal and Appointment of Directors

1. A Director may resign by presenting her resignation in writing, which shall be effective upon receipt by the Board.
2. Removal of a Director must follow both the criteria and the process pertaining to such removal as stipulated in the QPIRG McGill Board Policy.
3. A Director who has resigned or been removed from the Board shall be replaced for the duration of her term by an alternate Director, to be appointed by the Board.
4. Appointments of Directors can be made to a maximum of six Directors.
5. Where newly elected Directors are unable to take office immediately, outgoing Directors may remain on the Board beyond the end of their term until the incoming Director is able to take office. This does not apply if the outgoing Director has previously been removed from the Board, and is subject to the approval of the incoming Board.

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 Directors 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, or when she resigns from being an Executive.

6. Annual General Meetings and Board Elections

A. Annual General Meetings

1. QPIRG McGill shall hold an Annual General Meeting between the 31st of March and the 30th of April, at a place and time 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;
 - c. elections of the incoming Board, in accordance with QPIRG McGill's Elections Policy, and
 - d. elections of the Conflict Resolution and Complaints Committee, in accordance with QPIRG McGill's Elections Policy.
3. Any matter concerning QPIRG McGill's activities, in addition to those specified in Bylaw 6.A.2. shall 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.
4. 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.
2. All publicity materials for the Annual General Assembly shall give notice of the Board elections.
3. QPIRG McGill shall actively promote the nomination of traditionally underrepresented groups to the Board of QPIRG McGill.
4. No voting by proxy will be allowed.
5. These Bylaws and the QPIRG McGill Elections Procedures as stipulated in the QPIRG McGill Elections Policy, are independent of all other student groups on campus.

D. Electoral Officer (EO)

1. The Electoral Officer shall be appointed by the Board prior to the nomination period for the Board of Directors each year in accordance with these Bylaws and the QPIRG McGill Elections Policy.
2. The 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 Electoral Officer shall maintain a neutral attitude while running an election.
4. The 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

1. 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;
2. The Board shall be responsible for seeing that the notice requirements as stated in Bylaw 7.B. are met.
3. 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

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

9. Referenda

A. QPIRG Referenda, SSMU and the PGSS

1. QPIRG McGill reserves the right to run its own referenda, in accordance with these Bylaws and QPIRG McGill policy.
2. This autonomy does not preclude cooperative electoral action with the SSMU and the PGSS where beneficial and agreeable to all groups participating in such an action.
3. Only Student Members shall have voting rights in referenda conducted through the SSMU or the PGSS.
4. Referenda conducted through the SSMU or the PGSS shall follow the applicable Bylaws and policies set out by the SSMU and the PGSS.
5. All Student and Community Members shall have voting rights in referenda conducted by QPIRG in accordance with QPIRG McGill policy.

B. Procedure

1. A referendum shall be called forthwith by the Board:
 - a. upon a two-thirds resolution of the Board, or
 - b. upon receipt of a petition conducted in accordance with these Bylaws and policy set by the Board stating the purpose of the referendum and duly signed by at least ten (10) percent of the Members of QPIRG McGill.
2. 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 QPIRG McGill policy.
3. The referendum shall be overseen by an 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.

C. Quorum

1. 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 applicable QPIRG McGill policy.
2. QPIRG McGill shall hire Employees to carry out temporary, contract, and stipend work, as deemed necessary by the Board and subject to applicable QPIRG McGill 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, with a three-quarter vote.
4. In order to amend any Bylaws, these changes must be announced in the notice for the Annual General Meeting.
5. All suggested amendments to the Bylaws must be sent to the Board for approval two weeks prior to the Annual General Meeting.

12. Amendments to the Fiscal and AGM Year

1. Amendments to the fiscal year end shall be made only at QPIRG McGill's Annual General Meeting.
2. Amendments to the AGM year shall be made only at QPIRG McGill's Annual General Meeting.

13. 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 Patentes.