

# Constitution of the Brock University Business Students' Association

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## **PREAMBLE**

Born in 2003 out of a desire to create a faculty body with a more defined centralised structure, the BSA adopted the following statement in that inaugural year:

*Providing a platform of opportunity, pride, unity and tradition for all Brock Business Students in a continually innovative fashion.*

Three years later, the BSA went from being an organization that was independent of the other Faculty of Business clubs, to a body that has organizational integrity, and encompasses all other business clubs under one umbrella. This paradigm shift for the BSA occurred with the induction of a Brock Business Student Levy in 2007.

Like most student bodies, the policies, procedures and governing documents were developed as a reaction to the affronted change, and not a prerequisite. As such, in 2009, this Constitutional document underwent a major transitional change. The main items that were integrated into this document were:

Transparency of corporate governance model;

- Stringent conditions of what constitutes a voting member;
- Integration of structural entities that previously were not in existence, and;
- A new system for amending this document in the future. .

The vision of the Business Students' Association is: To have current and graduate students from Brock University's Faculty of Business recognized as being among the top business talent in Canada.

The values of the Business Students' Association are:

*Leadership through Representation:* The BSA shall represent not only the interests of its members but also to better the education for all Brock students. The BSA will also hold a leadership role other student assemblies within Brock and around the world;

*Service:* The BSA shall constantly be searching for new methodologies to provide relevant services for its members;

*Growth and Development:* The BSA shall encourage and provide opportunities for its members to develop a variety of skills through extracurricular involvement, conferences and competitions; and

Stewardship and Transparency: The BSA shall be a good stewards of the funding received directly from its members and strive to be as open with its information and transparent in its decision making process as possible.

Finally, in recognition of the vast diversity among members of the Business Students' Association: ethnic, cultural, religious, gender, and in respect of diverse orientations sexual and otherwise, this Constitution shall be interpreted in a manner consistent with the laws of Canada and of the province of Ontario

## Article I: Definitions

1. The following is a non-exhaustive list of important terms that may be referenced in this document:
  - a. “The Association” – The Brock University Business Students’ Association, the acronym of which is “BSA,” that is, the student-run association that offers all students within the Faculty of Business at Brock University services to students that add value to their degree;
  - b. “Constitution” – The Constitution of the Association which stands as the binding rules and regulations of the Association and the document that generally governs its affairs and operations;
  - c. “University” – Brock University in St. Catharines, Ontario, Canada;
  - d. “Faculty of Business” – The University’s Faculty of Business;
  - e. “The Business Student Levy” – A mandatory fee (“levy”) that is collected on top of the tuition from all eligible Faculty of Business students;
  - f. “Levy MOU” – The Faculty of Business Student Levy Memorandum of Understanding that outlines what the Association must use the Levy funds for, it is available to all members upon request;
  - g. “Student Engagement Coordinator” – A Faculty of Business Staff Member who is generally understood to be the Administration’s main liaison with the Association and who is active in working with the Association in pursuit of its mandate;
  - h. “Good Academic Standing” – A term referring to a specific students’ academic status in the Faculty of Business. The determinants of Good Academic Standing are related to the University’s definition of “Academic Probation,” however the University and the Faculty of Business Administration will be responsible for assessing whether a student is in Good Academic Standing.
  - i. “Calendar Year” – The twelve (12) month period of a standard Julian calendar lasting from January 1st through to December 31st of the same year;
  - j. “Academic Year” – The eight (8) month period that generally represents the fall and winter semesters at the University (being September of one Calendar Year through April of the following Calendar Year); Each Term of Office includes one full Academic Year;
  - k. “Term of Office” – The twelve (12) month period lasting from May 1st of one Calendar Year through to April 30th of the following Calendar Year;

- l. “General Member” – Any undergraduate student in the Faculty of Business who pays the Business Student Levy;
- m. “Active Member” – A General Member with an increased level of involvement in the planning, organization, and implementation of Association initiatives; By definition, any member of the Association who holds a title that is not President or Vice-President (i.e. a Coordinator) would be an Active Member;
- n. “Executive” – A General Member who holds the title of President or Vice-President of the Association;
- o. “FOBSC” – The commonly-used acronym which refers to “the Faculty of Business Students’ Council,” that is the student-run governing body of the Faculty of Business Student Associations (including the BSA); The makeup, voting privileges, and other administrative and legislative information about this body is further defined in Article III;
- p. “Student” – The definition of which, for the purposes of this Constitution, will be consistent with the definition used by the University’s Registrar in the Faculty of Business Undergraduate Course Calendar; The Faculty of Business Undergraduate Course Calendar definition of “Part-Time Student” and “Full-Time Student” will also be used for this Constitution;
- q. “Executive Performance Contract” – The contract provided to each Executive at the beginning of their term of office outlining the expectations of the Association of each of them in their specific roles;
- r. “Faculty of Business Student Club” – A Club or Association that falls under the umbrella of the BSA with the President sitting on the FOBSC, refer to Article III;
- s. Words importing the singular number may include the plural, and vice-versa;
- t. Words importing the masculine gender include the feminine and neutral genders;

## **Article II: Executives of the Association**

1. The Executives of the Association are charged with supervising the Association by providing direction and leadership pursuant to the Constitution and Bylaws. The following list of duties for each position is non-exhaustive and is intended to give a broad overview of the role, but should not be used in lieu of a formal job description.
2. The President of the Association shall be an Executive of the Association, and shall:
  - a. Supervise all activities of the Association;

- b. Coordinate representation of the Association to, but not exclusively to the Niagara Region, the University, the Faculty of Business, Brock University Students' Union (BUSU) and the external community in general;
  - c. Chair meetings of the Association's Executive Committee;
  - d. Have signing authority for the Association;
  - e. Plan the Association's strategic direction and long-term objectives with the Executive Committee & Honorary President;
  - f. Sit as the Association's representative on the Brock University Students' Administrative Council (BUSAC) or delegate the responsibility to another Executive.
- 3.** The Vice-President, Internal of the Association shall be an Executive of the Association, and shall:
- a. Oversee the Association's internal operations and committees;
  - b. Manage relations with other faculties and administrative departments within the University.
- 4.** The Vice-President, External of the Association shall be an Executive of the Association, and shall:
- a. Be responsible for the solicitation, negotiation, and organization of partnership agreements on behalf of the Association and, when required, the other FOBSC clubs;
  - b. Manage any Coordinators and/or committees that fall under the role, and all relationships with external parties.
- 5.** The Vice-President, Finance of the Association shall be an Executive of the Association, and shall:
- a. Act as the Treasurer and signing authority for the Association;
  - b. Create and submit the Association's budget to both the FOBSC and the Brock University Students' Administrative Council (BUSAC) upon consultation with the President;
  - c. Be responsible and accountable for the management of all Association payables, deliverables, cash transactions, and financial documents using financial reporting and cash handling best practices in all instances.
- 6.** The Vice-President, Human Resources of the Association shall be an Executive of the Association, and shall:

- a. Coordinate all aspects of the Association’s end of term transition and succession planning;
  - b. Maintain accurate job descriptions for Association positions and, when required, post, communicate, and promote vacant / available positions to possible candidates;
  - c. Oversee all human resources matters for the Association in conjunction with the President;
  - d. Meet with prospective volunteers, determine their best fit within the Association, and manage their contribution to the organization in a way that is mutually beneficial;
7. The Vice-President, Academic of the Association shall be an Executive of the Association, and shall:
- a. Be responsible for coordinating all endeavours required to compete in competitions and attend conferences organized by the Association and/or the FOBSC;
  - b. Maintain ongoing communication with key Faculty Members and students pertaining to academic competitions & conferences;
  - c. Manage relations with other universities regarding competitions & conferences;
8. The title of “Executive Vice-President” is a supplemental title that is given to one of the Executives (not including the President) as selected by the President and approved by the FOBSC as a component of the hiring process. Along with the regular duties of that Vice President’s role as defined by the Constitution and job description, the Executive Vice President shall also serve as the deputy officer of the Association.
- a. In any event where the President is not able to fulfil his or her duties for any reason, the Executive Vice President shall take on their responsibilities.
  - b. The Executive Vice President will be Vice-Chair of both the Association’s Executive Committee meetings and FOBSC meetings.
  - c. If the President is removed or resigns, the Executive Vice President shall immediately take on the title of Interim President until further decisions are made.

### **Article III: The Faculty of Business Students’ Council**

- 1. There shall exist an Executive Advisory Council to be known as the Faculty of Business Students’ Council (FOBSC).
- 2. The FOBSC shall be charged with the following responsibilities; Changed some of the tone and tense below

- a. Collaborating with the BSA to achieve mutual goals.
  - b. Discerning whom amongst their membership shall receive the monies raised from the Business Student Levy and earmarked for events and competitions; Use consistent terminology to definitions section when possible
  - c. Determining the allocation of the 15.5% of Business Student Levy funds earmarked for Business Clubs;
  - d. Deciding on fair and fair and equitable distribution of Business Student Levy funds outside of those that are earmarked for specific initiatives (such as monies for student business cards and the BCDO student employee). This might be a better way instead of using b. and c.
  - e. Authorizing new projects for the BSA;
  - f. Preparing revenue, operating and capital expenditure budgets for the BSA for approval by FOBSC & BUSU;
  - g. Managing, maintaining, and updating the Bylaws that govern the BSA.
3. The BSA President will chair the meetings & the Vice President, Internal will be Vice-chair or their designate shall preside over all meetings of the Faculty of Business Students' Clubs Council which will be held twice a month. Should be Executive VP? What if you hold a meeting on September 1st and 2nd, does that satisfy the clause? Use more specific language when possible (ie "will be held approximately biweekly")
  4. Additional information shall be made available in the Faculty of Business Student Council Bylaw.

#### **Article IV: The Hiring Committee**

1. There shall be a body known as the Hiring Committee who are tasked with hiring Association Executives.
2. The Hiring Committee can be struck for any of the following reasons:
  - a. To fill a mid-Term of Office vacancy on the Association due to the resignation or removal of a student who previously held a position with the Association;
  - b. To hire for a newly-created position on the Association;
  - c. To hire in preparation for the Association's next Term of Office (transitional hiring).
3. The Hiring Committee shall be made up of the following members:
  - a. The current President of the Association, as Chair of the Committee with voting privileges
  - b. The current Vice-President, Internal of the Association, with voting privileges

- c. The current Vice-President, Human Resources of the Association, with voting privileges
  - d. The Student Engagement Coordinator, an ex-officio, non-voting member of the committee
4. A conflict of interest is deemed to be any situation where a member of the Hiring Committee does not feel that they or one of the other members of the Hiring Committee can be entirely impartial in the hiring decision due to personal circumstances. The following is a non-exhaustive list of situations which may constitute conflicts of interest:
- a. A member of the Hiring Committee is a close friend of an applicant
  - b. A member of the Hiring Committee has been vocally and unabashedly against hiring an applicant
  - c. A member of the Hiring Committee is also an applicant for a position which the Hiring Committee is responsible for hiring
5. Should a conflict of interest be declared, the conflicted member of the Hiring Committee is required to recuse themselves from the interview for which the conflict would occur, as well as for any other interviews for the same position that they were conflicted on. That is to say, a Hiring Committee member who – due to conflict of interest – recuses themselves from interviewing a Presidential applicant must recuse themselves from interviewing *any and all* applicants for the position of President and so on. Additionally, the recused member of the Hiring Committee shall not be present for post-interview deliberations or hiring decisions related to the position for which they were recused.
- a. Should a member of the Hiring Committee not voluntarily recuse themselves due to conflict of interest, a simple majority vote of either the remaining members of the Hiring Committee (ex-officio members would have voting privileges in this case) or Executive Committee. The Hiring Committee member being asked to recuse would not have a vote in this matter.
6. Any recusal during the first round of interviews also carries over and applies to the second round of interviews with the FOBSC. Any Hiring Committee member who recuses themselves during the first round of interviews for any position must not see any subsequent presentations for that position or have a vote for that position during the second stage of the hiring process with presentations to the FOBSC.
7. At least two (2) of the three (3) members of the Hiring Committee who are not ex-officio must be present for each applicant interview. All members of the Hiring Committee who are not ex-officio must be present for each Executive interview.

- a. In the event of a vacancy on the Hiring Committee left by recusal or removal or a member of the Hiring Committee, it is the duty of the President to appoint temporary replacement members of the Hiring Committee. These appointments must:
  - i. Be made in good faith;
  - ii. Not have a declared conflict of interest with any applicant or position they'll be interviewing for;
  - iii. Be an active Executive of the Association or of another Faculty of Business Student Club or Association.

## **Article V: Hiring of Executives**

1. Hiring of Association Executives shall be done in two stages to ensure legitimacy and transparency in all decisions.
2. The first stage of the hiring process involves a pre-screening interview of each applicant for an Executive position. This interview is conducted by the Hiring Committee (see Article IV).
3. After completion of the pre-screening interviews, the Hiring Committee must short-list candidates if they feel that they are suitable for the position.
  - a. No more than two (2) applicants should be short-listed for any Executive position, with the exception of the position of President. No more than three (3) applicants should be short-listed for the position of President.
  - b. It is at the Hiring Committee's discretion to short-list only one (1) candidate for a position if they feel that the remaining candidates for the position do not meet the requirements of the position.
  - c. It is also at the Hiring Committee's discretion not to short-list any candidates if they feel that the applicants did not meet a minimum threshold to warrant a second round interview. In this case, the position will be reopened at a later date. Current applicants are not restricted from reapplying.
4. The second stage of the hiring process requires each of the short-listed candidates to present to the FOBSC. The FOBSC will have the final vote on whether an applicant becomes an Executive of the Association.
  - a. All voting members of the FOBSC will have a vote for each position during the second stage of the interview process, unless they had previously recused themselves during the first round of interviews (as per Article IV Section 5.a).
  - b. In the event of a tie, ex-officio members of the FOBSC shall be permitted to vote.

5. Further information about the Association's hiring process can be found in the Hiring Bylaw.

## **Article VI: Removal of Executives**

1. In the event that the President of the Association does not fulfill their duties as laid out in this Constitution and the Executive Performance Contract, they can be removed by a majority vote of the FOBSC.
  - a. Only a member of the FOBSC, an Executive of the Association, or an Active Member of the Association can bring forward a motion to remove the President. This motion must be presented to the FOBSC and motivated by the person(s) who brought forward the motion.
  - b. The President of the Association is not eligible to vote in any decisions related to their removal.
  - c. If the President is removed and it is prior to the first day of December of that President's Term of Office, the Hiring Committee shall be struck (with the Executive Vice-President, as Interim President, Chairing the Committee) and the position shall be rehired for following hiring procedures laid out in this Constitution and the Hiring Bylaws.
  - d. If the President is removed or resigns after the first day of December of that President's Term of Office, a current Association or FOBSC member shall be appointed to the position by the Hiring Committee.
2. In the event that an Executive of the Association (not including the President) does not fulfill their duties as laid out in this Constitution and the Executive Performance Contract, they shall be removed from their position at the discretion of the President so long as prior notice is given to the FOBSC.
  - a. If the resignation or removal happens prior to the first day of December of that Executive's Term of Office, a new round of hiring shall occur by the Hiring Committee.
  - b. If the resignation or removal happens after the first day of December of that Executive's Term of Office, an Active Member of the Association or the FOBSC may be appointed to the position by the Hiring Committee.

## **Article VII: Adding a New Club or Association**

1. In order to create a new club that is recognized and supported by the Association, the founding members of said club must prepare a ten (10) to twenty (20) minute presentation

for the FOBSC explaining why they feel that their club should be recognized under the Association and why they feel that their proposed club satisfies a need that is not currently met by existing clubs under the Association.

2. Prior to the presentation listed above, the proponents of the club must provide the following information:
  - a. A summary of how the proposed club would differentiate itself from existing clubs currently supported by the Association;
  - b. A five (5) year outlook and succession plan for the club;
  - c. A detailed vision statement, mission statement, list of values, and visual organizational structure for the club;
  - d. A list of competitions, conferences or events that the proposed club would like to attend (and each events' contact information);
  - e. A list of potential partnership or sponsor contacts;
  - f. A solidified name for the club;
  - g. A detailed start-up budget for the club;
  - h. A list of twenty (20) Faculty of Business Students (including their full name, student ID numbers, and signature) noting that they are current members of the club or would become members should the club exist;
  - i. A letter of support from a Faculty Member who would be willing to provide support and assistance to the proposed club.
3. The FOBSC will determine after all aspects of Section 2 of this article are provided to them, whether or not presentation will be made:
  - a. If a presentation is made to the FOBSC, in order for a new club to be ratified under the Association, there must be a three fourths (3/4s) majority vote.
  - b. If a presentation is not made to the FOBSC the founding members of said club will not be ratified under the Association for the upcoming calendar year, and are permitted to put forth the same documentation the year after.
4. Any new club presentations must occur between January and March of the current Executives' Term of Office so that the club can be ratified and launched to coincide with the Term of Office commencing in May of that Calendar Year.
5. Additional information shall be made available in the FOBSC Bylaw.

## **Article VIII: Power to Amend the Constitution**

1. Only a 2/3 majority vote by the BSA Executives and FOBSC Councilors have the power to amend this Constitution, providing that the proposed action does not apply retroactively, and that the proposed amendment is explicitly referred to within the referendum question and that the referendum motion states that such a referendum would be binding.

## **Article IX: Power Regarding Bylaws**

1. A “Bylaw” shall constitute all legislative documents outside of this Constitution.
2. Only the Faculty of Business Students’ Council shall have the power to enact, amend or rescind bylaws, and can only be passed by a two-thirds (2/3) majority vote of the current BSA Executives and FOBSC Councilors.
3. Subject to the provisions of this document, a Bylaw shall have the power to;
  - a. Establish administrative protocol, particularly concerning, but not limited to, what constitutes as a Faculty of Business Club, roles and responsibility of individuals and standing committees.