

ARTICLE I - INTERPRETATION

Section	Previous Wording	Revised Wording	Rationale/Intent
<p>Section 1.01 – Definitions</p>	<p>In this bylaw and all other bylaws and special resolutions of the Association, unless the context otherwise requires:</p> <ul style="list-style-type: none"> a) "Act" means the Corporations Act of Ontario, and any Act that may be substituted therefore, as from time to time amended; b) “associate members” means the associate members of the Association as defined in Section 8.01; c) "Association" means the association incorporated as a corporation without share capital under the Act by letters patent dated the 11th day of December, 1964 and named Mohawk Students' Association of the Mohawk College of Applied Arts and Technology; and subsequently renamed Mohawk Students' Association by Supplementary Letters Patent dated the 27th day of March, 1997; d) "Board" means the Board of Directors of the Association; 	<p>In this Bylaw and all other Bylaws and Resolutions of the Association, unless the context otherwise requires:</p> <ul style="list-style-type: none"> a) "Act" means the Non-Profit Corporations Act of Ontario (ONCA), and any Act that may be substituted therefore, as from time to time amended; b) “Associate Members” means the associate members of the Association as defined in Article VIII; c) "Association" means the association incorporated as a corporation without share capital under the Act by letters patent dated the 11th day of December 1964 and named Mohawk Students' Association of the Mohawk College of Applied Arts and Technology; and subsequently renamed Mohawk Students' Association by Supplementary Letters Patent dated the 27th day of March 1997; d) "Board" means the Board of Directors of the Association as 	<p>Expanded definitions for increased reader and user experience, interaction, and depth of understanding.</p> <p>Formatting and structure.</p>

	<p>e) "bylaws" means this bylaw and all other bylaws of the Association from time to time in force and effect;</p> <p>f) "letters patent" means the letters patent incorporating the Association, as from time to time amended and supplemented by supplementary letters patent;</p> <p>g) "meeting of members" includes an annual meeting of members and a special meeting of members;</p> <p>h) "member" shall mean either an associate member or an ordinary member; as defined in section 8.01; and</p> <p>i) "ordinary member" means the ordinary members of the Association as defined in Section 8.01;</p>	<p>defined by Article IV;</p> <p>e) "By-Laws" means this bylaw and all other bylaws of the Association from time to time in force and effect, approved and amended by the Members of the Association, in accordance with this document and other relevant legislation, as may be passed from time to time in accordance with the Act;</p> <p>f) "Director" means a voting member of the Board of Directors, as defined in Article IV;</p> <p>g) "Executive Director" is the Managing Administrator of the Association, who shall be an <i>ex-officio, non-voting</i> member of the Board of Directors;</p> <p>h) "Ex-Officio" means an individual who shall sit on the Board of Directors by virtue of their position, who may be voting or non-voting as specified by Article IV;</p> <p>i) "Extraordinary Resolution" means a resolution passed by at least eighty percent (80%) of the votes cast at a Special Meeting of the Members;</p>	
--	---	--	--

		<p>j) "Letters Patent" means the letters patent incorporating the Association, as from time to time amended and supplemented by supplementary letters patent;</p> <p>k) "Meeting of Members" includes an Annual Meeting of Members and a Special Meeting of Members;</p> <p>l) "Member" shall mean either an Associate Member or an Ordinary Member, as defined in Article IIX;</p> <p>m) "Officer" means either a voting or non-voting member of the Board of Directors, as defined in Article IV;</p> <p>n) "Ordinary Member" means the Ordinary Members of the Association as defined in Article VIII;</p> <p>o) "Ordinary Resolution" means a resolution passed by a simple majority of votes (50% + 1) cast on that resolution;</p> <p>p) "Policies" refer to any document made in support of this document as approved by the relevant governing body, from time to time;</p>	
--	--	--	--

		<p>q) “Special Resolution” means a resolution passed by a majority of not less than two-thirds (2/3) of the votes cast on that resolution</p>	
<p>Section 1.02 - Clarifications and Specifications</p>	<p>Words importing the singular number include the plural and vice versa; words importing the masculine and feminine gender include the neuter genders; and words importing persons include individuals, corporations, partnerships, trusts and unincorporated organizations.</p>	<p>In the interpretation of this Bylaw and all other Bylaws and Resolutions of the Board, unless the context otherwise requires, the following rules shall apply:</p> <ul style="list-style-type: none"> a) Except where specifically defined in this Bylaw, words, terms, and expressions appearing in this Bylaw shall have the meaning ascribed to them under the Act; b) Words importing the singular number only shall include the plural and vice versa; c) Words importing gendered terms shall include the neutral; d) The word “person” shall mean an individual, corporation, partnership, trust, joint venture or an unincorporated association or organization; e) The headings used in the Bylaw are inserted for reference purposes only and are not to be considered or taken 	<p>Defined clarity for further interpretation of these By-laws in subsequent Articles, Sections and Sub-Sections.</p> <p>Formatting, structure and grammatical changes.</p>

		<p>into account in constructing the terms or provisions of the Bylaw or to be deemed in way to clarify, modify, or explain the effect of any such terms or provisions; and</p> <p>f) Except where specifically stated otherwise, references to actions being taken “in writing” or similar terms shall include electronic communication and references to “address” or similar terms shall include email addresses.</p>	
--	--	---	--

ARTICLE III – BUSINESS OF THE ASSOCIATION

Section	Previous Wording	Revised Wording	Rationale/Intent
Section 3.03 – Fiscal Year	<p>Section 3.03 – Financial Year</p> <p>Until otherwise ordered by the Board, the financial year of the Association shall end on the 30th day of April in each year.</p>	<p>Section 3.03 – Fiscal Year</p> <p>Until otherwise set by the Board, the fiscal year of the Association shall end on the 30th day of April in each year.</p>	To align By-Law with Finance Policy of the Association
Section 3.04 – Execution of Instruments	<p>Deeds, transfers, assignments, contracts, obligations and other instruments may be signed on behalf of the Association by any two of the President, and the Executive Director, or as the Board may from time to time direct. In addition, the Board may from time to time direct the manner in which the person or persons by whom any particular</p>	<p>Deeds, transfers, assignments, contracts, obligations and other instruments may be signed on behalf of the Association by any two (2) of the Chair, and the Executive Director, or as the Board may from time to time direct. In addition, the Board may from time to time direct the manner in which the person or persons by whom any particular</p>	To align By-Law with Finance Policy of the Association.

	instrument or class of instruments may or shall be signed. Any person authorized to sign an instrument on behalf of the Association may affix the corporate seal thereto. All cheques drawn against any account of the Association shall bear the signature of any two of the President, the Senior Manager Finance and the Executive Director, or as the Board may from time to time direct.	instrument or class of instruments may or shall be signed. Any person authorized to sign an instrument on behalf of the Association may affix the corporate seal thereto. All cheques drawn against any account of the Association shall bear the signature by any two (2) the Senior Manager Finance and the Executive Director, or as the Board may from time to time direct.	
Section 3.05 – Banking Arrangements	The banking business of the Association shall be transacted with such banks, trust companies or other firms or corporations as may from time to time be designated by or under the authority of the Board. Such banking business or any part thereof shall be transacted under such agreements, instructions and delegations of powers as the Board may from time to time prescribe or authorize.	The banking business of the Association shall be transacted with such banks, trust companies or other firms or corporations carrying on a banking business in Canada or elsewhere as the Board may designate, appoint or authorize from time to time by Special Resolution. Such banking business or any part thereof shall be transacted under such agreements, instructions and delegations of powers as the Board may prescribe or authorize.	To align By-Law to Finance Policy of the Association.
ARTICLE IV – DIRECTORS AND OFFICERS			
Section	Previous Wording	Revised Wording	Rationale/Intent
Section 4.01 – Number of Directors	The number of voting directors shall be between six (6) and twelve (12), inclusive, as determined by resolution through the Governance Policies of the Board from time to time	The number of voting directors shall be between three (3) and twelve (12), inclusive, as determined by resolution through the Governance Policies of the Board.	To specify a new range for minimum and maximum numbers of Board members; specified within the Act

			(ONCA).
Section 4.02 – Composition of the Board of Directors	<p>The Board shall be comprised of the following directors:</p> <ul style="list-style-type: none"> a) one (1) individual shall be elected by the ordinary members to be a director and President of the Association; b) such other directors as appointed or elected in accordance with the governance policy of the Board, as amended from time to time. The Directors may provide for additional qualifications of any director or officer in the election policy of the Board as amended from time to time. 	<ul style="list-style-type: none"> (a) The Board shall be comprised of the following positions: <ul style="list-style-type: none"> (i) One (1) individual shall be elected by the Ordinary Members to be an Officer and Director of the Association, holding the position of Secretary, voting; (ii) One (1) individual shall be elected by the Ordinary Members to be an Officer and Director of the Association, holding the position of Treasurer, voting; (b) The Board shall be comprised of the following Ex-Officio positions: <ul style="list-style-type: none"> (i) One (1) individual shall be elected by the Ordinary Members to be an Officer and Director of the Association, holding the position of President, voting; (ii) One (1) individual shall be appointed by the Board of 	<p>To specify legal requirements as per the Act (ONCA) with respect to roles such as Chair, Secretary and Treasurer. Also, denoting other roles such as President, specific to the Association.</p>

		<p>Directors to an Administrative Officer of the Board, holding the position of Chair, non-voting.</p> <p>(iii) One (1) individual shall be hired by the Board, reporting to the Board, to be an Association Representative, holding position of Executive Director, non-voting;</p> <p>(c) Such other Directors or Officers, as appointed or elected, will be in accordance with the Governance Policies of the Association, as amended. The Directors or Officers may provide for additional qualifications of any Director or Officer in the Governance Policies of the Board.</p>	
<p>Section 4.03 - Qualifications</p>	<p>(a) Unless otherwise specifically provided for in this By-Law no person shall be qualified to be a director unless at the time of their election and throughout their term, shall be:</p> <p>(i) eighteen (18) or more years of age;</p>	<p>(a) Unless otherwise specifically provided for in this Bylaw, individuals must meet and maintain all eligibility requirements and qualifications as specified prior to their election or appointment, and throughout the duration of their term of office:</p>	

	<ul style="list-style-type: none"> (ii) an ordinary member of the Association; (iii) not employed as a full-time or part-time employee of the Association, unless they agree to resign their paid position prior to taking office; (iv) Enrolled full-time in a program, paying student ancillary fees to the Mohawk Students' Association. <ul style="list-style-type: none"> i. To qualify as a full-time student, you must be registered in 70% of the total program of study hours or 2/3 of the courses for a given semester. ii. Students with a documented disability who have been identified through Accessible Learning Services as being eligible to take a reduced course load will be considered to 	<ul style="list-style-type: none"> (i) Be eighteen (18) or more years of age; (ii) Reside in Ontario throughout the term of office; (iii) Be legally eligible to work in Canada, including possession of a valid Social Insurance Number (SIN); (iv) Have not been deemed incapable of managing property under the <i>Substitute Decisions Act, 1992</i> or the <i>Mental Health Act</i>; (v) Have not been declared incapable by any court in Canada or elsewhere; (vi) Have not declared bankruptcy in Canada or elsewhere; (vii) Have no criminal or pending criminal offences on individual record in Canada or elsewhere; (viii) Is bondable; 	
--	--	--	--

	<p>be full-time as long as the switch to a reduced course load is done by the end of the first month of each semester.</p> <p>iii. If the switch to a reduced course load is done after the first month of each semester, they will no longer be considered a full-time student;</p> <p>(v) have an overall passing grade point average of at least 70% and no more than one failed course in their most recent academic semester prior to the election, regardless of their course load.</p> <p>(vi) not have any outstanding debts with the College or the Association;</p> <p>(vii) have no current offences on their record, under the College’s Student Behaviour Policy, Academic Integrity Policy and/or the MSA</p>	<p>(ix) Be an Ordinary Member of the Association;</p> <p>(x) Not be employed as a full-time or part-time employee of the Association, unless the individual agrees to resign their paid position prior to taking office;</p> <p>(xi) Be enrolled full-time in a program, paying student ancillary fees to the Association;</p> <p>i. To qualify as a full-time student, you must be registered in 70% of the total program of study hours or 2/3 of the courses for a given semester;</p> <p>ii. Students with a documented disability who have been identified through Accessible Learning Services as being eligible to take a reduced course load will be considered</p>	
--	---	---	--

	<p>Governance Policies;</p> <p>(viii) has neither resigned nor been removed from office as part of a MSA disciplinary process shall no longer be eligible to run for office or hold a position within the MSA, subject to the appeal process outlined in the policy.</p> <p>(b) Notwithstanding section 4.03(a), although the President is required to have been an ordinary member at the time of their election or appointment and to have remained so until the end of the academic semester during which such election or appointment took place, they shall not maintain a full course load during their term of office.</p> <p>(c) The President shall be eligible for re-election as President for one immediately following term, provided however that no such individual shall be eligible for further election or re-election beyond the two terms of office.</p>	<p>full-time as long as the switch to a reduced course load is done by the end of the first month of each semester;</p> <p>iii. If the switch to a reduced course load is done after the first month of each semester, they will no longer be considered a full-time student;</p> <p>(xii) Have an overall passing grade point average of at least 70% and no more than one failed course during their most recently completed semester at Mohawk College;</p> <p>(xiii) Not have any outstanding financial debts with Mohawk College or the Association;</p> <p>(xiv) Have no current offences on their record, under Mohawk College's Student Behaviour Policy, Academic Integrity Policy and/or the Board's Governance</p>	
--	--	--	--

		<p>Policies;</p> <p>(xv) Has neither resigned nor been removed from office subject to part of a disciplinary process.</p> <p>(b) Notwithstanding section 4.03(a), the President is required to have been an Ordinary Member of the Association and shall meet other qualifications as determined by resolution on the Associations Governance Policies. The President is expected to be available to work full- time hours during regular operating hours of the Association and shall not take any academic courses unless otherwise approved by Resolution of the Board.</p> <p>(i) Should the position of President become vacant part-way through their term of office, the Board may choose to allow the replacement to take a full or partial course load as determined by Resolution of the Board.</p> <p>(ii) Should the filled replacement be approved to take a full or partial course load, they will</p>	
--	--	---	--

		<p>be excluded from participating in co-operative education and/or work-integrated learning opportunities</p> <p>(iii) The President shall be eligible for re-election as President for one immediately following term, provided however that no such individual shall be eligible for further election or re-election beyond the two terms of office.</p> <p>(c) Notwithstanding Section 4.03(a), the Chair may not be required to meet subsections (ix) through (xiii) of their appointment, as outlined in the Governance Policies of the Board or determined by Resolution of the Board.</p>	
<p>Section 4.04 - Elections and Nominations of Directors/ Officers</p>	<p>(a) Members eligible to be directors shall be nominated in accordance with the governance policy established by the Board from time to time.</p> <p>(b) Directors and Officers shall be elected by electronic means or at a</p>	<p>(a) Members eligible to be Directors and/or Officers shall be nominated in accordance of the Governance Policies established by the Board.</p> <p>(b) Directors and Officers shall be elected by electronic means, at a</p>	

	<p>general meeting of the members no later than March of each year, in accordance with election policies established by the Board of Directors from time to time. The Board shall appoint a Chief Returning Officer, who shall not be a member of the Board, to oversee the election of directors each year, who shall have authority to disqualify candidates and to declare an election of a candidate invalid as a result of not being in accordance with this bylaw, in which event an election shall be called to elect a director to replace the director whose election has been declared invalid.</p> <p>(c) In addition to the director eligibility requirements as herein before provided, each candidate for election must obtain nomination signatures, including student numbers of current full-time students, in accordance with the Governance Policy.</p> <p>(d) Policies and procedures for elections at each Campus shall be established by the Board of the Association from time to time.</p>	<p>Meeting of the Members, or appointed, no later than March of each year, in accordance with Governance Policies established by the Board.</p> <p>(c) The Board shall appoint a Chief Returning Officer, who shall not be a member of the Board, to oversee the election of Directors and Officers each year. This individual shall have authority to disqualify candidates and to declare an election of a candidate invalid as a result of not being in accordance with this Bylaw, Governance Policies or any election rules as determined by the Association and Mohawk College.</p>	
--	--	---	--

<p>Section 4.05 - Term of Office</p>	<p>All directors and officers, including ex-officio directors, shall be elected or appointed for a term of one (1) year, commencing on the 1st day of May and ending on the 30th day of April of the following year, and each director and officer shall hold office until their successor is elected, except that the term of office of each officer shall expire if and when they shall cease to be a director in accordance with subsections 4.07 and 4.08.</p>	<p>All Directors and Officers, including Ex-Officio (except Executive Director), shall be elected or appointed for a term of one (1) year, commencing on the 1st day of May and ending on the 30th day of April the following year, and each Director and Officer shall hold office until their successor is elected, except that the term of office of each Director and/or Officer shall expire if and when they shall cease to be eligible in accordance with Subsections 4.03, 4.06, 4.08 or the Associations Governance Policies.</p>	<p>Amended specific sections denoting eligibility for Directors, Officers and Ex-Officio's to hold office.</p>
<p>Section 4.06 - Resignation</p>	<p>Section 4.06 - Remuneration <i>Amendments to "Remuneration" below in Section 4.07</i></p>	<p>Section 4.06 - Resignation</p> <p>(a) A Director or Officer may resign from office by giving a written and dated resignation to the Chair of the Board. Such resignation shall become effective at the time specified in writing or, if no time is specified, it is effective immediately. The Board at the next Board Meeting will vote to accept the resignation.</p> <p>(i) Should the Chair resign from office, a dated and written resignation shall be directed to the Board. Such</p>	<p>Amended section for structural flow of By-Laws; accessibility, usability.</p>

		<p>resignation shall become effective at the time specified in writing or, if no time is specified, it is effective immediately. The Board at the next Board Meeting will vote to accept the resignation.</p> <p>(b) A Director or Officer will be deemed to have resigned upon the occurrence of any of the following events as specified in Section 4.03 and other criteria as outlined below. The Board Chair will notify the Director or Officer in writing of the deemed resignation, signed by Board Chair:</p> <ul style="list-style-type: none">(i) Violates the Associations Governance Policies, Bylaws, and/or other Association Operational Policies, including those related to Board responsibilities, duties, or obligations and/or actions that threaten or harm the reputation and good will of the Association;(ii) Fails to complete and/or attend all assigned training by imposed deadline;	
--	--	---	--

		<p>(iii) Misses more than two (2) consecutive duly called meetings of the Board of Directors or misses three (3) Board Meetings throughout the Directors or Officers term;</p> <p>(iv) Upon such Director or Officers death.</p>	
Section 4.07 - Remuneration	<p>(a) The Directors and Officers shall be entitled to be paid a Directors' Fees and their travelling and other expenses properly incurred by them and authorized by the Board in attending meetings of the Board or of the members or other meetings or conferences.</p> <p>(b) The Board shall determine, by resolution, the remuneration to be paid to any Director or Officer through the Governance policy from time to time. The President shall be entitled to remuneration and the President is considered a full-time position.</p>	<p>(a) The Directors and Officers shall be entitled to be paid a Directors' Fee as outlined in the Governance and Operational Policies of the Association.</p> <p>(b) The outgoing Board shall determine the remuneration to be paid to any Director or Officer by Resolution, no later than February, as outlined in the Governance and Operational Policies of the Association.</p> <p>(c) Ex-Officio positions are not entitled to a Directors' Fee but are eligible to other remuneration as outlined in the Governance and Operational Policies</p>	

		of the Association.	
Section 4.08 - Removals of Directors/Officers	<p>(a) The Board may, by resolution passed by at least two thirds of the votes cast at a Board meeting, remove any director before the expiration of their term of office, for violations of any of the Board's policies. Should the President be removed as a director, they shall no longer be eligible to maintain the position of President.</p> <p>(b) The ordinary members of the Association may by resolution passed by at least two thirds of the votes cast at a general meeting at which notice specifying the intention to pass such a resolution has been given, remove any director before the expiration of their term of office, for violations of any of the Board's policies on code of conduct.</p>	<p>(a) The Ordinary Members, by Ordinary Resolution passed at a Meeting of Members at which notice specifying the intention to pass such Resolution, may remove any Director from office before the expiration of the Directors term of office and may, in accordance with the Governance Policies, elect or appoint a qualified individual (as outlined in Section 4.03) to fill the resulting vacancy for the remainder of the term of the Director so removed, failing which such vacancy may be filled by the Board.</p> <p>(b) The Board, by Special Resolution, may remove Officers from office before the expiration of the Officers term of office and may, in accordance with the Governance Policies, elect or appoint a qualified individual (as outlined in Section 4.03) to fill the resulting vacancy for the remainder of the term of the Officer so removed, failing which such vacancy may be filled by the Board.</p>	

		(c) Any Board member shall be deemed removed based on not meeting criteria as outlined in Section 4.03 and/or 4.06.	
Section 4.08 - Vacation of Office	<p>The office of a director shall be vacated upon the occurrence of any of the following events:</p> <ul style="list-style-type: none"> (a) if a receiving order is made against them or if they make an assignment under the Bankruptcy Act; (b) if an order is made declaring them to be a mentally incompetent person or incapable of managing their affairs; (c) if they cease to be qualified as provided in section 4.03; (d) if they shall be removed from office by resolution of the directors or members as provided in section 4.07; or (e) if by notice in writing to the Association they resign their office and such resignation, if not effective immediately, becomes effective in accordance with its terms. 	<p>The office of a director shall be vacated upon the occurrence of any of the following events:</p> <ul style="list-style-type: none"> (a) if a receiving order is made against them or if they make an assignment under the Bankruptcy Act; (b) if an order is made declaring them to be a mentally incompetent person or incapable of managing their affairs; (c) if they cease to be qualified as provided in section 4.03; (d) if they shall be removed from office by resolution of the directors or members as provided in section 4.07; or (e) if by notice in writing to the Association they resign their office and such resignation, if not effective immediately, becomes effective in accordance with its terms. 	Removed as its now defined in Sections 4.03, 4.06 and the amended 4.08.

4.09 - Vacancies of the Board	(a) Within sixty (60) days after a vacancy occurs, the Board shall fill such vacancy in accordance with the Board of Directors Replacement Policy of the Association. The appointment of a director by the Board pursuant to this section shall be effective until the end of the term of the director whose office was vacated.	(a) Board positions are considered vacant as outlined in Sections 4.03, 4.06 and 4.08. (b) Within sixty (60) days after a vacancy occurs, the Board shall fill such vacancy in accordance with the Board's Governance Policies. The appointment of a Director and/or Officer by the Board pursuant to this section shall be effective until the end of the term of the individual whose office was vacated.	Expanded upon definition of "vacancy".
-------------------------------	--	--	--

ARTICLE V – BOARD MEETINGS

Section	Previous Wording	Revised Wording	Rationale/Intent
Section 5.01 - Calling of Meetings and Regular Meetings of the Board	The Board shall establish a schedule of meetings of Directors for each fiscal year of the Association subject to the notice requirements herein, at a time and place to be determined by the Board provided that the Board shall in no event meet less than eight (8) times during each fiscal year of the Association. Extraordinary meetings of the Board shall be held from time to time at the call of the Board or any three directors. Notice of the time and place of every meeting so called shall be given to each director not less than five (5) days (including Saturdays, Sundays and statutory holidays) before the day when the meeting is	The Board shall establish a schedule of meetings of Directors for each fiscal year of the Association subject to the notice requirements herein, at a time and place to be determined by the Board provided that the Board shall in no event meet less than eight (8) times during each fiscal year of the Association. Extraordinary or Emergency meetings of the Board shall be held from time to time at the call of the Chair or any three Directors. Notice of the time and place of every meeting so called shall be given to each director not less than five (5) days (including Saturdays, Sundays and statutory holidays) before the day when the meeting is	Noting change in accountability and role.

	<p>to be held which notice shall be sent by ordinary or electronic mail and shall be deemed to have been given on the date of sending, save that no notice of a meeting shall be necessary if all the directors are present or if those absent waive notice of or otherwise signify their consent to such meeting being held.</p>	<p>to be held which notice shall be sent by ordinary or electronic mail and shall be deemed to have been given on the date of sending, save that no notice of a meeting shall be necessary if all the directors are present or if those absent waive notice of or otherwise signify their consent to such meeting being held.</p>	
<p>Section 5.03 - Place of Meetings and Open and Closed Sessions</p>	<p>(a) Meetings of the Board shall be held at the head office of the Association or elsewhere in Ontario or, if the Board so determines and any absent directors' consent, at some place outside Ontario.</p> <p>(b) Meetings of the Board may have an open and a closed session and the Board shall establish policies and procedures for open and closed sessions of the Board and, without limiting the generality of this, for public attendance at open sessions of Board meetings.</p>	<p>(a) Meetings of the Board shall be held at the head office of the Association or elsewhere in Ontario or, if the Board so determines and any absent Directors' and Officers' consent, at some place outside Ontario.</p> <p>(b) Meetings of the Board may be held entirely by one or more telephonic or electronic means or by any combination of in-person attendance and by one or more telephonic or electronic means, provided that all persons attending the meeting can communicate with each other simultaneously and instantaneously.</p> <p>(i) A person who, through telephonic or electronic means, attends a meeting of the Board is deemed for the purposes of the Act to be</p>	<p>Expanded definition of "Place of Meetings" to include Act changes.</p>

		<p style="text-align: center;">present at the meeting.</p> <p>(c) Meetings of the Board may have an open and a closed session and the Board shall establish policies and procedures for open and closed sessions of the Board and, without limiting the generality of this, for public attendance at open sessions of Board meetings.</p>	
5.04 - Board Chair	The President shall act as the Board Chair according to the Board's policies.	The Board Chair shall be appointed in accordance with this Bylaw and the Board's Governance Policies.	Updated role description.
5.05 - Votes to Govern	Except for any matter within the scope of any of the major decisions enumerated below which shall be decided by an affirmative vote of not less than two-thirds (2/3rds) of those present, at all meetings of the Board every question shall be decided by a majority of the votes cast on the question. In the event of an equality of votes the matter shall be reconsidered by the Board in accordance with the policies of the Board, and after reconsideration the matter shall be decided by a majority of the votes cast on the question. The major decisions shall include:	Except for any matter within the scope of any of the major decisions enumerated below which shall be decided by Special Resolution of those present. At all meetings of the Board every question shall be decided by a majority of the votes cast on the question. In the event of an equality of votes the matter shall be reconsidered by the Board in accordance with Governance Policies of the Association , and after reconsideration the matter shall be decided by a majority of the votes cast on the question. The major decisions shall include:	Updated definitions.

	<p>(a) determination of the capital requirements of the Association;</p> <p>(b) acquisition of any property or interest therein; sale, lease, exchange or mortgaging of any property or interest therein; entering into leases or terminating or modifying any lease;</p> <p>(c) the adjustment, settlement, or compromise of any claim, obligation, debt, demand, suite or judgment against the Association;</p> <p>(d) approval of the annual budget for the Association;</p> <p>(e) the suspension of the privileges of a member;</p> <p>(f) Removal of a Director and/or Executive Director</p>	<p>(a) Determination of the capital requirements of the Association;</p> <p>(b) Acquisition of any property or interest therein; sale, lease, exchange or mortgaging of any property or interest therein; entering into leases or terminating or modifying any lease;</p> <p>(c) The adjustment, settlement, or compromise of any claim, obligation, debt, demand, suite or judgment against the Association;</p> <p>(d) Approval of the annual budget for the Association;</p> <p>(e) The suspension of the privileges of a member;</p> <p>(f) Removal of an Officer and/or Executive Director</p>	
--	---	--	--

ARTICLE VI – ROLES OF CERTAIN OFFICERS AND EMPLOYEES

Section	Previous Wording	Revised Wording	Rationale/Intent
Section 6.01 - President	The President shall be the chairperson of the Board and shall have other duties as described in the board's policies.	The President shall be the spokesperson for the Association and shall have other duties as described in the Associations Governance Policies.	Updated role description.

Section 6.02 - Absence or Disability of the President	During the absence or disability of the President, their duties shall be performed and their powers exercised by a member of the Board, as selected by the Board.	During the absence or disability of the President, their duties shall be performed and their powers exercised by a member of the Board, as selected by the Board or determined by the Governance Policies of the Association.	
Section 6.03 - Secretary	The Board shall appoint a Secretary from among themselves who shall attend and be the secretary at all meetings of the Board and members of the Association and shall enter or cause to be entered in records kept for that purpose minutes of all proceedings thereat; they shall give or cause to be given as and when instructed all notices to directors, members, auditors and members of committees of the Board; they shall be the custodian of the stamp or mechanical device generally used for affixing the corporate seal of the Association and of all books, papers, records, documents and instruments belonging to the Association except when some other officer or agent has been appointed for that purpose; and they shall have such other duties as the Board or the President may prescribe.	The Secretary , who shall attend and be the secretary at all meetings of the Board and Members of the Association, shall enter or cause to be entered in records kept for that purpose minutes of all proceedings thereat; they shall give or cause to be given as and when instructed all notices to Board , Members, auditors and members of committees of the Board; they shall be the custodian of the stamp or mechanical device generally used for affixing the corporate seal of the Association and of all books, papers, records, documents and instruments belonging to the Association except when some other Officer or agent has been appointed for that purpose; and they shall have such other duties as the Board or the Chair may prescribe.	Updated role description.
Section 6.04 – Treasurer		The Treasurer, who shall produce Association assurance of organizational financial performance; shall render to the	Updated role description.

		Board at regular meetings of the Board, Members at any Members Meetings, or whenever it may require it, an accounting of transactions and a statement of the financial position of the Association. The Treasurer shall also perform such other duties as the Board or Chair may prescribe.	
Section 6.05 – Chair		The Chair shall preside over all Meetings of the Board and Members, and shall perform the duties described in Sections 3.04, 4.03, 4.06, 5.0, and 9.06. The Chair shall be responsible to assure the integrity of the Board and its process. The Chair shall perform other such duties as may be required by the Act or as described in the Governance Policies of the Association.	Updated role description.
Section 6.06 - Executive Director	Section 6.04 – Executive Director If the Association employs an Executive Director they shall be responsible to the Board for the overall administration, service delivery and staffing of the Association. They shall attend all meetings of the Board and committees, unless excused, serving in an advisory capacity without vote. Specifically, they shall be responsible for bringing in business to and marketing the Association; establishing the overall direction of the Association; determining the	Section 6.06 – Executive Director If the Association employs an Executive Director, who shall be responsible to the Board for the overall administration, service delivery and staffing of the Association. They shall attend all meetings of the Board and committees, unless excused, serving in an advisory capacity without vote. Specifically, they shall be responsible for bringing in business to and marketing the Association; establishing the overall direction of the Association; determining the	Article section change.

	<p>Association's strategies; establishing the initial conditions of all initiatives; and shall also be responsible for the financial management of the corporation. They shall keep the Board informed of the work of the Association by reports, and discuss with the Board the practices and methods through which it shall be conducted. They shall make such other reports as the Board require and they shall be an authorized signing officer of the Association. The job description of the Executive Director shall be established by the Board from time to time.</p>	<p>Association's strategies; establishing the initial conditions of all initiatives; and shall also be responsible for the financial management of the corporation. They shall keep the Board informed of the work of the Association by reports and discuss with the Board the practices and methods through which it shall be conducted. They shall make such other reports as the Board require and they shall be an authorized signing officer of the Association. The job description of the Executive Director shall be established by the Board from time to time.</p>	
<p>Section 6.07 – Other Officers</p>	<p>Section 6.05 – Other Officers</p> <p>The duties of all other officers of the Association shall be such as the terms of their engagement call for or the Board may prescribe. Any of the powers and duties of an officer to whom an assistant has been appointed may be exercised and performed by such assistant unless the Board otherwise directs.</p>	<p>Section 6.07 – Other Officers</p> <p>The duties of all other officers of the Association shall be such as the terms of their engagement call for or the Board may prescribe. Any of the powers and duties of an officer to whom an assistant has been appointed may be exercised and performed by such assistant unless the Board otherwise directs.</p>	<p>Article section change.</p>

Section 6.08 – Variation of Duties	Section 6.06 – Variation of Duties From time to time the Board may add to the duties of any other Officer and may vary or limit such additional duties.	Section 6.08 – Variation of Duties From time to time the Board may add to the duties of any other Officer and may vary or limit such additional duties.	Article section change.
Section 6.09 – Fidelity Bonds	Section 6.07 – Fidelity Bonds The Board may require at the expense of the Association such Officers, employees and agents of the Association as the Board deems advisable to furnish bonds for the faithful discharge of their duties, in such form and with such surety as the Board may from time to time prescribe.	Section 6.09 – Fidelity Bonds The Board may require at the expense of the Association such Officers, employees and agents of the Association as the Board deems advisable to furnish bonds for the faithful discharge of their duties, in such form and with such surety as the Board may from time to time prescribe.	Article section change.

ARTICLE VIII - MEMBERS

Section	Previous Wording	Revised Wording	Rationale/Intent
Section 8.01 - Members	All Mohawk College students are members of the Mohawk Students' Association. There shall be two (2) classes of membership in the Association, namely, associate membership and ordinary membership: (a) The associate members shall not be entitled to vote at nor shall be entitled to speak at meetings of the members of the Association unless recognized by the chairperson, but shall be entitled to notice of	All Mohawk College students are members of the Association . There shall be two (2) classes of membership in the Association, namely, associate membership and ordinary membership: (a) The Associate Members shall not be entitled to vote at nor shall be entitled to speak at meetings of the members of the Association unless recognized by the Chair , but shall be entitled to notice of meetings of the members of the Association, and	Updated verbiage and grammatical changes.

	<p>meetings of the members of the Association, and shall not participate in any distribution of the property of the Association upon dissolution of the Association;</p> <p>(b) the ordinary members shall consist of all full-time students of Mohawk College enrolled in programs requiring payment of ancillary fees to the Mohawk Students' Association and all co-op students on work term who have been on a school term paying ancillary fees for the semesters immediately preceding and following the current semester, and students of Mohawk College with a documented disability who have been identified through Accessible Learning Services as being eligible to take a reduced course load provided that such student enrolls in a reduced course load by the end of the first month of each semester.</p> <p>(c) All associate and ordinary members must uphold the Code of Ethics of the Association as set out in the Board policies, as amended from time to time. Additional individuals or corporations or associations may be admitted as members by virtue of</p>	<p>shall not participate in any distribution of the property of the Association upon dissolution of the Association;</p> <p>(b) the Ordinary Members shall consist of all full-time students of Mohawk College enrolled in programs requiring payment of ancillary fees to the Association and all co-op students on work term who have been on a school term paying ancillary fees for the semesters immediately preceding and following the current semester, and students of Mohawk College with a documented disability who have been identified through Accessible Learning Services as being eligible to take a reduced course load provided that such student enrolls in a reduced course load by the end of the first month of each semester.</p> <p>(c) All Associate and Ordinary Members must uphold the Values of the Association as set out in the Associations Governance and Operational Policies, as amended from time to time. Additional individuals or corporations or associations may be admitted as members by virtue of Ordinary</p>	
--	---	---	--

	<p>a majority resolution of the ordinary members of the Association. Candidates for membership in the Association must be persons of good character and standing in the community. Application for membership shall be made in writing on a form supplied by the Association. Each member shall promptly be informed by the Board or by the Executive Director of their admission as a member.</p>	<p>Resolution of the Ordinary Members of the Association. Candidates for membership in the Association must be persons of good character and standing in the community. Application for membership shall be made in writing on a form supplied by the Association. Each member shall promptly be informed by the Board or by the Executive Director of their admission as a member.</p>	
Section 8.03 - Resignation	<p>Members may resign in writing which resignation shall be effective upon any date or time on or after the execution of the instrument of resignation. In the case of resignation, a member shall remain liable for payment of all student ancillary fees paid to the Mohawk Students' Association or other sum levied or which became payable by them to the Association prior to acceptance of their resignation and regardless when a member resigns no part of the student ancillary fees, paid to the Mohawk Students' Association, shall be returned to them.</p>	<p>Members may resign in writing which resignation shall be effective upon any date or time on or after the execution of the instrument of resignation. In the case of resignation, a member shall remain liable for payment of all student ancillary fees paid to the Association or other sum levied or which became payable by them to the Association prior to acceptance of their resignation and regardless when a member resigns no part of the student ancillary fees, paid to the Association, shall be returned to them.</p>	Updated verbiage.
Section 8.04 - Membership	<p>There is no fee for membership to the Mohawk Students' Association. All Mohawk College students are members as outlined in section 8.01. Members are</p>	<p>There is no fee for membership to the Association. All Mohawk College students are members as outlined in section 8.01. Members are subject to student ancillary</p>	Updated verbiage.

	subject to student ancillary fees, payable to the Mohawk Students' Association. Fees shall be established from time to time by the Board, as aligned with the Ministry of Training, Colleges and Universities' binding directive and the Tuition and Ancillary Fee Protocol agreement with Mohawk College.	fees, payable to the Association . Fees shall be established from time to time by the Board, as aligned with the Ministry of Training, Colleges and Universities' binding directive and the Tuition and Ancillary Fee Protocol agreement with Mohawk College.	
Section 8.05 - Privileges of Membership	All associate and ordinary members in good standing shall be entitled to such privileges as shall be established from time to time by the Board.	All associate and ordinary members in good standing shall be entitled to such privileges as shall be established from time to time by the Board through the Governance Policies .	Updated verbiage.
ARTICLE IX – MEETINGS OF MEMBERS			
Section	Previous Wording	Revised Wording	Rationale/Intent
Section 9.03 - Place of Meetings	Meetings of members shall be held at the head office of the Association or elsewhere in Ontario as a majority of the Board may by resolution determine.	<p>(a) Meetings of Members shall be held at the head office of the Association or elsewhere in Ontario as a majority of the Board may by resolution determine.</p> <p>(b) Meetings of the Members may be held entirely by one or more telephonic or electronic means or by any combination of in-person attendance and by one or more telephonic or electronic means, provided that all persons attending the meeting can communicate with each other simultaneously and</p>	Expanded definition of "Place of Meetings" to include Act changes.

		<p>instantaneously.</p> <p>(i) A person who, through telephonic or electronic means, attends a Meeting of the Members is deemed for the purposes of the Act to be present at the meeting.</p>	
<p>Section 9.06 - Chair, Secretary and Scrutineers</p>	<p>The President, who is also the Chairperson, shall chair all meetings of members. If no such officer be present within fifteen minutes from the time fixed for holding the meeting, the person designated the Vice Chair, shall become the chairperson.</p> <p>The Chair shall appoint a secretary of the meeting, hereof provided that if the secretary shall not be present within fifteen (15) minutes from the time fixed for holding the meeting, the chairperson shall appoint some person, who need not be a member, to act as secretary of the meeting. If desired, one or more scrutineers, who need not be members, may be appointed by a resolution of the members or by the chairperson as the chairperson shall in their discretion decide.</p>	<p>The Chair, shall chair all Meetings of Members. If no such Officer be present within fifteen minutes from the time fixed for holding the meeting, the person designated the Vice Chair, shall become the chair as outlined in the Associations Governance Policies.</p> <p>The Chair shall appoint a secretary of the meeting, hereof provided that if the secretary shall not be present within fifteen (15) minutes from the time fixed for holding the meeting, the Chair shall appoint some person, who need not be a member, to act as secretary of the meeting. If desired, one or more scrutineers, who need not be members, may be appointed by Resolution of the members or by the Chair as the Chair shall in their discretion decide.</p>	<p>Updated verbiage.</p>
<p>Section 9.08 - Quorum</p>	<p>A quorum for the transaction of business at any meeting of members shall be eight (8)</p>	<p>A quorum for the transaction of business at any Meeting of Members shall be eight (8)</p>	<p>Updated verbiage.</p>

	ordinary members of the Association entitled to vote who are not directors of the Association.	Ordinary Members of the Association entitled to vote who are not members of the Board .	
--	--	---	--