



UNIVERSITY OF
TORONTO
MISSISSAUGA

UNIVERSITY OF TORONTO MISSISSAUGA ALUMNI ASSOCIATION CONSTITUTION

ARTICLE 1

NAME AND INTERPRETATION

1.01 NAME

University of Toronto Mississauga Alumni Association (and hereinafter referred to as the “Association” or “UTMAA”) is an organization operating in support of the University of Toronto Mississauga (and hereinafter referred to as the “University” or “UTM”), and its constituent alumni. The University of Toronto Mississauga Alumni Association, prior to May 2000, was known as Erindale College Alumni Association.

University of Toronto Mississauga Alumni Association is governed by a volunteer Board of Directors, which seeks to complement and support the efforts of UTM’s leadership to engage alumni and students through meaningful and enriching experiences and to mobilize alumni in support of UTM’s mission.

University of Toronto Mississauga Alumni Association is committed in all it does to the University of Toronto’s values and principles of equity and inclusion as per the Statement on Equity, Diversity, and Excellence. It strives to achieve and maintain a welcoming space where diverse perspectives are respected and the Board members are representative of the community that it serves.

1.02 MEMBERSHIP

Membership in the Association shall include every alumnus of UTM and any individual who has successfully completed one year of full-time study or five (5) course equivalents and is no longer enrolled as a student at the University as defined by the University of Toronto Act.

1.03 INCORPORATION

University of Toronto Mississauga Alumni Association is not incorporated. It functions in accordance with its constitution, which is recognized by UTM; and works in collaboration with the University of Toronto Mississauga and UTM Alumni Relations, within the Office of Advancement.

1.04 HEAD OFFICE

The head office of the UTMAA shall be Alumni Relations, Office of Advancement at University of Toronto Mississauga in the City of Mississauga, Ontario, Canada.

ARTICLE 2

OBJECTIVES

University of Toronto Mississauga Alumni Association and UTM Alumni Relations engage alumni, students and community members in meaningful experiences with the University that are mutually beneficial. Alumni support UTM’s academic mission, leadership, and worldwide impact through their achievements, advocacy, expertise, volunteerism and philanthropy.

University of Toronto Mississauga alumni see themselves as proud, lifelong members of a global community – who are invested in the future success of the University.

ARTICLE 3 BOARD OF DIRECTORS

3.01 BOARD OF DIRECTORS

The affairs of the Association shall be managed by its Board of Directors (the "Board"). The Board shall be elected in accordance with the nomination procedures established in the Association's By-laws. Directors of the Board must be graduates who have attained a degree at University of Toronto Mississauga. The Board shall be consistent but not limited to the following:

- (a) Will serve as the organization through which alumni views may be solicited and conveyed to UTM leadership and community;
- (b) Advocate in support of UTM;
- (c) Establish and maintain operational By-laws for the Association;
- (d) Initiate and execute such activities as are consistent with objectives of the Association, Alumni Relations and UTM;
- (e) Invest in approved fundraising priorities of the University that align with personal philanthropic interests and are commensurate with individual giving capacity.

3.02 BOARD COMPOSITION

The Members of the Board shall consist of:

(a) Voting Members:

- (i) Twelve (12) elected Directors, including;
- (ii) President; and
- (iii) Past President and/or President---Elect, in alternating years; and
- (iv) Ex Officio Director, Executive Director, Advancement, University of Toronto Mississauga.

(b) Ex Officio Non-voting Members:

- (i) Vice-President, University of Toronto and Principal, University of Toronto Mississauga;
- (ii) Director, Alumni Relations, Advancement, University of Toronto Mississauga;
- (iii) President, UTM Student Union (UTMSU); and
- (iv) President, UTM Association of Graduate Students (UTMAGS).

3.03 APPOINTMENT AND TERM OF DIRECTOR'S

Each Director shall hold the position for a term of two (2) years. Each Director shall be eligible for re-election for two (2) further terms of two (2) years each. Thereafter, a Director is not eligible for re-election until a period of three (3) consecutive years has lapsed from the date of retirement of such Director.

The Nominating Committee shall strive to ensure alumni from varying disciplines of the University are represented in balance.

3.04 QUORUM FOR THE BOARD

Majority (50% plus 1) of sitting Directors are required for quorum for the transaction of business at all meetings of the Board.

3.05 VACANCIES

Should a vacancy occur on the Board, the Nominating Committee may appoint a member to fill this position. The appointed member will have full voting power and duties. This appointment shall be subject to a motion before the Board. If the Board accepts the appointment by a simple majority, this appointee shall remain on the Board until the next Annual General Meeting, and may seek re-election.

3.06 MEETINGS OF THE BOARD

The Board shall meet no less than four (4) times in each year. Meetings of the Board shall be called by the President, Vice-President or any five (5) Directors of the Board. A meeting notice shall be issued by telephone, email or mail by University staff, to each member of the Board not less than seven (7) days before the time when the meeting is to be held.

Directors are expected to attend all Board meetings unless notification in writing is served in advance. Any Director deemed to have missed two (2) successive meetings without reasonable explanation, can, by a simple majority vote of the Board of Directors be removed from their elected position before the expiration of their term. The vacancy created will be filled in accordance with the provisions of article 3.05.

3.07 REMUNERATION OF DIRECTORS

The Members of the Board of UTMAA shall receive no remuneration for acting as such but may be reimbursed by the Office of Advancement for reasonable and actual expenses properly incurred and disbursements properly made in connection with the performance of their duties, if duly approved by the Director, Alumni Relations having delegated authority from the Board to do so.

3.08 AFFILIATION WITH THE UNIVERSITY

University of Toronto Mississauga Campus Council recognizes the Association as an essential part of the University's governance and operational structure, and the UTMAA will serve as the organization through which alumni views may be solicited and conveyed to UTM leadership and community.

The Director, Alumni Relations, is the primary link and liaison between the UTMAA Board of Directors and the University. The Director, Alumni Relations is a University employee and reports to the Executive Director, Advancement; and is a staff partner to the President and the Association.

ARTICLE 4
EXECUTIVE AND STANDING COMMITTEES

4.01 PRESIDENT, PRESIDENT ELECT AND PAST PRESIDENT

The Board, following a recommendation from the Nominating Committee, shall nominate a President on a bi-annual basis from existing Directors of the Board. The President shall be elected by the Board at the Annual General Meeting and hold the position for one (1) term of two (2) years.

After the President has held office for one (1) year, the Board on the recommendation of the Nominating Committee, shall select a President Elect from existing Directors of the Board. After the second year of the President's term, the President shall become the Past President and the President-Elect assumes the role of the President. At such time, the current Past President retires from the Board of Directors.

4.02 STANDING COMMITTEES AND TASK FORCES

In order to fully execute the mission of the UTMAA, the Board shall establish an Executive Committee and a Nominating Committee as Standing Committees of the Board.

(a) The Executive Committee shall meet at the discretion of the Association President in consultation with the Director, Alumni Relations. No member of the Executive Committee shall hold the position for consecutive terms. The Executive Committee shall be composed of the following:

- (i) President, who shall be the Chair;
- (ii) Past President or President-Elect;
- (iii) Vice President(s); and
- (iv) Director, Alumni Relations of UTM (Ex officio).

(b) The Nominating Committee shall meet as required and upon reasonable notice from the Chair in consultation with the Director, Alumni Relations of UTM. The Nominating Committee shall prepare and recommend a slate of candidates for President, President-Elect, Executive Committee members and Directors of the Board.

The Nominating Committee shall be composed of the following:

- (i) Most recent Past President or President-Elect, who shall be the Chair;
- (ii) President;
- (iii) Vice President(s); and
- (iv) Director, Alumni Relations of UTM (Ex officio).

(c) The Alumni Awards of Distinction Committee shall meet as required and upon reasonable notice from the Chair in consultation with the Director, Alumni Relations at UTM. The Alumni Awards of Distinction Committee shall prepare and recommend a slate of candidates for the annual alumni awards.

The Alumni Awards of Distinction Committee shall be composed of the following:

- (i) Most recent Past President or President-Elect, who shall be the Chair;
- (ii) Three (3) Directors; and
- (iii) Director, Alumni Relations of UTM (Ex officio).

(d) The Board may establish other Standing Committees as it deems necessary to carry out the activities of the Association. The Board may also establish *Ad Hoc* Committees and Task Forces to carry out specific tasks as assigned by the Board. All Committees report to and are accountable to the Board. The Board shall set the terms of reference, duties, powers and duration of its Committees and Task Forces by By-law.

ARTICLE 5 MEETINGS

5.01 PURPOSE

The UTMAA Annual General Meeting of the full membership shall be held once a year for the purpose of electing representatives to the Board, receiving the annual and other reports, and for the transaction of such other business, which may be determined by the Board of Directors. This meeting will be held prior to the first day of June each year.

5.02 QUORUM AND RIGHT TO VOTE

A quorum of twenty (20) members of the UTMAA is required to transact any business at the Annual General Meeting. At any meeting of voting members, every member shall be entitled to one (1) vote.

All members of the Board shall be elected at the Annual General Meeting by a simple show of hands if a single slate is proposed. If more candidates are nominated than are permitted by a single slate, all eligible nominees will be subject to a secret ballot vote. The Nominating Committee shall present the names of those members seeking election to the Board and will accept further nominations of members prior to the elections. Nominations must be received in writing at least seven (7) business days prior to the AGM.

General members of the Association may vote by proxy at the Annual General Meeting if submitted to Alumni Relations at the University, in writing at least twenty four (24) hours prior to the AGM.

5.03 NOTICE OF AGM

Notice of the UTMAA Annual General Meeting and an agenda shall be available to the membership at least twenty (20) business days prior to the meeting and shall include a Call for Nominations to fill the voting positions on the Board.

5.04 CHAIR OF THE MEETING

The President or in absence, the Vice-President or designate shall be the Chair of any meeting of members. In the case of a tie vote at any meeting of members, the Chair of the meeting shall be entitled to a tie-breaking vote.

ARTICLE 6 BY-LAWS

6.01 ENACTING BY-LAWS

The Board may enact such By-laws as it deems expedient for the administration and governance of the Association for the effective carrying out of the UTMAA objectives. Provided such By-laws are consistent with this Constitution in their purpose and effect, they are intended to be flexible documents which respond to the changing needs of the Association. The Board may from time to time enact, amend or repeal any such By-laws.

ARTICLE 7
CONSTITUTION AMENDMENTS

7.01 AMENDMENTS TO THE CONSTITUTION

This Constitution may be only amended at an Annual General Meeting or a Special General Meeting which is called for that purpose. Amendments to the Constitution must be made by a two-thirds (2/3) vote of the Regular Members of the Association who are present at the Annual General Meeting or Special General Meeting.

7.02 EFFECTIVE DATE

This Constitution hereby repeals the existing Constitution of the Association and any other previous constitutions that may exist. This Constitution is of full force and effect when it is properly adopted by the Members present at a duly called Annual General Meeting or Special General Meeting of the Association.

7.03 ENACTMENT

Passed and enacted by a two-thirds (2/3) majority of those members present, being not less than the required quorum for such act, on the 31st day of May, 2017.

Christopher Thompson, HBA 2012
President, University of Toronto Mississauga
Alumni Association

Ulrich Krull
Interim Vice-President, University of Toronto
and Principal, University of Toronto Mississauga