Motions for March 26, 2015, AASUA Council meeting

Motion to revise Bylaws

1. Council affirms the need to revise the Bylaws in a democratic, member-driven process. Given the urgency of the matter, Council creates a new committee, called the Bylaws Amendment Committee, and seeks nominations for its membership from any interested and qualified AASUA member. The composition of the committee will be determined by Council, and the final committee membership will be decided by a vote or election at the next Council meeting in April.

2. The Bylaws Amendment Committee is charged with reviewing the Bylaws to ensure their compliance with the PSLA, to improve clarity, remove any ambiguity, fill any gaps, and incorporate organizational changes as desired by the Association’s membership, subject to regulatory compliance. In particular, it is charged with formulating language that will allow direct election of the Officers and standing committee chairs of the Association by the membership. The Bylaws Amendment Committee may hire a consultant, who will be expert in the bylaws of associations with similar constitutions to AASUA, to assist with drafting language. The Bylaws Amendment Committee will also retain legal counsel to advise on compliance with the PSLA.

3. The Bylaws Amendment Committee is further charged with organizing a consultative process that will inform members about a range of possible governance models for the Association, and will centrally involve members in the identification of core values and principles to guide the writing of the bylaws.

4. The Bylaws Amendment Committee will report on the results of the consultation with membership, in a written report to be made available to all members.

5. The Bylaws Amendment Committee will then draft a full revision of the Bylaws in accordance with the values and principles identified by the membership. Prior to the presentation to Council of the first draft, the revisions will be reviewed by legal counsel to ensure their compliance with the PSLA.

6. The Bylaws Amendment Committee will deliver a full revision of the Bylaws to Council for approval no later than December 2015. At this time, Council may accept the revisions, recommend specific changes, or return the draft to the Bylaws Amendment Committee for further revision.

7. If the proposed revisions are not approved by Council, the Bylaws Amendment Committee will reconvene to consider the reasons for rejection, will re-draft language accordingly, and will return new revisions to Council for further consideration at the next scheduled Council meeting. This review process will be repeated until Council approves a final draft.

8. Once Council has approved the revisions to the Bylaws, it will call a Town Hall meeting of the Association’s membership at which the draft language will be presented by the Bylaws Amendment Committee and discussed. The draft will have been circulated electronically to members at least two weeks prior to the Town Hall meeting, along with detailed explanations of any substantive changes (preferably as a side-by-side document where the old and new language can be directly compared).
The Bylaws Amendment Committee will consider additional revisions to the language arising from this process, and will bring any further proposed changes back to Council for approval. If the changes are substantial, or if Council does not accept the changes, the process will revert to step 7.

9. Once Council is fully satisfied with the amendments, and following a final review by legal counsel, the document will be sent to the AASUA membership for ratification by a 2/3 majority vote.

10. Should the revised Bylaws be rejected by the membership, a further consultation process with members will be undertaken by the Bylaws Amendment Committee to identify the reasons for the rejection and to revise accordingly, returning to step 6.

11. The Bylaws Amendment Committee will make its best efforts to complete this process by early 2016, in time to allow election of Officers and standing committee chairs of the Association by the membership for the 2016-2017 academic year.

12. Once this Bylaws review process is complete, the Bylaws Amendment Committee will be disbanded, and the role of regular Bylaws review will revert to the Governance Committee.

**Motion to constitute the Bylaws Amendment Committee**

The Bylaws Amendment Committee will consist of two parts:
1. A Drafting Committee, made up of four individuals elected from the AASUA membership who are skilled at drafting bylaw language. The work of this committee will be to draft revised language under the guidance of an Advisory Committee, consulting legal counsel as needed to ensure compliance with the PSLA and any other applicable regulations.
2. An Advisory Committee, made up of eight people elected from the AASUA membership who represent one each of the Librarian, APO, FSO, TRAS, SOTS, and CAST constituencies, and two members of the Academic Faculty. The work of this committee will be to:
   i. consult with the AASUA membership and more widely about possible governance models;
   ii. formulate a preferred model;
   iii. communicate that model to the membership and to the Drafting Committee;
   iv. arrange Town Hall meetings and any other consultation processes deemed necessary.
3. Nominations will be sought by Council from any interested and qualified AASUA members to serve on these committees.
4. A vote of the full membership will be held in the case that more than four nominations are received for the Drafting Committee.
5. A vote of individual constituency groups will be held if more than the prescribed number of nominations for the Advisory Committee is received from that constituency group.