



University Students' Council of the University of Western Ontario  
**BY-LAW #4**

**EFFECTIVE:** 30 October 2012

**SUPERSEDES:** 16 March 2011

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**AUTHORITY:** Council

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Executive Council  
30 October 2012

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**RELATED DOCUMENTS:** By-Law #1

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**BY-LAW #4**

**of**

**UNIVERSITY STUDENTS' COUNCIL  
OF THE  
UNIVERSITY OF WESTERN ONTARIO**

**GENERAL MANAGER ROLES  
AND RESPONSIBILITIES**



**PURPOSE:**

A by-law to govern the duties and responsibilities of the General Manager.

**1.00 DEFINITIONS AND INTERPRETATION**

**1.01 Definitions**

In this By-Law and all other By-Laws and resolutions of the Corporation, unless otherwise stated or the context requires otherwise:

- (1) "**Act**" means the Corporations Act, R.S.O. 1990, c. C.38, as amended from time to time, and every statute that may be substituted for it and, in the case of such substitution, any references in the By-Law to provisions of the Act shall be read as references to the substituted provision in the new statute;
- (2) "**Collective Agreement**" means the agreement between the University Students' Council of The University of Western Ontario and Canadian Union of Public Employees and its Local 2820.
- (3) "**Corporation**" means University Students' Council of the University of Western Ontario, a corporation without share capital incorporated under the Act;
- (4) "**The Council**" means the legislative branch of the University Students' Council and includes all of the Members;
- (5) "**Executive Officer**" means the President, and any Vice-Presidents;
- (6) "**General Manager**" means to most senior member of the permanent administrative staff, reporting directly to the Board of Directors and fulfilling duties as described in this by-law.
- (7) "**Policies and Procedures**", "**Policy**" and "**Procedure**" includes any document approved by the Council that regulates the transactions and affairs of the Corporation, excluding any By-Laws and Letters Patent;
- (8) "**Strategic Vision**" means the Corporation's long-term strategic vision, which may also be referred to as a long-term strategic plan;
- (9) "**Union Employee**" means any employee recognized as part of CUPE Local 2820 bargaining unit.
- (10) "**Managing Director**" means the most senior employees reporting directly to the General Manager who are responsible for directing various administrative and



operational units within the Corporation to achieve the strategic direction set by the Board of Directors and Council.

**1.02 Other definitions**

The terms are defined in the context in which they appear and shall have the meanings therein indicated.

**2.00 AMENDMENT OF THE BY-LAW**

**2.01** The By-Law shall be amended in compliance with the Procedure provided for within By-Law #1, and not contrary to the Act and the Letters Patent.

**3.00 APPOINTMENT – AUTHORITY**

**3.01 Appointed by the Board of Directors**

(1) There shall be a General Manager who shall be appointed by and report directly to the Board of Directors as per established Human Resources procedures, and who shall carry out any and all of the administrative duties and responsibilities as established by the Board of Directors.

(2) The President shall have day-to-day supervisory responsibility for the General Manager and shall coordinate performance reviews with other members of the Board of Directors. All aspects of the General Manager's employment contract shall be under the authority of the Board of Directors, and any changes to the General Manager's employment relationship shall require approval of the Board of Directors.

**3.02 Qualifications and Experience**

(1) The General Manager shall be chosen solely on the basis of the person's management and administrative qualifications with special reference to the person's actual experience or his/her knowledge of the duties of office.

**3.03 Responsible to the Board of Directors**

(1) The General Manager shall be responsible only to the Board of Directors.

(2) The General Manager shall hold office at the pleasure of the Board of Directors, consistent with Human Resources obligations, policies and procedures.



### **3.04 Acting General Manager**

- (1) The Board of Directors may appoint an Acting General Manager who shall act during the illness, absence or other incapacity of the General Manager, to perform the duties of such office.
- (2) Should the Board of Directors not appoint an Acting General Manager, the General Manager may designate the role to a Managing Director subject to Board of Directors approval to act during a period of the General Manager's temporary absence, not to exceed eight (8) consecutive weeks in any one (1) calendar year.

### **3.05 Management and Administration of Operations and Departments**

- (1) The General Manager shall be the Chief Administrative Officer of the corporation.
- (2) This By-Law delegates authority to the General Manager to exercise general control and management of the Corporation's operations and administrative departments.
- (3) This By-Law delegates authority to the General Manager to create and amend Administrative procedures. Procedures shall allow for the standardization of certain administrative and operational systems and processes, and shall be consistent with all Board and Council approved Policy.
- (4) The Corporation's Board of Directors, retains the ultimate authority to manage the affairs of the Corporation consistent with the By-Laws, the Strategic Vision and the Policies and Procedures.

### **3.06 Encroachment on Board of Directors and Council Powers – Prohibited**

- (1) The duties and responsibilities as set forth in this By-Law shall not empower the General Manager to perform or direct any act or matter that would to any extent whatsoever encroach upon the legislative powers of the Board of Directors or Council.

## **4.00 RESPONSIBILITIES – GENERAL**

### **4.01 Business Affairs**

- (1) The General Manager shall coordinate and oversee the Managing Directors in the administration of the business affairs of the Corporation in accordance with the By-Laws, the Long-Term Plan and the Policies and Procedures established and approved by the Council and Board of Directors.



**4.02 Direction and Control of Employees – President and Vice-Presidents Exception**

- (1) The General Manager shall exercise control and direction of all employees, except elected and appointed President, Vice-President and the volunteers within their portfolios.

**4.03 Efficient Administration**

- (1) The General Manager shall be responsible for the overall efficient operation of the Corporation's administration.

**4.04 Employee Skill Development and Morale**

- (1) The General Manager shall be responsible for motivating the development and skills of the Managing Directors and their staffs to foster productivity, professionalism and high morale.

**4.05 Coordinate Managing Director's Plans and Programs**

- (1) The General Manager shall coordinate and oversee the Managing Directors in the preparation of plans and programs to be submitted to the Board of Directors for their feedback and approval.

**4.06 Coordinate Policy Implementation**

- (1) The General Manager shall coordinate and oversee the Managing Directors in the implementation, management and evaluation of all plans, programs, and directives approved by the Board of Directors for the purpose of ensuring the direction of the Board of Directors is carried out.

**4.07 Recommendations to Board of Directors**

- (1) The General Manager shall serve the Board of Directors as the principal policy advisor.
- (2) The General Manager shall organize, coordinate, and present to the Board of Directors, recommendations arising from administrative operations which require approval of the Board of Directors, and to provide resolutions arising from such recommendations to the Board of Directors for their consideration.

**4.08 Progress Reports and Information to Board of Directors**

- (1) The General Manager shall present to the Board of Directors, in cooperation with the Managing Directors of the Corporation, reports and information regarding progress, challenges and accomplishments of programs and projects.



- i. Given the unique, student driven nature of the organization, the General Manager shall provide an abundance of information to the Board of Directors and shall take every opportunity to receive feedback regarding the administration and operation of the Corporation.

**4.09 Evaluate Systems and Structures**

- (1) The General Manager shall direct periodic review of the corporate organization, its structural, management and internal communication systems, and to report the outcome of those reviews and recommend action for approval.

**4.10 Regular Meetings with Managing Directors and Other Employees**

- (1) The General Manager shall convene and conduct regular meetings of the Managing Directors of the Corporation and other appropriate employees as required, to facilitate the coordination of administrative activities.

**4.11 Resourcing Council and Board of Directors Approved Task Forces and Committees**

- (1) The General Manager shall appoint, subject to Board of Directors prior approval, staff task forces or committees as required and direct them to report to the General Manager on any matter within the powers of the Board of Directors.

**4.12 Obtain External Advice**

- (1) The General Manager shall obtain the advice of Legal Counsel, Auditors, consultants retained by the Corporation, and other external sources as deemed necessary and in accordance with Board of Directors defined guidelines and budget restrictions.

**4.13 Meeting Attendance Privilege**

- (1) The General Manager shall attend Board of Directors, Council and Standing Committee meetings, and Audit and Advisory Committee meetings with the right, with the consent of the chair, to speak but not to vote thereat.
  - i. Attendance of the General Manager may be restricted at in-camera meetings of the Board of Directors, Council and Standing Committees, as per established procedures within By-Law #1.

**4.14 Resource Information and Executive Professional Development**

- (1) The General Manager shall provide resource information requested by the Executive Officers, and shall work with the Executive Officers to plan and deliver



upon their professional development and skill development needs, within defined budget and resource restrictions.

#### **4.15 Job Description**

- (1) The General Manager shall, without limiting the generality of the forgoing, perform the responsibilities and exercise the powers which are included in the General Manager's job description, as set out in the attached appendix, or which may, from time to time, be assigned to the General Manager by the Board of Directors.

#### **4.16 Delegate Duties to Managing Directors**

- (1) The General Manager shall delegate appropriate duties and responsibilities to Managing Directors within the approved organizational structure.

#### **4.17 Maintenance of Policy and Procedure Manuals**

- (1) The General Manager shall ensure that a comprehensive manual of approved Council and Board of Directors legislative policies and procedures and General Manager approved administrative policies and procedures are maintained for reference purposes.

#### **4.18 Maintain External Administrative Relationships**

- (1) The General Manager under supervision of the Board of Directors shall attend to the interests of the Corporation on external issues at the administrative level. Examples could include administrative issues with the London Transit Commission, The University of Western Ontario, or other external vendors and suppliers.
  - i. The political representation and voice of students shall always be the exclusive domain of the President and Executive Officers; where administrative and political relationships overlap, relationship maintenance shall be done in conjunction with the appropriate Executive Officer.

### **5.00 PERSONNEL ADMINISTRATION**

#### **5.01 Managing Directors – Appointment and Dismissal Recommendations**

- (1) As per By-Law #1, Section 6.09 (4), The General Manager shall have the authority to recommend to the Board of Directors the appointment, promotion, demotion, suspension or dismissal of Managing Directors reporting directly to the General Manager.



**5.02 Managing Directors – Remuneration**

- (1) The General Manager shall coordinate the administration of Board of Directors approved wage or salary plans affecting Managing Directors reporting directly to the General Manager.

**5.03 Non-Union Employees Status Recommendations**

- (1) The General Manager shall have authority in cooperation with the appropriate Managing Director to employ, appoint, promote, demote, suspend or dismiss employees of the Corporation below the rank of Managing Director and not covered by collective agreement, in accordance with the lines of authority defined in the organizational structure.

**5.04 Union Employee Status Recommendations**

- (1) The General Manager shall coordinate with the appropriate Managing Director to appoint, employ, promote, demote, suspend and dismiss all other employees of the Corporation in accordance with procedures contained in the Collective Agreement and in accordance with the lines of authority defined in the organizational structure.

**5.05 Collective Agreement Negotiation and Administration**

- (1) The General Manager shall coordinate the negotiation and administration of the Collective Agreement and to recommend to the Board of Directors the acceptance/rejection of the Collective Agreement concerning wages and benefits with the union.

**6.00 FINANCIAL ADMINISTRATION**

**6.01 Financial Results Administration**

- (1) The General Manager shall ensure the Corporation's financial results in cooperation with the Vice-President Finance and the appropriate Managing Director, are administered in a sound and efficient manner within the guidelines set by the Council and Board of Directors and shall be deemed to include:
  - i. Establishment of annual estimates of current revenues and expenditure and capital forecast; and,
  - ii. Financial control over all operations and administrative departments and approved budget appropriations, excluding administration over allocations to the Presidents, Vice-Presidents, and Executive Officers, which shall be under the oversight of the Vice-President Finance.





**6.02 Authorized Purchases, According to Policy**

- (1) The General Manager shall ensure that no employee or agent of the Corporation shall make any purchase, except for a purpose and in the sum authorized in the budget, conforming at all times to any prevailing purchasing policies as approved by the Board of Directors.

**7.00 ORGANIZATIONAL – MANAGEMENT POLICY DEVELOPMENT**

**7.01 Reorganization of Departments and Operations**

- (1) The General Manager shall create and re-organize such administrative Departments of the Corporation as may be considered necessary to accomplish the plans of the organization.

**7.02 Administrative Mandates of Departments – Recommend**

- (1) The General Manager shall submit periodic recommendations to the Board of Directors for approval concerning the administrative mandate of departments and organizational structure of departments, in line with the Council-approved Vision, Mission, Budget, and Long-Term plan.