

CONSTITUTION OF OPIRG YORK
Updated April 2022

HEAD OFFICE

1. The Head Office of OPIRG York shall be in Toronto and at such place therein as the directors may from time to time determine by special resolution.

CATEGORIES OF MEMBERS

2. There shall be two categories of members:
 - a. student members
 - and
 - b. community members

3. Student Members

Each person who is:

- a. A student attending York University (excepting Glendon) and
- b. Who has paid to OPIRG York a fee in such amount and in such manner as the Board of Directors of OPIRG York from time to time shall determine, and who has not requested a refund, shall be accepted as a student member of OPIRG York and shall continue to be a student member if the fees as established by OPIRG York from time to time are paid as required.

4. Community Members

Any person who:

- a. is not a full-time undergraduate or graduate student, or is a student at Glendon campus, at York University;
- and
- b. who has paid to OPIRG York a fee in such amount and in such manner as the Board of Directors of OPIRG York from time to time shall determine and who has not requested a refund shall be accepted as a community member of OPIRG York, and shall continue to be a community member if the fees as established by the Board of Directors of OPIRG York from time to time are paid as required.
- c. Community membership shall be valid for a period of twelve consecutive months from date of purchase.

BOARD OF DIRECTORS

5. The affairs of the Corporation shall be managed by a Board of Directors. There shall be seven members of the Board, unless specified by the Board by special resolution, each of whom at the time of their election and throughout their term of office shall be a member of the Corporation.

6. While efforts shall be made to ensure all seven seats on the Board of Directors are filled, the Board may conduct all its routine business provided that there is a quorum of filled seats on the Board of Directors. Quorum shall consist of four filled seats.
7. The Directors shall serve as such without remuneration and no Director shall directly or indirectly receive any profit from their position as such; provided that a Director may be paid reasonable expenses incurred by them in the performance of their duties.
8. Any member in good standing shall be eligible for the Board of Directors
9. The sitting Directors may fill vacancies on the Board by appointing interim Directors from among qualified members of the local, so long as a quorum of Directors remains in office. If there is not a quorum of Directors as outlined in Article 6, the remaining Directors must immediately organize a Special General Meeting to fill Director vacancies before any routine business can be conducted. The Special General Meeting shall be organized in accordance with Articles 22 and 43.
10. In the event that the Board does not meet quorum and current Directors are unable or unwilling to arrange a special election to fill vacancies, the Provincial Board of Directors of Ontario PIRG shall be empowered to call a Special General Meeting and appoint a Chief Returning Officer for the purpose of administering elections.

MEETINGS OF THE BOARD OF DIRECTORS

11. The simple majority (one member above half of the current Board) shall form a quorum at meetings of the Board.
12. Should the quorum of Directors not be in attendance at the meeting, the meeting may proceed but no decisions regarding financial allocation, staff supervision, policy approval, public representation of OPIRG York's positions or policies or any other decisions which require the approval of a meeting of the Board of Directors as contained in the constitution, by-laws and policies of OPIRG York may be made.
13. OPIRG York shall meet regularly and one week prior notice of meetings shall be given to the members of the local via public email list. Meetings shall be open to OPIRG York staff and members. Staff may speak at meetings in accordance with the OPIRG-CUPE 1281 CA. Members may speak at meetings, but the meeting facilitator may, at their discretion, close discussion on any given agenda item.
14. Directors may receive, at the discretion of the Board, up to four consecutive months leave of absence from the Board. A Director may not receive leave for consecutive terms, and may not receive more than one leave in a one year term. The Board may appoint interim Directors in order to fill vacancies made by the Directors' leaves.

15. OPIRG meetings shall be scheduled by the Board based on consensus decision. Notice of such meeting shall be delivered to each Director not less than one week before the meeting is to take place. The Board may appoint a day or days any month or months for regular meetings at a regular hour and notice of such regular meetings need not be sent to the Directors.
16. In case of emergency, no formal notice of any meeting of the Board of Directors shall be necessary if all the Directors are present, or if those Directors who are absent have signified their consent to the meeting being held in their absence. In such a case, an email containing a link to the online platform on which the meeting will be held or the location of an in-person meeting will be sent to the Board listserv.
17. Questions arising at any OPIRG Board meeting shall be decided by consensus. Training in the process of consensus shall be a part of the Board and volunteer orientation every year. The working rules of consensus, as developed through this training process or adopted by the Board from another source, shall be made into OPIRG York policy and introduced to each new person attending OPIRG meetings.
18. If the Board is unable to reach consensus after discussion on a question at three OPIRG York meetings, a $\frac{3}{4}$ majority of the Board of Directors may call a vote. Once a vote is called, a $\frac{3}{4}$ majority of the Board of Directors may pass a motion.

POWERS

19. The Directors of OPIRG York may administer the affairs of the Corporation using a consensus decision making process, in all things and make or cause to be made for the Corporation, in its name, any kind of contract which the Corporation may lawfully enter into and save as hereinafter provided, generally, may exercise all such powers and do all such other acts and things as the Corporation is by its charter or otherwise authorized to exercise and do. A quorum of Board seats must be filled to exercise such powers.
20. Without in any way derogating from the foregoing, the Directors, acting in the interest of the Corporation as a collective are expressly empowered, from time to time, to purchase, lease or otherwise acquire, alienate, sell, exchange or otherwise dispose of share, stocks, rights, warrants, options and other securities, lands, buildings and other property, moveable or immovable, real or personal, or any right or interest therein owned by the Corporation, for such consideration and upon such terms and conditions as they deem advisable. The directors may from time to time:
 - a. borrow money on the credit of the Corporation, or
 - b. issue, sell or pledge securities of the Corporation, or
 - c. charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Corporation, including book debts, rights, powers, franchises, and undertakings, to secure any securities or any money borrowed, or other debt, or any other obligation or liability of the Corporation.

21. The Board of Directors may from time to time delegate or designate such responsibilities and powers as they may determine and for such a time as they may determine at an OPIRG York meeting.

ELECTION OF THE BOARD OF DIRECTORS

22. Elections shall be held at least every (12) twelve months. Regular elections shall be held at the Annual General Meeting of OPIRG York, although the Board of Directors may from time to time call Special General Meetings for the purposes of elections, as needed.
23. Each Director shall be elected to hold office for two years after they shall have been elected, or until their successor shall have been duly elected. No Director may hold office for more than a total of 4 consecutive years, unless an extension is given at the Board's discretion upon consensus.
24. Prior to the date for nomination, the Board of Directors shall appoint a Chief Returning Officer for the election. The Chief Returning Officer shall be responsible for the supervising and organizing of the election in accordance with the OPIRG York constitution and by-laws.
25. Nominations for the Board of Directors shall be on a form approved by the Board of Directors and shall include the signatures of 15 (fifteen) members of OPIRG York, and shall include the signature of the person so nominated.
26. Nominations may be made by delivering the nominations form as completed to the office of OPIRG York or to such other place as the Chief Returning Officer shall designate, and a receipt shall be given for each nomination so nominated.
27. Nominations shall be accepted from 9:00am of the day three weeks prior to the date of the election until 5:00pm of the day two weeks before the date of the election. Upon a special resolution of the OPIRG York Board of Directors and the consent of the Chief Returning Officer, the nomination period may be extended for one week.
28. Notification of the elections of the Board of Directors must be advertised through all of OPIRG York's standard methods of member engagement (website, newsletter, social media). All efforts must be made to ensure the OPIRG York membership is apprised of the election and nomination deadline.
29. Candidates for the Board of Directors are entitled to have a scrutineer representing them present during voting hours and during the counting of the ballots.
30. The Chief Returning Officer shall establish a polling station or stations for the date of the Annual General Meeting, at the location that the AGM is being held either in-person or online.

31. The polling station or stations shall be open for one hour during the Annual General Meeting and for one hour after its conclusion.
32. Each member of OPIRG York shall have a single vote.
33. Each member of OPIRG York shall be entitled to vote for as many Directors as are to be elected.
34. Directors shall be elected for a two year term. Each election, any vacant seats will be open for candidates.
35. A minimum of 4 seats on the Board of Directors shall be reserved for student members. All candidates shall be ranked in order of votes cast in their favour. The top four student members shall be elected first to the Board, with remaining positions being filled by the other candidates in order of votes cast.
36. The Chief Returning Officer shall post the results of the election in prominent places within 24 hours after the closing of the polls.
37. Voting shall be by secret ranked ballot. Ballots will include a “no” option.

REMOVAL OF DIRECTORS

38. A local Director who is absent from three sequential OPIRG meetings without one day prior notice shall automatically be removed from the Board of Directors. If a Director is so removed, replacement shall be according to Article 9.
39. Upon receipt by the Chairperson of the Secretary of the Board of Directors of a petition signed by at least 10% of the student members stating that it is their wish that the person named therein be removed as a Director of OPIRG York, the said Director shall be thereupon removed from office. An election shall be called immediately to fill the vacancy created thereby.

PARITY ON THE BOARD OF DIRECTORS

40. OPIRG York shall strive to ensure inclusive and adequate representation on the Board of Directors of groups such as women, people of colour, trans-people, queer people, members of different departments and faculties, disabled individuals, working class and union members, and others marginalized by the status quo.

GENERAL MEETINGS

41. The Board shall call an Annual General Meeting (AGM) to be held within each financial year, at which the Board shall report on activities of the previous financial year.

42. At the AGM, the audited financial report shall be presented for approval, an auditor shall be appointed for the next annual financial audit, and a proposed budget for the next fiscal year shall be presented to the membership for the approval.
43. Elections for positions on the Board shall usually be held at the AGM, although in unusual circumstances a Special General Meeting, of which at least three week's notice has been given, may be called for this purpose.
44. The Annual General Meeting and any other General Meetings shall be advertised through all OPIRG York's standard methods of member engagement (ex. website, newsletter, social media etc.). All efforts must be made to ensure the OPIRG York membership is apprised of the election and nomination deadline.
45. The Board of Directors or a petition of 100 members of OPIRG York may call a General Meeting.

BOOKS AND RECORDS

46. The Directors shall ensure that all necessary books and records of the Corporation required by the by-laws of OPIRG York or by any applicable statute or law are regularly and properly kept.

STAFF AND HIRING

47. All staffing and hiring matters shall be governed by the Collective Agreement signed and periodically updated by OPIRG and CUPE 1281.
48. The Directors shall from time to time establish a hiring committee to hire staff to coordinate the activities of OPIRG York. The hiring committee shall be organized in accordance with the OPIRG-CUPE 1281 Collective Agreement.
49. Anyone with a conflict of interest may not sit on a hiring committee. Current Board members may not apply for any paid positions within OPIRG York.

ADOPTION AND AMENDMENT

50. Any proposed amendment to the Constitution shall be passed by consensus of the Board of Directors. Once so passed, the amendment shall be submitted to the Board of Directors of Ontario PIRG for consultation and approval. If approved, the constitutional amendments must then be submitted to the members of OPIRG York at a General Meeting. The amendment(s) shall be approved by a two-thirds majority present at a general meeting for which at least two weeks notice has been given. The members at such a meeting may approve or reject but may not propose additional amendments not previously passed by the Board of Directors and by Ontario PIRG in the above-mentioned fashion.

DISSOLUTION

51. The dissolution of OPIRG York may only be enacted by a unanimous vote by the Board of Directors and with approval from Ontario PIRG.
52. Upon dissolution of OPIRG York or the winding up of its affairs for any reason, all of its remaining property of every kind, nature and description wherever situated after payment of liability shall be disposed of by dedication to qualified donees, with a preference to Ontario PIRG or another OPIRG Chapter.

FINANCIAL YEAR

53. Unless otherwise ordered by the OPIRG York Board of Directors, the fiscal year of OPIRG York shall terminate on the 30th day of April in each year.

INDEMNIFICATION OF DIRECTORS AND OFFICERS

54. Every person who is or has been a Director or an Officer of OPIRG York shall be indemnified by OPIRG York against all expenses reasonably incurred by them in connection with any action, suit or proceeding to which they may be a party, defendant or with which they may be threatened, by reason of or going out of or in relationship to their being or having been a Director or Officer of OPIRG York. OPIRG York shall not, however, indemnify any Director or Officer in relation to matters to which they are judged liable for negligence or misconduct in the performance of their duties as such Director or Officer. Further OPIRG York shall not indemnify any Director or Officer in case of settlement unless such settlement shall be approved by, first, the Directors in office other than those involved, or second, if there are not at least two Directors in the office other than those involved, by committee (selected by the Board of Directors) of two or more members of the Local who are not the Directors or Officers involved, as being made. The forgoing right of indemnification shall not be exclusive but shall be in addition to any and all other rights and remedies to which any such Director or Officer may be entitled as a matter of law.

OFFICERS OF THE CORPORATION

55. There shall be a Chairperson, Secretary and Treasurer and such other Officers as the Board of Directors may determine by resolution from time to time.

DUTIES OF THE CHAIRPERSON

56. The Chairperson shall carry out such duties and responsibilities as are described elsewhere in the constitution, official OPIRG policy and resolutions.

DUTIES OF SECRETARY

57. The Secretary shall attend all meetings of the Board of Directors. They shall ensure that the required notice is provided to members and other Directors. They shall be the custodian of the seal of the Corporation and of all books, papers, records, correspondence, contracts and other documents which belong to the Corporation which they shall deliver up only when authorized by a resolution of the Board of Directors to do so and to such person or persons as may be named in the resolution, and they shall perform such other duties as may from time to time be determined by the Board of Directors. The Secretary shall ensure that minutes of all OPIRG York meetings are recorded and filed.

DUTIES OF TREASURER

58. The Treasurer shall ensure that all necessary financial records of the Corporation required by the by-laws of the Corporation or by any applicable statute or law are regularly and properly kept. The Treasurer shall make regular financial reports to the Board of Directors. The Treasurer shall be a signing officer for OPIRG York.

MEMBERSHIP IN ONTARIO PUBLIC INTEREST RESEARCH GROUP

59. OPIRG York is a member of the Ontario Public Interest Research Group (Ontario PIRG) and agrees to pay such dues as are required to Ontario PIRG, attend such Ontario PIRG meetings as are required, maintain membership on the Ontario PIRG Board of Directors and follow such policies as the Ontario PIRG board shall determine from time to time.

By-Law #1
OPIRG York Basis of Unity

The York chapter of the Ontario Public Interest Research Group (OPIRG) is a student-funded, student-directed organization which conducts research, educates and acts in the student and public interest on social justice and environmental issues.

OPIRG York was established at York University in 1993 through a student referendum approving a \$3 fee per full-time undergraduate and graduate student, subject to individual opt-out. This fee will start being collected in the 1994-95 academic year.

OPIRG York maintains an office with a paid staff person and participates with other OPIRG chapters in a provincial organization.

OPIRG York is committed to making links between social justice and environmental issues. Many issues such as environment and development, or racism and sexism, interlinked and should be examined in a manner which highlights their connections. Through a framework of research, education and action, we wish to examine a broad variety of concerns as identified by our members.

We are committed to supporting research, and to assisting with the publishing of research endeavours each year. These may be small or large scale projects and may be produced through volunteers, staff people or Research for Credit programs. We are also committed to establishing research fellowships which shall be awarded to OPIRG York members who are researching social justice or environmental issues. In addition, we will work towards establishing a research for credit program, which offers students practicums for academic credit while they are working with OPIRG.

OPIRG York aims to act as a liaison between other staff, faculty and community groups working on similar issues, by promoting networking and open discussion of our goals and our projects. We believe that many different approaches and perspectives are needed to work towards positive social change. We realize that not every group we work with will have the same focus.

OPIRG York aims to:

1. work on issues where there is a need as identified by members.
2. build links between efforts of different groups with similar goals on campus and in the community.
3. work on issues in a unique way, emphasizing research, for example: through a Research for Credit program.

4. provide training and opportunities for inexperienced people, i.e. encourage new people to get involved. This will be balanced with more experienced members who can provide some continuity and training.
5. work on, and support, a range of issues, realizing that many issues need to be studied concurrently, without focusing on one at the expense of others. We will aim for a diverse mandate and a balance between our activities and our approaches.
6. work towards greater student involvement and awareness of issues which concern or affect them.
7. provide resources for critical analysis on social justice and environmental issues through publications, education forums and an alternative resource centre.