

# **Algoma University**

## **Board of Governors By-law No. 2**

A By-law to set forth the eligibility criteria and election procedures for prescribed members of the Board of Governors under the *Algoma University Act, 2008*, S.O. 2008, c. 13

### **Version 1**

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Enacted October 1, 2024

## **1. DEFINITIONS & INTERPRETATION**

- 1.1. The defined terms in By-law No. 1 shall apply to this By-law.

## **2. ELIGIBILITY CRITERIA**

- 2.1. In accordance with the *Act* and the *Not-for-Profit Corporations Act*, an individual is not eligible to hold a position as Governor if any of the following apply:

- 2.1.1. they are under 18 years of age;
- 2.1.2. they have the status of bankrupt;
- 2.1.3. they have been found to be incapable of managing property under the *Substitute Decisions Act, 1992*, or *Mental Health Act*;
- 2.1.4. they have been found to be incapable by any court in Canada or elsewhere;
- 2.1.5. except for an individual who is Governor by virtue of their office, they have been found, by resolution of the Members at a Special Meeting, to have committed a material breach of a policy or procedure of the University or their fiduciary or other legal duties and responsibilities to the University;
- 2.1.6. they hold a position as Governor and/or are a member of a Board of Directors of any other degree-granting university, college or other institution of higher learning;
- 2.1.7. they have failed to comply with any other applicable qualifications set forth in legislation for governors of a university of Ontario and/or this By-law.

- 2.2. In addition, any Teaching Staff Governor must meet each of the following eligibility criteria:

- 2.2.1. be teaching staff, as defined in the *Act*, Part I
- 2.2.2. be in full-time employment in good standing;
- 2.2.3. have a minimum of two years of continuous service at the University.

- 2.3. In addition, any Non-teaching Staff Governors must meet each of the following eligibility criteria:

- 2.3.1. be non-teaching staff, as defined in the By-law No. 1;
- 2.3.2. be in full-time employment in good standing;
- 2.3.3. be a member of the staff bargaining unit; and
- 2.3.4. have a minimum of two years of continuous service at the University.

- 2.4. In addition, a Student Governor who is a member of AUSU must meet each of the following eligibility criteria:

- 2.4.1. be a registered full-time student, as defined in the Academic Calendar, pursuing a degree, diploma, or certificate from an undergraduate or graduate program at the University (excluding students from affiliated institutions);
- 2.4.2. be in and maintain satisfactory academic standing and non-academic conduct, as defined in the Academic Calendar and student conduct policies;
- 2.4.3. be a member of AUSU; and
- 2.4.4. stay in the same constituency from which they were elected until their term ends, unless permitted otherwise by the *Act*.

- 2.5. In addition, a Student Governor who is a member of SASA must meet the following eligibility criteria:

- 2.5.1. meet the eligibility criteria for being a member of Shingwauk Anishinaabe Students' Association
- 2.5.2. be a registered full-time student, as defined in the Academic Calendar, pursuing a degree, diploma,

or certificate from an undergraduate or graduate program at the University (excluding students from affiliated institutions);

2.5.3. be in and maintain satisfactory academic standing and non-academic conduct, as defined in the Academic Calendar and student conduct policies; and

2.5.4. stay in the same constituency from which they were elected until their term ends, unless permitted otherwise by the *Act*.

2.6. In addition, the Senate Member must meet the following eligibility criteria:

2.6.1. be a member of the teaching staff, as defined in the Act, Part I;

2.6.2. be in full-time employment in good standing;

2.6.3. be a current member of Senate and have served on the Senate for a minimum of one year; and

2.6.4. have a minimum of two years of continuous service at the University.

2.7. In the event a Governor, at the time they stand for election or during their Term, ceases to meet any of the eligibility criteria in this By-law, such Governor thereby ceases to be a Governor. The resulting vacancy shall be addressed in accordance with By-law No. 1.

### **3. RECRUITMENT OF GOVERNORS**

3.1. In accordance with the *Act*, this By-law and any other established policies, the Governance Committee of the Board, or its successor Committee, will have overall responsibility and authority for the recruitment of future Governors to the Board.

3.2. The Governance Committee of the Board has the following responsibilities in the recruitment process for both appointed and elected positions:

3.2.1. Recommending the timelines for Board appointments or elections;

3.2.2. Disseminating information about the recruitment of Governors

3.2.3. Providing application forms and instructions on recruitment processes;

3.2.4. Running the elections for the Internal Governor positions, with the exception of the Senate Member. The Senate Member will be elected in accordance with election procedures of the Senate;

3.2.5. Verifying the eligibility of all candidates;

3.2.6. Interpreting recruitment procedures;

3.2.7. Recommending to the Board the ratification of election results for Internal Governors or appointment of External Governors;

3.2.8. Recommending updates and/or revisions to Board election policy and procedures;

3.2.9. In addition, for elected Internal Governor positions:

3.2.9.1. Convening a mandatory information session for all interested candidates prior to the application deadline;

3.2.9.2. Establishing campaign guidelines, including campaign expense regulations if required;

3.2.9.3. Investigating and reporting to the Board any irregularities and/or infractions of the election procedures and recommending sanctions, if required; and

3.2.9.4. Verifying and reporting the election results as required.

3.3. The Governance Committee may delegate its responsibilities regarding recruitment to the Secretary, and the Secretary will administer and report on such delegated responsibilities to the Governance Committee.

- 3.4. The Secretary will not vote in any election.

#### **4. NOMINATION**

- 4.1. Individuals who wish to be considered for a Governor position must fill out the required application forms available from the Secretariat Office, and provide all other relevant information about eligibility that may be requested by the Secretariat Office.
- 4.2. In addition to 4.1, candidates interested in the Teaching Staff, Non-Teaching Staff, and the Student Governor (AUSU and SASA member) positions are required to attend an information session at a time and place to be determined by the Secretariat Office.
- 4.3. In order to be considered for nomination, the required application forms or other relevant information that may be requested must be completed and submitted to the Secretary in the manner identified by the Secretary and by the stated deadline. Incomplete applications or those submitted after the deadline will not be considered. A candidate may withdraw their application by submitting a signed statement to the Secretary, at any time during the process.
- 4.4. Candidates seeking a Teaching Staff, Non-Teaching Staff or Student Governor position and who belong to multiple constituencies, such as being both a student and non-teaching staff, or a member of SASA and AUSU, must choose and declare a single constituency when submitting their application. They can only be a candidate of the constituency they declare.
- 4.5. Eligibility of candidates in accordance with the criteria established in this By-law will be determined by the Secretary. Any dispute or concern about a candidate's eligibility will be referred to the Governance Committee.
- 4.6. Before election or appointment procedures commence, the Secretary will notify nominees of their eligibility status. The Secretary will provide a proposed list of candidates to the Governance Committee, which will be composed of all nominees who have completed the application forms and appear by the Secretary to meet the eligibility criteria in this By-law.
- 4.7. Once candidate eligibility has been determined, the Governance Committee will evaluate the proposed list of candidates prepared by the Secretary, including their application forms, and will accept by resolution the list of candidates to proceed for appointment or election. If necessary, the Governance Committee may conduct interviews with the candidates or perform such other screening or recruitment procedures as may be appropriate in the circumstances, which will be coordinated by the Secretariat Office.
- 4.8. The Governance Committee, where permissible by applicable legislation, shall be permitted to waive any requirement(s) of the election or appointment procedure as it may determine appropriate in the circumstances.
- 4.9. The Board will define the procedures in which Governors shall be appointed by policy.

#### **5. ELECTION, VOTING & RATIFICATION**

- 5.1. Once the list of candidates standing for election has been accepted by the Governance Committee and communicated to the applicable constituency by the Secretary, each candidate will be entitled to campaign in accordance with this By-law and any additional campaigning schedules and guidelines established by the Governance Committee for the applicable campaign period.
- 5.2. All candidates must represent themselves accurately in any publicity about their accomplishments, positions or any other information intended to influence or provided to voters.
- 5.3. An election will be conducted irrespective of whether the number of candidate applications exceeds, matches, or falls below the available seats.
- 5.4. Any complaints received by the University about a candidate regarding the election process, including

campaigning, will be addressed in accordance with the applicable policies and procedures. The decision the Board of Governors makes in relation to complaints or challenges regarding the election process, including campaigning, is final.

- 5.5. Elections will be conducted by secret ballot of the applicable voting constituency in accordance with this By-law and any additional policies and guidelines established by the Governance Committee.
- 5.6. Voting will be conducted electronically by the Secretariat Office using a secure electronic platform. Requests for accommodation in the voting process will be addressed by the Secretariat Office. Voting disputes or challenges must be reported to the Secretary in writing and will be investigated by the Governance Committee or its delegates in accordance with applicable policies and procedures. The decision the Board of Governors makes in relation to voting disputes or challenges is final.
- 5.7. The individual receiving the highest vote count will be deemed the elected candidate. The Secretariat Office will promptly release the results of the election, including the vote count for each candidate. In the case of a tie, the Secretariat Office will conduct a lottery to determine the successful candidate.
- 5.8. The election of a successful candidate acts as a nomination for a Governor position from the constituency group that elected them.
- 5.9. Despite the results of the election being available immediately following the completion of the count, nominations must be presented to the Board for ratification at a Board of Governors meeting in accordance with By-law No. 1.
- 5.10. Unionized teaching staff and non-teaching staff elected to the Board must remain members of the bargaining unit during their term of office.

Passed by the Board of Governors of Algoma University on the 1st day of October 2024.

Chair: \_\_\_\_\_  
Kelli-Ann Lemieux  
Board of Governors

Secretary: \_\_\_\_\_  
Paul Quesnele  
Board of Governors