

**CODE CHANGES 2023:
EXECUTIVE MANAGEMENT AND ACCOUNTABILITY**

TO: Council
FROM: the Governance Review Committee
March 2023

Amendments to modify procedures for management and accountability of the Executive by replacing the current Ethics and Accountability system with a new system.

Additions are indicated by ***bold italics***. Deletions are indicated by striking through (~~this~~).

SECTION II: COUNCIL, COUNCIL MEMBERS, AND OTHERS

Article 22. Ethics and Accountability

~~1. Council may refer issues to the Ethics and Accountability Committee when there are allegations that a member of Council has violated the Society's Constitution, Bylaws, Code, or Policies, or otherwise conducted themselves in such a way as to bring the Society into disrepute.~~

~~2. If in accordance with the procedures outlined in Section V, Article 15 the Ethics and Accountability Committee recommends that action be taken against the Council member or members, Council shall vote on whether to take such action.~~

~~3. One week's notice shall be given to the Council member or members before the Council meeting at which a vote on taking action is to be held.~~

~~4. No member of Council may vote on a motion concerning taking action against that member under this Article, nor may they vote on adding or removing such a motion from the Agenda; however, such a member may participate in the debate on such motions.~~

~~5. If Council wishes to take action without referring to the Ethics and Accountability Committee, it must still give one week's notice, unless the action is in response to conduct occurring at a meeting of Council. In the latter case, a motion concerning such conduct shall require a Two-thirds (2/3rds) majority.~~

~~6. If the number of members named in a motion concerning the conduct of such members is such that subtracting that number from those present at the meeting would result in a loss of quorum, then the motion shall be of no effect.~~

SECTION V: COMMITTEES OF COUNCIL

Article 1. General

1. There shall be Standing and Extraordinary Committees of Council. Council may also appoint ad hoc committees.

2. The Standing Committees shall be:
 - (a) the Steering Committee;
 - (b) the Advocacy Committee;
 - (c) the Human Resources Committee;
 - (d) the Finance Committee;
 - (e) the Operations Committee;
 - (f) the Student Life Committee; ~~and~~
 - (g) the Governance Committee; ~~And~~
 - (h) the Executive Performance and Accountability Committee (EPA).**
3. The Extraordinary Committees shall be:
 - (a) the Elections Committee;
 - (b) the Indigenous Committee;
 - ~~(c) the Ethics and Accountability Committee;~~
 - (d) the Affiliates Committee.

Article 15. Ethics and Accountability Committee

- ~~1. The Ethics and Accountability Committee shall be composed of:
 - (a) the Speaker of Council, who shall be Chair;
 - (b) the non-Executive Chairs of the Standing Committees; and
 - (c) the Ombudsperson, who shall be non-voting.~~
- ~~2. If the number of non-Executive Chairs is less than four (4), Council shall appoint additional non-Executive Councillors to the Committee so that the total number of seats on the Committee, not including the Speaker and the Ombudsperson, is at least four (4).~~
3. ~~Procedures~~
 - ~~(a) The Ethics and Accountability Committee shall review issues referred to it by Council in accordance with Section II, Article 22.~~
 - ~~(b) The Committee shall set its own procedures, but it shall ensure that it hears arguments both for and against the allegations brought before it, and shall ensure that the Council member or members against whom the allegations have been made shall have an opportunity to defend themselves.~~
 - ~~(c) If a member of the Ethics and Accountability Committee is a party against whom the allegations have been made, they shall recuse themselves and not take part in the Committee's decision making. In such a situation, Council may appoint additional non-Executive Councillors to the Committee for that case so that the total number of Committee members able to take part in the case, in addition to the Speaker and the Ombudsperson, is at least four (4).~~
4. ~~Remedial Measures~~
 - ~~(a) If the Ethics and Accountability Committee decides that remedial measures are~~

required, it shall make a recommendation to Council for what measures to impose, such measures to be proportionate to the offence.

(b) ~~Remedial measures that the Ethics and Accountability Committee may recommend include but are not limited to:~~

- ~~(i) Demanding a written apology.~~
- ~~(ii) Ordering training or coaching.~~
- ~~(iii) Requiring reports to Council.~~
- ~~(iv) Passing a motion of censure or reprimand.~~
- ~~(v) Removing or reassigning duties and powers.~~
- ~~(vi) Asking for a resignation.~~
- ~~(vii) Initiating procedures to remove the party from their position.~~

Article 15. Executive Performance and Accountability Committee (EPA)

1. The Executive Performance and Accountability Committee shall be composed of:

- (a) the Speaker of Council, who shall be Chair;**
- (b) the non-Executive Chairs of the Standing Committees; and**
- (c) additional non-Executive members of Council so that the total number of seats on the Committee, not including the Speaker, shall be seven (7).**

2. The Executive Performance and Accountability Committee shall:

- (a) collect and present feedback on the members of the Executive;**
- (b) be responsible for hearing significant concerns brought to the Committee from the Society's membership regarding members of the Executive;**
- (c) bring such concerns to Council when it deems it appropriate;**
- (d) make recommendations to Council regarding such concerns and Executive performance in general; and**
- (e) have the power to bring a motion to remove a member of the Executive from office, in accordance with Section VI, Article 11.**

3. With the assistance of the Society's HR Department, the Committee shall gather feedback four (4) times a year, in March, June, September, and December. Such feedback shall be gathered as follows:

- (a) for the President, from the Vice-Presidents, the President's student staff, the Managing Director, and the senior managers for Human Resources, Student Services, Marketing & Communication, Food & Beverage, and Conferences & Catering;**
- (b) for the Vice-Presidents, from their student staff and**
 - (i) in the case of the Vice-President Finance, the Managing Director, the Financial Controller, and the Accounting & Administration Supervisor;**
 - (ii) in the case of the Vice-President Administration, the Building Operations Manager, the senior manager of the Design Office, and the Internal Bookings Coordinator.**

SECTION VI: EXECUTIVE

Article 10. Managing the Executive

1. On behalf of Council, the President shall manage the day-to-day activities of the Executive as a whole and shall manage and advise the other members of the Executive.
2. Without limiting the generality of paragraph 1, the President, on behalf of Council, shall ensure that members of the Executive are fulfilling their duties and may take action to ensure that this happens.
3. The President and the Vice-Presidents shall individually report to Council once a month in an in camera session about their performance. Notwithstanding the rules on in camera sessions in Section III, Article 1(26), when one of the Vice-Presidents is reporting ~~none of~~ **neither the President nor** the other Vice-Presidents shall be present. When the President is reporting, none of the Vice-Presidents shall be present.
4. Neither the Student Services Manager nor any staff other than the Speaker nor any other individual who is not a Council member shall attend this in camera session unless invited to by Council.
5. After the President's report, Council may discuss the report while remaining in camera. After this discussion is completed, the President shall leave the in camera session so that Council can discuss the President's performance **and the performance of the whole Executive**.
6. No one attending these special in camera sessions shall disclose any information discussed in them without the authorization of Council, except that members of Council other than the Student Services Manager may be informed about what was said during sessions they were entitled but unable to attend.

Commented [S1]: Not sure if this is what you're looking for: to have the President leave too.

Article 11. Removal of Members of the Executive

1. **Pursuant to Bylaw 5(3)(c)(3), when a Three-quarters (3/4) Resolution is moved to remove a member of the Executive from office, the vote on such a motion shall be by secret ballot unless Council, by a Two-thirds (2/3) Resolution, decides the motion shall be voted on openly.**
2. **No member of the Executive shall vote on the removal of a fellow Executive. They must all abstain.**
3. **The Executive Performance and Accountability Committee may submit a motion to Council to remove a member of the Executive from office for reasons including but not limited to:**
 - (a) **significant violations of the Society's Code, Bylaws, or Policies;**
 - (b) **significant calls from the Society's membership for removal from office; and**
 - (c) **lack of confidence in an Executive's ability to complete their goals.**

Commented [S2]: And the member being removed: can they vote?

SECTION III: MEETINGS OF COUNCIL

Article 1. Rules of Order

13. (a) The Executives, the Student Services Manager, and the Managing Director shall each submit short, succinct reports to Council for every Council meeting, preferably in point form and being no longer than one page. These reports shall be confined to current business and committee work.
- (b) The reports shall be submitted in time for them to be circulated to members of Council at the same time as the agenda. Supplemental reports may be submitted later if necessary.
- (c) During Executive Business and Remarks, ***the Executives, the Student Services Manager, and the Managing Director, shall each speak for no more than three (3) minutes elaborating on their submitted reports.*** Councillors may *then* ask questions of each Executive, the Student Services Manager, and the Managing Director. No more than three (3) questions in total from all Councillors shall be allowed for each Executive and for the Student Services Manager and the Managing Director.

Commented [S3]: Do you want them to speak too? And the BoG and Senate reps elsewhere in this section? (we changed them from oral to written too).