



CONSTITUTION

WHEREAS the Canadian Study of Parliament Group, founded in 1978, is a non-profit, non-partisan organization that brings together people with an interest in the role, function and reform of parliamentary institutions;

WHEREAS this Constitution is to govern the activities and operations of the Canadian Study of Parliament Group, including in respect of its Board of Directors;

WHEREAS the Canadian Study of Parliament Group strives to foster discussions amongst individuals that are representative of Canada's current and evolving population;

THEREFORE, with the consent of its members as expressed at the Annual General Meeting held on May 1, 2025, the following replaces the Constitution adopted on April 14, 2023:

Interpretation

1. In this Constitution,

"Board" means the Board of Directors as established under section 7.

"Director" means a member of the Board as described in section 7.

"activity" means a seminar, conference, workshop or other initiative organized or sponsored by the CSPG—in whole or in part and however named—that is not a meeting of the Board.

"Executive" refers to the members of the Board who are the President, Vice-President, Immediate Past President, Secretary, Treasurer, and Communications Officer.

"CSPG" means the Canadian Study of Parliament Group.

"member" means, unless otherwise indicated, both "statutory" and "regular" members, as described in section 5.

"parliamentary topics" include subjects related to

- (a) the Parliament of Canada;
- (b) the legislature of a province or territory of Canada;
- (c) parliamentary and legislative processes;
- (d) relationships between the branches of government; and
- (e) the role of the Crown.

Objective

2. The objective of the CSPG is to encourage and promote the study of parliamentary topics, including by:
 - (a) sponsoring research and studies;
 - (b) hosting events and providing other forums for discussions; and
 - (c) partnering, including with other Study of Parliament groups.

Activities

3. (1) The CSPG must carry out the following activities in relation to parliamentary topics:
 - (a) organize and sponsor conferences, seminars, and discussion workshops;
 - (b) encourage, through grants and bursaries, scholarship, academic research and writing; and
 - (c) prepare and disseminate publications.
- (2) Each year, at least one activity under subsection (1) must focus on diversity, equity, inclusion or accessibility.
- (3) The Board may do all things necessary to support the activities of the CSPG, including by loaning or providing money and by entering into contracts.

Working languages

4. (1) Activities of the CSPG and its Board are to take place in both official languages of Canada, except in exceptional circumstances.
- (2) Public communications from the CSPG must be in both official languages.

Members

5. (1) Statutory members consist of:
 - (a) the Directors of the CSPG;
 - (b) the Clerk of the Senate;
 - (c) the Clerk of the House of Commons; and
 - (d) the Parliamentary Librarian.
- (2) Regular members consist of individuals who are committed to achieving the objectives of the CSPG as described in section 2 and who apply in writing. Applications for membership are subject to the following conditions:
 - (a) they must be received at least 60 days before the date of an Annual General Meeting or Special General Meeting; and
 - (b) they must be approved by the current Board of Directors, which will consider them as soon as possible at its next meeting and will only refuse them for serious reasons or for reasons that may harm the reputation of the CSPG.
- (3) (a) Statutory members remain members for five years from the end of their term and may apply for regular membership thereafter;

- (b) Regular members remain members for five years from the date their membership application is approved by the Board;
- (c) Regular members may request a renewal of their membership for a further five years by contacting the CSPG;
- (d) Members may terminate their membership by contacting the CSPG; and
- (e) The Board of Directors may terminate a membership at any time for serious reasons or for reasons that may harm the reputation of the CSPG.

Meetings of members

6. (1) An Annual General Meeting of members must be held not later than 90 days after the end of the fiscal year end of the CSPG, at a date and time determined by the Board.
- (2) A Special General Meeting must be held within 30 days upon the written request of any 20 members, or by a resolution of two-thirds of the members of the Board, at a date and time determined by the Board.
- (3) At least 20 days' written notice of an Annual General Meeting or Special General Meeting must be provided to all members.
- (4) At an Annual General Meeting or a Special General Meeting:
 - (a) the Immediate Past President is to preside;
 - (b) the quorum is 16 members, including members of the Board then in office; and
 - (c) participation is limited to members and other persons invited by the Board.
- (5) (a) The Annual General Meeting:
 - (i) receives and approves the President's annual report;
 - (ii) receives and approves the financial statements;
 - (iii) elects the Board and selects its Executive;
 - (iv) formulates proposals and gives instructions to the Board consistent with the objectives of the CSPG; and
 - (iv) modifies the CSPG's Constitution in accordance with subsection 11(1).
 (b) The Special General Meeting only addresses matters provided for in the notice of meeting.
- (6) An Annual General Meeting or Special General Meeting may be held in person or by another means, as determined by the Board.
- (7) The conduct of an Annual General Meeting or Special General Meeting is in accordance with the usual procedure of Joint Committees of the Senate and House of Commons, to the extent possible.

Board of Directors

7. (1) The Board consists of at least 10, but no more than 15, Directors, including the Executive.
- (2) Among the Directors, to the extent possible,
 - (a) one is a Deputy Principal Clerk from Procedural Services at the House of Commons;

- (b) at least one is an employee of the Senate Administration;
- (c) at least one is an employee of the Library of Parliament;
- (d) at least one is an academic who teaches political science or a related field other than law;
- (e) at least one is an academic who teaches law within a faculty of law;
- (f) at least one is a public servant who works for an entity other than the Senate, House of Commons, or Library of Parliament; and
- (g) at least four have English as their first official language and at least four have French as their first official language.

(3) The roles and responsibilities of the Executive are as follows:

(a) President, responsible for

- (i) establishing the agenda for meetings of the Board and presiding Board meetings;
- (ii) ensuring the management and follow-up of strategic files;
- (iii) representing the CSPG to partners and funders; and
- (iv) ensuring the implementation of Board decisions.

(b) Vice-President, responsible for

- (i) supporting the President in the exercise of their functions;
- (ii) replacing the President in case of absence or incapacity; and
- (iii) other duties as assigned by the Board.

(c) Immediate Past President, responsible for

- (i) chairing a committee of the Board responsible for recruitment to fill vacant positions on the Board;
- (ii) presiding Annual General Meetings and Special General Meetings; and
- (iii) providing strategic advice to the President and Board.

(d) Secretary, responsible for

- (i) preparing and distributing agendas and minutes for Board meetings, Annual General Meetings and Special General Meetings;
- (ii) working in collaboration with the administrative support to ensure the management and completion of administrative and correspondence files; and
- (iii) maintaining the records of the CSPG and managing access to them.

(e) Treasurer, responsible for

- (i) sharing any financial updates with the Board;
- (ii) ensuring sound financial management of the CSPG in collaboration with the President;
- (iii) preparing and presenting an annual budget to the Board in accordance with section 9;
- (iv) preparing and presenting a financial report for the previous fiscal year at the Annual General Meeting in accordance with section 9;
- (v) managing relations with the CSPG's banking, accounting, and auditing institutions;
- (vi) ensuring the payment of current invoices and other reimbursements; and
- (vii) chairing a committee of the Board responsible for financial matters.

(f) Communications Officer, responsible for

- (i) managing the communications tools of the CSPG;
- (ii) preparing and disseminating different informational and promotional messages in both official languages on the CSPG's platforms;
- (iii) serving as the point of contact with partners for all communications matters; and
- (iv) chairing committee of the Board responsible for communications.

(4) No person may be a Director if they are not capable of understanding both English and French.

(5) The Board shall strive to ensure that its membership complies with subsection (2) and reflects gender parity and regional representation from coast to coast to coast and may appoint additional Directors to achieve this objective.

(6) Each Director serves a renewable two-year term, and is, in accordance with the selection process as determined by the Board, to be elected by a decision of the members present at an Annual General Meeting or Special General Meeting. Each Executive term is for a one-year renewable term.

(7) A vacancy may be filled by decision of the Board, unless an Annual General Meeting or a Special General Meeting is to occur within 30 days of the vacancy.

(8) A member of the Board may resign at any time by providing notice in writing to the President who must advise the Board at the first opportunity.

(9) A member of the Board may be removed by a two-thirds vote of the Board for cause or because they are no longer eligible to be a member of the Board.

(10) Members of the Board serve on a voluntary basis and are not compensated.

Meetings of the Board

8. (1) The quorum for meetings of the Board is a majority of the members of the Board then in office.

(2) Decisions of the Board are made by a majority of members present at a meeting, unless otherwise provided by this Constitution.

(3) To facilitate its work, the Board may establish committees and subcommittees and set their terms of reference.

(4) The Board may determine the time, place, and manner in which to hold its meetings.

Finances

9. (1) The financial year of the CSPG is the calendar year.

(2) The Treasurer must submit a proposed budget to the Board for the next financial year no later than October 1st, and must present a financial report for the previous fiscal year at the Annual General Meeting.

(3) As required at an Annual General Meeting, the members must appoint, on recommendation of the Treasurer, a person at arm's length from the Board to review the accounts of the CSPG and to hold office until their contract expires — a period which may not exceed three years. The Board may fill any vacancy in that office of auditor that occurs between Annual General Meetings. The auditor's remuneration, if requested, must be approved by the Board.

Subordinate instruments

10. (1) The Board may establish rules, directives, policies and guidelines that supplement this Constitution and provide for matters not herein expressed.

(2) The President must inform members of any subordinate instruments adopted at the next Annual General Meeting.

Amendments

11. (1) Amendments to this Constitution may be made by resolution agreed to by a two-thirds majority of members present at an Annual General Meeting or Special General Meeting, provided that any proposed amendment was distributed along with the notice of the meeting.

(2) This Constitution comes into effect upon its adoption. For greater certainty, the Board may make, modify or repeal any subordinate instrument without delay as required to ensure its implementation.