

# Governance Policies



<b>POLICY GROUP</b>	MSA Board of Directors		
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<b>ADMINISTRATOR RESPONSIBLE</b>	Governance & Advocacy Specialist	<b>Approved By</b>	Board of Directors

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## **PURPOSE AND INTRODUCTION**

Governance policies enable the Mohawk Students' Association (MSA) Board of Directors to effectively lead, direct, inspire and control the outcomes and operations of the organization through a set of very carefully crafted policy statements and effective monitoring of them. The policies contained herein have been created and adopted by the Board.

### **Use of These Policies**

The Board clearly defines in policy the individual and collective behaviour required to establish a culture of good governance. These policies establish standards for how the Board performs its work, including policies that define the Board's job, purpose, and accountability. It is crucial to good governance that all Board members know and follow the policies laid out hereafter.

### **Board Process and Board-Management Delegation**

Board Process and Board-Management Delegation policies are principles and rules for the Board's own performance and behaviour. The Board will regularly judge and evaluate its own performance against the above-noted two (2) categories of policies.

### **Strategic Priorities (Ends) and Risk Management**

Strategic Priorities and Risk Management policies are the Board's instructions to the staff/organization, through the Executive Director. The Board will judge and evaluate (over the course of every one-year period) the Executive Director's performance against the above-noted two (2) categories of policies. The performance expectations in the Strategic Priorities and Risk Management policies are equivalent to organizational performance

### **Elections, Appointments, and Referenda**

Elections, appointments, and referenda policies are the Board's instructions in selecting and replacing the Board of Directors, as well as having the classifications of membership make direct decisions on policies, services, or supports directly affecting them.

Amendments to this policy in any capacity require a two-thirds majority vote of the Board.

## STRATEGIC PRIORITIES

### Ends Policy #1 – Vision

Because the Mohawk Students' Association exists:

**All Mohawk Students' achieve personal success in their college experience and beyond.**

### Ends Policy #2 – Mission

We empower Mohawk Students to create a community they can lean on for positive experiences, relevant supports, a listening ear, and a strong voice. We achieve this through:

**Advocacy and Leadership** - Strengthen our collective voice by:

- Providing the resources necessary to support robust governance and advocacy
- Empowering students to become engaged advocates.
- Increasing awareness and inspiring confidence among students regarding our initiatives and outcomes.
- Providing feedback opportunities for students to feel heard and represented.
- Identifying mechanisms to increase staff and Board engagement with the student body.
- Creating varied and enriched student leadership opportunities.

**Engagement and Supports** - Enhance student success by:

- Collaborating across the Mohawk Community to enhance the scope, delivery and impact of diverse student experiences.
- Facilitating services and programming that improve the social, physical, mental and professional wellbeing of students.
- Bridging gaps between the MSA, Mohawk College and community partners.
- Nurturing student-led initiatives.

**Sustainability and Operations** - Improve business practices and organizational culture by:

- Utilizing technologies that strengthen operating efficiencies.
- Ensuring staff feel a sense of belonging, are purposeful and supported.
- Strengthening organizational resilience through sustainable funding, forecasting and contingency planning.
- Being engaged participants and leaders within the higher education community.
- Prioritizing social, financial, and environmental sustainability.

## Ends Policy #3 – Strategic Plan 2025

### **Empowering Mohawk Students**

- Recruitment: Healthy turnout for elections, AGM, Board Positions, student staff
- Training: Board and student staff are prepared for their roles & responsibilities as advocates
- Feedback Loop: Getting feedback from students that we need, acting on it, and reporting back

### **Developing MSA Work Culture**

- Staff / Board have a voice, lead ideas, have buy-in on decisions, actions
- Staff / Board have the tools, information and resources to effectively do their job
- Staff / Board have fun, celebrate, and share together

### **Focus on Equity, Diversity, and Inclusion**

- Increase representation – Board, Staff, Student Staff, Programs and Supports
- The MSA is a safe, inviting, and welcoming place for everyone

### **Humanizing our Brand**

- Students know who we are, what we do and how to access us
- Students feel they ARE the MSA

## BOARD-MANAGEMENT DELEGATION

### Global Board-Management Delegation

The Board's sole official connection to the operational organization, its achievements, and conduct will be through the Executive Director, which is a hired, full-time position.

To delegate effectively, the Board recognizes that its only operational employee is the Executive Director, and that it will instruct and delegate only to this position. The Board will hold this position accountable for all operational organizational achievements and conduct through a fair and complete evaluation process.

Only officially passed motions of the Board are binding on the Executive Director.

- Decisions or instructions of individual Board Members, officers, or committees are not binding on the Executive Director.
- In the case of Board Members or committees requesting information or assistance without Board authorization, the Executive Director can refuse such requests that require, in their opinion, a material amount of staff time or funds, or are disruptive.

### Accountability of the Executive Director

The Executive Director is the Board's only link to operational achievements and conduct, so as far as the Board is concerned, all staff authority and accountability is considered the Executive Director's.

- The Board shall not instruct persons who report directly or indirectly to the Executive Director.
- The Board shall not formally or informally evaluate any staff other than the Executive Director.
- The Board shall view the individual performance of the Executive Director as identical to organizational performance so that organizational accomplishment of Board-stated **Strategic Priorities** and compliance with Board-stated **Risk Management policies** will be viewed as successful operational performance.

### Monitoring the Executive Director's Performance

Monitoring of the job performance of the Executive Director will be solely against the organizational accomplishment of the Board's **Strategic Priorities** and the organizational operation within the **Risk Management policies**.

The Board will get monitoring information by:

- a. INTERNAL REPORT - in which the Executive Director presents interpretations and compliance information to the Board
- b. EXTERNAL REPORT - in which an external, independent 3rd party selected by the Board assesses compliance with the interpretations of Board policies.

Through these reports, the Board will judge:

- whether data demonstrates accomplishment of the interpretation regarding Strategic Priorities or compliance with the interpretation regarding Risk Management.
- The standard for compliance shall be any reasonable interpretation of the Board policy being monitored. The Board is the final arbiter of reasonableness but will always judge with a “reasonable person” test rather than with interpretations favoured by Board Members or by the Board as a whole.
- The Board can monitor organizational compliance with any policy at any time by any of the above 2 methods.
- The Board will determine the frequency and method of monitoring the policies that instruct the Executive Director (Strategic Priorities and Risk Managements) and will normally use a routine schedule, as follows:

POLICY STATEMENT	METHOD	Method
Strategic Priorities (ENDS)	Q2, Q3, Q4	Internal Report
Treatment of Students as Customers	Q2, Q4	Internal Report
Treatment of Staff	Q4	External Report
Compensation and Benefits	Q1	Internal Report
Financial Condition	Q1, Q2, Q3, Q4	Internal & External Report (Q2)
Budgeting	Q4	Internal Report
Asset Protection	Q3	Internal Report
Communication / Support to Board	Q2, Q3	Internal Report
Emergency Succession	Q1	Internal Report
Relevant Legislation	Q2	Internal Report



## GLOBAL RISK MANAGEMENT

The Executive Director shall not cause or allow any organizational practice, activity, decision or circumstance, which is illegal, imprudent, and/or unethical. Specifically, the Executive Director shall provide evidence to the Board that the following areas of the operations are managed in ways that are prudent, ethical, and legal:

- **Treatment of Students as Customers.** They must be treated in ways that are fair, timely, respectful, accessible, and their confidentiality must be protected.
- **Treatment of staff.** This includes paid and unpaid staff and students. There must be a complete set of internal human resource policies in place covering employment rules, fair treatment, job descriptions, benefits, discipline, training, accountability, and grievance processes. Evidence must be produced annually that shows that staff and volunteers believe that they are treated humanely and fairly, and that there is a safe work environment.
- **Compensation and Benefits** for staff, students and volunteers must be consistent with the geographic and professional market. As well the Executive Director cannot change their own compensation or benefits.
- **Financial Condition and Activities.** Revenue must exceed expenses unless planned for and approved by the Board, and funds must be spent on intended purposes. An annual audit must take place, and filings and payments must be accurate and not overdue.
- **Budgeting.** The Executive Director will present the budget to the Board for approval in March based on the Board's articulation of Strategic Priorities in January.
- **Asset Protection.** There must be proof of adequate insurance, and that prudent purchasing policies and practices are in place. As well the image and reputation of the organization must be protected, and relationships with external bodies (College, etc.) must be protected and maintained.
- **Communication and Support to Board.** The Executive Director must keep the Board informed and supported in all its work. This includes ensuring that the Board is kept up to date on material internal and external changes, pending litigation, relevant trends, and anticipated adverse media coverage. Information

presented must be timely, accurate and understandable. As well the Board's work must be supported, including all Board and committee meetings, as well as new Director orientation and training.

- **Emergency Succession.** There must be at least one individual prepared to take over the position of Executive Director in their unexpected, unplanned absence.
- **Relevant Legislation** must be complied with. Evidence must be presented to the Board on a regular basis of the relevant legislation and compliance.

## GOVERNANCE PROCESS

The purpose of the Board is to:

- Represent the interests of the students-as-owners of Mohawk Students' Association. Students-as-owners have the long-term view of the organization focusing on larger student population initiatives, while students-as-customers are focused on their daily experience and individual needs with the services offered by the organization.
- Determine the benefits that the organization will provide for students as customers, keeping a long-term, strategic perspective.
- Ensure that the operating organization accomplishes what it should, outlined in the Strategic Priorities policies, in ways that the Board determines are acceptable, outlined in the Risk Management policies.
- Lead the Executive Director and MSA President regarding MSA Strategic and Advocacy Priorities through assessment and direction
- Set, monitor, and assess annual Advocacy Priorities led by the President.

### Board as Owner-Representatives

The Board, as a group, represents the interests of the Mohawk Students' Association students as owners. Board Members' ethical obligation (fiduciary duty) is to represent the entire ownership, not specifically the schools, faculties, or sections of the College from which they attend.

Appropriate broad-based input from students as-owners must be sought and analyzed. The Board will proactively pursue ownership input, through multiple modalities initiated by staff, to understand the needs of all Mohawk students, across all campuses, regarding student advocacy issues, institutional system gaps, and student life concerns

The full range of the students' views as owners regarding the Strategic Priorities must be incorporated into Board deliberations, not those points of view held personally by individual Board Members. The Board will create a plan each year to communicate with the students as owners.

Although Board Members are drawn from parts of the school that are customers of the organization as well as its owners, They must distinguish and serve those interests that are relevant to the role of students as owners, not that of students as customers. It is

inappropriate for Board Members to bring into Board meetings their customer relationship with the organization.

### Board's Governing Style

The Board will govern lawfully with an emphasis on:

- Outward vision rather than an internal preoccupation
- Encouragement of diversity in viewpoints
- Strategic leadership more than administrative detail
- Clear distinction between Board and operations
- Collective rather than individual decisions
- Future rather than past or present
- Proactivity rather than reactivity
- Focus on organizational values

The Board will:

- A. Cultivate a sense of group responsibility. The Board, not the staff, will be responsible for excellence in governing. The Board will normally be the initiator of governance policy, not merely a reactor to staff initiatives. The Board will not use the expertise of individual members to substitute for the judgment of the Board although the expertise of individual members may be used to enhance the understanding of the Board as a body.
- B. Direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the Board's values and perspectives. The Board's major policy focus will be on the intended long-term effects outside the staff organization, not on the administrative or programmatic means of attaining those effects.

- C. Enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, committee and role accountabilities, preparation for meetings, policy-making principles, respect of roles, adherence of governance and MSA policies, and ensuring continuance of governance capability. Although the Board can change its governance process policies at any time, it will scrupulously observe those currently in force.
- D. Focus on continual Board development including orientation of new members in the Board's governance process and periodic Board discussion of process improvement.
- E. Monitor and discuss the Board's process and performance at each meeting. Self-monitoring will include comparison of Board activity and discipline to policies in the Governance Process and Board-Management Delegation categories.

### Board Member's Code of Conduct

The Board commits itself and its members to ethical, professional and lawful conduct, including proper use of authority and appropriate decorum when acting as Board Members. This includes but is not limited to, in the workplace, at social and academic events, representing the MSA on committees and groups, and on social media.

The Board will keep the vision and mission of the organization in mind, adhere to its values, and conduct business in a matter that supports the advancement of MSA goals.

Board Members are expected to:

- Have loyalty to the organization, unconflicted by loyalties to staff, other organizations, and any personal interest as a customer of the organization.
- Avoid conflict of interest with respect to their fiduciary responsibility. There must be no self-dealing or business by a member with the organization. Board Members will annually disclose their involvements with other organizations, with vendors, or any associations that might be or might reasonably be seen as being a conflict. When the Board is to decide upon an issue about which a Board Member has an unavoidable conflict of interest, that member shall withdraw without comment not only from the vote, but also from the deliberation

- Avoid conflict of interest with respect to governance responsibility. Board Members shall not place themselves in a position where their Board accountabilities conflict or compete with their personal, business or academic interests and are responsible for disclosing any real or potential conflict of interest.
- Restrict from being involved in any outside activity which would impair their ability to perform their duties with the MSA and restricts them from working with a competitor of the MSA or entering a competitive venture while employed by the MSA
- Not utilize their positions to obtain any employment in the organization for themselves, family members or close associates. A Board Member who applies for full-time employment must first resign from the Board.
- Not attempt to exercise individual authority over the organization.
- Recognize the lack of authority vested in individuals, except when explicitly Board authorized, through interactions with the President, Executive Director or with staff. Board Members' interaction with the public, press or other entities must recognize the same limitation and the inability of any Board Member to speak for the Board except explicitly stated Board decisions.
- Refrain from expressing individual judgments of performance of employees or the Executive Director, except for participation in Board deliberation about whether the Executive Director has achieved any reasonable interpretation of Board policy.
- Respect confidentiality appropriate to sensitive issues, including matters discussed in closed sessions of Board meetings.
- Be prepared for Board deliberation, which means that all Board Members must fully read the Board package including all attachments and arrive at the meeting fully prepared to participate.
- Support the legitimacy and authority of the final determination of the Board on any matter, regardless of the members' personal position on the issue. Therefore, a Board Member will support the decision of the Board even if they voted against the decision in a Board meeting.
- Adhere to all policies and by-laws of the MSA.

- Get approval from the Board of Directors should a Board Member desire membership or a titled position representing Mohawk College or the MSA within an organization external to the MSA
- Develop an awareness of, and adhere to, the respective policies and procedures
- Take personal responsibility to address concerns with another person by making every possible and appropriate attempt to address the concerns respectfully and promptly with that individual first before moving the concerns to the appropriate authority. When a resolution is not achieved, Board Members are expected to approach any member of the Board Conduct Committee for support.
- Fully attend and participate, including submission of required reports, required documents, and proposals, in all required Board of Director functions, including but not limited to:
  - Regularly scheduled and Emergency Board Meetings
  - Board Retreats, Orientations, and Training Sessions
  - Annual General Meeting of the Members
  - College Connection functions specific to the MSA
  - Board Appointed Committee Meetings
  - Engagement Opportunities with Student-as-Owners
- Vote at such meetings in the best interest of the MSA, recognizing that the Corporation should embody the best interests of the students of Mohawk College.
- Board Members will meet regularly with the President to ensure shared understanding, role clarity, and Board Member support.

When a Board Member appears to breach policy or their conduct goes against MSA values, the President will address and document the conduct in question and provide support, with help from appropriate staff if required.

Should conduct not improve, or the conduct be detrimental to Board activity or to the association, the Board Conduct Committee will meet with the Board Member to develop strategies for success that may include a performance management plan, behaviour contract, other intervention strategies, or bring forward to the Board of Directors for action which may include, but is not limited to:

- No further action required
- Continued performance management with deliverables
- Suspension for up to 14 calendar days
- Legal action
- Removal

In the case of this policy, the Board Conduct Committee is deemed to be the MSA President, Executive Director, and Senior Manager People and Culture. If the President is the Board Member of concern, their position on the Board Conduct Committee will be replaced by a Board Officer and the Dean of Students of Mohawk College.

**Commented [PE1]:** UNDER REVIEW - Board Accountability Policy

### Composition of the Board

The MSA Board of Directors shall consist of one (1) President, one (1) Director of External Affairs, one (1) Director of College Affairs, one (1) Secretary, one (1) Treasurer and four (4) Directors at Large.

#### *President*

The President is a full-time (35 hours per week) salaried Director and voting member of the Board. The President represents the Board in supporting the MSA Strategic Priorities and Advocacy Priorities to external organizations (i.e., Mohawk College, government bodies, partners). Advocacy Priorities are set each year by the Board of Directors, led by the President.

The President is accountable to ensure the integrity of the Board's processes and that the Board behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.

The President is authorized to use any reasonable interpretation of the provisions in Governance Process and Board-Management Delegation policies, except the (a) employment or termination of the Executive Director, or (b) where the Board specifically delegates portions of this authority to others.

#### Reporting Relationship:

- The President reports directly to the Board of Directors
  - Issues regarding President's performance are brought through the Chair to the Board who will address the following Board Accountability Policy

**Commented [PE2]:** Replacement for "Board Members Code of Conduct" when policy breach is suspected; currently under review for adoption



#### Primary Accountabilities:

- Driver of the advancement of all MSA Advocacy Priorities, which includes Mohawk College related and external affairs focused advocacy.
- Builds and fosters relationships with Mohawk College stakeholders and external collaborators to represent the advocacy needs of students-as-owners, as per Board directives.
- Acts as official representative and primary spokesperson of the MSA.
- Directs and monitors the work of Board positions focused on Mohawk College related and external advocacy work.

#### Primary Responsibilities:

- Acts as the MSA and Board Spokesperson through proactively representing the issues facing students with Mohawk College and external stakeholders to advance the identified advocacy priorities of the Board of Directors. This includes liaising with College Administration, government officials, media outlets, student unions/associations, and student-focused advocacy groups, and reporting back to Board, with recommended actions, to determine if further advocacy actions are needed.
- Develops and actions Advocacy Plan and Strategies, with the Advocacy Committee, as approved by the Board, based on the annual MSA Advocacy Priorities
- Chairs Advocacy Committee which helps create the Annual Advocacy priorities. This includes being proactive with agenda setting, completing and delegating agenda items, and reporting back to committee members and the Board.
- Supports all MSA Board members in understanding and actioning the MSA Advocacy Priorities and Plan.
- Liaises with College stakeholders and external agencies regarding information for the Board of Directors relevant to the Advocacy Priorities and current issues impacting Mohawk College Students.
- Collaborates with other student organizations to promote a unified student voice.
- Convenes and supports efforts to elicit feedback from students, including student forums, town halls, surveys, and in-person engagements.
- Member of the Governance Committee.
- Proactively seeks out the Executive Director for support and mentoring in understanding the post-secondary landscape and leadership development.
- Works regularly with the Executive Director who will direct MSA support staff in efforts to communicate and advance Advocacy Priorities.
- Reports regularly to the Board Chair, ensuring the work of the President is acceptable and aligned with Board directives, and that processes, policies, and procedures are being adhered to.
- Maintains regular office hours and ensures the Board is aware of and approves scheduled work and absences.

- Works regularly with Governance and Advocacy department for support in Advocacy Priorities and understanding ownership feedback.
- Ensures and supports timely and comprehensive proposals, on behalf of the Advocacy Committee, for Board consideration regarding actions based on the Advocacy Priorities.
- Fosters a culture of inclusivity and engagement while encouraging a collaborative and productive working environment within the MSA.
- Leads and delegates MSA representation in appeals and panels.
- Research, reviews, and assesses the feedback of students-as-owners to identify and theme student concerns, to be used as data that fuels the Advocacy Priorities and Strategies.
- Intentional presence at all campuses with the purpose of understanding student needs and promoting the Board and its activities to students at large.
- Ensures regular and transparent communication with the student body through various channels regarding the work and decisions of the Board of Directors, led by MSA staff.
- Performs the duties of any Board member when circumstances require prompt action and Board member is not available;
- Completes all mandatory training.
- Understands and complies with MSA Bylaws and Governance Policies
- Attends, prepares for, actively participates, and reports back to the Board in all meetings as required of the role of President, including but not limited to:
  - Convocation and Orientation
  - Regular meetings with College Senior Leadership
  - MSA and College Committees
  - Board of Governors Meetings
  - Meetings with Municipal, Provincial, and Federal Reps
  - Meetings / conferences with partnered Advocacy agencies and organizations (e.g. CASA, Student Unions, OSV, etc)
- Votes at Board meetings in the best interest of Mohawk Students.
- Attends, prepares for, and actively participates in all required Board of Directors commitments, including but not limited to:
  - Monthly and Emergency Board Meetings
  - Orientations & Retreats (May, Aug, and Jan)
  - Annual / Special Meeting of the Members
  - 1-on-1 Meetings with Executive Director and MSA Staff as required.
  - Supports the transition of incoming President, Advocacy Officers, and Board of Directors.
- Supports the transition of the incoming President, Officers under the advocacy portfolio, and the Board of Directors as an entity.

### *Director of External Affairs*

The Director of External Affairs is a part-time (up to 15 hours per week) board director and voting member who receives a Directors Fee. The Director of External Affairs leads MSA's external advocacy efforts, building relationships with stakeholders such as government officials, student advocacy groups, and community organizations. The role involves gathering student feedback, representing student concerns at external meetings, and shaping advocacy strategies to align with MSA's priorities. The Director reports to the Board, supports the President, and actively participates in advocacy initiatives, including forums, conferences, and meetings.

#### Primary Accountabilities:

- Leads, along with President, the facilitation and collaboration of external related MSA Advocacy Priorities.
- Builds and fosters relationships with external collaborators to represent the advocacy needs of students as MSA owners, as per Board directives.
- Determines the benefits that the MSA will provide for students as customers of the MSA, keeping a long-term strategic perspective.
- Leads and directs the Executive Director, using the Strategic Priorities and Risk Management Policies, ensuring the operating organization accomplishes what it should.
- Leads and directs the MSA President regarding Advocacy Priorities and MSA Board representation to external stakeholders to advocate for the interest of Mohawk College students.
- Uses a sound governance system

#### Primary Responsibilities:

- Leads external advocacy work performed by the MSA, as directed by the President.
- Reviews and assesses the feedback of students as owners to identify and theme student concerns focused on external advocacy.
- Supports advocacy focused research endeavors when requested.
- Proactively represents the issues facing students through regularly scheduled meetings with external stakeholders (i.e. Municipal / Federal / Provincial Government, MTCU Policy, community engagement, Student Advocacy groups, etc.) to advance the identified advocacy priorities of the Board of Directors and reporting back with recommended actions, to determine if further advocacy actions are needed.

- Bring recommendations regarding external advocacy to the attention of the Board of Directors through regular reporting.
- Supports the MSA President, acting on the President's behalf when requested.
- Reports to the MSA Stakeholders initiatives and plans regarding external advocacy.
- Supports efforts to elicit feedback from students, including student forums, town halls, surveys, and in-person engagements.
- As a member of the Advocacy Committee, supports the development and actioning of Advocacy Plan and Strategies, as approved by the Board, based on the annual MSA Advocacy Priorities.
- Supports Board members in understanding and actioning the Advocacy Priorities and Plan.
- Attends, prepares for, actively participates, and reports back to the Board in all meetings as required of the role, as directed by the President, including but not limited to:
  - Scheduled meetings with external advocacy officials
  - MSA and external Committees Board of Governors Meetings
  - External student focused advocacy organizations, conferences and trainings (i.e. Candian Alliance of Student Associations, Hamilton Post Secondary Advisory Group)
  - 1-on-1 Meetings with the President and Chair

### *Director of College Affairs*

The Director of College Affairs is a part-time (up to 15 hours per week) board director and voting member who receives a Directors Fee. The Director of College Affairs leads MSA's advocacy on Mohawk College-related issues, working closely with College leadership to represent student interests on policies, fees, and processes. The role involves gathering student feedback, driving advocacy actions, and supporting the MSA President and Advocacy Committee. The Director reports to the Board, supports the President, and actively participates in advocacy initiatives, including forums, conferences, and meetings.

#### Primary Accountabilities:

- Leads, along with MSA President, the facilitation and collaboration of Mohawk College related MSA Advocacy Priorities
- Builds and fosters relationships with Mohawk College collaborators to represent the advocacy needs of students-as-owners of the MSA, as per Board directives
- Determines the benefits that the MSA will provide for students-as-customers of the MSA, keeping a long-term strategic perspective

- Leads and directs the Executive Director, using the Strategic Priorities and Risk Management Policies, ensuring the operating organization accomplishes what it should
- Leads and directs the MSA President regarding Advocacy Priorities and MSA Board representation to internal stakeholders to advocate for the interest of Mohawk College students
- Uses a sound governance system

Primary Responsibilities:

- Leads Mohawk College related advocacy work performed by the MSA, as directed by the President (Student processes and policies, appeals and panels, Mohawk specific fees);
- Reviews and assesses the feedback of students as owners to identify and theme student concerns focused on College Affairs advocacy.
- Supports advocacy focused research endeavors when requested.
- Proactively represents the issues facing students through regularly scheduled meetings with Mohawk College stakeholders (i.e. VP Students, VP Academic, Dean Student Affairs) to advance the identified advocacy priorities of the Board of Directors and reporting back with recommended actions, to determine if further advocacy actions are needed.
- Brings recommendations regarding college affairs advocacy to the attention of the Board of Directors through regular reporting. Supports the MSA President, acting on the President's behalf when requested.
- Reports to the MSA Stakeholders initiatives and plans regarding Mohawk College related advocacy.
- Supports efforts to elicit feedback from students, including student forums, town halls, surveys, and in-person engagements.
- As a member of the Advocacy Committee, supports the development and actioning of Advocacy Plan and Strategies, as approved by the Board, based on the annual MSA Advocacy Priorities.
- Supports Board members in understanding and actioning the Advocacy Priorities and Plan.
- Attends, prepares for, actively participates, and reports back to the Board in all meetings as required of the role, as directed by the President, including but not limited to:
  - Regular meetings with College Senior Leadership
  - MSA and College Committees (i.e. PAC, SVTF, ARC)
  - Board of Governors
  - Meetings Health & Dental provider | Student Union conferences

- 1-on-1 Meetings with the President and Chair
- Supports MSA representation in appeals and panels, as directed by the President.

## *Secretary*

The Secretary is a part-time (up to 15 hours per week) board director and voting member who receives a Directors Fee. The Secretary ensures the integrity of the Board's documents and compliance with Ontario NonProfits Corporations Act (ONCA) and leads scheduled and unscheduled policy reviews. Responsibilities include coordinating agenda creation, scheduling meetings, managing board materials, documenting attendance, and taking minutes for both open and closed sessions. The Secretary also signs off on meeting minutes and serves as a key member of the Governance Committee, overseeing policy changes and supporting Board operations.

### Primary Accountabilities:

- Leads in policy oversight, review, and creation for the Board
- Ensures the integrity of the Board's documents, policies, and handbooks Ensures the MSA is compliant with ONCA legislation and its own governing policies
- Chairs MSA Governance Committee
- Determines the benefits that the MSA will provide for students-as-customers of the MSA, keeping a long-term strategic perspective
- Leads and directs the Executive Director, using the Strategic Priorities and Risk Management Policies, ensuring the operating organization accomplishes what it should Leads and directs the MSA President regarding Advocacy Priorities and MSA Board representation to external stakeholders to advocate for the interest of Mohawk College students
- Uses a sound governance system

### Primary Responsibilities:

- Coordinates the scheduling of monthly Agenda Creation meetings ahead of all regularly scheduled board meetings using the Annual Governance Plan.
- Provides formal written notice to board members, MSA staff, and external stakeholders to submit agenda items
- Uploads all board meeting materials to a Board Software Management Portal and Microsoft Teams channels
- Participates in the MSA yearly audit to provide all records of Board's decisions

- Presents Governance and relevant Bylaw changes at all Annual and Special Meetings of Members Documents the timeliness of submitted materials by board members for all board meetings
- Documents attendance of board members for all board meetings
- Scribes all closed session/in camera board meetings
  - Maintaining a critical level of confidentiality
- Scribes any open sessions when Recording Secretary is unable
- Signing authority of all approved Board meeting minutes, Annual Meeting and Special Meeting minutes
- Communicates with the Chair regarding board member attendance and submissions of reports.
- Chairs the Governance Committee, which proposes to the Board:
  - Changes to the Board Annual Calendar;
  - Changes to the Terms of Reference for each Committee;
  - Changes to Bylaws, Governance Policy, and Accountability Policy.
- Attends, prepares for, actively participates, and reports back to the Board in all meetings as required of the role, as directed by the President, including but not limited to:
  - Regular meetings with College Senior Leadership
  - MSA and College Committees (i.e. PAC, SVTF, ARC)
  - Board of Governors
  - Meetings Health & Dental provider | Student Union conferences
  - 1-on-1 Meetings with the President and Chair

### *Treasurer*

The Treasurer is a part-time (up to 15 hours per week) board director and voting member who receives a Directors Fee. The Treasurer ensures the financial integrity of the MSA by monitoring compliance with regulations, overseeing financial policies, and chairing the Finance Committee. Responsibilities include preparing reports, presenting audited financial statements, and driving fee-setting processes. The Treasurer also provides regular updates on the financial health of the Association, supports the budget creation process, and attends related conferences.

#### Primary Accountabilities:

- Leads in policy oversight and review of finance policies
- Ensures accuracy and compliance with all financial regulations
- Monitors and reports that the organization's financial policies and procedures are followed

- Chairs MSA Finance Committee Drives fee-setting processes
- Determines the benefits that the MSA will provide for students as customers of the MSA, keeping a long-term strategic perspective
- Leads and directs the Executive Director, using the Strategic Priorities and Risk Management Policies, ensuring the operating organization accomplishes what it should
- Leads and directs the MSA President regarding Advocacy Priorities and MSA Board representation to external stakeholders to advocate for the interest of Mohawk College students
- Uses a sound governance system

Primary Responsibilities:

- Chairs the Finance Committee with the support of the Senior Manager, Finance, including scheduling meetings, preparing agendas, preparing minutes, and ensuring inclusive discussion, in accordance with the Annual Governance Plan.
- Engages in Financial Policy reviews according to the Policy Review Schedule.
- Prepares and presents Finance Committee reports to the board and speaks to budgetary decisions.
- Provides updates and assessments regarding the financial health of the MSA, with support from the Senior Manager, Finance
- Presents the audited financial statements and facilitates the appointment of auditors at the Annual Meeting of the Members
- Facilitates MSA fee setting process and College fee approval process, including communicating decisions to the College
- Attends the Health & Dental provider conference
- Member of Mohawk College SITE and SIF Committee
- Attends, prepares for, actively participates, and reports back to the Board in all meetings as required of the role, as directed by the President, including but not limited to:
  - Regular meetings with College Senior Leadership
  - MSA and College Committees (i.e. PAC, SVTF, ARC)
  - Board of Governors
  - Meetings Health & Dental provider | Student Union conferences
  - 1-on-1 Meetings with the President and Chair



### *Director at Large*

The Director At Large is a part-time (up to 2 hours per week) board director and voting member who receives a Directors Fee. Directors at Large provide strategic direction for the MSA, ensuring the organization delivers long-term benefits for students. This role involves guiding the Executive Director, supporting the MSA President in advocacy efforts, and helping shape the MSA's Strategic Plan. Responsibilities include attending Board meetings, committees, and events, setting and monitoring annual priorities, and ensuring compliance with governance policies.

#### Primary Accountabilities:

- Determines the benefits that the MSA will provide for students-as-customers, keeping a long term, strategic perspective.
- Leads and directs the Executive Director, ensuring that the operating organization accomplishes what it should, outlined in the Strategic Priorities policies, in ways that the Board determines are acceptable, outlined in the Risk Management policies.
- Leads and directs the MSA President regarding Advocacy Priorities and MSA Board representation to external stakeholders to advocate for the interests of students-as-owners of the MSA.
- Uses a sound governance system.

#### Primary Responsibilities:

- Attends, prepares for, and actively participates in all required Board of Directors commitments, including but not limited to:
  - Monthly, Emergency, and Informal Board Meetings
  - Training Sessions, Orientations, Onboarding and Retreats
  - Annual and/or Special Meeting of the Members
  - Assigned College and MSA Committees
  - 1-1 Meetings with Board Chair and MSA Staff
- Completes all assigned training and organizational assessments
- Sets, monitors, and assesses annual Advocacy Priorities
- Sets the Strategic Plan and its cycle, and regularly monitors and assesses its progress.
- Understands and complies with MSA Bylaws and Governance Policies
- Prepares required Director / Committee reports
- Supports MSA representation as required in appeals and panels.
- Communicates regularly with President, Chair, Executive Director, Board of Directors and MSA Staff to:
  - Provide meaningful feedback when prompted

- Confirm attendance or notify regrets
- Proactively seek out missed information and accountabilities
- Seek clarity and understanding on proposals, motions, policies and processes
- Understands the Issues affecting Mohawk Students
- Votes at Board meetings in the best interest of Mohawk Students
- Holds the College / MSA / Board accountable to their stated outcomes
- Represents the MSA / Board at events, socials, orientations, forums, and town halls as required.
- Meet all requirements outlined in the Bylaws and Governance Policies.

### Board Committee Principles

Board committees, when used, will be created to help the Board do its job and never to interfere with delegation from Board to President or the Executive Director, nor to help or advise the staff. Committees ordinarily will assist the Board by preparing policy alternatives, directives, and implications (options and consequences) for Board deliberation. Board committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes.

A committee is a Board Committee only if its existence and charge come from the Board, regardless of whether Board Members sit on the committee. This policy applies to any group that is formed by Board action whether it is called a committee and regardless of whether the group includes Board Members.

### Annual Governance Plan

The Board will operate with an annual governance plan that begins in May of each year. It will include a review of previous ownership communication results. The Board will also set priorities for its own development for the next twelve months. This will include Board education topics to be arranged throughout the year.

Executive Director performance review will happen according to the monitoring schedule, based on monitoring reports received throughout the year.

### Board Meetings

The Board of Directors recognizes the importance of consistent, transparent, and well-

structured meetings to fulfill its fiduciary and strategic responsibilities. As such, the Board shall meet no less than once per month, with a minimum of twelve (12) meetings held annually, as determined by the Annual Governance Plan. Meetings scheduled outside of the Annual Governance Plan will be done cautiously and will be considered extraordinary or emergency in nature, given their sensitivity of subject matter or time sensitivity for information dissemination or decision(s) pending subject to Board Chair approval.

Board Members may recommend or request an item for Board discussion by submitting the item to the Board Chair and Secretary no later than ten (10) days prior to the scheduled meeting. Board meeting packages will be provided to Directors no less than five (5) days before each meeting to allow sufficient time for review and preparation. Amendments to the Agenda may occur, with the approval of the Board Chair up to four (4) hours prior to the meeting. Under special circumstances, the Board Chair may allow for amendments to occur during the meeting should the item be time-sensitive however, no items with a decision shall be included without following due process.

The standard Agenda for Board meetings shall follow the structure below, with designated start and end times for each item to promote efficiency and focus:

- Board Education (Internal and External)
- Call to Order
- Attendance and Quorum Call
- Land Acknowledgement
- Conflict Declarations
- Agenda Approval
- Approval of Previous Meeting Minutes
- Ownership Communication
- Board Decisions (if any)
- Risk Management Monitoring Reports
- Board Self-Evaluation
- Adjournment

Closed Sessions may be added following the adjournment of the Open portion of the meeting to address confidential matters such as human resource issues, legal concerns, contract terms, Board evaluations, or Executive Director performance evaluation.

Should a matter requiring confidentiality arise during the Open Session, the Board may, through a simple majority vote, move in camera. Minutes recorded during Closed Sessions will be kept separate from those of the Open Session. Upon concluding the confidential discussion, the Board will vote by simple majority to return to the Open Session.

## Governance Investment

The Board will invest in its governance capacity and will establish its cost of governance budget for the next fiscal year through the approved annual budget processes in the following areas:

- Board skills, methods, and supports to govern with excellence will be reasonably budgeted for and approved as part of the annual budget process.
- Training and retraining to orient new Board Members and candidates for Board Membership, as well as to maintain and increase existing Board Member skills and understandings, including attendance at conferences, Board retreats and workshops.
- Outside monitoring assistance will be arranged so the Board can exercise confident control over organizational performance. This includes but is not limited to financial audit and other 3rd-party monitoring of organizational performance.
- Outreach mechanisms will be used as needed to ensure the Board's ability to listen to students as owners, including surveys, focus groups, opinion analyses, and meeting costs.
- Administrative and support costs of operating the Board, including stationery supplies, Board meetings, and accessibility needs.

## Remuneration

Directors may fix the remuneration for the MSA's Directors and officers. The directors' fiduciary duties include the duty to avoid acting in self-interest and conflicts of interest, and the Board needs to be careful not to raise suspicions of self-serving behaviour or abuse of power.

Each position to which a Directors Fee is allotted is considered a student leadership position, wherein people stand for the enhancement of self and for service to the students at Mohawk College. They are elected or appointed positions requiring responsibility to perform the duties of office. The MSA understands the pressures of school, social and business life. To alleviate some of these pressures, a Directors Fee is provided.

- Each year, prior to the close of annual elections, a Directors Fee will be budgeted for the Student Government positions.

- Amounts approved by the Board cannot be altered except by Board approval for a reasonable and prudent decision.
- The Directors Fee is not a wage or salary and is not based on an hourly rate. It is a set fee or stipend, the issuing of which is subject to meeting accountabilities. Honorariums are taxable.
- President and Board Chair are not eligible for a Directors Fee but will be allotted some other type of remuneration as determined by the Board through the Operating Budget.

In determining remuneration for Directors, the Board will conduct an analysis in accordance with the terms of the by-laws, in the best interest of the MSA, and make a reasonable and prudent decision.

## ELECTIONS, APPOINTMENTS, AND REFERENDA

This policy outlines the procedures for conducting elections, appointments, and referenda for the MSA. It ensures that all regulations and procedures are fair, transparent, and accountable, in accordance with the MSA Bylaws, safeguarding the integrity of student representation.

This policy applies to all elected and appointed positions within the MSA, including:

- **Ex-Officio**
  - Chair (non-voting) – 1 position
  - President (voting) – 1 position
- **Officers (voting)**
  - Secretary – 1 position
  - Treasurer – 1 position
  - Director of College Affairs – 1 position
  - Director of External Affairs – 1 position
- **Directors (voting)**
  - Director at Large – 4 positions

This policy also governs the conduct of referenda on key issues affecting the student body, in accordance with the MSA Bylaws and other relevant legislation.

### Chief Returning Officer

The Chief Returning Officer (CRO) serves as an independent officer of the election, entrusted with full authority over the conduct, and enforcement of election rules and procedures. The CRO must remain impartial and independent throughout the election cycle and is tasked with safeguarding the principles of fairness, transparency, and accountability.

#### *Appointment*

- The CRO appointment will be brought forward on the recommendation of the Governance & Advocacy Specialist, who will be the Returning Officer (RO) for all elections and referenda of the Association as per their role requirements
- The CRO shall be appointed by the Board of Directors no later than one (1) month

prior to the election period

- The CRO must be impartial, and cannot be a current candidate, current Board Member, or any individual with vested interests in the election outcomes
  - Should the CRO be an Ordinary Member of the Association, they will not be allowed to vote because the CRO has a duty to uphold the principles of neutrality and non-partisanship
- The CRO will serve for the duration of the election cycle; prior to nomination period through to the completion of the post-election review

### *Responsibilities*

The CRO is responsible for the following:

- Providing training and education to candidates regarding the expected conduct during the election process
- Ensuring candidate compliance with the campaign rules and the *Candidate Information and Enforcements Handbook*
- Verifying the eligibility of candidates in collaboration with the Returning Officer(s) and/or Nominations Committee
- Ensuring the voting process is fair and transparent
- Addressing complaints and disputes in a timely manner as outlined in Enforcements and Appeals
- Issuing enforcements and sanctions in a timely manner as outlined in Enforcements and Appeals
- Protecting the integrity of election results by confirming votes and declaring winners

### *Authority*

The CRO has the authority to:

- Disqualify candidates for serious violations of this policy and rules outlined in the *Candidate Information and Enforcements Handbook*

- Impose penalties, including verbal and written warnings, or disqualification as necessary, even if no complaints were filed
- Cancel or rerun elections in cases of significant electoral misconduct or irregularities
- Delegate to the RO(s) to assist in administering components of the electoral process as needed

### *Accountability*

The CRO will submit a final report on the election process to the Board of Directors within two weeks following the conclusion of the election

- The Board of Directors may provide oversight but cannot overturn the CRO's decisions, unless evidence of gross misconduct or error is present

### Returning Officers

Returning Officers (RO) play a critical operational role, ensuring that all election activities comply with established rules, timelines, and procedures. RO play a critical operational role, ensuring that all election activities comply with established rules, timelines, and procedures.

This section outlines the appointment, responsibilities, authority, and accountability of RO as they work under the direction of the CRO to safeguard the electoral process.

### *Ratification*

- The Governance & Advocacy Specialist, as per their role requirements, will be the lead Returning Officer for any and all election and referenda
  - Should the Governance & Advocacy Specialist be unable to fulfill their role duties, The Board of Directors will ratify other individuals brought forward by the Governance & Advocacy Specialist to hold the position of RO, for the duration of the elections



- ROs must remain impartial and cannot be comprised of current Board Members or candidates
- The number of ROs will depend on the scale of the elections but must be sufficient to monitor campaign activities and voting procedures

### *Responsibilities*

ROs will be responsible for the following:

- Setting timelines for nominations, campaigns, and voting periods in accordance with this policy
- Coordination of internal and external components related to the implementation and duration of the elections, including but not limited to, securing third-party voting software, review processes, and other requirements throughout this policy and in the *Candidate Information and Enforcements Handbook*
- Monitoring and supporting candidates through nomination, vetting, campaigning and voting period
- Setting up, managing, and overseeing online and in-person voting stations
- Handling and documenting election-related complaints from candidates, students, or other stakeholders
- Identify and triage technology issues relating to the third-party voting software or wireless communication within Mohawk College
- Provide guidance and support to CRO as needed, including policy interpretation and training
- Any other duties as assigned or delegated

### *Authority*

ROs report to the CRO and have the authority to:

- Issue warnings to candidates or campaign teams for minor violations
- Recommend sanctions to the CRO for more serious violations
- Temporarily halt voting or campaigns in their assigned areas if they observe or identify misconduct or rule violations

### *Accountability*

- ROs will submit regular reports and/or updates to the CRO throughout the election period
- The CRO will make all final decisions regarding the election and any complaints, with input from ROs

## Main Election

### *Notice of Election*

A formal notice of the election will be distributed to all student's minimum of eight weeks prior to the voting date. All main elections must conclude prior to the end of March of each year.

### *Nomination Period*

The nomination period will last for two weeks, beginning after the notice of election. Should a position have no nominations, a one-week extension period will commence during the vetting period. Should the position remain vacant during the extension period, the position will remain vacant during elections and will be posted for appointment post-elections.

### *Vetting Period*

The vetting period will last for two weeks, beginning after the nomination period by the Nominations Committee.

### *Campaign Period*

The approved and/or endorsed candidates will have two weeks to campaign following the finalization of the nomination process.

### *Voting Period*

Voting will be held over three days. Ballots will open at 12:01 AM and close at 3:59 PM on the final day of voting.

## Nominations

All candidates must submit a letter of intent, resume, and completed nomination package to the designated elections email during the nomination period, received first by the RO for initial screening of Bylaw Eligibility. Any submissions submitted outside of the nomination period, excluding extension period, will not be considered. No candidate may run for office without first going through this process.

Once interested persons clear Bylaw Eligibility, packages are submitted to the Nominations Committee for review and consideration.

### *Nominations Committee Composition*

The Nominations Committee is critical to ensuring the integrity and transparency of the election process.

The Nominations Committee will include at least the following members:

- Chair of the Board (non-voting, facilitator)
  - If Chair is not available or ineligible, a Board Member who is not running for elections will serve as Chair of the Nominations Committee
- One (1) Director or Officer, chosen by the Board, who is not running or re-running

in elections

- One (1) Ordinary Member (student representative at large), who is not running in elections
- One (1) MSA Executive Staff member

### *Responsibilities*

The Nominations Committee will:

- Review nomination packages and conduct interviews with candidates to assess their qualifications for the role
- Ensure candidates meet all requirements as outlined in this policy
- Notify each candidate with respect to the status of their candidacy
  - No candidate may run for multiple positions; one (1) position only
- Confirming which candidates will appear on the ballot

### Campaigning

Candidates and any individual deemed to be acting on behalf of a candidate will follow all rules and procedures outlined in the election handbook.

### *Campaign Materials*

All campaign materials must be approved, in advance, by the ROs, with oversight by CRO.

### *Endorsements*

Official MSA endorsements will not be permitted by any current Board Members, MSA or Mohawk College staff, nor can any MSA or Mohawk College resources be used to support or endorse any candidate.

While the Board of Directors will endorse any internal candidates running for the position of President, Board members must remain neutral for the duration of the election.

### *Public Conduct*

Candidates and any individuals deemed to be acting on behalf of a candidate must conduct their campaigns with fairness, integrity, and respect, promoting a positive and inclusive environment. Individuals must not harass, bully, discriminate, or defame other Candidates or engage in bribery or voter manipulation. These are major offences, and any breach of these conduct standards may result in penalties, sanctions, or disqualification at the discretion of the CRO. All major offences are subject to Mohawk College Student Behaviour Policy and/or potential legal action.

### Penalties for Misconduct

#### *Warnings*

Minor violations will result in official verbal warnings from the RO and/or written warnings from the CRO.

#### *Disqualification*

Serious or repeated violations, including but not limited to, bribery, harassment, or behaviour that violates the fairness, integrity, or transparency of the electoral process, may result in immediate disqualification by the CRO.

### Enforcements and Appeals

The CRO and the Elections Appeals Committee is responsible for enforcing and upholding this policy.

#### *Dispute Resolution*

All complaints regarding election violations or disputes must be submitted in writing (electronic) to the CRO within 24-hours of the alleged incident using the MSA Elections Complaint Form.

Should a complaint be submitted outside of the 24-hour critical window, individuals can provide reason for a late submission which CRO will consider. The CRO will investigate complaints within two (2) business days and issue a decision.

### *Appeals of Misconduct*

Candidates must be afforded the right to appeal any sanctions, penalties, or decisions imposed on them throughout the election process. This right to appeal ensures procedural fairness, provides an avenue for review, and upholds the principles of natural justice.

Candidates wanting to appeal any sanction must do so within two (2) business days of the initial determination given by the RO/CRO submitted in writing (electronic) to the Elections Appeals Committee.

The Committee will be comprised of the following:

- One (1) Board Member not running or re-running in the elections
- Three (3) Ordinary Members (student representatives at large) not running or re-running in the elections
- One (1) MSA Executive Staff member
- Mohawk College staff representative

The Committee will review the complainant and respondent information and will deliver a determination on the matter, using the following methods:

- Uphold the sanction
- Overturn the sanction
- Reduce the severity of the sanction
- Increase the severity of the sanction

All decisions of the Elections Appeals Committee are final.

### Voting

Elections will be conducted using secure, third-party electronic voting software. Voter eligibility will be verified through the student identification system to ensure only current Ordinary Members vote.

The candidate with the most votes for their respective position will be declared the

winner. In the event of a tie, a run-off election will be held between the tied candidates only within five (5) business days of the original election results.

### *Vote of Confidence*

Should a candidate be running uncontested, they must receive a simple majority (50% + 1) of the votes cast to win their respective position of the votes cast from the Ordinary Membership.

### Election of President

The President is considered an Ex-Officio position and is responsible for leadership, strategic direction, and operational oversight of the MSA, including but not limited to being the official spokesperson of the MSA and senior Board Member.

#### *Eligibility*

- Notwithstanding the eligibility requirements of Board Members as outlined in MSA Bylaws, the President is required to have been an Ordinary Member of the MSA and shall meet other qualifications:
  - Be a current Board Member in good standing, or;
  - Have been a Board Member who served within the last 18 months prior to the election having completed their term in good standing
  - Not holding a position on the Mohawk College Board of Governors
  - Be endorsed by the current Board of Directors to run for the position of President
  - Be endorsed by the Nominations Committee to run for the position of President
    - Should no candidate(s) come forward from the current or past Board who meet eligibility criteria and endorsements, the position will be open to the Ordinary Members at Large
    - Should no candidate(s) come forward from the Ordinary Members at Large, an extended nomination period will commence

- Should no candidate(s) come from the extended nomination period, an external role posting will be posted until the position is filled

### Election of Officers

Officers are responsible for leadership, strategic direction, and systematic monitoring of all aspects of operations of the MSA including but not limited to, their respective portfolios within the scope of their roles. This section outlines the election procedures for the following positions: *Secretary, Treasurer, Director of College Affairs, and Director of External Affairs.*

#### *Eligibility*

All Officers will meet eligibility criteria as outlined in MSA Bylaws. Notwithstanding eligibility requirements, all Officers must not have CO-OP throughout the duration of their term of office. No Officer shall hold the position of Student Representative on the Mohawk College Board of Governors.

### Election of Directors

Directors, namely Directors at Large, are elected by the Ordinary Members to represent a broad array of student interests. Directors at Large provide leadership, strategic direction, and systematic monitoring of all aspects of operations of the MSA.

#### *Eligibility*

All Directors will meet eligibility criteria as outlined in MSA Bylaws. No Director shall hold the position of Student Representative on the Mohawk College Board of Governors.

#### *Director Voting Procedure*

Directors will be elected using a proportional voting system. Seats will be allocated based on the proportion of votes each candidate receives. Ordinary Members will vote for multiple candidates, with the total number of open positions determined by the Board each election cycle.



## Vacancies of the Board

The Board recognizes that vacancies may arise from time to time due to resignation, removal, incapacity, ineligibility, or other unforeseen circumstances. It is essential to address these vacancies in a manner that upholds the integrity of the Board, ensures continuity of leadership, and maintains effective representation of the membership.

This section outlines the process for responding to Board vacancies in a fair, transparent, and timely manner, while safeguarding the Board's ability to fulfill its governance responsibilities and the organization's strategic priorities.

### *Mid-Term Vacancies*

If a vacancy occurs during an Officer and/or Directors term of office before December 1, the Board must fill the position through a hiring process. If the vacancy is an Officer, another Officer or President may temporarily assume the duties and responsibilities of the vacant position during the hiring process.

If a vacancy occurs during an Officer and/or Directors term of office after December 1, the Board may decide not to fill the vacancy. The Board may appoint an existing member of the Board to fulfil the duties and responsibilities of the vacant position for the remainder of the term of office.

### *President Vacancy*

Should the position of President become vacant mid-term, their duties will be assumed by another Officer of the Board if the vacancy is temporary. How an Officer fulfills the role will be determined by the Board through a proposal process and will be determined by majority vote. Officers assuming the role of Interim President must continue to meet all eligibility criteria.

Should the position of President become vacant mid-term and the vacancy is permanent, their duties may be assumed by another Officer of the Board. If no current Officer comes forward or is able to fulfill the role of President, the position will be posted for Ordinary Members and external candidates to apply, subject to eligibility criteria, for an interview and subsequent appointment.

The formation of an internal Hiring Committee for the role of President will be established and will be comprised of the following:

- Chair
- Director of College Affairs
- Director of External Affairs
- One (1) Director at Large
- Director of Student Experience
- Senior Manager People & Culture
- Governance & Advocacy Specialist

### *Director and Officer Vacancies*

A Hiring Committee will be formed consisting of:

- Chair
- President
- Two (2) Board Members
- Governance & Advocacy Specialist (non-voting)
- Senior Manager People & Culture (non-voting)

The committee will solicit applications and conduct interviews within four weeks of the vacancy. Final endorsements for the candidate(s) will be granted by a majority vote of the Hiring Committee. Endorsements will be provided to the Board for consideration at the next regularly or extraordinary scheduled Board Meeting.

### *Appointment of Vacancies*

Upon selection of a candidate, they will be appointed to the vacant position for the remainder of the term by majority vote of the Board. All vacancies must be filled within sixty (60) days unless otherwise determined by Resolution the Board.

### Chair

The Chair of the Board is a crucial position, responsible for facilitating meetings and ensuring Board compliance with MSA Bylaws and Policies of the Board.

### *Eligibility*

The Chair must meet eligibility criteria as outlined in MSA Bylaws however, may or may

not be required to meet all criteria should the role of Chair be an external applicant.

### *Appointment*

A Hiring Committee will be formed, consisting of:

- President
- Two (2) Board Members
- Governance & Advocacy Specialist (non-voting)
- Senior Manager People & Culture (non-voting)

The Hiring Committee may bring in other individuals to act as resources, if required.

The position of Chair will be posted for Ordinary Members and external individuals to apply. People and Culture will review all applications to ensure they meet criteria and have the competencies required for the role.

The Hiring Committee will review eligible applications to select candidates to be interviewed. Upon completion of interviews, the Hiring Committee will put forth one (1) candidate to the Board for appointment consideration.

The Board will appoint the Chair by majority vote following the main election.

The Chair will serve a one-year term but may be reappointed.

### Referenda

Referenda provide a mechanism for the Ordinary Members to make decisions on significant issues.

### *Calling a Referendum*

A referendum may be initiated by either a two-thirds majority vote of the Board or by a petition signed by at least 15% of the Ordinary Members. All referenda, unless under special circumstances, will be run in conjunction with the main election no later than March of each year.

### *Voting*

The referendum will be conducted by secure, third-party electronic voting software. Clear and concise information regarding the referendum will be provided to all students no less than two weeks before voting. All referenda will be decided by a Yes or No vote by the Ordinary Members. A simple majority (50% + 1) of votes cast is required to pass a referendum, except where otherwise stipulated by MSA Bylaws.

### *Referenda Campaigns*

All campaigns associated with any referendums of the MSA will not be aligned with an in favour or against motion; the MSA is neutral.

Students who wish to create referenda campaign groups that establish a stance of in favour or against the proposed referenda must establish during the Nomination Period and gain approval by the CRO prior to the close of the Nomination Period. All referenda campaigns and campaigners are subject to the *Candidate Information and Enforcements Handbook*

## PRIVILEGES OF MEMBERSHIP

Members of the Mohawk Students' Association will only have access to MSA services, while they are considered students. Once an individual is no longer a student, their membership in the MSA is terminated and they have no access to services.

### *Ordinary Members*

Ordinary Members are all full-time and part-time post-secondary Mohawk students that have access to all MSA services unless stipulated within another policy.

### *Associate Members*

Associate Members include Continuing Education, Apprenticeship, and include students who do not pay membership fees to the MSA (Dual Credit). Access to services may be limited.

### *Membership Service Eligibility*

MSA SERVICES	Full-Time	Continuing Education	Part-Time (Day)	Apprenticeship	triOS	Other
Universal Transit Pass	■					
Health & Dental Plan	■		Part-time may opt in if eligible		■	
Vote in Elections and Annual General Meeting	■		■		■	
Club & Community Executive Positions (unless club is for other student groups)	■					
Club & Community General Membership	■	■	■	■		■
Advocacy & Representation	■	■	■	■	■	■

Food Bank/Career Closet	■	■	■	■		■
Legal Counselling	■	■	■	■		■
Attraction Tickets	■	■	■	■	■	■
Home & Auto Insurance	■	■	■	■	■	■
Grad Photos	■	■	■	■		■
Activities/Concerts/Pubs	■	■	■	■		■