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| . | MemoFrom the office of the…Vice-President (Administration) |
| To: | Full Members of the Corporation |
| From: | Graeme Noble, Vice-President (Administration) |
| Subject: | Amend Corporate Bylaws 1–3 |
| Date: | March 21, 2021 |

### Introduction

Dear Full Members of the Corporation,

The Corporate Bylaws of McMaster Students Union Incorporated (MSU Inc.), for those who have read them, are well-renowned for their unwarranted complexity and inaccessible uses of language. Given the significance of these policies for the operations of the MSU, it’s vital that we communicate this information clearly and effectively. At a minimum, our Corporate Bylaws deserve to fall within the same formatting standards as the rest of our internal policy documents. As such, I’ve gone through each of the Corporate Bylaws address the following key areas:

* Terminology Consistency
* Format Consistency
* Language Clarity

The proposed amendments to each Corporate Bylaw are as follows:

### Proposal

#### Corporate Bylaw 1 – McMaster Students Union Incorporated

* The layout of Section 1 – Purpose now abides by the same style as found in our other policies.
* Section 2 – Head Office has been translated into the standardized list format used in our other policies.
* Section 4 – Membership received some language clarification, decluttering, and an additional reference to **MSU Bylaw 2 – Membership** for clarification on Associate Members of MSU Inc.
* Section 5 – Dues had very minor language changes, but no functional updates.
* Section 6 – Annual & Other Meetings of Members has been translated into the standardized list format used in our other policies, along with various alterations to the order of information. As well, the following titles were changed to match those otherwise used in the **MSU Constitution** with reference to the Board of Directors of the Corporation:
	+ President to Chief Executive Officer;
	+ Vice-President to Chief Administrative Officer;
	+ Treasurer to Chief Administrative Officer; and
	+ Secretary to Corporate Secretary.
* Section 7 – Directors received minimal changes including the removal of gendered language, reformatting the reference to Ontario’s **Corporations Act (1990)** to abide by similar references to external policies within our internal ones, and the same title changes as above. As well, the section on Remuneration
* Section 8 – Meeting of Directors also had small changes to titles as referenced above.
* Gendered language was removed from Section 9 – Indemnities to Directors & Others.
* Section 10 – Officers was changed to remove gendered language and enhance both the clarity of terminology and flow of information. This includes the retitling of positions, as described above.
* The reference to the **Corporations Act (1990)** was changed in Section 11 – Auditors.
* Positions were retitled in Section 12 – Execution of Documents, as outlined above, with minor non-functional changes to increase the clarity of language.
* Section 14 – Fiscal Year was updated to have the *actual* fiscal year.
* Positions were retitled in Section 16 – Notices, as outlined above, with the addition of gender-neutral language.
* Section 17 – Amendments to Corporate Bylaws was changed to increase clarity and consistency with other documents.
* Section 18 – Interpretation was changed so that it was interpretable.

#### Corporate Bylaw 2 – Borrowing, Securities, & Liabilities

* The layout of Section 1 – Purpose now abides by the same style as found in our other policies.
* Section 2 – Borrowing now has listed items in their appropriate format.
* Section 3 – Securities & Liabilities was decluttered a lot, with the addition of properly listed items.

#### Corporate Bylaw 3 – Finances

* Section 1 – Purpose has the same structure as do our other policies.
* Section 3 – Corporate Health Plan Fund received slight changes to the use and placement of language.
* Section 4 – Corporate Dental Plan Fund had similar revisions to the previous section.
* Section 5 – Accounting System had some shifting of responsibilities from the Vice-President (Finance) to the Director of Finance, in line with current practices, and minor changes with reference to use of language surrounding titles as follows:
	+ President to Chief Executive Officer;
	+ Vice-President (Administration) to Chief Administrative Officer;
	+ Vice-President (Finance) to Chief Financial Officer;
	+ Vice-President (Education) to Vice-President (Education) of the MSU as an appointed Officer of the Corporation;
	+ General Manager to General Manager of the MSU.
* Section 6 – Operating Fund had very minor language changes, but no functional updates.
* Section 7 – Capital Growth Fund had very minor language changes, but no functional updates.
* Section 9 – Loans had very minor language changes, but no functional updates.
* Section 10 – Budgets had minor changes with reference to use of language surrounding titles, as well as small changes to order in which information is presented.
* Section 11 – Administration had very minor language changes, but no functional updates.
* Section 12 – Allocations & Expenditures had minor changes with reference to use of language surrounding titles.
* Section 13 – Interpretation had a single spelling correction.

As with any change to Corporate Bylaws, they will need to be signed by the Chief Executive Officer and the Corporate Secretary upon approval, so the signature spaces were left blank. That said, the proposal outlined above has been approved by the Board of Directors, as per standard practice, and is subject to approval today as per that standard.

Please let me know if you have any questions or concerns prior to the meeting.

Kind regards,

**Graeme Noble**

Chief Administrative Officer

McMaster Students Union Inc.

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