

Youth Parliament of Manitoba

ESTABLISHED: 1922

INCORPORATED IN THE PROVINCE OF MANITOBA: 22 AUGUST 1983

BY-LAWS LAST REVISED: 14 APRIL 2021

BY-LAWS

Article 1: TERMS AND DEFINITIONS

Ad Hoc Committee: A committee of YPM Inc. having a mandate as determined by the Membership pursuant to Article (20).

Annual General Meeting/AGM: A yearly meeting of the membership of YPM Inc. that is normally held in the spring.

Board of Directors/Board: The governing body of YPM Inc.

Cabinet: Members selected by the Board to assist them in operating YPM Inc.

Chief Returning Officer/CRO: The individual who presides over the Election Meeting.

Closed Session: A portion of a meeting of the Board, Cabinet, or the Membership, for which all minutes taken are held in confidence and viewable only by those Members who were entitled to attend the meeting.

Code of Conduct: A document that outlines appropriate behaviour and dress expected of Members throughout official events of YPM Inc.

Director: A member of the Board of YPM Inc.

Elder: An Elder or Traditional Knowledge Keeper selected in accordance with Article (11).

Election Meeting: A yearly meeting of the Membership of YPM Inc. for the purposes of electing the Board.

Former Members: Those persons who previously, but no longer, hold membership in YPM Inc.

Governing Documents: Those documents referred to in Article (6).

Honorary President: The individual selected in accordance with Article (9).

Impeachment Motion: A motion from the Board that initiates impeachment proceedings.

Landmark Event: An event hosted by YPM Inc. that individuals must attend in order to qualify for membership.

Member: An individual who meets the eligibility requirements listed in Article (5).

Membership: The collective Members of YPM Inc.

Order-in-Council: A measure taken by a unanimous decision of the Board to amend the By-Laws or the Standing Orders.

Parliamentary Sessions: Events organized by YPM Inc. for the purposes of simulating a parliamentary environment.

Special Committee: A committee of YPM Inc. having a mandate as specified in the By-Laws pursuant to Article (20).

Canada Youth Parliament/CYP: An event co-hosted by YPM Inc. and similar organizations from Western Canada.

Article 2: NAME OF THE CORPORATION

1. The corporation shall be known as Youth Parliament of Manitoba Inc., hereafter known as “YPM Inc.”

Article 3: MISSION OF THE CORPORATION

1. YPM Inc. shall be independent, not-for-profit, non-partisan, and non-denominational.
2. The goal of YPM Inc. is to foster amongst the youth of Manitoba an understanding of, interest in, and engagement with the Canadian democratic parliamentary process that would enable their active participation in society as responsible citizens. In doing so, YPM Inc. strives to encourage the growth of the individual and their abilities through their exposure to a diversity of ideas and perspectives and the fellowship of their peers.
 - a. The primary method by which this goal shall be pursued shall be at least one annual model parliament hosted by the corporation, open to participation by all Manitoban youth aged 16 to 20.
 - b. For the purposes of this clause, during any year when Canada Youth Parliament is hosted in Manitoba, it shall not be considered as fulfilling the requirement of this clause.

Article 4: FISCAL YEAR END

1. The fiscal year end of YPM Inc. shall be the thirty-first of January.

Article 5: MEMBERSHIP

1. In order to be eligible for membership in YPM Inc., a person must:
 - a. be no younger than 16 years of age and no older than 20 years of age by the thirty-first of December, with the exception of Directors, who shall be no older than 25 years of age on the thirty-first of December;
 - b. be a resident of, or have a permanent residence, in Manitoba; and
 - c. be registered as having attended a Landmark Event as determined by the Board.
2. Subject to Clause (1), membership in YPM Inc. shall be open to all persons without distinction as to race, ethnicity, nationality, gender, gender expression, sex, sexual orientation, ability, financial status, religion, or ideological beliefs.
3. Subject to Clause (2), the Board may decline an application for membership.

4. Membership shall begin upon attendance of any Landmark Event and shall lapse after one year.
5. Members shall conduct themselves in accordance with the YPM Code of Conduct.
 - a. Failure to abide by the YPM Code of Conduct shall result in disciplinary action, up to and including revocation of membership, at the discretion of the Board.
6. **Subject to Clause (1a)**, membership may be granted or revoked from an individual by unanimous vote of the Board.

Article 6: GOVERNING DOCUMENTS

1. The following Governing Documents shall be observed by YPM Inc.:
 - a. the Articles of Incorporation,
 - b. the By-Laws,
 - c. the Code of Conduct,
 - d. the Standing Orders, and
 - e. the Canada Youth Parliament Act.
2. In addition to the Governing Documents, YPM Inc. shall use the most recent edition of *Robert's Rules of Order* in conducting its meetings, excluding the proceedings of its Parliamentary Sessions.
3. In the case of a conflict between the Articles of Incorporation and the By-Laws, the Articles of Incorporation shall prevail. In the case of a conflict between the By-Laws and Code of Conduct, the By-Laws shall prevail. In the case of a conflict between the Code of Conduct and the Standing Orders, the Code of Conduct shall prevail. In the case of a conflict between the Standing Orders and the Canada Youth Parliament Act, the Standing Orders shall prevail. In the case of a conflict between the Articles of Incorporation, By-Laws, Code of Conduct, Standing Orders or Canada Youth Parliament Act on the one hand and Robert's Rules of Order on the other, the Articles of Incorporation, By-Laws, Code of Conduct, Standing Orders or Canada Youth Parliament Act shall prevail.

Article 7: BOARD OF DIRECTORS

1. YPM Inc. shall be governed by a Board of Directors, hereafter referred to as "the Board."
2. The Board shall consist of:
 - a. the Chairperson,
 - b. the Past-Chairperson,
 - c. the Vice-Chairperson,
 - d. the Director of Finance, and
 - e. the Director of Procedures.
3. The term of office for Directors shall be from 1 February to 31 January.
 - a. Notwithstanding Clause (3), the start of a term shall be different for Directors elected to the Board through a by-election.
4. Unless otherwise specified, all decisions of the Board shall require the support of a majority of Directors.
5. The Board shall:
 - a. call a minimum of two meetings of the Membership in any given year;

- b. issue Orders-in-Council;
 - c. prepare an annual budget no later than the AGM;
 - d. share power of disbursement among Directors, providing that:
 - i. all cheques shall require the signature of two Directors, and
 - ii. no Director shall issue a cheque in their name
 - e. from time to time, create, amend and rescind policy as the Board sees fit.
 - f. be conversant with the rules of parliamentary procedure employed by YPM Inc and the Standing Orders.
6. The Chairperson shall:
- a. represent YPM Inc. to other organizations and to the news media;
 - b. preside over all meetings of YPM Inc., unless otherwise specified;
 - c. implement all policies and actions decided upon at meetings;
 - d. assign tasks to other Directors;
 - e. be well-versed in the By-Laws and the Standing Orders of YPM Inc.; and
 - f. present a report on the state of YPM Inc. to the Membership at the AGM.
7. The Past-Chairperson shall:
- a. act as Chief Electoral Officer at the Election Meeting;
 - b. present a year in review of YPM Inc. to the Membership in the form of an Annual Report, no later than the AGM;
 - c. act as a liaison with the Former Members of YPM Inc.
8. The Vice-Chairperson shall:
- a. temporarily carry out the duties of the Chairperson if, for any reason, the Chairperson is unable to do so;
 - b. keep an accurate list of Members; and
 - c. ensure that an accurate record of the proceedings of all meetings is taken.
9. The Director of Finance shall:
- a. present the annual budget at the AGM unless otherwise specified;
 - b. ensure bills are paid in accordance with the approved budget in a timely manner;
 - c. process all dues paid by Members;
 - d. keep accurate accounts and file records of all financial transactions;
 - e. make quarterly financial statements to the Board; and
 - f. be conversant with the rules of parliamentary procedure employed by YPM Inc. and the Standing Orders.
10. The Director of Procedures shall
- a. preside over meetings should both the Chairperson and the Vice-Chairperson be unavailable,
 - b. coordinate with the Chairperson the planning and execution of the AGM,
 - c. call for amendments to the By-Laws and the Standing Orders,
 - d. keep up-to-date copies of the By-Laws and the Standing Orders of YPM Inc., and
 - e. advise the Chairperson on matters of procedure.
11. Members of the board shall abstain from the following during the course of their term to avoid conflict of interest or partisanship:
- a. Seeking or accepting partisan political office.

- b. Seeking or accepting a position with a political party as its President, Vice-President, Leader, Deputy-Leader, Financial Officer, Treasurer, or as a paid employee.
 - c. Performing other actions or positions determined by the Board to cause a conflict of interest or partisanship or the appearance thereof.
 - d. Notwithstanding subclauses (a) through (c), members of the Board who hold such positions or offices prior to their election to the Board shall be permitted to complete their current term in that position.
- 12. If all positions of the Board become vacant due to resignation, impeachment or death, a pre-appointed guardian shall temporarily take control of YPM Inc. until they can call for a by-election meeting as outlined in Article (17).
 - a. Subject to clause 12, the Board shall appoint and notify a guardian annually by unanimous consent.
- 13. No Member of the Board of Directors may hold two positions on the Board simultaneously.
 - a. The responsibilities of any vacant positions on the Board shall be transferred to the remaining Members of the Board.

Article 8: CABINET

- 1. The Board shall appoint members, known collectively as the Cabinet, to act as volunteer staff with the authority to carry out decisions of the Board.
- 2. Notwithstanding Clause (1), the Board may appoint Former Members of YPM Inc. to the Cabinet if they meet the requirements stated in Article (5), Clauses (1a) and (1b) by unanimous consent.
- 3. The Cabinet shall act as an operational and legal extension of the Board.
- 4. Members appointed to the Cabinet shall serve until 31 January of the year following their appointment.

Article 9: HONORARY PRESIDENT

- 1. YPM Inc. shall have an Honorary President.
- 2. The Board, on the recommendation of the Chairperson, shall appoint the Honorary President.
- 3. To be eligible for appointment to the position of Honorary President, a person
 - a. must be at least 20 years old, and
 - b. must not be a current Member of YPM Inc.
- 4. The Honorary President shall act as the chief advisor to the Board.
- 5. The Honorary President's tenure shall cease when a new Honorary President is appointed.
- 6. The Honorary President is not limited to serving for one term.

Article 10: LIEUTENANT GOVERNOR

1. YPM Inc. shall have a Lieutenant Governor.
2. The Board, on the recommendation of the Chairperson, shall appoint the Lieutenant Governor.
3. To be eligible for the position of Lieutenant Governor, a person:
 - a. must be a prominent alumnus or member of the YPM community, and/or
 - b. must have made a long-lasting impact on the community in which they serve.
4. The Lieutenant-Governor is required to attend the following events:
 - a. the signing of the Oath and Scroll,
 - b. the opening banquet,
 - c. the opening ceremony, and
 - d. the closing ceremony.
5. The Lieutenant Governor shall:
 - a. read the Speech from the Throne
 - b. read the Prorogation Speech, and
 - c. act as a figure representative of YPM's storied and unique history.

Article 11: ELDER

1. YPM Inc. shall have an Elder.
2. The Board, on the recommendation of the Chairperson, shall appoint an Elder.
3. To be eligible for appointment to the position of Elder, a person:
 - a. must be at least 20 years old, and
 - b. must not be a current Member of YPM Inc., and
 - c. must identify as First Nations, Inuit, or Métis.
4. The Elder shall advise the Board on Indigenous membership, inclusion, and recognition.
5. The Elder's tenure shall cease when a new Elder is appointed.
6. The Elder is not limited to serving for one term.
7. The Elder is required to attend the following events:
 - a. the opening ceremony, and
 - b. the closing ceremony.

Article 12: THE SENATE

1. YPM Inc. shall have a Senate.
2. Members of the Senate, who shall be styled as Senators, shall be appointed by a unanimous vote of the Board.
3. Senators shall receive privileges as outlined in the Standing Orders.
4. Senators shall normally hold their place in the Senate for life but may be revoked of their title by a unanimous vote of the Board.
5. To be eligible for appointment to the Senate, a person must
 - a. be a Former Member of YPM Inc., and
 - b. have a significant record of meritorious service to YPM Inc.

6. Notwithstanding Clause (2), the Past-Chairperson shall be conferred the title of Speaker of the Senate immediately following the end of their term as Past-Chairperson.
7. The Speaker of the Senate shall be relieved of their title upon the appointment of a new Speaker of the Senate but shall retain the title of Senator and all privileges granted thereupon.

Article 13: MEMBERSHIP MEETINGS

1. The Board shall be required to call two meetings of the Membership of YPM Inc. in a given year, **being:**
 - a. **The Annual General Meeting (AGM), and**
 - b. **The Election Meeting**
2. Subject to the By-Laws, other meetings of the membership may be called.
 - a. Calling such meetings for any specified purpose shall require the majority vote of the Board or a petition to the Board signed by 30% of the membership.
 - b. **Such meetings shall follow the same procedure as outlined for an AGM in Article (14), clauses 2, (3) and (4).**
3. All Members of YPM Inc. shall have the right to attend, vote on motions, and vote in any elections at Membership meetings.
4. The following **shall constitute a quorum at meetings of the membership:**
 - a. **Twelve (12) Members at a General Meeting.**
 - b. **Twenty (20) Members at an Election Meeting or By-Election Meeting.**
5. Non-Members may be granted permission to speak at Membership meetings for a fixed period of time by a majority vote of Members present.
6. Procedure at meetings of the general membership shall be governed by the most recent version of *Robert's Rules of Order*.
7. Minutes of Membership meetings shall be distributed to the Membership within one month of the meeting.
 - a. All minutes of Membership meetings shall be approved at the subsequent AGM.
8. Members may proxy their vote to another Member via a declaration that reads: "I, [name of member surrendering their vote], a current member of YPM Inc., do hereby proxy my vote to [name of member receiving the proxy], who is a current Member of YPM Inc."
 - a. Proxies must be signed by the Member surrendering their vote, the Member receiving the proxy, and the meeting chair before coming into effect.
 - b. No Member may hold more than two proxies.
 - c. The presence of a Member at a meeting of the Membership who had surrendered their vote via proxy shall immediately render the proxy null and void.
9. A meeting may enter and exit Closed Session by a majority vote of the Members present.
 - a. Members privy to Closed Session minutes are expected to hold the proceedings in confidence.
10. Membership meetings must meet a quorum of 10 members
 - a. Attendance via electronic means to meetings in extraordinary circumstances is considered a valid form of attendance.
11. In extenuating **circumstances and/or where appropriate as determined by the Board:**
 - a. **meetings of the membership may be held via electronic means, and**

- b. members shall be permitted to attend in-person meetings via electronic means.

Article 14: ANNUAL GENERAL MEETING

1. An AGM shall be held each calendar year between the dates of 15 March and 15 May inclusive.
2. A minimum of thirty days' notification must be given to the Membership as to the date, time, and location of the AGM.
3. All motions considered at the AGM shall be decided by a voice vote. If five or more Members disagree with the ruling made by the chair, the motion shall be decided by a standing vote.
4. Members may speak for no longer than three minutes on each motion.
 - a. Notwithstanding Clause (4), the mover of a motion shall be allowed to speak for five minutes.

Article 15: ELECTION MEETING

1. An Election Meeting shall be held each calendar year on 30 December.
2. The election of the Board shall take place at the Election Meeting.
 - a. The election of the Board shall proceed in the following order:
 - i. Chairperson,
 - ii. Past-Chairperson,
 - iii. Director of Finance,
 - iv. Vice-Chairperson,
 - v. Director of Procedures.
 - b. The order of the election can be changed by the support of two-thirds of the Members present.
3. Members of YPM Inc. must receive notice no less than three days prior to the Election Meeting of:
 - a. the date, time and location of the Election Meeting;
 - b. the right of all Members to proxy their vote to another Member, as per Article 13 clause 8;
 - c. the By-Laws concerning the campaigning and nomination process; and
 - d. the agenda to be followed at the Election Meeting, which shall list the following items:
 - i. Calling of the meeting to order,
 - ii. Appointment of the CRO (if necessary),
 - iii. Appointment of the Secretary (if necessary),
 - iv. Confirmation of Quorum
 - v. Declaration of proxies,
 - vi. Motion to allow visitors,
 - vii. Motion to open nominations for the position of [title of position],
 - viii. Nominations for the position of [title of position],

- ix. Motion to close nominations for the position of [title of position],
 - x. Speeches from the nominators for the position of [title of position],
 - xi. Speeches from the nominees for the position of [title of position],
 - xii. Question Period for the position of [title of position],
 - xiii. Voting for the position of [title of position],
 - xiv. Motion to destroy the ballots,
 - xv. **Motion to adjourn.**
4. Clauses (3dvii) to (3dxiii) shall be repeated on the agenda for each position to be elected to the Board.
 5. The Past-Chairperson shall act as the Chief **Returning** Officer (**CRO**).
 - a. In the event that the Past-Chairperson is unable to act as the Chief **Returning** Officer, the position shall be filled by a Member or Former Member of YPM Inc. as elected by the Membership.
 - b. The Chief **Returning** Officer may not vote, except as outlined in sub-clause (17d).
 6. The **Speaker of the Senate** from the previous year shall act as Secretary.
 - a. In the event that the Speaker of the Senate is unable to act as Secretary, the position shall be filled by a Member or Former Member of YPM Inc. as elected by the Membership.
 - b. The Secretary may not vote.
 7. Only current Members of YPM Inc. may be present in the election room, unless permission is granted by a majority vote of current Members to allow visitors to be present.
 - a. Notwithstanding Clause (7), visitors must remain apart from the Membership and may be asked to leave at the discretion of the Chief Electoral Officer.
 - b. Visitors must not display support of any kind for any candidate.
 8. Only current Members of YPM Inc. who have reached the age of majority per the *Corporations Act* may stand for election to the Board.
 - a. The Past-Chairperson is ineligible to be elected to the Board.
 - i. **Notwithstanding subclause (a), The Past Chairperson shall be eligible for re-election only in the event that no other member of YPM Inc. is eligible or nominated to run for the position of Past Chairperson.**
 9. No Director is eligible to hold the same position on the Board for more than one term.
 - a. The Chairperson is ineligible to run for any position other than Past-Chairperson.
 - b. If a current Board member resigns to run for another position on the Board in the event of a by-election, they may run again for the position that they previously held during that fiscal year.
 10. A candidate must have a nominator and a seconder.
 - a. Neither current nor elected Directors may move or second any candidate's nomination to the Board.
 - b. During the nomination, neither the candidate's nominator nor seconder may run in the election.
 11. Nomination speeches shall be limited to two minutes, and candidates' speeches shall be limited to three minutes.
 - a. Nominators shall speak in order of nomination.
 - b. Candidates shall speak in the reverse order of nomination.

- c. If any candidate or nominator explicitly states that the candidate cannot reapply for membership in YPM Inc. because they have reached the age limit, the candidate shall be automatically disqualified from the elections.
- 12. Immediately after the nomination speeches, the floor shall be opened up for a question and answer period.
 - a. The question and answer period shall be a maximum of fifteen minutes or five minutes for each candidate, whichever is longer in length.
 - i. Each candidate's response is limited to 1 minute in length.
 - b. Should a candidate be running uncontested for a position, there shall be no question and answer period.
 - c. All questions asked during the question and answer period shall be directed solely for the position that is being nominated, and shall be subject to the following:
 - i. The candidates, movers, and **nominators**, are prohibited from asking any questions during the question and answer period for that position.
 - ii. Should a person wish to pose a question, it must be written and signed, and then presented to the **CRO**. The **CRO** shall read the question aloud and is permitted editorial rights.
 - d. The **CRO** shall be granted the power to disallow any questions considered inappropriate or unrelated to the position in question. Each candidate shall take turns answering first but shall continue to answer the questions in the same order relative to each other.
- 13. Each Member is eligible to vote and shall receive one ballot for each election.
 - a. Once the candidates have voted, they shall be required to leave the room where voting takes place.
- 14. Members are to cast votes expressing their preferences by writing the names of the candidates and numbering them in their order of preference, with "1" being their most preferred, "2" being their second-most preferred, and so on.
 - a. Any ballot contrary to this standard shall be considered spoiled.
 - b. In the event that there is only one candidate running for that particular position, Members shall be asked to express their preference by writing a singular "YES" or a singular "NO."
 - i. If a simple majority of the ballots are marked "NO," the position shall remain vacant, and elections for that position shall be postponed to a later date, as per Article 17.
- 15. Once balloting is complete, the following individuals shall meet in a suitable place away from view of the Membership to count the ballots:
 - a. the Chief Electoral Officer, and
 - b. the Secretary.
- 16. At the discretion of each individual candidate, a candidate's nominator may scrutinize the counting of the votes but is not permitted to touch the ballots or interfere with the counting process. **The CRO shall inform the candidates of this right before the voting period begins and ask them whether they would like to exercise this right.**
- 17. The vote totals of each candidate on any given count of ballots shall be tabulated and compared.
 - a. The first count shall be counted according to first preference only.

- b. Should a candidate receive a simple majority of fifty percent plus one of the ballots cast on the first count, they shall be declared the winner.
 - c. If no candidate receives sufficient ballots marked **with their** with first preferences to attain a simple majority of 50 percent plus one, a second round of counting shall occur.
 - i. The candidate with the fewest number of ballots marked with first preferences for them shall be removed from the second round of counting and the ballots marked with first preferences for this candidate shall be redistributed according to the second highest preference expressed on that ballot.
 - ii. This same procedure shall be repeated until one candidate receives sufficient votes to achieve a simple majority of fifty percent plus one of the ballots cast, at which point this candidate shall be declared the winner.
 - iii. If only two candidates remain and neither has attained a simple majority of 50 percent plus one, the candidate with the higher number of ballots cast in their favour shall be declared the winner.
 - iv. If a candidate is disqualified, ballots shall be interpreted as if the candidate had been eliminated from contention in a previous round.
 - d. Any ties that occur shall result in a recount. If a tie remains, the tie shall be broken by the **CRO**.
18. The **CRO** shall announce the winning candidate, but not the final ballot count, to the candidates, **and subsequently to the general membership**.
- a. The final ballot count **shall be recorded separately and kept for a period of six (6) months following the adjournment of the election meeting, during which the ballot count can be revealed to the candidate upon request**.
 - b. The list of candidates and the winning candidate shall be noted in the minutes of the Election Meeting.
19. Subject to the approval of the **CRO**, a candidate may request a recount of the ballots.
20. Notwithstanding the arrangement of a nominator and seconder, those Members intending to run for a position on the Board shall not engage in overt campaigning.
- a. Following a first violation of clause (20), the **CRO** shall give the violating candidate one warning.
 - b. After the second offence, the **CRO** shall disqualify the offending Member from the elections.
 - c. Overt campaigning shall include, but not be limited to, the following:
 - i. any statement by a candidate to the effect that they are seeking election, barring requests for a nominator or seconder; or
 - ii. any statement of endorsement by a third party on the candidate's behalf, with the candidate's knowledge.
21. The minutes of the Election Meeting shall be taken by the Secretary.
22. If there are no nominations for a position on the Board, the **CRO** shall postpone elections for that position until a later date that is reasonably convenient to the current Membership.
23. **The CEO shall direct members to refrain from talking or otherwise communicating with each other during the election meeting, particularly electronically. The CEO shall be**

given the discretion and authority to appropriately reprimand members for violating this direction.

24. In extraordinary circumstances, as determined by the Board, the Election meeting and/or voting are permitted to take place via electronic means, during which the following changes to standard election procedure shall apply:

- a. Notwithstanding Clause (3), Members shall also receive notice of any changes to election procedure as a result of the electronic meeting and/or voting, the names of the electronic services to be used during the meeting, and information on how to use those services.
- b. Notwithstanding Clauses (3d[insert sub-sub-clause]) and (13), at the discretion of the Board and/or the CEO and depending on the method of electronic voting to be used, Voting for all positions may take place concurrently on a single ballot after the nomination for all positions, which shall be reflected as such in the agenda distributed to members.
- c. Notwithstanding Clause (12[insert subclause]), in lieu of paper notes, the CEO shall direct members to submit questions via a pre-determined electronic method which shall be both text-based and allow the CEO to identify the member asking the question.
- d. Notwithstanding Clauses (14), (15), and (17), the Board and/or a designate shall select and set up an Electronic Voting System (EVS) for the election according to the following guidelines:
 - i. Members shall be prevented from voting more than once per position by means of password protection and/or other security features,
 - ii. Ballots shall be recorded securely and without any means to identify the voter by their ballot,
 - iii. The EVS shall count ballots automatically and produce a certified and auditable report of the results,
 - iv. The EVS shall give voters an explicit option to abstain from each question,
 - v. In a single-candidate election, voters shall be given the option to vote either “Yes” or “No,”
 - vi. In a multi-candidate election, voters shall be given a means to rank each candidate in order of preference and the EVS shall offer a means to tabulate the votes using an instant-runoff ballot analogous to that process outlined in Clause (17),
 - vii. In a multi-candidate election, the EVS shall present the candidates to the member in a randomised order,
 - viii. The EVS shall not publicly publish any election results but shall store them securely where they may be accessed or distributed to authorised individuals,

- ix. The EVS shall be reasonably simple to set up during the election meeting and the CEO shall be familiar with the process of doing so.
- e. In accordance with Clause (16), Nominators acting as scrutineers shall be shown the certified election report and auditable results by the CEO.
- f. Notwithstanding Clauses (17d) and (19), Certified results produced by the EVS shall be assumed to be correct and no re-counts shall be permitted.

Article 16: IMPEACHMENT PROCEEDINGS

1. The Board may initiate the impeachment of a Director if that Director is found
 - a. to be considered to be unfit to perform their duties, or
 - b. to have failed in performing their duties in a manner satisfactory to the Board.
2. All impeachment proceedings must proceed in the following order:
 - a. An Impeachment Motion, which must be supported by two-thirds of the Board, which must
 - i. be unanimously supported by all Directors not including the Director who the Board is recommending be impeached,
 - ii. call for an impeachment by-election at a location convenient to the Membership, at a date no less than two weeks and no more than four weeks from the date of the passing of the Impeachment Motion; and
 - iii. name the Director whom the Board is recommending be impeached.
 - b. The impeached member of the board may stand for election in the impeachment by-election.
 - c. The Membership of YPM Inc. must receive notice in writing no less than one week prior to the date of the By-Election Proceedings of:
 - i. the wording of the Impeachment Motion carried by the Board and the date on which it was carried,
 - ii. the right of all Members to proxy their vote to another Member through a signed notice, and
 - iii. the right of the impeached member of the Board to stand in the by-election for the position they were impeached from.
 - d. Any deviance from these stated impeachment proceedings must be approved at the Impeachment Meeting by two-thirds of the membership of YPM Inc.

Article 17: BY-ELECTION PROCEEDINGS

1. If one or more positions on the Board should become vacant, then:
 - a. a by-election shall be held to fill the position if the vacancy arose prior to the 15 August; or
 - b. subject to Article 7, Clause (12), the remaining Directors shall assume the duties of the missing Director if the vacancy arose on or after August 15th.
2. By-election proceedings must occur in the following order:
 - a. The Board shall pass a by-election motion, which shall

- i. state the title of the position on the Board which has become vacant and the reasons behind the vacancy;
 - ii. set a date and time for a By-Election Meeting, which shall be **no less than two weeks and no more than four weeks** from the date of the arising of the vacancy; and
 - iii. set a location for the meeting **which is** convenient to the Membership.
- b. The Membership of YPM Inc. must receive notice in writing no less than one week before the date of the By-Election Meeting of
 - i. the right of all Members to proxy their vote to another Member through a signed notice; and
 - ii. the agenda to be followed at the By-Election Meeting, which shall list the following items:
 1. Calling of the meeting to order,
 2. Declaration of proxies,
 3. Statement by the Board explaining the reasons for the meeting,
 4. Motion to open nominations for the position of [title of vacant position],
 5. Nominations for the position of [title of vacant position],
 6. Motion to close nominations for the position of [title of vacant position],
 7. Speeches from the nominators for the position of [title of vacant position],
 8. Speeches from the nominees for the position of [title of vacant position],
 9. Question Period for the position of [title of vacant position],
 10. Voting for the position of [title of vacant position],
 11. Motion to destroy the ballots,
 12. Adjournment.
3. Should there be more than one position that has become vacant, then **subclauses (2bii4) through (2bii10)** shall be repeated on the agenda.
4. Responsibility acting as meeting chair shall fall to the Past-Chairperson from the previous year.
 - a. Should the Past-Chairperson from the previous year not be available to act as meeting chair, then a member of the Board shall preside.
 - b. If neither a member of the Board nor the Past-Chairperson from the previous year are available to act as meeting chair, then the Membership shall appoint a meeting chair at the meeting.
 - c. A member of the Board seeking election may not act as meeting **C**hair.
5. Responsibility for taking accurate minutes of the meeting shall fall to the meeting chair, or their designate.
6. Following the election of new Director(s), the Membership shall be notified in writing of the names of the new Director(s) and the positions to which they have been elected no less than seven days from the By-Election Meeting.
7. No current member of the Board may move or second a nomination at a By-Election Meeting.

8. Current Directors on the Board may be nominated for a vacancy on the Board, **subject to Article 15(9)**.
 - a. If a current Director on the Board wins the by-election for a vacant position, an immediate by-election shall be called to fill their former position.

Article 18: INVOLVEMENT IN CYP

1. The relationship between YPM Inc. and CYP shall be as the Board deems fit.
2. The Board shall only nominate the following individuals to attend a CYP session:
 - a. Members of YPM Inc., and
 - b. Former Members of YPM Inc. whose membership lapsed no more than two years prior to the starting date of the CYP session.
3. The Board shall nominate all individuals to attend CYP by the specified registration deadline of the year of the CYP session.
4. A provisional budget for CYP must be approved at the AGM one year prior to the year YPM hosts CYP
5. The waived or sponsored amount provided for financial costs of CYP for members attending from YPM will be at the discretion of the board.

Article 19: AMENDMENT OF GOVERNING DOCUMENTS

1. Motions to amend the Governing Documents **may** only be moved and debated at the AGM.
 - a. **Notwithstanding Clause (1), amendments to the Governing Documents may not be moved or debated at Election or By-Election Meetings.**
2. Members must be informed in writing 30 days prior to the AGM of their right to submit amendments.
3. For any amendment to be considered at the AGM, it must be submitted to the Board two weeks prior to the AGM and to the Membership one week prior to the AGM.
4. Motions to amend the Governing Documents shall be approved only if they carry the support of two-thirds of the Members present at the AGM.
5. A motion to amend a proposed amendment to the Governing Documents at the AGM shall be permitted so long as it is relevant to the original amendment.
6. Amendments approved at the AGM shall come into effect immediately.
7. From time to time, the Board may choose to temporarily amend the Governing Documents of YPM Inc. via an Order-in-Council.
 - a. The following may not be amended by an Order-in-Council:
 - i. Articles (1) through (6) **and (15) and** (17) of the By-Laws, or
 - ii. the Canada Youth Parliament Act.
 - b. Orders-in-Council must receive unanimous consent from the Board.
 - c. Orders-in-Council shall come into effect one week after their issuance and shall expire at the following AGM.
 - d. Orders-in-Council shall be considered as motions to amend at the AGM. For the Orders-in-Council to be ratified, two-thirds of the membership must **them**.

- e. Members of YPM Inc. shall be notified about all Orders-in-Council within one week of their issuance.
- 8. The Board or its designate shall be permitted to, as appropriate, make any of the following changes to the governing documents in the name of regular upkeep, which shall not require notification to or approval of the membership:
 - a. Correction of errors in spelling, grammar, formatting, or typography
 - b. The replacement of any gender-exclusive language and terms with gender-neutral alternatives.

Article 20: COMMITTEES

- 1. A motion to strike an Ad Hoc Committee can be entertained at any general meeting, except Election or By-Election meetings, if it includes the following information:
 - a. a committee name;
 - b. a mandate; and
 - c. the names of its members and its chair, all of whom must be Members or Senators of YPM Inc.
- 2. The term of an Ad Hoc Committee shall begin at the closing of the meeting at which it was struck and end exactly one year later.
- 3. An Ad Hoc Committee can be struck by a majority vote of the Board, given the information listed in sub-clauses (1a) through (1c), which will end exactly one year later.
- 4. An Ad Hoc Committee shall present its final report to the Board six weeks prior to the AGM.
 - a. The Board shall forward to the Membership both the Ad Hoc Committee's final report and the Board's response thereto two weeks prior to the AGM.
- 5. Notwithstanding impeachment as per Article (16) or revocation of membership as per Article (5), if a member of an Ad Hoc Committee ceases to be a Member of YPM Inc., they shall remain a member of the committee.
- 6. All members of an Ad Hoc Committee shall have an equal vote except the chair, who shall, in case of a tie, vote a second time.
- 7. There shall be a Special Committee struck annually at a time following 1 January and no less than one month prior to the AGM to review the Governing Documents.
 - a. The committee shall be styled as the Standing Orders and By-Laws Organizational Committee (SOBLOC).
 - b. The mandate of SOBLOC is to propose amendments to the Governing Documents and make recommendations for future changes thereto.
 - c. The membership of SOBLOC shall be made up of the following:
 - i. the Director of Procedures, who shall act as chair of the committee;
 - ii. the Past-Chairperson; and
 - iii. at least three members elected by and from the Cabinet.
 - d. SOBLOC shall present its final report to the Board prior to the AGM.
 - i. The Board shall forward to the Membership both SOBLOC's final report and the Board's response thereto one week prior to the AGM.
- 8. The Chairperson shall serve as a non-voting, ex-officio member of all committees.

Article 21: DISSOLUTION

1. Upon the dissolution of the Corporation, any funds or assets remaining after paying all debts shall be distributed to an incorporated, non-profit Manitoba organization as determined by the Board.
 - a. The organization's mandate should pertain to the development of leadership skills and fellowship amongst Manitoban youth.

Article 22: RESIDUAL POWERS

1. Any matter concerning YPM Inc. not dealt with in the By-Laws shall be acted upon at the discretion of the Board.