

CONSTITUTION

as at 19 November 2020



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Preamble

The Dalhousie Law Students' Society represents and advances the interests of the students at the Schulich School of Law at Dalhousie University. The Dalhousie Law Students' Society acts as the primary representative of students at the Schulich School of Law to all levels of the University administration, the Dalhousie Students' Union, and to broader communities in Halifax, Nova Scotia, and Canada.

Acknowledgements

The Dalhousie Law Students' Society acknowledges the discriminatory history of Canada and the intersecting experiences of systemic inequality that continue to affect communities to which students at the Schulich School of Law at Dalhousie University belong.

The Dalhousie Law Students' Society acknowledges that the Schulich School of Law at Dalhousie University resides in Mi'kma'ki, the ancestral and unceded territory of the Mi'kmaq.

Interpretation and Conflict

In recognition of and respect for the diversity of the members of the Dalhousie Law Students' Society, this Constitution shall be interpreted in a manner consistent with the laws of Canada and of the Province of Nova Scotia, including and especially the *Canadian Charter of Rights and Freedoms*, *The Constitution Act, 1982*, being Schedule B to the *Canada Act 1982 (UK)*, 1982, c 11 and the *Nova Scotia Human Rights Act*, RSNS 1989, c 214.

In the event of a conflict between this Constitution and the Bylaws and Policies of the Dalhousie Student Union, the Bylaws and Policies of the Dalhousie Student Union shall take precedence and efforts shall be made forthwith to bring this Constitution into conformity with those instruments.

This Constitution shall be interpreted by the Executive Committee of the Dalhousie Law Students' Society in consultation with the Board of Directors of the Dalhousie Law Students' Society.

Mission

The mission of the Dalhousie Law Students' Society is to:

1. promote unity and diversity among Dalhousie law students;
2. promote and organize academic, social, wellness, and athletic activities for Dalhousie law students;
3. promote Dalhousie law student participation in the decision-making processes of the Schulich School of Law at Dalhousie University, including by appointing student representatives to the Faculty Council and the Faculty Standing Committees; and
4. advocate for the rights and interests of Dalhousie law students.

Values

Advocacy: We listen carefully to our constituents. Our decision making is informed by the feedback we receive through consultation with our community.

Diversity: Our diversity is our strength. Our constituents come from many backgrounds and we promote an environment that respects and empowers our differences.

Accountability: We work for our constituents. Our Board of Directors represent our constituents to hold us accountable and keep us transparent.

Inclusion: Everyone deserves to feel welcome. We welcome into our community those who welcome others into theirs.

Service: We support our constituents. We provide programming and access to resources to enhance the experience of our constituents, inside and outside of school.

Article 1. Definitions

- 1.01 Unless otherwise defined within an article, the following terms shall be interpreted to mean:
- a. "1L" means a Law Student with first year standing at the Law School according to the Dalhousie Registrar's Office;
 - b. "2L" means a Law Student with second year standing at the Law School according to the Dalhousie Registrar's Office;
 - c. "3L" means a Law Student with third year standing at the Law School according to the Dalhousie Registrar's Office;
 - d. "Budget" means an itemized summary of the probable expenditures of the Society for a one year period including the disbursements that the Society may make to various groups within the Law School;
 - e. "CANs Database" means the collection of Condensed Annotated Notes available to the members of the Society;
 - f. "Law School" means the Schulich School of Law at Dalhousie University;
 - g. "Law Student" means a student registered full time, part time, or who is pursuing a multidisciplinary program at the Schulich School of Law at Dalhousie University;
 - h. "Member" means a Law Student who has paid the Society Levy in full;
 - i. "Official Calendar" means the authoritative list of upcoming Society events and related information, which is published on the Official Website;
 - j. "Official Notice Board" means that bulletin board which is reserved for the exclusive use of the Society or the part of the Official Website indicated as being that to which the Society posts its official announcements for viewing by members;
 - k. "Official Website" means the website maintained by the Society at the domain www.dallss.com or its successor;
 - l. "Rolling Evaluations" means the questionnaire given to students to provide interim feedback to professors;
 - m. "Society" means the Dalhousie Law Students' Society;
 - n. "Union" means the Dalhousie Student Union.

Article 2. The Society

Name

2.01 The name of the Society shall be the Dalhousie Law Students' Society.

Authority

2.02 The Society is a Faculty Level Society under the *Society Policy* of the Dalhousie Students' Union.

Business

2.03 The business of the Society shall be carried on without the purpose of gain to any of its members and any surplus or accretions of the Society shall be used for the promotion of the Society's Mission.

Official Office

2.04 The Society shall maintain its Official Office in the building occupied by the Law School at Dalhousie University, failing which in the building occupied by the Union.

Article 3. Membership

Composition

- 3.01 The membership of the Society shall be comprised of all Law Students who pay the Society Levy.
- 3.02 For the purposes of this Constitution, when interpreting the membership of the Society, a law student is a Law Student is a law student and shall be given a large and liberal interpretation that favours inclusion over exclusion and equality of treatment and benefit over differentiation or restriction.

Society Levy

- 3.03 For full time Law Students, the Society Levy shall be in the form of an annual membership fee of CA\$50.00 or any other amount agreed upon as a result of a referendum conducted pursuant to Article 17.22.
- 3.04 For part time Law Students and Law Students pursuing multidisciplinary programs, the Society Levy shall be in the form of an annual membership fee that is a prorated amount of the fee in Article 3.03 and that is determined by the administration of the University and reflected on the students' Statement of Account.
- 3.05 The Society Levy shall be payable to the Registrar's Office of Dalhousie University at the time of registration and is non-refundable.

Eligibility

- 3.06 Any Law Student who has paid the Society Levy for the current academic year becomes a Member in good standing for that academic year and remains as such unless or until relieved of that status by graduation, dismissal or withdrawal from the Law School.

Rights and Entitlements

- 3.07 Members are entitled to:
- (a) the right to any benefits provided by the Society;
 - (b) the right to seek and hold elected office in the Society, subject to any restrictions of the office or candidature restrictions; and,
 - (c) the right to vote in all Society elections and on all issues brought to a general vote.

Official Register

- 3.08 The Vice President – Executive shall obtain from the Law School administration a list of all Law Students at the start of each of the fall and winter semesters. This shall serve as the official register of the membership of the Society.

Honoraria

- 3.09 No Member of the Society shall be paid an honorarium by the Society by virtue of their service as a member of the Executive Committee, the Board of Directors, Standing or Ad Hoc Society or Faculty Committees, or Constituent Societies.
- 3.10 For the purposes of Article 3.09, an honorarium shall not include nominal discretionary gifts given or allocated by the Executive Committee or the Board of Directors in appreciation for service to the Society by Members of the Society.

Article 4. Structure

Governance

4.01 The governance of the Society shall be undertaken by the Executive Committee with the support and oversight of the Board of Directors.

Executive Committee

4.02 The membership of the Executive Committee shall consist of:

- (a) the President;
- (b) the Vice President – Executive;
- (c) the Vice President – Finance;
- (d) the Vice President – External;
- (e) the Vice President – Academic;
- (f) the Vice President – Student Life; and
- (g) the 1L Executive Representative, chosen by and from the elected representatives in Article 4.03(d).

Board of Directors

4.03 The membership of the Board of Directors shall consist of:

- (a) the Chair of the Board;
- (b) the Secretary of the Board;
- (c) the Executive Committee;
- (d) three 1L Representatives, one chosen from each of the 1L sections;
- (e) between one and three 2L Representatives to be chosen from the 2L class, unless the President for that academic year is in their second year, in which case there will be a maximum of two 2L Representatives elected;
- (f) between one and three 3L Representatives to be chosen from the 3L class, unless the President for that academic year is in their third year, in which case there will be a maximum of two 3L Representatives elected;
- (g) the Indigenous Law Students' Representative, to be chosen from the Law Students who self-identify as Indigenous;
- (h) the Black Law Students' Representative, to be chosen from the Law Students who are of African Descent;
- (i) the Multidisciplinary Law Students' Representative, to be chosen from the Law Students who are pursuing multi-disciplinary programs;
- (j) the 2SLGBTQIA+ Law Students' Representative;

- (k) the Gender Equity Representative, to be chosen from women-identifying Law Students and Law Students of other marginalized gender identities; and
- (l) the Mature Law Students' Representative, to be chosen from the Law Students who self-identify as mature students.

Evolution

- 4.04 Nothing in this Constitution shall preclude modifications to the structure of the Executive Committee or the Board of Directors.
- 4.05 Modifications to representation on the Board of Directors should favour expansion and inclusion over restriction or exclusion.
- 4.06 Modifications to the structure of the Executive Committee or the Board of Directors may be made by a two-thirds majority of the Board of Directors and shall be ratified by a simple majority of the membership in attendance at the next General Meeting.
- 4.07 The Board of Directors shall not exceed a total of 25 voting and non-voting members.

Article 5. Executive Committee

Composition

- 5.01 The Executive Committee shall be constituted pursuant to Article 4.02.
- 5.02 The Executive Committee shall be elected pursuant to Articles 7.18 to 7.24.

Eligibility

- 5.03 The Executive Committee must be Members of the Society throughout the full duration of their tenure in office.
- 5.04 No executive office shall be held simultaneously by more than one Member.
- 5.05 No member of the Executive Committee may participate in an exchange program throughout the duration of their tenure in office.
- 5.06 Any member of the Executive Committee who participates in a clinical placement during their tenure in office undertakes to attend meetings of the Executive Committee and Board of Directors.

Tenure in Office

- 5.07 The Executive Committee, with the exception of the 1L Executive Representative, shall hold office from the 1st day of May of the calendar year of their election to the 30th day of April, inclusive, of the following calendar year.
- 5.08 The 1L Executive Representative shall hold office from the day of their appointment in September to the 30th day of April, inclusive, of the following calendar year.

Meetings

- 5.09 The Executive Committee shall meet in quorum at least once per month from May to August, inclusive, and at least twice per month from September to April, inclusive.
- 5.10 Meetings shall be held on a minimum of 48 hours' notice to each member of the Executive Committee, unless the members of the Executive Committee elect by consensus to waive the notice period.
- 5.11 Quorum shall be the minimum number of persons required to constitute at least 50% of the Executive Committee as composed at the date of the meeting.
- 5.12 Notwithstanding Article 5.09, it shall be open to the Executive Committee to vote by a two-thirds majority to forego meetings and office hours during the months of December and April.
- 5.13 The Vice President – Executive shall chair meetings of the Executive Committee.
- 5.14 The Executive Committee shall keep accurate records of their meetings and shall produce those records upon the demand of a vote of the Board of Directors.
- 5.15 Meetings of the Executive Committee shall be conducted in a manner prescribed by the Regulations.

Duties

5.16 The Executive Committee shall:

- (a) be responsible for the day-to-day operations of the Society;
- (b) make themselves available to the general membership of the Society by holding office hours in the Official Office on a weekly basis;
- (c) make non-budgetary expenditures up to \$200 when deemed necessary;
- (d) create Standing or Ad Hoc Society Committees when deemed necessary to protect or enhance the interests of the Society;
- (e) appoint representatives to Standing or Ad Hoc Society and Faculty Committees;
- (f) make the books and records of the Society available to the membership of the Society during office hours set by the Executive Committee or via the Official Website;
- (g) keep accurate records of their activities to produce institutional memory documentation to be turned over to their successors in a manner prescribed by the Regulations;
- (h) dismiss, with the approval of the Board of Directors, anyone appointed under Article 5.16(e);
- (i) collect committee reports from the representatives appointed under Article 5.16(e); and
- (j) keep the Board of Directors informed of the activities of the Executive Committee.

President

5.17 The President shall:

- (a) support the Society and its Members by acting as the formal and official representative of the Society, and as such will:
 - (i) meet with the Dean of the Law School on a regular basis to discuss matters which concern the members of the Society,
 - (ii) sit *ex officio* as a voting member of Faculty Council,
 - (iii) sit *ex officio* as a voting member of the Dalhousie Law Alumni Association Board of Directors,
 - (iv) act as the official spokesperson of the Society;
- (b) call meetings of the Board of Directors, to deal with the business of the Society, in accordance with Article 6.10;
- (c) call all meetings of the Executive Committee;
- (d) co-ordinate duties of the Executive Committee;

- (e) oversee and receive reports from the student representatives appointed to the Law Games, Appointments, and Tenure & Promotions Committees;
- (f) take final responsibility for the day-to-day operations of the Society;
- (g) act as co-signatory to the Society bank account;
- (h) co-sign all contracts entered into by the Society;
- (i) fulfill the duties of any temporarily absent or incapacitated member of the Executive Committee in the temporary absence or incapacity of their appointed successor or as otherwise deemed appropriate by the Executive Committee;
- (j) ensure all other members of the Executive Committee are complying with their official duties; and
- (k) perform such other duties which the Executive Committee deem to be in accordance with their office.

Vice President – Executive

5.18 The Vice President – Executive shall:

- (a) support the Society and its members by organizing the internal structure and operations of the Society;
- (b) fulfill the duties of the President in the temporary absence or incapacity of the President;
- (c) be responsible for maintaining year-to-year continuity of the Society by:
 - (i) organizing and completing the annual society ratification process with the Union on the required timeline, involving relevant committees or societies where appropriate,
 - (ii) creating and maintaining the institutional memory documents of the Society in a manner prescribed by the Regulations,
 - (iii) overseeing the collection of institutional memory documents by Standing or Ad Hoc Society Committees in a manner prescribed by the Regulations,
 - (iv) performing an annual review of this Constitution and its Regulations and bringing any inconsistencies to the attention of the Executive Committee, and
 - (v) posting the Executive Committee duties in the office;
- (d) act as co-signatory to the Society bank account;
- (e) co-sign all contracts entered into by the Society;
- (f) sit *ex officio* as a voting member of Faculty Council;
- (g) sit *ex officio* as a non-voting member of the Elections Committee;

- (h) oversee and receive reports from the student representatives appointed to the Elections, and Publications Committees;
- (i) co-ordinate the appointment processes under Articles 7.01, 7.38 and 14.07;
- (j) organize the Annual General Meeting;
- (k) organize locker distribution;
- (l) arrange Board of Directors and Executive Committee access to the Society Office;
- (m) organize office hours for the Board of Directors and Executive Committee; and
- (n) perform such other duties which the Executive Committee deem to be in accordance with their office.

Vice President – Finance

5.19 The Vice President – Finance shall:

- (a) support the Society and its Members by performing all banking and accounting duties of the Society, as well as assisting Constituent Societies in receiving any funding they are due;
- (b) fulfill the duties of the Vice President – Executive in the temporary absence or incapacity of the Vice President – Executive;
- (c) act as co-signatory to the Society bank account;
- (d) co-sign all contracts entered into by the Society;
- (e) present to the Board of Directors a proposed budget for the year;
- (f) chair the Budget Committee;
- (g) sit as Treasurer on the Orientation Committee;
- (h) sit *ex officio* as a non-voting member of the Social Committee;
- (i) oversee and receive reports from the student representatives appointed to the Budget, and Student Finance Committees;
- (j) have audit oversight in the financial affairs of all Standing or Ad Hoc Society Committees and shall provide training or other support as appropriate;
- (k) maintain and update the existing budget policy as received from the previous Vice President – Finance;
- (l) submit a budget to the appropriate Union representative or official biannually in October and February, or as otherwise required by the Union;
- (m) attend and complete Treasurer Training as supplied by the Union; and

- (n) perform such other duties which the Executive Committee deem to be in accordance with their office.

Vice President – External

5.20 The Vice President – External shall:

- (a) support the Society and its members by representing the interests of the Society and its members to external organizations;
- (b) fulfill the duties of the Vice President – Finance in the temporary absence or incapacity of the Vice President – Finance;
- (c) serve as the official representative of Law Students to the Union, the duties of which include:
 - (i) attending and voting at Union Council meetings,
 - (ii) serving as the Law Students' representative on the Union Senate Caucus,
 - (iii) acting as a liaison between the Union and the Society, and
 - (iv) ensuring that Law Students are informed of the general business and functioning of the Union by reporting to the Board of Directors or Executive Committee as needed;
- (d) be responsible for keeping Law Students informed about external events which affect or concern them;
- (e) organize the annual Food Bank Drive and associated competition in conjunction with the librarians of the Law School;
- (f) sit *ex officio* as a voting member of the Dalhousie Law Alumni Association Board of Directors;
- (g) oversee and receive reports from the student representatives appointed to the Sports, Career Development, and International Linkages Committees;
- (h) act as a liaison between the Society and
 - (i) the Nova Scotia Barristers' Society, and
 - (ii) the Nova Scotia branch of the Canadian Bar Association; and
- (i) perform such other duties which the Executive deem to be in accordance with their office.

Vice President – Academic

5.21 The Vice President – Academic shall:

- (a) support the Society and its Members by acting as an advocate for academic issues at the Law School;
- (b) fulfill the duties of the Vice President – External in the temporary absence or incapacity of the Vice President – External;

- (c) be responsible for keeping Law Students informed about academic events which affect or concern them;
- (d) sit *ex officio* as a student member of the Law School Academic Committee;
- (e) sit *ex officio* as a member of the Law School Studies Committee as required by the Committee;
- (f) sit *ex officio* as a voting member of Faculty Council;
- (g) oversee and receive reports from the student representatives appointed to the Academic, and Teaching Committees;
- (h) act in an advisory capacity to anyone requiring information or assistance with regards to academic appeals and accommodation within the Law School;
- (i) co-ordinate the distribution of Rolling Evaluations no later than the fourth week of school in each academic term;
- (j) organize at least one “CANs Drive” event per year for the purpose of collecting new content for inclusion in the CANs Database;
- (k) act as the chair of the *Hannah and Harold Barnett Excellence in Teaching* and the *Alumni Excellence in Teaching* award committees; and
- (l) perform such other duties which the Executive Committee deem to be in accordance with their office.

Vice President – Student Life

5.22 The Vice President – Student Life shall:

- (a) support the Society and its Members by informing members about, and organizing, internal events which may affect, concern, or interest them;
- (b) fulfill the duties of the Vice President – Academic in the temporary absence or incapacity of the Vice President – Academic;
- (c) maintain an Official Calendar allowing for the listing of all Society events at the Law School;
- (d) maintain the Official Notice Board of the Society;
- (e) maintain the Official Website of the Society;
- (f) maintain any social media accounts belonging to the Society, including but not being limited to Facebook, Instagram, Twitter and LinkedIn;
- (g) manage all table bookings for the Society;
- (h) organize the Society Fair in September;
- (i) sit as Chair of the Orientation Committee;
- (j) sit *ex officio* as a non-voting member of the Social Committee;

- (k) oversee and receive reports from the student representatives appointed to the Social, Sober Support, and Orientation Committees, and the Webmaster;
- (l) act as the main liaison between the Society and Constituent Societies which includes:
 - (i) co-hosting an information session with the Vice President – Finance for Constituent Societies within the first six weeks of the academic year or providing an information guide to Constituent Societies,
 - (ii) meeting with each Constituent Society at least once per semester by attending Constituent Society meetings or meeting with Constituent Society presidents;
- (m) work with the Vice President – Finance to ensure Constituent Societies are fully informed of funding opportunities;
- (n) organize an anti-oppression workshop with a qualified facilitator that all Board members must participate in within the first two months after the composition of at least 50% of the Board of Directors; and
- (o) perform such other duties which the Executive Committee deem to be in accordance with their office.

1L Executive Representative

5.23 The 1L Executive Representative shall:

- (a) support the Society and its members by representing the views of 1L students at all meetings of the Executive Committee and Board of Directors;
- (b) update the 1L FAQ Guide in preparation for the next year's Orientation Week;
- (c) be responsible for the recording of Executive Committee meeting minutes;
- (d) sit *ex officio* as a voting member of Faculty Council;
- (e) oversee and receive reports from the student representatives appointed to the Moot Court, and Information Technology Committees, and the Dalhousie Legal Aid Service Board of Trustees Representative; and
- (f) perform such other duties which the Executive Committee deem to be in accordance with their office.

Article 6. Board of Directors

Composition

6.01 The Board of Directors shall be constituted pursuant to Article 4.03.

Eligibility

6.02 The Board of Directors must be Members of the Society throughout the full duration of their tenure in office.

6.03 No position on the Board of Directors, voting or non-voting, shall be held simultaneously by more than one Member.

6.04 No member of the Board of Directors may participate in an exchange program throughout the duration of their tenure in office.

6.05 Any member of the Board of Directors who participates in a clinical placement during their tenure in office undertakes to attend meetings of the Board of Directors.

Tenure in Office

6.06 The Board of Directors shall hold office from the start of their first meeting after their election or appointment in September to the 30th day of April, inclusive, of the following calendar year.

6.07 Members of the Board of Directors who will continue to be Members of the Society following their tenure in office may continue to provisionally represent the interests of their constituents and work provisionally in their roles from the 30th day of April until the start of the first meeting of the newly elected and appointed Board of Directors in September.

Interim Authority

6.08 From April to September each year, the Executive Committee shall be empowered to continue to act in the interests of the Society without the direct oversight and approval of the Board of Directors. This may include making reasonable expenditure or governance decisions taking into account the necessity and impact of those decisions on the membership and whether those decisions can be deferred until the first meeting of the Board of Directors in September.

6.09 The Executive Committee shall refer all decisions taken during that period that would ordinarily require the approval of the Board of Directors to the Board of Directors for approval at the first meeting of the Board of Directors in September.

Meetings

6.10 The President shall call meetings of the Board of Directors where the President:

- (a) deems it necessary to deal with the business of the Society;
- (b) is informed by a quorum of the Board of Directors that it is necessary to meet; or

- (c) is presented with a petition signed by 20 members of the Society which calls for a meeting.
- 6.11 The Board of Directors shall meet in quorum at least twice per month during the academic term from September to April.
- 6.12 Quorum shall be the minimum number of persons required to constitute at least 50% of the voting members of the Board of Directors as composed at the date of the meeting.
- 6.13 Only those members in Article 4.03(c) to (k) may vote on all matters which come before the Board of Directors.
- 6.14 Notwithstanding Article 6.13, the Chair may only vote in the event of a tie among the voting members in Article 6.13.
- 6.15 Notwithstanding Article 6.11, it shall be open to the Board of Directors to vote by a two-thirds majority to forego meetings and office hours during the months of December and April.
- 6.16 All Members of the Society may attend meetings of the Board of Directors.
- 6.17 The Board of Directors may meet *in camera* if it deems it necessary to do so.
- 6.18 Anyone may be given speaking rights at Board of Directors meetings at the discretion of the Chair.
- 6.19 All meetings of the Board of Directors shall be conducted in accordance with Robert's Rules of Order as interpreted by the Chair.
- 6.20 The Board of Directors shall keep accurate records of their meetings.
- 6.21 Meetings of the Board of Directors shall be conducted in a manner prescribed by the Regulations.

Duties

- 6.22 The Board of Directors shall:
 - (a) act as final authority regarding all matters affecting the Society;
 - (b) approve single non-budgetary expenditures of the Executive Committee exceeding \$200.00 where it sees fit to do so;
 - (c) approve the budget of the Society;
 - (d) appoint representatives to sit as voting members of Faculty Council;
 - (e) ratify the roster of all appointed representatives to Standing and Ad Hoc Society and Faculty Committees at the first meeting of the Board of Directors following the completion of the Fall Appointments;
 - (f) discuss and resolve matters brought to its attention by the Executive Committee, members of the Board of Directors, or the membership of the Society;
 - (g) disseminate information to the general membership of the Society;

- (h) have the option to make themselves available to the general membership of the Society by holding office hours in the Official Office on a weekly basis;
- (i) temporarily reallocate the duties of a member of the Executive Committee in the event of either a motion brought against that member of the Executive Committee, or in the event of the resignation of a member of the Executive Committee;
- (j) attend an anti-oppression workshop organized by the Vice President – Student Life pursuant to Article 5.22(n) within the first two months of school; and
- (k) endeavour throughout the year to support and create opportunities to discuss incidents of privilege and oppression within the law school.

Faculty Council Representatives

6.23 The Board of Directors shall appoint nine student representatives to Faculty Council as follows:

- (a) President;
- (b) Vice President – Executive;
- (c) Vice President – Academic;
- (d) 1L Executive Representative;
- (e) Indigenous Law Students' Representative;
- (f) Black Law Students' Representative;
- (g) Multidisciplinary Law Students' Representative; and
- (h) two representatives chosen from the remainder of the Board of Directors.

6.24 The selection of the two representatives in Article 6.23(h) shall be made by a simple majority vote of the Board of Directors at no later than the second meeting of the Board of Directors in an academic year. Any member of the Board of Directors may nominate themselves or another member of the Board of Directors who is not already appointed pursuant to Article 6.23. In the event that there are more than two nominees, the nominees shall be given the opportunity to briefly present to the Board of Directors in advance of the Board of Directors' vote.

6.25 The student representatives appointed to Faculty Council shall attend and vote at all meetings of Faculty Council.

Chair

6.26 The Chair shall:

- (a) ensure compliance with the Constitution by way of ongoing review of this Constitution and bringing any inconsistencies to the attention of the Executive Committee;

- (b) chair all meetings of the Board of Directors and any General Meetings;
- (c) keep accurate records of their activities to produce institutional memory documentation to be turned over to their successor in a manner prescribed by the Regulations; and
- (d) perform other duties as required by the Constitution and the Regulations.

Secretary

6.27 The Secretary shall:

- (a) record minutes of meetings of the Board of Directors and ensure those minutes are made available prior to the next meeting of the Board of Directors;
- (b) provide the minutes of meetings of the Board of Directors to the Vice President – Student Life or Webmaster immediately after they are approved to be posted to the Official Website;
- (c) keep accurate records of their activities to produce institutional memory documentation to be turned over to their successor in a manner prescribed by the Regulations; and
- (d) perform other duties as required by the Constitution and the Regulations.

Indigenous Law Students' Representative

6.28 The Indigenous Law Students' Representative shall:

- (a) attend and vote at meetings of the Board of Directors;
- (b) sit *ex officio* as a voting member of Faculty Council;
- (c) promote the interests of Indigenous Law Students;
- (d) encourage cooperation and closer ties between all members of the Law School community; and
- (e) establish a vehicle through which Indigenous Law Student concerns and recommendations are brought to bear on the Society's policy and direction.

Black Law Students' Representative

6.29 The Black Law Students' Representative shall:

- (a) attend and vote at meetings of the Board of Directors;
- (b) sit *ex officio* as a voting member of Faculty Council;
- (c) promote the interests of Black Law Students;
- (d) encourage cooperation and closer ties between all members of the Law School community; and

- (e) establish a vehicle through which Black Law Student concerns and recommendations are brought to bear on the Society's policy and direction.

Multidisciplinary Law Students' Representative

6.30 The Multidisciplinary Law Students' Representative shall:

- (a) attend and vote at meetings of the Board of Directors;
- (b) sit *ex officio* as a voting member of Faculty Council;
- (c) promote the interests of Law Students in multidisciplinary programs;
- (d) ensure that Law Students in multidisciplinary programs, including those not currently registered in classes within the Law School, are informed of the general business and functioning of the Society and the Law School;
- (e) encourage cooperation and closer ties between all members of the Law School community; and
- (f) establish a vehicle through which the concerns and recommendations of Law Students in multidisciplinary programs are brought to bear on the Society's policy and direction.

2SLGBTQIA+ Law Students' Representative

6.31 The 2SLGBTQIA+ Law Students' Representative shall:

- (a) attend and vote at meetings of the Board of Directors;
- (b) promote the interests of Law Students belonging to diverse sexual orientations, gender identities and relationship structures;
- (c) encourage cooperation and closer ties between all members of the Law School community; and
- (d) establish a vehicle through which the concerns and recommendations of Law Students belonging to diverse sexual orientations, gender identities and relationship structures are brought to bear on the Society's policy and direction.

Gender Equity Representative

6.32 The Gender Equity Representative shall:

- (a) attend and vote at meetings of the Board of Directors;
- (b) promote the feminist project of gender equality and the interests of women-identifying Law Students and Law Students of other marginalized gender identities;
- (c) encourage cooperation and closer ties between all members of the Law School community; and

- (d) establish a vehicle through which feminist concerns and recommendations are brought to bear on the Society's policy and direction.

Mature Law Students' Representative

6.33 The Mature Law Students' Representative shall:

- (a) attend and vote at meetings of the Board of Directors;
- (b) promote the interests of mature Law Students;
- (c) encourage cooperation and closer ties between all members of the Law School community; and
- (d) establish a vehicle through which the concerns and recommendations of mature Law Students are brought to bear on the Society's policy and direction.

1L Representatives

6.34 The 1L Representatives shall:

- (a) at the first meeting of the Board of Directors following their election, nominate from among themselves a 1L Representative to serve as the 1L Executive Representative, subject to ratification by a simple majority vote of the Board of Directors. In the event that there is more than one nominee, the nominees shall be given the opportunity to briefly present to the Board of Directors in advance of the Board of Directors' vote.
- (b) attend and vote at meetings of the Board of Directors;
- (c) act as liaisons between 1L students and the Society;
- (d) ensure that 1L students are informed of the general business and functioning of the Society and the Law School by making class announcements and discussing contentious issues with the 1L class;
- (e) make a presentation to their section before December 1 regarding Regulation 8 under this Constitution and other avenues for redressing discriminatory conduct within the law school including the complaints process under Dalhousie's Code of Student Conduct; and
- (f) perform any other duties as prescribed by the Regulations.

2L Representatives

6.35 The 2L Representatives shall:

- (a) attend and vote at meetings of the Board of Directors;
- (b) act as liaisons between 2L students and the Society;
- (c) ensure that 2L students are informed of the general business and functioning of the Society and the Law School by making class

announcements and discussing contentious issues with the 2L class;
and

- (d) perform any other duties as prescribed by the Regulations.

3L Representatives

6.36 The 3L Representatives shall:

- (a) attend and vote at meetings of the Board of Directors;
- (b) act as liaisons between 3L students and the Society;
- (c) ensure that 3L students are informed of the general business and functioning of the Society and the Law School by making class announcements and discussing contentious issues with the 3L class;
and
- (d) perform any other duties as prescribed by the Regulations.

Article 7. Elections and Appointments

Elections Committee

- 7.01 The Executive Committee shall appoint the Chief Returning Officer and Deputy Returning Officer in a manner prescribed by the Regulations.
- 7.02 The Chief Returning Officer and Deputy Returning Officer shall conduct all Society elections.
- 7.03 In the event of a dispute or uncertainty in the course of an election, the Chief Returning Officer shall have final and binding authority to interpret the Constitution and Regulations pertaining to election procedure.
- 7.04 In the event of a dispute with respect to the status of a student in relation to nominations and voting, the Chief Returning Officer shall have discretion to make such determination on the status of the student.
- 7.05 The Chief Returning Officer, in consultation with the Deputy Returning Officer, shall have the authority to establish policies regarding any aspect of elections, insofar as they are not inconsistent with this Constitution and the Regulations.
- 7.06 The Chief Returning Officer and Deputy Returning Officer shall not hold their position while running for an elected position under Articles 7.20 or 7.27.
- 7.07 If either or both the Chief Returning Officer and Deputy Returning Officer wish to run for an elected position under Article 7.20 or 7.27, they are to immediately resign their position and replacement(s) not running for elected position(s) shall be appointed pursuant to Article 7.01.
- 7.08 The Chief Returning Officer and Deputy Returning Officer are prohibited from commenting on candidates or their platforms during and after their term of office.
- 7.09 The Chief Returning Officer and Deputy Returning Officer are not prohibited from voting in the election they are administering.

Quorum

- 7.10 For the results of an election to be valid, no less than 5% of Members must have voted in the election.

Eligibility

- 7.11 Only those Law Students who are Members of the Society for that academic year and who will be Members of the Society in the following academic year are qualified to be candidates in an election for Executive positions.
- 7.12 A Member whose candidacy is defeated on an uncontested ballot conducted pursuant to Regulation 1.01(h) shall be prohibited from applying for the same office again under Regulation 1.01(i).

Form

- 7.13 All elections shall be conducted by secret ballot.

- 7.14 All elections shall be conducted online unless in the opinion of the Chief Returning Officer there is a pressing and substantial reason for the vote not to be conducted online.
- 7.15 If an election is not conducted online, it shall be conducted in a manner prescribed by the Regulations.

Affirmative Threshold

- 7.16 A candidate for a position in an election shall be declared the winner in that contest by the Chief Returning Officer if the candidate gains the plurality of the vote.
- 7.17 Where two or more candidates tie for first place in an election or by-election, the Chief Returning Officer shall conduct a run-off election in a manner prescribed by the Regulations.

Executive Committee Elections

- 7.18 The election of the Executive Committee shall occur in the Winter Semester of each year. The nomination period shall commence on the first day of classes following Winter Reading Week and voting shall conclude by no later than the end of the third week following Winter Reading Week.
- 7.19 The election of the Executive Committee shall be conducted in a manner prescribed by the Regulations.
- 7.20 The positions to be contested in this election are those in Article 4.02(a)-(f) inclusive.
- 7.21 No position shall be contested jointly by two or more Members intending to hold office as co-holders.
- 7.22 Candidacies shall be contested exclusively of each other and the outcome of one contest shall in no way be permitted to determine the outcome of another.
- 7.23 A Member may only be nominated as a candidate for one of the positions in Article 7.20 in a given year.
- 7.24 Each Member voting in the election of the Executive Committee shall have one vote per position listed in Article 7.20.

Board of Directors Class Year Representative Elections

- 7.25 The election of the Class Year Representatives to the Board of Directors shall occur in the fall semester of each year and shall occur prior to the first meeting of the Board of Directors and before the end of September.
- 7.26 The election of the Class Year Representatives to the Board of Directors shall be conducted in a manner prescribed by the Regulations.
- 7.27 The positions to be contested in this election are those in Article 4.03(d), (e) and (f).
- 7.28 A Member may only be nominated as a candidate for one of the positions in Article 7.27 in a given year.

- 7.29 Each Member voting in the election of the 1L Representatives shall have one vote and shall only vote for the 1L Representative for the section to which they were assigned by the Law School.
- 7.30 Each Member voting in the election of the 2L and 3L Representatives shall have the number of votes equivalent to the number of positions available in their respective category that year.

Board of Directors Community Representative Appointments

- 7.31 The appointment of the Community Representatives to the Board of Directors shall occur in the fall semester and shall occur prior to the first meeting of the Board of Directors and before the end of September.
- 7.32 The Dalhousie Indigenous Law Students' Association or its successor shall appoint the Indigenous Law Students' Representative to the Board of Directors.
- 7.33 The Dalhousie Black Law Students' Association or its successor shall appoint the Black Law Students' Representative to the Board of Directors.
- 7.34 The Multidisciplinary Law Students' Association or its successor shall appoint the Multidisciplinary Law Students' Representative to the Board of Directors.
- 7.35 The OUTLaw Society or its successor shall appoint the 2SLGBTQIA+ Law Students' Representative to the Board of Directors.
- 7.36 The Dalhousie Feminist Legal Association or its successor shall appoint the Gender Equity Representative to the Board of Directors.
- 7.37 The Mature Student Society or its successor shall appoint the Mature Law Students' Representative to the Board of Directors.

Chair and Secretary Appointments

- 7.38 The Executive Committee shall appoint the Chair and the Secretary of the Board of Directors in a manner prescribed by the Regulations.

Webmaster Appointment

- 7.39 It shall be open to the discretion of the Executive Committee to appoint a Webmaster to manage the Official Website, CANs Database and other electronic resources of the Society if none of the members of the Executive Committee are willing or able to act as Webmaster.
- 7.40 If the Executive Committee opts to appoint a Webmaster, the role of the Webmaster shall be as set out in the Regulations.
- 7.41 If the Executive Committee opts to appoint a Webmaster, the appointment shall occur in a manner prescribed by the Regulations.

Article 8. Vacancy, Resignation and Impeachment

Electoral Vacancies

- 8.01 In the event that at the end of an election a position listed in Article 7.20 or 7.27 remains vacant, the Executive Committee shall make reasonable efforts to fill the vacant position by soliciting applications for no less than 48 hours from the general membership according to the following criteria:
- (a) applicants must demonstrate a serious commitment to and understanding of the role for which they are applying;
 - (b) applicants must be nominated by a minimum of 30 Members;
 - (c) the Board of Directors shall invite applicants to make oral submissions at the next meeting of the Board of Directors;
 - (d) a two-thirds majority of the Board of Directors shall select the successful candidate by secret ballot; and
 - (e) if a suitable candidate is not available, the position may remain vacant.
- 8.02 If a vacancy under Article 8.01 results from a vote of non-confidence or abstention in an election race, the candidate(s) in that race shall be ineligible to fill the resulting vacancy.

Appointment Vacancies

- 8.03 Where a group referred to in Articles 7.32 to 7.37 is unable or unwilling to appoint a representative to the Board of Directors, the Executive Committee shall make reasonable efforts to fill the vacant position by soliciting applications for no less than 48 hours from the general membership according to the following criteria:
- (a) applicants must meet the eligibility criteria set out in Article 4.03(g)-(l);
 - (b) applicants must demonstrate a serious commitment to and understanding of the community they intend to represent;
 - (c) applicants must present reasonable evidence of support from the community that they intend to represent, which may take the form of:
 - (i) nominations by students belonging to that community;
 - (ii) letters of recommendation from the President or equivalent of the relevant group referred to in Articles 7.32 to 7.36; or
 - (iii) any other evidence the Board of Directors deems to be appropriate in the circumstances;
 - (d) if more than one application is received, the Board of Directors shall invite applicants to make oral submissions, and a simple majority of the Board of Directors shall select the representative by secret ballot; and
 - (e) if a suitable representative is not available, the position may remain vacant.

Resignations

- 8.04 An elected or appointed representative may resign their office by submitting written notice to the Chair and the President.
- 8.05 In the event the Chair resigns their office, notice in Article 8.04 shall be given to the President and the Vice President – Executive.
- 8.06 In the event the President resigns their office, notice in Article 8.04 shall be given to the Chair and the Vice President – Executive.
- 8.07 Resignations shall result in a vacancy and shall be filled in the same manner as vacancies under Articles 8.01 and 8.03.

Executive Committee Impeachment

- 8.08 Members of the Executive Committee shall hold office during good behaviour, but proceedings for their impeachment may be initiated if the member:
- (a) fails to attend three meetings of the Board of Directors in a semester without regrets to the Chair, or fails to attend four consecutive meetings of the Board of Directors without regrets to the Chair;
 - (b) fails to fulfil the majority of their mandate as set out in this Constitution, within reasonable limits, and without reasonable excuse;
 - (c) engages in conduct likely to result in de-ratification of the Society by the Union or likely to bring the reputation of the Society into disrepute; or
 - (d) engages in other conduct that is determined by the Board of Directors to be gross misconduct.
- 8.09 Any member of the Executive Committee who has impeachment proceedings initiated against them shall have a full, fair and reasonable opportunity to respond to the allegations before the Board of Directors.
- 8.10 Proceedings for impeachment of a member of the Executive Committee shall occur as follows:
- (a) at a regular meeting of the Board of Directors, a motion shall be passed to convene a special meeting of the Board of Directors for the purpose of removing a member of the Executive Committee, which must be open to all Society Members;
 - (b) included in this motion shall be the name(s) of the member(s) of the Executive Committee and the allegation(s) made against them;
 - (c) the special meeting of the Board of Directors shall not occur earlier than one week from the date of the motion and no later than one month after the date of the motion;
 - (d) the member(s) of the Executive Committee in question shall be given one week notice of said motion by the Chair prior to being discussed by the Society;

- (e) the procedure to be followed during the special meeting shall be as follows:
 - (i) each member of the Executive Committee named in the motion shall be given a full opportunity to seek clarification of and answer to the allegations made against them;
 - (ii) all members of the Board of Directors may then question the member of the Executive Committee with regard to any aspect of the allegations; and
 - (iii) the final vote to determine removal or impeachment of a member of the Executive Committee shall be carried out by secret ballot in accordance with relevant guidelines from Robert's Rules of Order, as interpreted by the Chair.

8.11 Impeachment of a member of the Executive Committee shall result in a vacancy and shall be filled in the same manner as a vacancy under Article 8.01.

8.12 A member of the Executive Committee who is impeached shall be ineligible to fill the vacancy resulting from their impeachment.

Board of Directors Impeachment

8.13 Members of the Board of Directors shall hold office during good behavior, but proceedings for their impeachment may be initiated if the member:

- (a) fails to attend three meetings of the Board of Directors in a semester without regrets to the Chair, or fails to attend four consecutive meetings of the Board of Directors without regrets to the Chair;
- (b) fails to fulfil the majority of their mandate as set out in this Constitution, within reasonable limits, and without reasonable excuse;
- (c) engages in conduct likely to result in de-ratification of the Society by the Union or likely to bring the reputation of the Society into disrepute; or
- (d) engages in other conduct that is determined by the Board of Directors to be gross misconduct.

8.14 Proceedings for impeachment of a member of the Board of Directors by the Board of Directors shall be initiated as follows:

- (a) at a regular meeting of the Board of Directors, a motion shall be passed by a two-thirds majority of the Board of Directors to issue a resolution requiring that the constituent group in Articles 7.29-7.30, 7.32-7.36 that elected or appointed the member in question consider the allegation(s) made and either re-affirm the election or appointment of the member or impeach the member;
- (b) included in this motion shall be the name(s) of the member(s) of the Board of Directors and the allegation(s) made against the member,

and the name(s) of the constituent group(s) responsible for election or appointment;

- (c) the constituent group(s) responsible for election or appointment of the member(s) in question shall be notified by the Board of Directors via an email sent by the Chair to the membership of the responsible constituent group, whose contact information shall be obtained through either Article 3.08 or Article 14.17(a)-(b);
- (d) the constituent group(s) responsible for election or appointment of the member(s) in question shall respond and take action pursuant to the resolution within one month of receiving notice of the resolution;
- (e) in the event that the constituent group(s) responsible for election or appointment of the member(s) in question are unable or unwilling to consider the allegation(s) and render a decision, the Board of Directors shall be empowered to independently conduct impeachment proceedings of a member of the Board of Directors in the same manner as for a member of the Executive Committee under Article 8.10.

8.15 Any member of the Board of Directors who has impeachment proceedings initiated against them shall have a full, fair and reasonable opportunity to respond to the allegations before the Board of Directors and before the constituent group that is responsible for their election or appointment.

8.16 For impeachment proceedings against a member of the Board of Directors initiated by the Board of Directors to take effect, the constituent group that elected or appointed the member in question must hear and decide upon the matter and issue a declaration in accordance with the thresholds and forms set out in Article 8.18.

8.17 Impeachment proceedings against a member of the Board of Directors may be independently initiated by the constituent group that elected or appointed the member in accordance with the thresholds and forms set out in Article 8.18.

8.18 For greater clarity, impeachment of a member of the Board of Directors shall occur by:

- (a) in the case of a 1L Representative, a petition received by the Chair and President containing the signatures of 50% of Law Students from that Representative's Section;
- (b) in the case of a 2L or 3L Representative, a petition received by the Chair and President containing the signatures of 50% of the Law Students in their respective year;
- (c) in the case of the Indigenous Law Students' Representative, they shall only be removed from the Board of Directors by a two-thirds majority vote of the Dalhousie Indigenous Law Students' Association;

- (d) in the case of the Black Law Students' Representative, they shall only be removed from the Board of Directors by a two-thirds majority vote of the Dalhousie Black Law Students' Association;
 - (e) in the case of the Multidisciplinary Law Students' Representative, they shall only be removed from the Board of Directors by a two-thirds majority vote of the Multidisciplinary Law Students' Association;
 - (f) in the case of the Gender Equity Representative, they shall only be removed from the Board of Directors by a two-thirds majority vote of the Dalhousie Feminist Legal Association;
 - (g) in the case of the 2SLGBTQIA+ Law Students' Representative, they shall only be removed from the Board of Directors by a two-thirds majority vote of OUTLaw;
 - (h) in the case of the Mature Law Students' Representative, they shall only be removed from the Board of Directors by a two-thirds majority vote of the Mature Student Society.
- 8.19 In the case of the Chair or the Secretary, a motion supported by a two-thirds majority of the Board of Directors shall be sufficient to remove that individual from office.
- 8.20 Impeachment of a member of the Board of Directors shall result in a vacancy and shall be filled in the same manner as a vacancy under Article 8.03.
- 8.21 A member of the Board of Directors who is impeached shall be ineligible to fill the vacancy resulting from their impeachment.

Article 9. Regulations and Policies

Regulations

- 9.01 The Board of Directors has the sole power to create and adopt Regulations and Policies.
- 9.02 Regulations shall be adopted, amended or rescinded by a motion passed by a simple majority of the Board of Directors.
- 9.03 Regulations once adopted shall be binding upon the Board of Directors, the Executive Committee, and all Standing and Ad Hoc Society Committees and Constituent Societies until amended or rescinded pursuant to Article 9.02.

Operational Policies

- 9.04 The Board of Directors delegates to the Executive Committee the power to create and adopt Policies with respect to the operations of the Society.
- 9.05 Policies shall be adopted, amended or rescinded by a motion passed by a simple majority of the Executive Committee.
- 9.06 Policies once adopted shall be binding upon the Executive Committee and all Standing and Ad Hoc Society Committees and Constituent Societies until amended or rescinded pursuant to Article 9.05.

Jurisdiction

- 9.07 Regulations and Policies must not infringe upon federal, provincial, or municipal laws or the University's regulations.
- 9.08 Regulations and Policies must not infringe upon the Bylaws and Policies of the Union.

Official Record

- 9.09 The regulations and policies of the Society shall be kept on file in the Society office or in an electronic functional equivalent.

Article 10. Finances

Fiscal Year

10.01 The fiscal year of the Society shall run from the 1st day of September of the calendar year to the 31st day of August, inclusive, of the following calendar year.

Budget Committee

10.02 The Budget Committee shall be a standing committee of the Society.

10.03 The Budget Committee shall be chaired by the Vice President – Finance and be composed of one 1L Representative, one 2L Representative, and one 3L Representative.

10.04 The standing Budget Committee shall:

- (a) prepare the annual budget for approval by the Board of Directors each September;
- (b) assess Constituent Society and individual funding allocations for approval by the Board of Directors on a rolling basis; and
- (c) assist the Vice President – Finance in preparation for Union audits.

Budget

10.05 The budget of the Society shall be presented to the Board of Directors no later than November 1st of each fiscal year.

10.06 The budget shall be approved by a two-thirds majority vote of the Board of Directors.

10.07 The proposed budget will be made available to Members pursuant to Article 10.08 no less than 5 days before a meeting where the budget will be approved by the Board of Directors. Any Member may submit dissent, in writing, to the Vice President – Executive, and shall be heard at the approval meeting prior to voting if the dissenter desires.

10.08 The Vice President – Finance shall circulate the proposed budget to all eligible members via at least one of the following methods: email, Official Notice Board, Official Website, or any other means deemed appropriate by the Vice President – Finance.

Audit

10.09 Additional financial updates shall be presented at the request of the Board of Directors.

10.10 The Vice President – Finance shall submit the required financial documentation to the Union for audit purposes as required but no less than twice annually.

Borrowing and Investing

10.11 The Board of Directors may empower the Vice President – Finance to purchase and exchange securities on behalf of the Society.

- 10.12 The Board of Directors shall not borrow funds, the repayment of which would be the responsibility of future Boards of Directors, without the approval of a simple majority of members in attendance at a General Meeting of the Society.

Charitable Contributions

- 10.13 The Executive Committee may authorize discretionary charitable contributions up to \$100 if the charitable interest is deemed to be aligned with the mission and values of the Society and the interests of its Members.
- 10.14 All charitable contributions made by the Executive Committee shall be reported to the Board of Directors at the next meeting of the Board of Directors following the authorization of the contribution.
- 10.15 The Board of Directors may make charitable contributions over \$100 if a motion is brought by a member of the Board of Directors and approved by a two-thirds majority of the Board of Directors, and if the charitable interest is deemed to be aligned with the mission and values of the Society and the interests of its Members.

Signing Authority

- 10.16 All cheques, payments or electronic transfers issued by the Society shall be signed or otherwise approved by two members of the Executive Committee with signing authority.
- 10.17 The members of the Executive Committee with signing authority shall be the President, Vice President – Executive, and Vice President – Finance.
- 10.18 In the event that a position in Article 10.17 is vacant, signing authority shall vest in the next most senior member of the Executive Committee as set out in Article 4.02.
- 10.19 All cheques issued to a member of the Executive Committee with signing authority shall not be signed by that member.

Credit and Debit Cards

- 10.20 The members of the Executive Committee with signing authority shall be issued credit and / or debit cards linked to the accounts of the Society.
- 10.21 Any member of the Executive Committee, regardless of signing authority, may be issued a credit card linked to the accounts of the Society if it is deemed operationally appropriate to their role by the Vice President – Finance.
- 10.22 Receipts for any purchases made using a credit or debit card linked to the accounts of the Society must be retained and delivered to the Vice President – Finance and shall be retained by the Vice President – Finance as records until the completion of the next Union audit.
- 10.23 Credit and / or debit cards linked to the accounts of the Society shall be used only for purposes related to the operations and affairs of the Society and shall not be used for purposes personal to the cardholder or any Member of the Society.

Continuity of Going Concern

- 10.24 The outgoing Vice President – Finance shall make the Society's financial records available to the incoming Vice President – Finance within two weeks of the election of the incoming Vice President – Finance.

Winding Up

- 10.25 If for any reason the operations of the Society are terminated, wound up or dissolved, and there remains, at that time, after satisfaction of all debts and liabilities, any property whatsoever, the same shall be paid to some other charitable organization in Canada having objectives similar to those of the Society.

Article 11. Conflicts of Interest

Generally

11.01 A conflict of interest arises where an individual is in a position where they are affiliated with or invested in one or more parties or causes whose concerns or aims are incompatible with those of the Society, or where that individual, or a group or cause to which that individual belongs, is in a position to derive personal or collective benefit from actions or decisions made in the individual's official capacity within the Society.

Scope

11.02 All Members who hold offices or appointments found in the following sections are required to declare a conflict of interest as soon as they become aware of the possibility that such a conflict might exist:

- (a) Article 4.02 (Executive Committee);
- (b) Article 4.03 (Board of Directors);
- (c) Article 7.39 (Webmaster);
- (d) Articles 14.01 and 14.02 (Standing and Ad Hoc Society Committees); and
- (e) Articles 14.04 and 14.05 (Standing and Ad Hoc Faculty Committees).

Reporting

- 11.03 As soon as a potential conflict of interest has been identified, a Member who finds themselves in a potential conflict shall notify the Chair and President forthwith.
- 11.04 If the Chair finds themselves in a potential conflict of interest, they shall notify the President and the Vice President – Executive of such forthwith.
- 11.05 If the President finds themselves in a potential conflict of interest, they shall notify the Chair and the Vice President – Executive of such forthwith.
- 11.06 A Member who finds themselves in a potential conflict of interest shall immediately recuse themselves from any discussion, decision, application or similar that may give rise to a conflict of interest until a determination is made as to the status of that potential conflict.

Evaluation

- 11.07 At the next meeting of the Board of Directors, an *in-camera* session shall be moved for by the President to hear submissions from the individual(s) who finds themselves in a potential conflict of interest.
- 11.08 If the President finds themselves in a potential conflict of interest, the Vice President – Executive shall fulfil Article 11.07 in place of the President.
- 11.09 After the individual(s) who find themselves in a potential conflict of interest have made their submissions they shall recuse themselves from any subsequent

discussion and voting by the Board of Directors on the conflict until a determination is made.

- 11.10 The Board of Directors shall by no less than a two-thirds majority determine whether the conflict of interest rises to a level where it requires an active remedy.

Remedy

- 11.11 If a conflict of interest is found by the Board of Directors, the Board of Directors shall by no less than a two-thirds majority determine the appropriate remedy, which may include:

- (a) recusal, and the scope or duration of such;
- (b) resignation; or
- (c) any other remedy the Board of Directors deems appropriate in the circumstances.

Prohibitions

- 11.12 The President, Vice President – Executive and Vice President – Finance shall not sit as executive members on any Constituent Society throughout the duration of their term of office.
- 11.13 For greater clarity, a member of the Executive Committee may actively participate in the affairs of a Constituent Society as a general member.
- 11.14 Members of the Executive Committee shall not sit as members of Standing or Ad Hoc Society or Faculty Committees except in an *ex officio* capacity as provided for in this Constitution and its Regulations.
- 11.15 For greater clarity, a member of the Executive Committee may actively participate in the affairs of a Standing or Ad Hoc Society or Faculty Committee as a general volunteer.
- 11.16 Members of the Budget Committee shall not sit as the President, Treasurer or their equivalents on any Constituent Society or Standing or Ad Hoc Society Committee throughout the duration of their term of office.

Article 12. Confidentiality

Scope

- 12.01 All Members who hold offices or appointments found in the following sections are likely to deal with confidential personal and proprietary information relating to Law Students or the affairs of the Society:
- (a) Article 4.02 (Executive Committee);
 - (b) Article 4.03 (Board of Directors);
 - (c) Article 7.39 (Webmaster);
 - (d) Articles 14.01 and 14.02 (Standing and Ad Hoc Society Committees); and
 - (e) Articles 14.04 and 14.05 (Standing and Ad Hoc Faculty Committees).

Confidential Information

- 12.02 Confidential information includes, but is not limited to:
- (a) information that is distributed that is marked 'confidential';
 - (b) personal information provided by students, faculty members, or members of the administration that can be reasonably assumed to be confidential; and
 - (c) any information that is disclosed *in camera*.

Obligations

- 12.03 Members outlined in Article 12.01 shall take all due care and caution to ensure that any confidential information they receive in the course of their office or appointment is kept private and secure.
- 12.04 Members of the Executive Committee and Board of Directors shall be further bound by the privilege and confidence they are afforded by their membership within those groups.

Confidentiality Agreement

- 12.05 Members outlined in Article 12.01 shall agree:
- (a) not to use any confidential information for any purpose whatsoever except in the execution of their duties and to keep all confidential information in strict confidence at all times;
 - (b) not to disclose any confidential information to any person, organization, or the administration of the University without the permission of the Board of Directors;
 - (c) that the Board of Directors shall not be obligated to make any particular disclosure of information;

- (d) to notify the Board of Directors immediately upon the discovery of any unauthorized or unlawful disclosure, divulgence or communication or use of any confidential information.

Exceptions to Confidentiality

- 12.06 Members outlined in Article 12.01 shall maintain confidentiality in accordance with Article 12.05 unless they are required by law to make disclosure or they believe on reasonable grounds that there is an imminent risk of death or serious bodily harm, and disclosure is necessary to prevent the death or harm.
- 12.07 A Member outlined in Article 12.01 who makes a disclosure under Article 12.06 shall disclose no more information than is required.
- 12.08 A Member outlined in Article 12.01 who makes a disclosure under Article 12.06 shall notify the Board of Directors forthwith that such disclosure was made.

Whistle-blowers

- 12.09 Members are protected from retaliation only if the Member brings the alleged unlawful activity, policy, or practice to the attention of the Board of Directors and provides the Board of Directors with a reasonable opportunity to investigate and correct the alleged unlawful activity.
- 12.10 The Society will not retaliate against a Member who, in good faith, has made a protest or raised a complaint against some practice of the Society, or of another individual or entity with whom the Society has a relationship, on the basis of a reasonable belief that the practice is in violation of law or a clear mandate of public policy.
- 12.11 The Society will not retaliate against a Member who discloses or threatens to disclose to a supervisor or a public body any activity, policy, or practice of the Society that the Member reasonably believes is in violation of a law, or a rule, or regulation mandated pursuant to law or is in violation of a clear mandate or public policy concerning the health, safety, welfare, or protection of Law Students.

Article 13. Delegation of Agency

Generally

- 13.01 The authority to act or make representations on behalf of the Society and to bind the Society to obligations descends only as prescribed by this Constitution or as expressly authorized by the Board of Directors.

Board of Directors

- 13.02 The Board of Directors shall, acting as a whole by resolution on a motion, have:
- (a) sole authority in formulating the policy of; and
 - (b) ultimate authority in managing, or supervising the management of;
- the Society in accordance with this Constitution and its Regulations.
- 13.03 No individual member of the Board of Directors shall have individual authority to act or make representations on behalf of the Society or to bind the Society to obligations, except with the express authorization, in writing, of the Board of Directors to act as their duly authorized representative.

Executive Committee

- 13.04 The Executive Committee shall have the general authority to manage the affairs of the Society, subject only to the restrictions in this Constitution and its Regulations or as imposed by the Board of Directors.
- 13.05 Notwithstanding Article 13.03 individual members of the Executive Committee shall have individual authority to act or make representations on behalf of the Society and to bind the Society to obligations where they are acting within the ambit of their prescribed office or with the express authorization of, and subject to an limits imposed by, the Executive Committee to act as their duly authorized representative.

Standing and Ad Hoc Society Committees

- 13.06 Members of Standing and Ad Hoc Society Committees as outlined in Articles 14.01(a),(b) and (d)-(j) shall have no authority to act or make representations on behalf of the Society or to bind the Society except as expressly delegated to them by the Board of Directors or Executive Committee.

Constituent Societies

- 13.07 Members of Constituent Societies shall have no authority to act or make representations on behalf of the Society or to bind the Society to obligations.
- 13.08 A Constituent Society who wishes to engage the Society shall do so through the Executive Committee.

Article 14. Committees and Constituent Societies

Society Committees

14.01 The Standing Committees of the Society shall be the:

- (a) Budget Committee;
- (b) Elections Committee;
- (c) Executive Committee;
- (d) Law Games Committee;
- (e) Multidisciplinary Law Students' Committee
- (f) Orientation Committee;
- (g) Publications Committee;
- (h) Sober Support Committee;
- (i) Social Committee; and the
- (j) Sports Committee.

14.02 Pursuant to Article 5.16(d), the Executive Committee may from time to time constitute additional Standing or Ad Hoc Society Committees to when it is deemed necessary to protect or enhance the interests of the Society.

14.03 Every Standing or Ad Hoc Society Committee shall operate pursuant to their mandate and terms of reference as prescribed by the Regulations.

Faculty Committees

14.04 The Society shall appoint representatives to the following Faculty Standing Committees:

- (a) Academic Committee;
- (b) Appointments Committee;
- (c) Career Development Committee;
- (d) Dalhousie Legal Aid Board of Trustees;
- (e) Information Technology Committee;
- (f) International Linkages Committee;
- (g) Student Finance Committee;
- (h) Studies Committee;
- (i) Moot Court Committee;
- (j) Teaching and Teaching Evaluations Committee;
- (k) Tenure and Promotions Committee.

- 14.05 From time to time the Law School may constitute additional Standing or Ad Hoc Faculty Committees and invite the Society to appoint representatives to those committees.
- 14.06 Every representative appointed to a Standing or Ad Hoc Faculty Committee shall operate pursuant to their mandate as prescribed by the Regulations.

Appointment

- 14.07 The appointment of representatives to Standing and Ad Hoc Society and Faculty Committees shall be carried out by the Executive Committee in a manner prescribed by the Regulations.
- 14.08 The roster of all appointed representatives to Standing and Ad Hoc Society and Faculty Committees shall be ratified by the Board of Directors at the first meeting of the Board of Directors following the completion of the Fall Appointments.

Oversight, Accountability and Continuity

- 14.09 The appointed representatives to Standing and Ad Hoc Society and Faculty Committees shall provide a report to the Board of Directors at least once per month, or as otherwise prescribed by the Regulations.
- 14.10 The appointed representatives to Standing and Ad Hoc Society and Faculty Committees shall provide written institutional memory packages to the Vice President – Executive by the end of April following their appointment to the Committee, including an updated role description and a summary of their work on the Committee, or as otherwise prescribed by the Regulations.
- 14.11 By the end of September of each year, the Vice President – Finance shall provide each Standing and Ad Hoc Society Committee with a financial reporting framework to follow.
- 14.12 All Standing and Ad Hoc Society Committees shall provide a financial report at the end of each academic semester to the Vice President – Finance, including access to their financial records.
- 14.13 All Standing and Ad Hoc Society Committees shall allow the Vice President – Finance access to their financial records and bank accounts for inspection at the Vice President – Finance's discretion.
- 14.14 Where the Executive Committee deems necessary, they may intervene in any Standing or Ad Hoc Society Committee's financial situation, including but not limited to:
- (a) freezing bank accounts and transactions, and
 - (b) taking financial control of expenses and events related to the Committee
- in order to present any issues to the Board of Directors at their next meeting for formal resolution.

Constituent Societies

- 14.15 Societies whose membership is at least 75% Law Students and whose mission and values align with those of the Society shall be able to apply to register with the Society as a Constituent Society.
- 14.16 For greater clarity, Constituent Societies shall not require the consumption of alcohol or drugs, or promote or require participation in illegal activities.
- 14.17 To register, Constituent Societies shall:
- (a) submit a roster of their executive management committee, including contact information;
 - (b) submit, where available and appropriate, a roster of their general membership;
 - (c) submit a copy of their constitution, bylaws, terms of reference or other governance documentation setting out their mission or mandate as available;
 - (d) submit, where available, a copy of their financial information, including their budget, bank statements and general ledger for the year prior;
 - (e) undertake to become ratified by the Union; and
 - (f) undertake to have at least their President and Treasurer or their equivalents attend Society Training hosted by the Vice President – Student Life and Vice President – Finance in September.
- 14.18 The Vice President – Student Life shall accept all applications for registration.
- 14.19 The Executive Committee shall consider all applications for registration and shall approve all applications that meet the criteria in Articles 14.15 and 14.17.
- 14.20 The Vice President – Student Life shall maintain the official register of all Constituent Societies.
- 14.21 Registered Constituent Societies must renew their registration annually in September by fulfilling the requirements of Article 14.17.
- 14.22 Registered Constituent Societies shall have the right to:
- (a) book tables for events, sales or other activities;
 - (b) book the Student Lounge for events, sales or other activities;
 - (c) book the Square Payment System for events, sales or other activities;
 - (d) apply to the Vice President – Executive for storage space in the Law School;
 - (e) apply to the Vice President – Finance for a portion of the funds allocated in the Budget to support Constituent Societies;
 - (f) be featured on the Official Website of the Society;
 - (g) post advertisements or bulletins to the Official Notice Board; and

- (h) direct their mail to the official office of the Society.

Article 15. General Meetings

Generally

15.01 General Meetings:

- (a) shall be chaired by the Chair;
- (b) shall require a quorum of 20 Society Members in good standing, subject to Article 15.01(g);
- (c) shall require two weeks' prior notice;
- (d) shall be publicized throughout the Law School;
- (e) may adopt binding resolutions of a non-budgetary nature;
- (f) must consider any resolutions to reform the Constitution of the Society subject to Article 15.01(g); and
- (g) shall require a quorum of 30 Society Members in good standing to adopt any resolution to reform this Constitution pursuant to Article 17.

Convention

15.02 The Annual General Meeting shall be convened annually during the month of March.

15.03 A General Meeting shall also be convened if:

- (a) the Chair receives a petition of 45 members of the Society calling for a General Meeting; or
- (b) a simple majority of the Board of Directors so votes.

Attendance

15.04 All Members may attend and vote on resolutions brought before a General Meeting.

Proxy Voting

15.05 Members are permitted to vote by proxy, provided that the 'member proxying' provide the 'member attending' with a signed proxy form.

15.06 A Member may only hold one proxy vote at any General Meeting.

Agenda

15.07 At the Annual General Meeting the Vice President – Finance shall present a financial statement of the Society's accounts, and a motion shall be put to the Members in attendance seeking approval of the financial statements.

15.08 At the Annual General Meeting, the Incoming Executive Committee shall present an overview of their goals and objectives for their administration, and a motion shall be put to the Members in attendance seeking approval of the goals and objectives.

Minutes

15.09 The Secretary shall keep meeting minutes at all General Meetings.

- (a) The meeting minutes shall be circulated by the Board of Directors to the members of the Society no later than one week following a General Meeting;
- (b) following the circulation of the meeting minutes, the members of the Society shall have one week to recommend changes to the meeting minutes to the Board of Directors;
- (c) the Board of Directors shall vote on whether to approve each recommendation at the meeting of the Board of Directors immediately following the submission deadline; and
- (d) the approved meeting minutes shall be made public immediately through the Official Website or otherwise.

Article 16. Referenda and Plebiscites

Purpose

16.01 The Board of Directors may call for a referendum or plebiscite on any issue of concern to the Society.

Force and Effect

16.02 The results of a referendum are binding upon the Board of Directors.

16.03 The results of a plebiscite shall be influential upon the Board of Directors but are not binding.

Proponent

16.04 A member of the Board of Directors may bring a motion calling for a referendum or plebiscite.

16.05 A member of the Board of Directors who brings a motion calling for a referendum or plebiscite shall be the Proponent of that motion.

Form

16.06 The question that is the subject of the referendum or plebiscite must be of the form where the electorate may respond either 'yes' or 'no'.

Affirmative Threshold

16.07 The Board of Directors shall set the threshold for an affirmative vote, but that threshold shall not be less than a simple majority.

Notice

16.08 The Proponent must provide notice of the motion, accompanied by the specific text of the proposed question, to the Chair and the President no less than two weeks in advance of the meeting of the Board of Directors at which the motion is to be debated.

16.09 Notice must be provided of the question that is the subject of the referendum or plebiscite no less than two weeks in advance of the day on which voting has been designated to commence by the Chief Returning Officer by posting the question and any attachments or appendices to the Official Notice Board.

Procedure

16.10 For a question to be voted upon by the general membership, the question must be adopted by resolution of the Board of Directors.

16.11 Referenda and plebiscites shall be conducted in conjunction with either of the Fall or Spring election exercises.

16.12 Referenda and plebiscites shall be subject to the same campaign rules as a candidate.

Article 17. Constitutional Reformation

Proponent

- 17.01 Any Member in good standing may bring a motion to reform this Constitution.
- 17.02 Any Member who brings a motion to reform this Constitution shall be the Proponent of that motion.

Form

- 17.03 Motions shall propose to adopt new articles, amend existing articles, or rescind existing articles.

Force and Effect

- 17.04 To have full force and effect, reformations of this Constitution must be provisionally adopted by resolution of the Board of Directors and ratified by the membership of the Society at a properly called and constituted General Meeting.
- 17.05 After a motion has been provisionally adopted by resolution of the Board of Directors, the reforms therein will take interim force and effect until the General Meeting at which the motion is presented for ratification.
- 17.06 Notwithstanding Article 17.05, any reform that would have the effect of disenfranchising Members of their rights to elect or remove Board Members and Executive Members, approve reformation of this Constitution, initiate referenda, or petition to add items to the agenda of a General Meeting shall be of no force or effect until ratified by Members at a General Meeting.
- 17.07 Should the Members ratify the reforms at the General Meeting at which the motion is presented, the reforms will have full force and effect as of the date of the General Meeting.
- 17.08 Should the Members fail to ratify the reforms at the General Meeting at which the motion is presented, the reforms will cease to have interim force and effect as of the date of the General Meeting.
- 17.09 If a General Meeting is not convened within a year of the Board of Directors provisionally adopting the reforms, the reforms cease to have interim force and effect on the anniversary date of their provisional adoption.

Affirmative Threshold

- 17.10 Two-thirds of the Board of Directors must vote in favour of the motion for the reforms to be provisionally adopted.
- 17.11 Two-thirds of the Members in attendance at a General Meeting must vote in favour of the motion for the reforms to be ratified.

Addressed Forthwith

- 17.12 Motions to reform this Constitution shall be addressed forthwith at the next meeting of the Board of Directors after the Chair and President receive notice of the motion, accompanied by the specific text of the proposed reformation.

- 17.13 Motions to reform this Constitution shall be addressed forthwith at the next General Meeting of the membership after the motion has been debated and adopted by the Board of Directors.

Notice

- 17.14 Notwithstanding Article 17.12, notice must be provided to the Chair and President no less than two weeks in advance of the meeting of the Board of Directors at which the motion is to be debated.
- 17.15 Notwithstanding Article 17.13, notice must be provided to the membership of the Society no less than two weeks in advance of the General Meeting at which the motion is to be presented for ratification.

Commencing Proceedings

- 17.16 The Proponent must provide notice of the motion, accompanied by the specific text of the proposed reformation, to the Chair and the President no less than two weeks in advance of the meeting of the Board of Directors at which the motion is to be debated.

Presentation to the Board

- 17.17 Where the Proponent is not a member of the Board of Directors, the Chair shall designate the President the mover of the motion and the Vice President – Executive the seconder of the motion.
- 17.18 Where the Proponent is not a member of the Board of Directors, the Proponent shall be invited to speak to the Board of Directors on behalf of the motion prior to any vote on the motion.
- 17.19 The vote shall occur by show of hands, by voice, by roll call of Board Members in attendance, or by ballot, at the discretion of the Chair.

Presentation at the General Meeting

- 17.20 Once provisionally adopted by the Board of Directors, the motion shall be posted on all Official Notice Boards for a period of at least two weeks prior to a General Meeting.
- 17.21 The vote shall occur by show of hands, by voice, by roll call of Members in attendance, or by ballot, at the discretion of the Chair.

Reformation of Articles 3.03 and 3.04 (Society Levy)

- 17.22 Reformation of Articles 3.03 and 3.04 shall occur in accordance with Bylaw 9 and the *Referenda Policy* of the Dalhousie Student Union or the successor instrument(s) governing Society Levies.
- 17.23 If the referendum in Article 17.22 passes by the required threshold, the result of the referendum shall take immediate and binding effect without the need for a General Meeting to ratify the result, and Articles 3.03 and 3.04 shall be automatically updated to reflect the results of the referendum.

Reformation of Article 4.07 (Size of Board)

17.24 Reformation of Article 4.07 shall be made in accordance with the procedure outlined in Article 17, however the affirmative threshold shall be a consensus of the Members in attendance at the General Meeting.

Reformation of Article 17 (Constitutional Reformation)

17.25 Amendments to Article 17 shall be made in accordance with the procedure outlined in Article 17, however the affirmative threshold shall be a consensus of the Members in attendance at the General Meeting.