

Memorandum

Date: March 22, 2018
To: CAUT Council
From: David Robinson, CAUT Executive Director
Re: **Notice of Motion – CAUT By-law Amendment**

At November 2017 Council, the Elections and Resolutions Committee referred a matter regarding the interpretation of the CAUT By-law to the Executive Committee. At its February 9-10, 2018 meeting, the Executive Committee discussed the recommendation and is proposing an amendment to the CAUT By-law in order to clarify who are voting members of Council. This memo serves as notice that the motion in Attachment A to amend the By-law will be presented at the April 2018 Council.

Rationale

The Election and Resolutions Committee has identified ambiguity in Section 8.1 k of the CAUT By-law:

Voting by Delegates -- *Class A and Class B Members shall vote at Council by proxy by appointing in writing a delegate, and one or more alternate delegates, who is not required to be a Member, to attend and act at the Council in the manner and to the extent authorized by the proxy and with the authority conferred by it subject to the following requirements:*

The ambiguity arises because it is not clear whether the noun phrase “one or more alternate delegates” is modified by the relative clause “who is not required to be a Member”. An additional complication arises because the singular verb form (“is”) means that the relative clause likely does not apply to the second noun phrase (“one or more alternate delegates”). As written, then, it suggests that a delegate need not be a Member, but the alternates must.

The ambiguity in the language raises concerns that non-members may be granted voting rights at Council. The matter did arise in 2016 when a CAUT member association proposed that a representative of a non-CAUT affiliated association be their delegate to Council. At that time, the matter was referred to Elections and Resolutions and the ambiguity in 8.1 k was identified.



The Elections and Resolutions Committee has recommended the following change to the By-law to clarify who is entitled to be a voting delegate or alternate to Council:

Voting by Delegates -- *Class A and Class B Members shall vote at Council by proxy by appointing in writing a delegate, and one or more alternate delegates, ~~who is not required to be a Member~~ **who are members in good standing of or are employees of a CAUT member association**, to attend and act at the Council in the manner and to the extent authorized by the proxy and with the authority conferred by it subject to the following requirements:*

The Executive concurs with the recommendation of the Elections and Resolutions Committee and is recommending the By-law be amended as presented in Attachment A.

Attachment