



CONSTITUTION

Approved at the Association AGM on September 29, 2018

Amended on:

Preface

Formally organized by alumni in October of 1893 and officially established in 1908 by an Act of the Nova Scotia Legislature, the St. Francis Xavier University Alumni Association (the “Association”) is one of the most engaged and well connected alumni associations in Canada.

The Association represents the interests of alumni to the St. Francis Xavier University (“StFX” or “University”) and encourages and assists with alumni engagement in Canada and around the world. The Association is governed by a volunteer council (the “Council”), which acts in an advisory role to the University on alumni affairs and appoints individuals to alumni seats on the University’s Board of Governors.

This Constitution sets out the purpose, mandate, goals, membership and governance requirements for the Association, as permitted in *An Act to Incorporate The Alumni Association of St. Francis Xavier’s College*, Chapter 195, passed on the 16th day of April, A.D. 1908.

Article 1 – Name and Membership

1.1 Name

The name of the organization as prescribed shall be The Alumni Association of St. Francis Xavier’s College. It is commonly referred to as the “StFX Alumni Association” and throughout this Constitution as the “Association”.

1.2 Membership

Membership in the Association shall consist of Regular, Associate, and Honorary Members, collectively the “Membership” as shall be defined in the by-laws established pursuant to this Constitution (the “By-laws”).

Article 2 – Mission, Objectives and Values

2.1 Mission

The Association fosters connections among alumni and with the University.

2.2 Objectives

The aims and objectives of the Association are:

- To provide the best possible opportunities for alumni to connect with each other and with the University.
- To promote and maintain a positive and informed awareness of the University, its activities, its programs and its accomplishments.
- To advance and promote the best interests of the University through the ongoing support of its priorities and values.
- To be the voice of alumni and provide counsel to the University.
- To enable alumni to serve their communities making a positive difference as responsible StFX citizens of a global world.
- To add value to the lives of alumni through lifelong learning and meaningful services.

2.3 Values

The Association is committed to the following guiding values:

Relationship: In all we do, we will value the personal relationships among and between alumni, students, faculty, staff and friends for which StFX is renown.

Community: We will build a strong sense of community among StFX alumni and encourage and support active involvement in the betterment of both the alumni and University communities.

Inclusivity: Reflecting the University's heritage, values and traditions we will always respect, encourage, and include the diversity of the broader StFX community.

Service: We will be dedicated to serving our alumni needs and interests and encouraging their active citizenship in service of the University and within their own communities.

Leadership: We will lead by example, striving for the best practices and building leadership opportunities for our alumni.

Excellence: Aligning with the University's values, we will set high standards and focus on the continued improvement of our programs in support of alumni and the University.

Article 3 – Head Office

3.1 Head Office

The head office of the Association shall be the office of Alumni Affairs at StFX University in Antigonish, Nova Scotia or such other location as established by the Council.

Article 4 – Alumni Council

4.1 Alumni Council

The affairs of the Association shall be managed by the Council. The Council shall be elected in accordance with the nomination procedures established in the Association’s By-laws. Members of the Council must be Regular Members of the Association. Without restricting the generality of the foregoing, the Council shall:

- (a) Promote the mission, objectives & values of the association;
- (b) Have charge, control and management of the property and resources of the Association and all matters relating thereto and deemed expedient to the best interests of the Association;
- (c) Establish and maintain operational By-laws for the Association;
- (d) Consider and make motions and recommendations to affirm, adopt, defer or reject new proposed projects for the Association;
- (e) Appoint Alumni representatives to various governance bodies of the University, including the University Board of Governors;
- (f) Act as the official spokesperson of the alumni;
- (g) Advocate for the policies of the University; and
- (h) Support the fundraising efforts of the University.

4.2 Composition of Council

The composition, nomination and selection of Alumni Council members shall be defined in by-law. Members of Council shall consist of:

- a) Regular Voting Members, consisting of twenty one members including the officers of the Association, as defined in Article 5; and
 - The President, and
 - The Past President
- b) Up to eight ex officio non-voting members, which shall include:
 - The President & Vice-Chancellor of StFX University;
 - The Vice-President, Advancement of StFX University;

- The Director of Alumni Affairs;
- The Association appointees to the Board of Governors;
- The President of the StFX Students Union;
- The Senior Class President(s); and
- A faculty representative, appointed by the Council.

In the event of a job title or role change to any position listed in section (b), the new role or title equivalent shall be determined by the Council and such position shall be granted ex officio non-voting status in place of the role listed in section (b).

4.4 Quorum of Council

Fifty percent plus one member is required for quorum for the transaction of business at all meetings of the Council.

4.5 Meetings of Council

The Council shall meet at least two (2) times in each year. At least one of these meetings shall be in person. Meeting dates, times, locations, notice and mediums shall be determined by By-law.

Meetings shall be called and held at such place at such time and on such day as the President or any six (6) members may determine, and the Secretary or designate shall call meetings when so directed or authorized.

4.6 Terms of Council

The term of office for a Council member is up to three years. A member may serve for more than one term, but may not serve for more than 6 consecutive years (“Maximum Consecutive Service Limit”). Unless reappointed, and subject to the Maximum Consecutive Service Limit, following the expiry of a term of a Council member, the member is not eligible for reappointment to the Council for five years.

When in the role of Past President, a member with more than 6 consecutive years of service may continue to serve on Council notwithstanding the Maximum Consecutive Service Limit. Once the member’s term as Past President has expired, they shall be ineligible for reappointment for five years.

The method of appointment of Council members shall be set out in the Bylaws of the Association.

For the purposes of this Article, a “year” shall be defined in the Bylaws by the Council. In defining a “year”, the Council may make such transitional provisions in a Bylaw as are necessary to calculate the length of service of any current Council members.

4.7 Committees and Working Groups

The Council may establish Ad Hoc Committees and Working Groups to carry out specific tasks. All Committees report to and are accountable to the Council. The Council shall set the terms of reference, duties, powers and duration of its Committees and Working Groups by By-law.

Article 5 – Officers

5.1 President

The Association, after receiving a recommendation from the Nominating Committee, shall elect a President on an annual basis from among the members of Council. The President shall hold the position for a term of one year. The President may serve for more than one term. The specific duties of the President shall be outlined in bylaw.

5.2 Past President

Upon the completion of the President’s term they will become the Past President. The Past-President shall hold the position until their successor’s time as President is complete. The specific duties of the President shall be outlined in bylaw.

5.3 Vice-President

The Association, after receiving a recommendation from the Nominating Committee, shall elect a Vice-President on an annual basis from among the members of Council. The Vice-President shall hold the position for a term of one year. The Vice-President may serve for more than one term. The general duties of the Vice-President include performing the duties of the President in their absence. The specific duties of the Vice-President shall be outlined in bylaw.

5.4 Secretary

The Association, after receiving a recommendation from the Nominating Committee, shall elect a Secretary on an annual basis from among the members of Council. The Secretary/Treasurer shall hold the position for a term of one year. The Secretary may serve for more than one term. The specific duties of the Secretary shall be outlined in bylaw.

5.5 Treasurer

The Association, after receiving a recommendation from the Nominating Committee, shall elect a Treasurer on an annual basis from among the members of Council. The Treasurer shall hold the position for a term of one year. The Treasurer may serve for more than one term. The specific duties of the Treasurer shall be outlined in bylaw.

Article 6 – Standing Committees

6.1 Executive Committee

The Association establishes an Executive Committee as a standing committee of Council. The committee shall be responsible for the general conduct of the affairs of the Association. The specific duties of the committee shall be outlined in bylaw. The committee is comprised of all Officers of the Association.



6.2 Nomination & Governance Committee

The Association establishes a Nomination & Governance Committee as a standing committee of Council. The Committee shall solicit nominations from the Membership for all Council vacancies and alumni appointments to the StFX University Board of Governors. The specific composition and duties of the committee shall be outlined in bylaw.

6.3 Appointments to the University Board of Governors

The Council, on the recommendation of the Nomination & Governance Committee, shall make Alumni appointments to the Board of Governors, in accordance with the StFX University Act of Incorporation, 2014 (the Act). The number of representatives, their terms of office, and procedures for Alumni nomination, are set out in the Act, as amended from time to time.

The Council may request that the University, in its discretion, grant the Council the right to make Alumni appointments to other University governance bodies that come into existence from time to time.

Article 7 – Organizational Status

7.1 Independence & Alignment

The Association is the official voice and organization of alumni. The Association is an independently incorporated organization by law. However, the Association conducts its activities in collaboration with the University generally. The Association may enter into agreements with the University that it deems to be in the best interest of alumni and the Association. Such agreements are to be written and approved by Alumni Council.

Article 8 – Chapters

8.1 Chapters

All associated Alumni groups that represent distinct sets of Alumni from geographic areas, faculties, departments, athletic groups and any other organizations of Alumni recognized by the Association, are referred to as “Chapters” as defined in the By-laws.

The Association and its Chapters play a mutually supportive role in the best interests of all Alumni. The Association is the “umbrella organization,” and in this role, the Association shall strive to support and facilitate the more specific interests of each of its Chapters.

Article 9 – Meetings

9.1 Annual General Meeting

The Association shall hold its Annual General Meeting of the full Membership at a date and place determined in the By-laws. At the Annual General Meeting, the Membership will receive the annual report of the Association, elect Officers and consider any other proper business for the Membership, as determined by the Council.

A Special General Meeting, including one called by the Membership, may be held in accordance with the requirements set out in the By-laws.

The procedures for Annual General Meetings and Special General Meetings shall be set out in the By-laws of the Association.

Article 10 – Constitution, By-Law & Amendments

10.1 Amendments to the Constitution

This Constitution may be only amended at an Annual General Meeting or a Special General Meeting of the Membership 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, provided that the proposed amendments are sent with the notice calling the said meeting of the Membership.

Sixty (60) clear days' notice of Amendments to the Constitution shall be provided to Membership. Notice may be provided via the Alumni News, email or another means as approved by the Alumni Council provided the medium is reasonably designed to come to the attention of all of the Membership.

All members of the Membership present shall have at least one (1) opportunity to speak to any proposed amendments at the Annual General Meeting or Special General Meeting prior to the vote being taken on the proposed amendments.

10.2 By-Laws of the Association

The Council may enact such By-laws as it deems necessary for the administration and governance of the Association in accordance with the objectives and mandate of the Association and this Constitution. The By-laws set out and govern the day-to-day operations of the Association and, as such, they are intended to be flexible documents which respond to the changing needs of the Association.

All By-laws enacted, amended, or repealed by the Council are effective immediately. Notice of By-laws enacted, amended, or repealed by the Council shall be provided at the next Annual or Special General Meeting and an opportunity to comment shall be provided to the membership.



Unless otherwise stipulated, By-laws shall be approved, amended or repealed by simple majority of the Council.

In case of any conflict between this Constitution and the By-laws enacted by Council, the Articles of this Constitution shall prevail.

10.3 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 Membership present at a duly called Annual General Meeting or Special General Meeting of the Association.