

URSU CONSTITUTIONAL AMENDMENTS 2025

BACKGROUND & RATIONALE

The University of Regina Students' Union (URSU) Board of Directors is updating its Constitution to align with the recently modernized legislative framework governing nonprofit organizations in Saskatchewan. The Saskatchewan Nonprofit Corporations Act, 1995, has been replaced with the Nonprofit Corporations Act, 2022—herein referred to as the Act—which reflects current governance practices. In response to these changes, the Board recognizes the importance of ensuring its governing documents remain aligned with the legislation; therefore, proposing some non-material amendments. The proposed amendments also include removing Sections 4, 5, 6, and 7 in Article X, provisions around requisition of meetings. Guidelines around requisition of meetings are set out in the Act, so it is redundant to keep similar clauses in the Constitution. Alongside the non-material updates, the Board is introducing a provision for "membership proposals," allowing members to submit proposals for consideration ahead of meetings. The process to submit proposals is laid out in the Act; this new provision further provides assurance that membership may propose any matter to discuss before the membership in general meetings of members.

RESOLUTION

WHEREAS the Saskatchewan Nonprofit Corporation Act, 1995, was updated and modernized to reflect current practices;

WHEREAS the Saskatchewan Nonprofit Corporation Act, 1995, was replaced with the Nonprofit Corporations Act, 2022;

WHEREAS the URSU Board of Directors wishes to include a provision for "membership proposals";

BE IT RESOLVED that the University of Regina Students' Union (URSU) amends its Constitution to be aligned with the updated Act;

BE IT FURTHER RESOLVED that section 13 in Article IX be added to the Constitution, allowing members to submit proposals to the membership ahead of meetings of members for consideration.

1. The preamble shall be amended as follows:

This constitutional document (1993-1), originally established in accordance with the provisions of the **Non-Profit Corporations Act (R.S.S. 1979)**—which was repealed and replaced by the **Non-Profit Corporations Act, 1995 (Chapter N-4.2)** and **subsequently replaced by the Nonprofit Corporations Act, 2022**—shall remain in force and have the legal effect of a Constitution. It shall govern the affairs of the Corporation known as the **Students' Union of the University of Regina, Inc.**

2. Amendment to Article I are as follows:

This organization shall be known as the Students' Union of the University of Regina, Inc., herein after referred to as the Students' Union, URSU, SU or the Corporation, and is established in accordance with the provisions of the Non-Profit Corporations Act, **2022** of the Province of Saskatchewan, herein after referred to as the ~~Non-Profit Corporations Act~~.

3. Amendments to Article V are as follows:

9. Incumbents in uncontested constituencies remain in office until they resign or are replaced as a subsequent election, as provided for in **sub-section 9-6(6)** of the Non-Profit Corporations Act. Incumbents who have run for election or by-election for another position of the Board of Directors do not remain in their incumbent office past the original end of their term.

9.1 No incumbent may remain in office uncontested for longer than three years as required by **sub-section 9-6 (3)** of the ~~Non-Profit Corporations Act~~.

4. Amendments to Article VI are as follows:

2. The Board of Directors has the power to make, amend, and repeal By-Laws of the Students' Union, as provided for in **sub-section 9-3 (1)** of the ~~Non-Profit Corporations Act~~.

2. The Board of Directors shall recommend all By-Laws made, amended, or repealed under Article VII to the next general meeting of members for approval, as required by **sub-section 9-3 (2)** of the ~~Non-Profit Corporations Act~~.

5. Amendments to Article VII are as follows:

Whereas the Students' Union has fiscal, fiduciary, and other legal obligations, the Members shall have the right to cause the Corporation and its Directors to enact certain By-Laws in accordance with **section 9-3** of the ~~Non-Profit Corporations Act~~ that shall be binding on all Members, Directors, Employees, Volunteers, and any other agent(s) of the Students' Union. Accordingly, the Students' Union shall have the following By-Laws:

6. Amendments to Article VIII are as follows:

4. No member may vote for the recall of a member of the Board of Directors if they are not entitled to vote in an election for the appointment of the constituency representative subject to the recall vote, as provided for in **section 9-9** of the ~~Non-Profit Corporations Act~~.

7. Amendments to Article IX are as follows:

1.1 Quorum at General Meetings of the Students' Union shall be one hundred. An opening quorum is sufficient to conduct the business of an Annual Meeting or a Special Meeting of Members as in accordance with **Section 11-8** of the ~~Non-Profit Corporations Act~~.

3.1 Special Business shall be as defined in **section 11-4 (8)** of the ~~Non-Profit Corporations Act~~.

8. The members of the Students' Union may approve or reject any By-Law made, amended, or repealed by the Board of Directors at a General Meeting of members by a simple majority vote as provided for in **section 9-3** of the ~~Non-Profit Corporations Act~~. An opening quorum in accordance with Article IX (1.1) must be present.

13. A member eligible to vote in a meeting of members may submit any proposal at least 30 days before the anniversary of previous annual meeting of members subject to section 11-6 of the Act.

8. Amendments to Article X are as follows:

2. Notice must be given for all General Meetings as defined in Article IX (1), such notice not being less than fifteen days or more than fifty days before the meeting, as required in **Section 11-4** of the ~~Non-Profit Corporations Act~~.
3. Meetings may be requisitioned by members under the provisions and guidelines set out in **section 11-12** of the ~~Non-Profit Corporations Act~~.

~~(4) All requisitions for meetings must be signed by a minimum of five percent (5%) of the members entitled to vote at such a meeting and the requisition must state the purposes of the meeting and business to be transacted, the information being on all pages signed in the requisition.~~

~~(5) The requisition must be delivered to the registered office of the Students' Union and a copy presented to each member of the Board of Directors as provided for in section 133 (2) of the Non-Profit Corporations Act.~~

~~(6) The Board of Directors shall call the requisitioned meeting of the members of the Students' Union no later than twenty one days of receipt of the requisition mentioned in Articles X (5), (6), and (7) and if the Board of Directors fail to call a meeting in this specified time any member may call the meeting and this meeting shall have full powers of a General Meeting as provided for in section 133 (4) of the Non-Profit Corporations Act.~~

~~(7) Notwithstanding Article X (8), if a recorded date has been fixed under section 124 (1) and notice thereof has been given under section 124 (3) of the Non-Profit Corporations Act, or the Board of Directors has called a meeting of members and have given notice thereof under Section 125 of the Non-Profit Corporations Act, or the business of the meeting as stated in the requisition includes matters described in section 127 (6) clauses (b) to (e) of the Non-profit Corporations Act then the Board of Directors need not comply with the requisition to call a meeting of members of the Students' Union. This is provided for in section 123 (3), clause (a) to (c) of the Non-Profit Corporations Act.~~

9. Amendments to Article XI are as follows:

(2) At least one annual General Meeting will be held, with no more than fifteen months between meetings as required by section 11-2 (1) clause (a) of the ~~Non-Profit Corporations~~ Act.

ENACTED by the Board the 28 day of January, 2025



Chair

CONFIRMED by the members in accordance with the Act the ____ day of __, 2025.