CSA
Rules of Order

CSA Rules of Order

Board of Director Meetings of the Central Student Association (CSA) are organized and governed by the CSA Rules of Order, and the CSA Bylaws. Where these governing documents are silent, the Board of Director Meetings are organized and governed by Robert's Rules of Order.

The following Rules of Order pertain to the affairs of the University of Guelph Central Student Association. These Rules of Order precede all previous Rules of Order, written or implied.

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Note: Amendments were last made to the CSA Rules of Order on October 28, 2026, as adopted by the Board of Directors.

1.0 Quorum for CSA Board of Director Meetings

1.1 Counting Towards Quorum

1.1.1 To be counted towards quorum at the Board of Director Meetings, a Board Member must have the right to vote.

1.1.2 For an elected “At-Large” representative Board Member to be counted towards quorum, the election results confirming their election must be ratified at the Board of Director Meeting following the close of the Auditing/Recounting process.

1.1.3 For an appointed College government and/or Student Organization Board Member to be counted towards quorum, they must be ratified at a Board of Director Meeting.

1.2 Fall and Winter Terms

1.2.1 Quorum shall be half of the total number of voting members of the Board of Directors as a whole, only in such instances as when all of the Board of Director positions are filled and appointed.

1.2.2 The Board of Directors as a whole consists of 38 Board Member positions. Of these 38 Board Member positions, 34 positions hold the right to vote. Therefore, as per point 1.2.1, quorum would be 17 members if all Board Member positions are filled and appointed.

1.2.3 In situations where not all of the elected positions on the Board are filled (i.e. At-Large representatives) and/or not all of the appointed positions (i.e. College governments and Student Organizations) are known to the Policy & Transition Coordinator (PTC), quorum shall be half of the total filled and known voting Board Member positions. For example, if 17 voting Board Member positions are filled and appointed, quorum will be nine voting Board Members (rounding up to the nearest whole number). At all times, quorum must be a minimum of three members.

1.2.4 The Board of Directors as a whole consists of 38 Board Member positions. Of these 38 Board Member positions, four positions consist of the Executive Officers of the CSA. These Executive Officers are the President, Vice President Internal, Vice President Academic and Vice President External.

The Executive Officer positions are hierarchical, non-voting members of the Board of Directors. Their roles provide vital insight to the Board on operational matters and structural issues, and they can speak to effects of decisions made by the Board on the CSA, its staff, volunteers and services. They also provide reports and recommendations to the Board. It is essential for Board of Director Meetings to have these individuals present at meetings. As a result, to be included in quorum as per point 1.2.1, at least two Executive Officers must be in attendance, one of which must be the President. When the President is unable to attend, all three Vice Presidents must be present to meet quorum.

1.2.5 In the event of an Executive Officer position becoming vacant, a majority of filled Executive Officer positions are required to meet quorum.

1.2.6 Proxies or alternates shall not be allowed for quorum or for voting.

1.3 Summer Term

1.3.1 Quorum during the Summer Term, as defined as May 1st through to August 31st, shall be a third of the total number of voting members of the Board of Directors as a whole, only in such instances as when all of the Board of Director positions are filled and appointed.

1.3.2 The Board of Directors as a whole consists of 38 Board Member positions. Of these 38 Board Member positions, 34 positions hold the right to vote. Therefore, as per point 1.3.1, quorum would be 12 members (rounding to the nearest whole number) if all Board Member positions are filled and appointed.

1.3.3 In situations where not all of the elected positions on the Board are filled (i.e. At-Large representatives) and/or not all of the appointed positions (i.e. College governments and Student Organizations) are known to the Policy & Transition Coordinator (PTC), quorum shall be a third of the total filled and known voting Board Member positions. For example, if 17 voting Board Member positions are filled and appointed, quorum will be six voting Board Members (rounding to the nearest whole number). At all times, quorum must be a minimum of three members.

1.3.4 The Board of Directors as a whole consists of 38 Board Member positions. Of these 38 Board Member positions, four positions consist of the Executive Officers of the CSA. These Executive Officers are the President, Vice President Internal, Vice President Academic and Vice President External.

The Executive Officer positions are hierarchical, non-voting members of the Board of Directors. Their roles provide vital insight to the Board on operational matters and structural issues, and they can speak to effects of decisions made by the Board on the CSA, its staff, volunteers and services. They also provide reports and recommendations to the Board. It is essential for Board of Director Meetings to have these individuals present at meetings. The Executive Officers fulfill the same duties and time commitments during the Summer Term as they do during the Fall and Winter Terms. As a result, to be included in quorum as per point 1.3.1, at least two Executive Officers must be in attendance, one of which must be the President. When the President is unable to attend, all three Vice Presidents must be present to meet quorum.

1.3.5 In the event of an Executive Officer position becoming vacant, a majority of filled Executive Officer positions are required to meet quorum.

1.3.6 Unless Fall and Winter Terms quorum is reached (point 1.2.1), there shall be no amendments to the CSA Rules of Order or Bylaws.

1.3.7 Matters involving policy shall be permitted but will require the same procedure as set out in Bylaw 4 – Policy of the CSA. Further, matters involving vital operating decisions will be conducted within the Summer Term quorum, including budget matters that are of a time sensitive matter. Budget matters will be required to follow procedures as laid out in Bylaw 1 – Organizational, Section 12 – Adoption and Amendments of Bylaws.

1.3.8 Proxies or alternates shall not be allowed for quorum or for voting.

2.0 Speakers List

2.1 The CSA Board of Directors tries to operate through the lens of gender parity. This means Board members, Executive, staff, and those present should strive towards acknowledging the topic of discussion, and the voices that would be most suited to speaking on the issue. This includes acknowledging the amount of space they are taking up on the speakers list.

For example, this would mean that a topic revolving around gender neutral bathrooms should include mostly voices from gender-oppressed peoples. Board members or Executive are encouraged to raise a Point of Order if they feel as

though this mandate is not being followed by others at the table.

2.2 The CSA speakers list will prioritize first-time speakers.

3.0 Efficiency of Board Meetings

In order to facilitate efficient Board Meetings, the following conditions shall be kept:

3.1 All submissions, with the exception of new business, shall be in writing and emailed to Board of Directors 48 hours prior to a Board Meeting; otherwise that business shall be omitted from the agenda. The Policy & Transition Coordinator shall be responsible for the creation of the Board packages.

3.2 There shall be no reading of reports, policies, etc., that are in the Board packages. Exceptions can be made for accessibility purposes at the discretion of the Chair. All whereas clauses, preambles and motions are to be read aloud before the vote. The Board may vote to omit the reading of preamble/whereas statements with unanimous consent on a per item basis.

3.3 Visitors shall be allowed to speak following a motion to extend speaking rights to everyone in the room.

3.4 Speaking times shall be limited to three minutes per person per time on the speaker's list. Should a speaker go past the limit, the Chair shall notify them. The speaker may continue to speak past their limit at the discretion of the Chair. If a speaker has more to say, they must ask the Chair to be put back on the speaker's list.

3.4.1 If someone is expecting to speak longer than three minutes for the purposes of explaining pertinent details to the Board of Directors, they may request more time from the Board of Directors. This request must be made at the start of their scheduled time and is put straight to a vote. There will be no debate on this vote other than the speaker's motivation. It is a simple majority vote.

3.5 In discussion, there shall be no repetition of comments. If a person should repeat a statement previously made, they may be ruled out of order by the Chair.

3.6 New Business items must be time sensitive or emergency in nature. All new items brought forth at the time of a Board meeting may only be discussed under New

Business.

Time Sensitive is to mean Business items that include information or proposed action that if not received or acted upon by the Board of Directors prior to the next scheduled Board meeting, will be irrelevant or will render the organization unable to act at all in regard to the subject of the Business item.

Emergency is to mean Business items that contain action or information that must be acted upon immediately (i.e. before the next scheduled board meeting), to prevent or mitigate damage or loss to the corporation, persons in the employ of the corporation, or to comply with legislation that the corporation will be in violation of if said action is not taken. This can include events that cause physical damage as well as those that disrupt the ability of the corporation to maintain operations.

3.7 All motions, not written and included in the Board package are to be projected on a screen by overhead or LCD projector so that members may view them during discussion and voting. All motions are to be read aloud prior to voting.

3.8 Oral reports are not permitted.

3.9 Any presentations to the Board of Directors are to be submitted in the Board package, and presentations will be given a maximum of ten minutes to present. Presentations that are not submitted in the Board package will only be allotted a maximum of five minutes to present. This time may be extended by a motion of the Board of Directors requiring a two-thirds majority.

3.9.1 The length of a presentation may also be extended or shortened by a motion at a Board of Directors meeting prior to the presentation, as long as notice of that presentation is given in time.

3.10 Meetings will be no longer than five hours in duration including all breaks and recesses duly called by the Board. Meetings may be extended beyond five hours only following a two-thirds vote of the Board of Directors where debate shall be limited only to the length of the extension.

3.10.1 Any remaining items on the agenda at the expiry of the first five hours of meeting time, will be placed on the agenda of the next regularly scheduled Board meeting under Unfinished Business.

3.11 Roll Call Vote

3.11.1 When a roll call vote is required, the Chair shall first ask all members

abstaining to indicate their vote, and keep it indicated until the Chair calls their name for the Scribe to record. The Chair shall then ask all members in favour, and then all members opposed, to do the same. The final numbers and result will be announced by the Chair and recorded in the minutes. Should any Member present not vote, they will be recorded as an abstention.

3.11.2 Roll call votes shall be used for any changes to the CSA Bylaws.

3.11.3 A member may move a roll call vote prior to voting on a main motion, which must be approved by a minority of three voting members. This request may be made after the speakers list has been closed.

3.12 Secret Ballot Vote

3.12.1 In-Person Meetings

When a secret ballot vote is required during an in-person meeting, the Policy & Transition Coordinator will distribute a paper ballot to each voting member. Members will indicate their vote, including abstention, on the ballot. Ballots will be collected by the PTC and counted by the Chair. The ballots will be kept anonymous.

Any member may act as a scrutineer for the counting of ballots. The final result will be announced by the Chair and recorded in the minutes.

3.12.2 Virtual Meetings

When a secret ballot vote is required during a virtual meeting, the following procedure will be used to preserve voter anonymity:

a) The Policy & Transition Coordinator will create a Microsoft Form including the question(s) and response options, using the following settings:

- ‘Who can fill out this form’ settings shall be set to ‘Specific people from my organization can respond’

  1. ‘Record name’ option shall be turned off (unselect to maintain voter anonymity).

  2. ‘One response per person’ option shall be turned on (selected).

- ii. ‘Response receipts’ options shall be set to:

  1. ‘Allow receipt of responses after submission’ shall be turned on ‘selected’, so that qualified voters receive a confirmation email that they voted, and what they voted for.

  2. ‘Get email notification of each response’, so that the PTC is notified of each anonymous vote.

- In the ‘Share’ tab, under “Send and collect responses’, shall be turned on (selected) ‘Specific people in my organization can respond’.

- The PTC will enter the email addresses of all qualified voters under the “Specific people in my organization can respond’ field.

- The PTC will set the ‘Share to collaborate’ settings to ‘Specific people in my organization can view and edit’ and will share with the Chair only.

b) Once the form is complete, the PTC will share a link for members to vote.

c) Members will indicate their vote, including abstention, on the ballot.

d) A screen showing the anonymous results can be shared by the PTC, Chair or other member as designated by the Chair.

3.12.3 A member may request a secret ballot vote prior to voting on a main motion, which must be approved by a majority vote. This request may be made after the speakers list has been closed.

3.12.4 A secret ballot vote shall be used for any item where the Board chooses between candidates for hiring or a CSA election.

3.13 Suspending the Rules of Order

3.13.1 For the suspension of the Rules of Order, the procedures outlined in Robert’s Rules of Order shall be followed with one exception. Where Robert’s Rules of Order require a two-thirds vote to suspend the rules, instead a three-fourths vote is required.

4.0 Meeting Accessibility

Preamble
The CSA is committed to breaking down barriers to accessibility and demonstrates its commitment by implementing the practices outlined in this policy at our regularly scheduled meetings of the Board of Directors.

4.1 The Policy & Transition Coordinator shall be responsible for ensuring the following:

4.1.1 All written documents shall be available in alternative formats prior to meetings including but not limited to audio, large print, electronic, or Braille, upon request.

4.1.2 All motions are projected by overhead or LCD projector during voting so that members may read what they are being asked to vote on.

4.1.3 Any additional accommodations requested by Board members or guests are implemented in an appropriate and confidential manner.

4.2 The External Chair shall be responsible for ensuring the following:

4.2.1 Any documents circulated at meetings are read aloud and that recesses are requested, where appropriate, to allow members to read documents before being discussed.

4.2.2 All motions are read aloud before members are requested to discuss or vote on them.

4.2.3 Any additional accommodations requested by Directors or guests are implemented in an appropriate and confidential manner.

4.3 The Vice President Academic will act as a resource and be responsible for liaising with the External Chair and Policy & Transition Coordinator regarding all Board Meeting accessibility needs and concerns.

4.4 Individuals requiring accommodations not explicitly outlined in the above policy may contact the Vice President Academic to make appropriate arrangements.

4.5 Participants should not feel they must disclose their disability in order to fully

engage in meeting business. Every effort must be made to ensure that the confidentiality of members' accessibility needs is not disclosed at the Board level.

5.0 Challenging the Chair

5.1 A member of the Board may challenge the Chair if it is felt that the Chair has made a ruling, which contravenes CSA Rules of Order. If a challenge is made, the Chair passes control of the meeting to another member, generally the President, and defends the ruling. The challenger then gives reasons for the challenge. After debate a vote is taken to sustain the Chair's ruling.

5.2 If the ruling is not sustained, a vote is then taken on whether or not the error merits dismissal of the Chair for the remainder of the meeting. If so the President or another member chosen by the Board will facilitate the remaining agenda items.

5.3 If the Chair is asked to leave the meeting, then an agenda item may be added at the end of the meeting at the request of any Board member to discuss the potential permanent removal of the Chair. This discussion will be held in camera.

6.0 In-Camera Policy and Procedures

6.1 Background

A motion to move in-camera is made when there are matters to discuss that cannot be made public. All debate in-camera is strictly confidential because its content may violate an individual's privacy and/or harm the corporation.

This has been the traditional understanding of the in-camera session within the Board of Directors, and members of the Board have respected and obeyed it. The importance of confidentiality is, however, important enough to necessitate the establishment of a clear set of guidelines outlining the repercussions faced by any individual breaking this confidence.

Since it is more difficult to monitor and address the actions of non-directors, visitors should be allowed to attend an in-camera session only if their presence is necessary and with a majority vote of the Board of Directors. Non-directors and visitors shall sign a Confidentiality and Conflict of Interest Agreement before participating and/or presenting in an in camera session.

6.2 In-Camera Session

6.2.1 The board may enter an in-camera session if an item will violate an

individual's privacy and/or harm the corporation through a simple majority vote. This can include, and is limited to:

a) Human Resources matters;
b) Legal proceedings;
c) Approving past in-camera minutes;
d) Financial matters;
e) Other items that will harm the corporation, at the discretion of the Chair.

6.2.2 If the item does not meet any of the requirements listed in 6.2.1, the board may enter an in-camera session by a motion which can be defeated by a protected minority vote of 3 opposed.

6.3 In Camera Minutes

6.3.1 In-camera minutes shall be recorded at any time the Board decides to move in camera to discuss an agenda item.

6.3.2 The Board Scribe and Policy & Transition Coordinator shall be included in in-camera sessions to be the official recorders of the minutes and motions that arise from in-camera sessions.

a) The Board Scribe and Policy & Transition Coordinator shall not be included in in camera sessions where the topic of discussion pertains to any staff, Director, or Executive Human Resources issue. Exceptions can be made in cases if they are privy to the subject by virtue of their position.

b) In the absence of both the Board Scribe and Policy & Transition Coordinator, the Secretary of the organization will complete the in-camera minutes. In the absence of the Secretary, another Executive shall be designated the scribe by the President.

6.3.3 Any Director, including an Executive Officer, who is currently ratified to the Board of Directors, shall have access to any approved in-camera minutes stored by the organization by contacting the Policy & Transition Coordinator.

a) The Board Chair shall also have access to in-camera minutes.

b) The Board of Directors shall have the power to grant access to in camera minutes, either in full or in part, to anyone not previously

mentioned by a two-thirds majority vote.

6.3.4 A copy of the in-camera minutes shall be displayed on the projected screen in-camera at a subsequent Board Meeting to be approved by the Board by a simple majority vote.

6.3.5 All motions decided during in-camera sessions shall be recorded in public minutes.

6.3.6 In-camera minutes will be stored electronically by the Policy & Transition Coordinator.

6.3.7 The minutes from in-camera sessions entered that do not meet the requirements of 6.2.1, can be publicized by two-thirds majority vote of the Board. Minutes from in-camera sessions that do meet the requirements listed in 6.2.1, cannot be publicized.

6.4 Procedures Following Accusations of a Breach of Confidentiality

6.4.1 All accusations of a breach of confidentiality must be made to the Chair of the Board via email.

6.4.2 A brief presentation of the allegation shall be made by the Chair at the first Board Meeting following knowledge of the allegation. This shall take place under New Business. This presentation shall not include the names of any of those involved, or any information that would directly lead to the identity of any of those individuals.

6.4.3 The Board shall then appoint a committee to hear the allegations. The committee shall consist of four Board members. Although not necessary, it would be beneficial to have the Chair of the Board also sit on this committee. This committee shall meet within three days of this Board Meeting and must make a presentation at the next Board Meeting. Hopefully, this report will lead into a full hearing into the case. If, however, the committee feels that it must have more meetings, the matter can be deferred to (but no later than) the next Board Meeting after that.

The purpose of this committee is not to bring forward recommendations to the Board of Directors. Instead, this committee is designed to ensure that the person accused of the breach in confidence is fully aware of all the accusations against them. It is also an opportunity for the accused to

plead their case to their accuser(s) that no breach had occurred on their part. If they are successful, the committee would simply report to the Board that the issue has been resolved.

Committee members will also take this opportunity to review the evidence against the individual in question and recommend to their accuser(s) any additional information that the Board may ask for.

Hopefully, the committee will be able to ensure that all of the relevant information is brought to the Board. It will ensure that the accused has sufficient time to prepare their case. This will aid in the fair treatment of the accused, as well as ensure that a more organized and thorough discussion can take place at the Board level.

6.4.4 When the case is brought to the Board by the committee, all proceedings shall move in-camera.

6.5 Order of Proceedings

6.5.1 The Chair of the committee shall make a brief introduction. First, they shall state the charge that has been made. Second, they shall outline the procedures that the committee followed to assure the Board that the committee has acted properly.

6.5.2 The person(s) charging a breach of confidence shall present all their evidence. They may not present any information that the committee and the accused have not heard. If this evidence is presented, the proceedings shall come to an immediate close.

6.5.3 The accused shall then have the opportunity to defend themselves. They too may not present any evidence that has not been heard before the committee.

6.5.4 The Board of Directors shall then deliberate on the matter and reach a decision as to whether or not the accused has violated the confidence of the in-camera session. The Board must decide at the first regularly scheduled meeting after the committee has finished meeting.

6.5.5 If found to have breached the confidentiality of an in-camera session, the person(s) in question may appeal, if and only if, significant new information is disclosed. Whether or not this information is substantive enough to warrant hearing an appeal shall be decided upon by the

Board, but they should only rule against the accused in cases when the information has no merit or relevance.

6.5.6 The Board will then decide what action is to be taken. This requires a simple majority of the Board. When a decision has been reached, the Board shall move out of in-camera, at which time the decision shall be written and voted on in a formal motion.

6.6 Suggested Penalties

6.6.1 Directors and Executive (in order of severity):

a) A written apology to those directly affected.

b) A written apology to the CSA and those affected to also be sent to the Ontarion.

c) Removal from the Board of Directors (which for an Executive Officer would include impeachment procedures).

6.6.2 CSA Staff:

a) If a staff member is found to have violated the confidentiality of an in-camera session, appropriate disciplinary action may be taken because they have demonstrably harmed or hindered the activities or interests of the CSA.

b) All disciplinary action must be in accordance with CSA By-laws and the Human Resources Policy.

7.0 Political Statements

7.1 Proposals to take a public stance on political matters must be referred to the Statement Making Committee for consideration and statement drafting if applicable. Political statements must pass with a 2/3 majority vote of the Board.

7.2 All other statements may be passed by the board with a simple majority.

7.2.1 Statements of any topic may be referred to the Statement Making Committee as proposed and passed by a simple majority vote of the Board.

8.0 Calling Additional Board Meetings

Meetings of the Board of Directors may be called on a minimum of 48 hours notice by a majority vote of the Executive Committee or via the following options.

8.1 Meetings of the Board of Directors may be called by an undergraduate student petition with 50 signatures presented to the Policy & Transition Coordinator.

- Petition signatures shall be gathered on a form provided by the CSA.
- Petition signatures shall undergo verification using the undergraduate student list provided by the Registrar.
- The petition shall be sponsored by at least two voting members of the Board of Directors who shall act as mover and seconder and submit business items for the meeting with the petition.
- The meeting will be scheduled at the earliest availability of Board Administration staff and a majority of the Executive Committee, with a minimum notice of 48 hours.

8.2 Meetings of the Board of Directors may be called by a petition of one-half of ratified Directors, to be presented to the Policy & Transition Coordinator.

- The meeting will be scheduled at the earliest availability of Board Administration staff and a majority of the Executive Committee, with a minimum notice of 48 hours.