

**THE CONSTITUTION  
OF THE  
LAW ALUMNI ASSOCIATION OF THE UNIVERSITY OF TORONTO**

**ARTICLE I**

**NAME**

The name of this Association shall be The Law Alumni Association of the University of Toronto. Alumni as used herein is understood to be a gender-neutral term inclusive of both male and female members.

**ARTICLE II**

**PURPOSE**

The purpose of the Association shall be to promote the interests of the Faculty of Law of the University of Toronto and the Members of the Association, and to promote the support by members of the Association and other friends of the Faculty of Law of the activities of the Faculty of Law and the Association.

**ARTICLE III**

**MEMBERSHIP**

**Section 1**

The following persons shall be members of the Association:

- (a) every graduate of the Faculty of Law of the University of Toronto; and
- (b) every graduate of the course known as the Honour B.A. in Law from the Faculty of Arts, University of Toronto or the five-year Combined Course in Arts and Law at the University of Toronto.

**Section 2**

The following persons may be honorary members of the Association:

- (a) any present or former staff or faculty member of the Faculty of Law elected an honorary member of the Association by a two-thirds (2/3) majority vote of members of the Council present at a properly constituted meeting of the Council; and
- (b) any person who, by reason of professional eminence or of special meritorious service to the public, to the profession of law, or to the University of Toronto, or for any other worthy cause, is elected an honorary member by a two-thirds (2/3) majority vote of members of the Council.

**Section 3**

Honorary members, who are not otherwise members of the Association, shall be entitled to all the rights and privileges of members, except that they shall have no voting privileges and shall not hold an elective office in the Association as specified in Article V.

## ARTICLE IV

### THE COUNCIL

#### Section 1

The Council of the Association shall consist of fifteen (15) elected Council members, a maximum of four (4) elected Officers (President, Vice-President, Treasurer, and Secretary), the ex-officio members provided for in Article IV, Section 2, and the honorary members provided for in Article IV, Section 6.

#### Section 2

The ex-officio members of Council shall be:

- (a) the immediate Past-President of the Association;
- (b) one representative from the Governing Council of the University of Toronto who is a member of the Association;
- (c) the President of the Students' Law Society of the Faculty of Law;
- (d) the Dean of the Faculty of Law;
- (e) the Alumni Liaison representative from the Faculty Council;
- (f) the Assistant Dean, Alumni and Development, of the Faculty of Law;
- (g) the Editor of Nexus;
- (h) the Association's representative to the College of Electors of the University of Toronto, to be appointed by the Council and confirmed by the members at the next Annual General Meeting; and
- (i) the Chair or Co-Chairs of the Faculty of Law Fund.

#### Section 3

The fifteen (15) elected members of Council and the four (4) elected Officers of Council shall be elected from the alumni membership on the following basis:

- (a) there shall be no fewer than three (3) elected members of Council chosen from among alumni who fall within each of the following groups: (1) 1-10 years after graduation; (2) 11-20 years after graduation; and (3) more than 20 years after graduation;
- (b) the terms of office of elected members of Council shall be three (3) years, with one-third (1/3) of the Council being elected each year at the Annual General Meeting of the Association;
- (c) no person may be elected as a member of Council for more three (3) year terms than will constitute six (6) consecutive years of service, provided however that, following a break in continuous service by a member of at least two (2) years, the same person may be re-elected as a member of Council, subject to the limitations of this subsection. For greater certainty, this provision shall only become operative commencing with the elections of members of Council at the Annual General Meeting of the Association in 1994;
- (d) there shall be no fewer than three (3) elected Officers of Council;
- (e) the term of Office of elected Officers of Council shall be two years.

#### Section 4

Subject to the provisions of Article IV, Section 3(a), any vacancy in an office of the Association, or in a position on the Council, shall be filled by an appointee of the Council for the unexpired term of such vacant office.

#### Section 5

A Member of Council shall immediately cease to be a Member of Council and an Officer of the Association:

- (a) if he or she receives the status of a bankrupt;
- (b) if he or she is found to be of unsound mind by a court of competent jurisdiction;
- (c) if he or she is disbarred by a law society of competent jurisdiction;
- (d) if by notice in writing to the President or Secretary of the Council he or she resigns as a Member of Council; and
- (e) if an elected member fails to attend three (3) consecutive meetings of Council, unless prior to the operation of this subsection, the Council passes a resolution by a majority vote suspending the operation of this provision in respect of such Member of Council with respect to the meetings in question. Meetings of Committees of Council shall be deemed to be meetings of Council for the purposes of this subsection (e). For greater certainty, this provision shall only become operative commencing after the Annual General Meeting of the Association in 1994.

#### Section 6

A member who has attained professional eminence or who has given special meritorious service to the public, to the profession of law, or to the University of Toronto, or for any other worthy cause, may be elected as an honorary member of Council by a two-thirds (2/3) majority vote of the Council.

#### Section 7

Honorary members of Council shall be entitled to all the rights and privileges of regular members of Council, except that they shall have no voting privileges and shall not hold an elective office in the Association as specified in Article V.

### **ARTICLE V**

#### **OFFICERS AND EX-OFFICIO OFFICERS**

##### Section 1

The Officers of the Association shall be the President, First Vice-President, Secretary, and Treasurer.

##### Section 2

The ex-officio Officers of the Association shall be the Immediate Past-President, the Dean, and the Assistant Dean, Alumni and Development, of the Faculty of Law.

## **ARTICLE VI**

### **DUTIES OF COUNCIL**

#### **Section 1**

The Council shall supervise the conduct of all business of the Association. It shall present a report of its activities at Annual General Meetings of the Association.

#### **Section 2**

The Council shall formulate and supervise implementation of the policies of the Association. In performing its duties, Council shall receive and comment upon the reports of all committees and those of the Officers and appointees performing such duties and tasks as have been assigned to them.

## **ARTICLE VII**

### **DUTIES OF OFFICERS**

#### **Section 1**

The President shall be the chief executive officer of the Association. In fulfilling this responsibility, the President shall:

- (a) preside at all meetings of the Association, the Council, and the Executive Committee, and vote at such meetings only in the case of a tie vote;
- (b) ensure compliance with the provisions of the Constitution;
- (c) supervise the work of the other Officers;
- (d) be a member, ex-officio, of all Committees appointed at any time by the Council;
- (e) have the authority to call Special General Meetings of the Association; and
- (f) undertake such other duties as may pertain to the Office of President.

#### **Section 2**

The First Vice-President shall:

- (a) assist in the discharge of the President's duties; and
- (b) replace the President in the event of the latter's absence or inability to act.

#### **Section 3**

The Secretary shall:

- (a) issue or direct the issuance of notices of meetings of the Association and the Council;
- (b) conduct the correspondence of the Association under the direction of the President;
- (c) keep full and accurate minutes of all meetings of the Association, the Council, and the Executive Committee of the Council; and
- (d) oversee the filing of all minutes, correspondence, and records of the Association.

#### Section 4

The Treasurer shall:

- (a) receive, disburse, and account for all monies or assets received and disbursed by the Association;
- (b) at the commencement of each fiscal year, submit to the Council for approval a budget, detailing anticipated expenditures for such fiscal period and, following approval of the budget by the Council, pay all expenses regularly incurred by the Council, having first ensured that the expenses have been duly authorized in the budget or by a resolution of Council; and
- (c) submit a financial statement of revenues and expenditures, as approved by the Council, to the Association at the Annual General Meeting of the Association.

#### Section 5

At the discretion of the Council, the Offices of Secretary and Treasurer may be combined into one office of Secretary-Treasurer.

#### Section 6

The Immediate Past-President shall chair the Nominating Committee.

#### Section 7

The Assistant Dean, Alumni and Development shall act as a liaison between the Association and the Faculty of Law and help maintain and improve communications between them.

### **ARTICLE VIII**

#### **STANDING COMMITTEES**

##### Section 1

The Executive Committee shall consist of the Officers (including ex-officio Officers) of the Association and such other members of Council as may be appointed by the Council. The duties of the Executive Committee shall include the review of reports of other committees and appointees of Council, correspondence and other matters affecting the Association, and the preparation of recommendations to Council.

##### Section 2

The Executive Committee of the Faculty of Law Fund shall consist of such members of Council and other members of the Association as may be appointed by the Council. The Dean and the Assistant Dean, Alumni and Development of the Faculty of Law shall be ex-officio members of the Committee. The duties of the Executive Committee of the Faculty of Law Fund shall be to direct, together with the Office of the Assistant Dean, Alumni and Development, the activities of the Faculty of Law Fund, the umbrella fund established by Council on June 22, 1992 for the purpose of generating contributions of funds for the benefit of the Faculty of Law.

## **ARTICLE IX**

### **ASSOCIATION MEETINGS – ANNUAL AND SPECIAL GENERAL MEETINGS**

#### **Section 1**

The Annual General Meetings of the Association shall be held annually for the purpose of receiving reports, electing councillors, and transacting such other business which may be proposed by Council.

#### **Section 2**

A Special General Meeting must be called at any time by the President at the request of a majority of the Council, or upon petition signed by twenty-five (25) members of the Association, disclosing the purpose of the requested meeting. Such Special General Meetings shall be held at such time and place as the Council may determine, providing that they be held within thirty (30) days after the receipt of such a petition or within thirty (30) days after the adoption of the motion of the Council requesting such meeting.

#### **Section 3**

At the Annual General Meeting, the Council shall submit to the Association a report of its actions since the previous Annual General Meeting. This report shall be signed by the President or the outgoing President, and the Secretary-Treasurer or the outgoing Secretary-Treasurer. The President or the outgoing President shall deliver this report at the Annual General Meeting.

## **ARTICLE X**

### **QUORUMS**

#### **Section 1**

Fifteen (15) members present at any Annual General Meeting or Special General Meeting of the Association shall constitute a quorum.

#### **Section 2**

Six (6) elected members of the Council, including the President or the Vice-President, at any regularly-called meeting of the Council shall constitute a quorum.

#### **Section 3**

The members of each of the Executive Committee and the Executive Committee of the Faculty of Law Fund shall determine its own quorum.

## **ARTICLE XI**

### **VOTING**

Subject to the provisions of this Constitution, any matter to be voted upon at a meeting of the Association, the Council, or any Committee shall be approved by a majority of those present and entitled to vote.

## **ARTICLE XII**

### **AMENDMENTS**

#### **Section 1**

Amendments to the Constitution may be initiated:

- (a) upon petition to the Council of twenty-five (25) members of the Association;
- (b) by a two-thirds (2/3) majority vote of the members present at an Annual or Special General Meeting of the Association;
- (c) by resolution of the Council.

#### **Section 2**

Such amendments shall become effective only when approved by a two-thirds (2/3) majority of the members present at an Annual General Meeting or a Special General Meeting of the Association, notice of which shall have been given in accordance with Article XVII and Article XII, Section 3.

#### **Section 3**

Notices of proposed amendments shall be given with notices of the general meetings called for the purpose of considering and, if thought fit, approving such proposed amendments.

## **ARTICLE XIII**

### **BY-LAWS**

The Council may pass such by-laws as may be deemed necessary, provided that no such by-law shall conflict with any provision of the Constitution or of the Regulations and By-laws of the University of Toronto Alumni Association.

## **ARTICLE XIV**

### **NOMINATIONS OF COUNCILLORS AND ELECTION OF OFFICERS**

#### **Section 1**

A Nominating Committee chaired by the Immediate Past-President of the Association and consisting of the Dean of the Faculty of Law and not fewer than two other members of the Council shall be responsible for placing before the Annual General Meeting the Committee's nominations for each of the elected positions on Council.

#### **Section 2**

The Nominating Committee's nominations and any other nominations shall be made and announced and put to an election at the Annual General Meeting of the Association.

### Section 3

The maximum term of office of the position of President shall be three (3) consecutive years. All other Officers shall be eligible for an unlimited number of re-elections, subject to the provisions of Article IV, Section 3(c).

## ARTICLE XV

### FISCAL YEAR

The fiscal year of the Association shall commence on May 1<sup>st</sup> and end on April 30<sup>th</sup> of the following year or such other twelve (12) month period as may be approved by Council.

## ARTICLE XVI

### SPECIAL COMMITTEES

In addition to the Nominating Committee (as provided for in Article XIV, Section 1) and the Standing Committees (as provided for in Article VIII), Council shall have the power to create such other committees as it deems necessary from time to time. The membership of any of such committees need not be drawn from the membership of Council provided that such publication shall be made not less than twenty-one (21) days nor more than fifty (50) days before the meeting.

## ARTICLE XVII

### NOTICES

Notices of Annual General Meetings and Special General Meetings of the Association shall be published at such times and in such manner as shall be determined by the Council provided that such publication shall be made not less than twenty-one (21) days nor more than fifty (50) days before the meeting.

Constitution as amended October 3, 2001