

**CONSTITUTION
of the
REGINA PUBLIC INTEREST RESEARCH GROUP, INC. (RPIRG)**

Article 1 – Name of Corporation

1. The name of the organization is the Regina Public Interest Research Group Inc., herein referred to as RPIRG or the Corporation.

Article 2 – Purposes of Corporation

1. The purpose of the Corporation is to operate as a student-funded, student directed research, education and action organization pursuing the interests of students at the University of Regina and members of the wider community of Regina and beyond on issues of public concern.
2. Specifically the Corporation shall:
 - 2.1. promote and conduct research on issues of public interest and concern;
 - 2.2. aid in the education of Corporation members and the public at large about issues of public interest and concerns
 - 2.3. promote and undertake appropriate citizen actions
 - 2.4. act as a democratic organization by facilitating student participation in public interest research and aiding students in developing effective citizenship skills; and
 - 2.5. support the development of and the co-operation with other Public Interest Research Groups as the occasion arises.

Article 3 – Amendments to Constitution

1. Amendments to the Constitution can be proposed by any RPIRG member in good standing with the Corporation at an AGM or Special General Meeting, provided the amendment proposal follows the rules of order for the meeting. Changes that don't affect the interpretation of the document (i.e. formatting, layout or grammatical changes) may be made at any time.
2. The proposed amendment cannot come into effect retroactively.
3. The proposed amendment must be posted according to Article 7 of this constitution.

Article 4 - Definitions and Interpretation

1. In these Articles:
 - 1.1. "academic year" means the period of time from May 1st of one year to April 30th of the next year;
 - 1.2. "Board" means the Board of Directors of the Regina Public Interest Research Group Inc.

- 1.3. "Board Member" means a Member of the Board of Directors of the Regina Public Interest Research Group Inc.; and
- 1.4. "year" means a period a time of twelve (12) months.

Article 5 - Membership

1. There shall be the following classes of members:
 - 1.1. Student Member; any registered student at the University of Regina who pays a membership fee to the Corporation shall be a Student Member
 - 1.2. Associate Member; any person who is not a Student Member who completes the appropriate application and pays an associate membership fee to the Corporation shall be an Associate Member.
2. Ineligibility
 - 2.1. Corporations and other societies shall not be eligible for membership in the Corporation
3. Rights of Members
 - 3.1. Only Student Members shall have voting privileges at Annual General Meetings, Special General Meetings, Elections, and Referenda of the Corporation.
 - 3.2. Board Members must be Student Members of the Corporation at the time they are elected.
 - 3.3. Administrative documents of the Corporation shall be open to inspection by any Student Member or Associate Member upon reasonable request addressed to the Board, except for minutes of closed meetings of the Board.
4. Cessation
 - 4.1. A member shall cease to be a member of the Corporation upon request and receipt of a refund of his or her membership fee [opt-out].

Article 6 – Board of Directors

1. Duties and Powers
 - 1.1. The management, administration and control of the property, revenue, business and affairs of the Corporation are vested in the Board subject to this article. Without diminishing the generality of the foregoing, the Board:
 - 1.1.1. May make such rules and regulations as it considers advisable for the conduct of the affairs of the Corporation, provided they are consistent with the Constitution and Articles of the Corporation, and the Non Profit Corporations Act of Saskatchewan (1979);
 - 1.1.2. May enter into agreements on behalf of the Corporation;
 - 1.1.3. May acquire and deal with a trademark, trade name, copyright, patent or proprietary interest therein;
 - 1.1.4. Shall represent the Corporation as the employers of the staff of the Corporation, and ensure that the activities of the staff are appropriate to the purposes of the Corporation;
 - 1.1.5. Shall ensure the proper keeping of financial records of the Corporation;

- 1.1.6. Shall ensure the proper recording of minutes which shall be stored in the Corporation's files;
- 1.1.7. Shall perform such other duties as directed by the Members of the Corporation, or as necessarily incidental to the Board's legitimate function; and
- 1.1.8. May delegate or designate such duties and powers as they may determine and for such a time as they may determine at a meeting of the Board of Directors.

2. Board Members

- 2.1. The Board of Directors shall consist of eight (8) Student Members of the Corporation who have been elected in accordance with Article 9 as Voting Board Members to represent the Corporation.

3. Responsibilities of Members of the Board of Directors

- 3.1 To uphold the Constitution and policies of the organization;
- 3.2 To participate in at least two (2) committees;
- 3.3 To actively and honestly represent the best interests of RPIRG members;
- 3.4 To conduct oneself in a manner fitting of the professionalism and good reputation of the organization;
- 3.5 To miss no more than three (3) consecutive Board meetings, without an excusable reason (as determined by the Board of Directors).

4. Terms of Office

- 4.1. The term of office for Voting Board members shall normally be two (2) years. After a training period, the new Board shall take office before or by the start of the academic year (May 1st) following their election, or as soon as possible afterwards. Where elections do not coincide with URSU General Elections which are held in March, the new Board shall take office within two (2) weeks of Board of Directors elections.
- 4.2. After serving their term, Voting Board Members shall retire upon entry of the new Voting Board Members into office.
- 4.3. Voting Board Members shall not serve more than two (2) consecutive terms.

5. Remuneration

- 5.1. No remuneration shall be paid to Board Members for being or acting as Board Members. However, a Board Member shall be reimbursed by the Corporation for all expenses incurred by him or her while engaged in the affairs of the Corporation, subject to authorization by the Board and according to the financial guidelines of the Corporation determined by the Board.

6. Employee

- 6.1. No Voting Board Member may be a paid employee of the Corporation.
- 6.2. No voting Board Member may be an employee of the Corporation for a period of six months from the end of term as Board Member.

7. Recall

- 7.1. A Board Member may be recalled if he or she has acted in contravention to the Constitution or Article of the Corporation.

- 7.2. If the Board decides with a 2/3 majority resolution that they wish to have a Board Member recalled, the Board shall give written notice to the Board Member whose position is under question of the reasons why it believes that the Board Member should be recalled.
- 7.3 If a Board Member has acted in contravention to the RPIRG Constitution, that Board Member may be recalled by a consensus resolution at any Board of Directors meeting.
- 7.4 A Board Member may also be recalled by seventy-five (75) per cent vote at a duly called Special General Meeting.

7. Vacancies

- 7.1. A Board Member's position may be declared vacant by the Board when he or she resigns, is recalled, or will be absent for an extended period of time.
- 7.2. A Board Member's position may be declared vacant by the Board by seventy-five percent (75%) resolution if the Board Member misses three (3) consecutive board meetings without reasonable excuse.
- 7.3. Vacancies of Voting Board Members occurring in the year may be filled by Board appointment through an open nomination process. Any board member so appointed shall hold office only until the next annual election and will be eligible for re-election.

Article 7 – General Meetings

1. There shall be the following classes of General Meetings:
 - 1.1. Annual General Meeting; and
 - 1.2. Special General Meeting.
2. Annual General Meeting
 - 2.1. The Corporation shall hold one Annual General Meeting each year at a time and place determined by the Board, as is required by the Non-Profit Corporations Act.
 - 2.2. The following business shall be conducted at the Annual General Meeting:
 - 2.2.1. presentation of an audited financial statement for the preceding fiscal year setting out its income, disbursements, assets and liabilities;
 - 2.2.2. presentation from the Board of the Annual Report of the Corporation with respect to the Corporation's activities of the preceding year; and
 - 2.2.3. any other matters concerning the Corporation's activities should be brought, in writing, to the attention of the Board for consideration at least fourteen (14) days prior to the date of the Annual General Meeting.
3. Special General Meetings
 - 3.1. A Special General Meeting shall be called by the Board upon either:
 - 3.1.1. a majority resolution passed by the Board; or
 - 3.1.2. a receipt by the Board of a petition stating the purpose or purposes of the meeting and duly signed by one (1) percent of the Student Members of the Corporation.
4. Chair
 - 4.1. A Chair to preside over a General Meeting shall be chosen by the Board and remunerated by the Corporation.
5. Notice

- 5.1. Notice shall be given to the general membership of the Corporation by the Board at least twenty-one (21) days prior to a General Meeting by:
 - 5.1.1. notices posted conspicuously around the Regina campus of The University of Regina and other community areas.
 - 5.1.2 A notice published in The Carillon Newspaper for at least the three consecutive weeks prior to the general meeting
- 5.2. Notices of General Meetings shall clearly state the date, time, place, and proposed agenda of the meeting.

6. Quorum

- 6.1. Quorum for General Meetings shall be twenty (20) members of the Corporation.
- 6.2. If quorum is not reached, the meeting will be rescheduled for later date.

Section 2 - Sustainability

1. In order to ensure the long-term viability of the Advisory Council each member will assist in:
 - 1.1 Finding a colleague to replace them on the Advisory Council;
 - 1.2 Passing on any pertinent paperwork/skills or concerns regarding the Advisory Council; and
 - 1.3 Try their utmost to promote RPIRG to the University of Regina and the greater community of Regina and beyond.

Article 9 – Elections

1. General elections shall normally follow the University of Regina Students' Union (URSU) general elections schedule.
2. Nominations
 - 2.1 The RPIRG Board shall give notice at least fourteen (14) days before the opening of nominations and in accordance with Article 10.
 - 2.2 The nomination period shall be at least one week long.
 - 2.3 Nominees must be members in good standing with the Corporation.
 - 2.4 Nominees must submit to the board their name, address, telephone number, and the signatures of ten (10) members in good standing supporting their nomination.
 - 2.5 Nominees must sign the nomination form in front of a current member of the RPIRG Board or the RPIRG Executive Director, and have them sign it.
 - 2.6. The Nominee must confirm that he/she will comply with any agreement regarding RPIRG elections made between the RPIRG and any other party.
 - 2.7. Any member can only be nominated for one position on the board.
3. Orientation
 - 3.1. The orientation meeting for nominees will be organized by the RPIRG Board of Directors
 - 3.2. The orientation meeting will be held within forty-eight (48) hours of the close of nominations.
 - 3.3. Members not able to attend must submit written notification to the RPIRG Board or Staff twenty-four (24) hours before the orientation meeting.
 - 3.4. The Board of Directors must respond to the notice accordingly within twenty-four (24) hours of receiving the notice.
4. Voting

- 4.1. All voting procedures must comply with any agreement regarding RPIRG elections made between the RPIRG and any other party.

5. Referendum

- 5.1. A referendum shall be called by the RPIRG Board upon a resolution passed by seventy-five percent (75%) of the Board of Directors.
- 5.2. The RPIRG Board shall ensure that the wording of the referendum is clear and unambiguous and capable of being answered yes or no.
- 5.3. Notice of referendum shall clearly state the dates, times, places and purposes of the referendum and shall state the text of the referendum question.
- 5.4. Notice of a referendum shall be given at least twenty-one days (21) before the first day of voting and in accordance with Article 10.
- 5.5. Referenda shall be conducted for at least sixteen (16) hours over no fewer than two (2) days.
- 5.6. Voting shall take place at polling stations across campus and in any other places or ways deemed necessary by the Board of Directors.
- 5.7. Referenda shall be binding on the RPIRG Board of Directors where a majority of the votes cast support the resolution and the number of votes cast is equal to or greater than ten percent (10%) of the ordinary membership by the last day of the referendum.
- 5.8. Any referendum which refers to the abolition of the membership fee paid by ordinary members shall not necessarily entail the dissolution of the Corporation itself.

6. By-elections

- 6.1 Nomination and orientation procedures shall be as in Article 9(2.3-2.7) of this Constitution.
- 6.2 A by-election shall normally have a notice period of one week.
- 6.3 The nomination period shall be at least forty-eight (48) hours.
- 6.4 Ballots must be open for a minimum of one day, in the RPIRG office, not more than forty-eight (48) hours after campaigns close and not less than twenty-four (24) hours. The RPIRG Board may choose to use electronic or paper ballots. Ballots shall be secret, and the ballot box (if paper ballots are used), shall be under supervision by an impartial party. Only RPIRG members in good standing with the Corporation are allowed one vote
- 6.5 Ballots will be counted by an impartial party, appointed by the RPIRG Board. Each Candidate may provide one scrutineer who is permitted to watch the counting of the ballots. The RPIRG Board may appoint one scrutineer. Each candidate may demand one recount of the ballots within twenty-four hours (24) of the first counting of the ballots.
- 6.6 Unofficial results shall be posted within forty-eight (48) hours of the counting of the ballots, and shall be made official within seven (7) days after counting of the ballots.

Article 10 – Public Notices

1. All public notices must be posted on the official RPIRG website fourteen (14) days in advance of the event or deadline.
2. A minimum of fifteen (15) posters containing the information of the public notice must be posted conspicuously throughout the U of R campus, including Luther College, Campion College, and First Nations University of Canada.

Article 11 – Dissolution of Corporation

1. Dissolution of the Corporation shall take place if:
 - 1.1. More than fifty (50) percent of its Student Members have obtained refunds of their membership fees during a single opt-out period.
2. In the event of dissolution of the Corporation, funds and assets remaining after the satisfaction of its debts and liabilities shall be given or transferred in fair and equitable proportions to The University of Regina, as directed by the Board of Directors of the Corporation at the time of dissolution. These funds shall be used solely for the establishment and maintenance of a scholarship and bursary fund to provide assistance to students enrolled at these post-secondary institutions. Criteria for awarding such scholarships and bursaries shall be determined by the Board of Directors of the Corporation at the time of dissolution.

Article 12 - Conflict of Interest

1. A Board Member of RPIRG shall refrain from participating in decision making for any application for RPIRG funds in which they have a financial interest.
2. RPIRG Board Members may not apply for RPIRG funding.