# CONSTITUTION

The purpose of the Peak Publications Society is to facilitate the publishing of material by and for the benefit of students of Simon Fraser University. In pursuit of this goal, the Society shall:

1. Report on matters of import and interest to the membership, provide a forum for discussion and debate of issues important to the Simon Fraser University community and beyond, defend freedom of speech within that forum, and provide a source for original entertainment material for the SFU community.
2. Maintain independence from editorial or financial pressure from any external agents. Pursuant to this, editorial policies, advertising policies, staffing policies, and organizational structuring shall be decided within the organization, within the bounds of applicable law.
3. Sponsor events and prizes for the benefit of the SFU community.
4. Ensure that all officers and agents of the Society adhere to the Code of Ethics.

All publications of the society and all involved in their production shall adhere to the following Code of Ethics, which is intended as a minimum standard of conduct.

1. Journalists shall strive for accuracy in their reporting at all times, and shall never misrepresent, falsify, or distort facts.
2. Journalists shall seek all perspectives relevant to their topic, and the Society shall allow space for conflicting views.
3. Journalists shall respect the confidence of sources and private documents, within the bounds of the law, the public interest, and freedom of the press.
4. All writers and producers shall be aware of libel and copyright laws and conduct all of their activities in accordance with them.
5. Mistakes and inaccuracies shall be swiftly and prominently corrected.
6. The interests and viewpoints of those who may be harmed by coverage in the Society’s publications shall be considered in all publishing decisions.
7. Material intended to promote bigotry or violence against a group or person shall not be included in any of the Society’s publications, except in the limited context of reporting or commentary upon it. This provision shall not be interpreted to exempt groups or persons from legitimate criticism.

# BYLAWS

## Bylaw 1. Interpretation and definitions

1. In these Bylaws, unless the context otherwise requires:
2. 'Society' means the Peak Publications Society,
3. 'Board' means the Board of Directors of the Society,
4. ‘University’ means Simon Fraser University,
5. 'Semester' means the normal sixteen week academic term at the University,
6. 'The Peak' means the Society’s primary publication described in Bylaw 5, including its web site,
7. 'Employee' means any person employed by the Society on an hourly or salary basis, but excluding editors and those hired under Bylaw 7.2.b.,
8. ‘Student’ means any individual who is registered in a course or program at the University for the current semester, or has registered in a course or program at the University in the previous semester and has not applied for graduation,
9. ‘Student Society’ means the Simon Fraser Student Society and/or the Graduate Student Society at SFU,
10. 'the Chair' means the Chairperson of the Board of Directors of the Society,
11. ‘Collective’ means a Collective established under Bylaw 4,
12. 'Subscription Fee' means referenda-approved funding paid to the Society by full and part-time students.

## By-law 2. Membership and Subscription Fees

1. Membership in the Society shall be automatic for all members of the Editorial Board of all of the Society's publications, all members of the Board of Directors, all members of every Collective, and all Employees of the Society during their terms of office.
2. Membership may be granted to any Student through a vote of a Collective, with that membership lasting for the current Semester. Membership may also be granted to any Student through a resolution at a General Meeting.
3. The Chair or a designee shall maintain a membership roster, and provide a copy to any member who requests it.
4. The Board shall ensure that in at least two (2) of the first three (3) weeks of publishing The Peak in each semester, there shall be placed prominent advertising informing members of the conditions and privileges of membership.
5. All members of the Society shall be voting members of the Society. All members of the Society shall be members in good standing.
6. A member may not be expelled by the Society.
7. Any Student may, within the first 14 days of classes, present a copy of their course registration and request a refund of the Subscription Fee paid for that Semester. The refund shall be paid within 14 days of the request.

## Bylaw 3. General Meetings

1. Annual General Meeting
   1. The Annual General Meeting of the Society shall be called in September or October of each year by the Board.
   2. Notice of the Annual General Meeting shall be published at least two (2) weeks prior to the meeting in The Peak and shall state the agenda of the meeting.
   3. Eligible voters at the Annual General Meeting shall be members of the Society registered before the day of publication of notice of the Annual General Meeting.
   4. There shall be no proxy voting.
   5. Quorum for the Annual General Meeting shall be thirty (30) per cent of the total Society membership. After 30 minutes, Quorum shall be lowered to twenty (20) members with the provision that only the following matters can be put to resolution:
      1. Approval of past minutes of the Society.
      2. Approval of the Society’s audited financial statements.
      3. Appointment of the Society’s auditor.
      4. Any resolution that has been submitted for consideration in the form of a petition supported by, signed by, and including the student numbers of three (30) percent of the members of the Society and has been duly advertised in The Peak as per Bylaw 3.2.d.
      5. Resolutions conferring new memberships.
      6. Election of At-Large Board members.
2. Special General Meeting.
   1. A Special General Meeting of the Society may be called by the Board.
   2. A Special General Meeting must be called by the Board within twenty-one (21) days of receipt of a petition demanding such a meeting from five (30) per cent of the members.
   3. The petition for a Special General Meeting shall:
   4. state the purpose of the meeting,
   5. be signed by the members of the Society petitioning for the Special General Meeting.
   6. Notice of the Special General Meeting shall be published at least two (2) weeks prior to the meeting in The Peak and shall state the purpose and agenda of the meeting.
   7. Eligible voters at the Special General Meeting shall be members of the Society registered before the day of publication of notice of the Special General Meeting.
   8. There shall be no proxy voting.
   9. Quorum for the Special General Meeting shall be given by Bylaw 3.1.e.

## Bylaw 4. Collective and Editors

1. Each of the Society’s publications shall have a Collective.
2. Membership in a Collective shall be automatic for:
   1. Current editors of the publication,
   2. Any Student who has contributed to the publication during the current Semester.
3. Each Collective shall hold regular meetings, and publish the time and location of those meetings.
   1. If the publication has only one editor, its Collective meetings shall be considered quorate if the editor and two other Collective members are present.
   2. If the publication has more than one editor its Collective meetings shall be considered quorate if at least 75% of the editorial board is present.
4. Each Collective shall be responsible for the content of their particular publication.
5. The editorial structure and recruitment procedure for each of the Society’s publications, except The Peak, shall be set out in a Editorial Policy that shall be ratified by the Board at the time that publication is created. Amendments to the Editorial Policy shall be ratified by a two-thirds vote of a quorate Collective meeting and the Board.
6. Only Students who do not hold any office at any Student Society or any position on any governing body of the University may become editors.

## Bylaw 5. The Peak

1. The Peak shall have an Editor-In-Chief.
   1. *Election of the Editor-in-Chief*
      1. The Editor-In-Chief shall be a member of the Peak Collective, a current Student, and must not hold any office at any Student Society or any position on any governing body of the University.
      2. The Editor-In-Chief shall be elected in a vote of the Peak Collective, conducted by two impartial officers appointed by a vote of the Peak Collective. If only one application is received, that applicant must be elected in a Yes/No ratification vote.
      3. The term of office of the Editor-In-Chief shall be one year.
      4. In the case of the death, resignation, or impeachment of the Editor-In-Chief, or if an election is held in which there is no winner, a by-election shall be called under the provisions of Bylaw 5.1.a., and the winner shall serve until the next regularly scheduled election.
   2. *Powers of the Editor-in-Chief.* The Editor-In-Chief shall have duties dictated by an Editor-in-Chief Job Description, which shall at a minimum include:
      1. Power to define policy setting the editorial standards of The Peak, subject to the limitations of the Peak Publications Society Code of Ethics and applicable law,
      2. Power to define disciplinary policy and distribute formal warnings to editors,
      3. Responsibility to investigate and respond to complaints and/or grievances and attempt to resolve them to the satisfaction of all parties,
      4. Responsibility to attend meetings of the Board of Directors as a member.
   3. In the event that the Editor-in-Chief is subject to disciplinary action under Bylaw 6.2.d, the Editor-in-Chief must recuse themselves from any votes relating to that disciplinary action, and excuse themselves from Board discussions should the Board request it.
2. The Peak shall employ an editorial board, the structure of which shall not be altered without a majority vote of the Peak Collective, a majority vote of the Board, and the consent of the Editor-In-Chief.
3. The editorial board of The Peak shall be selected once per Semester by a three (3) member hiring panel consisting of the Editor-in-Chief, one member of the Board selected in an election of the Board, and one former editor selected in an election of the Peak Collective.
4. The Collective of the Peak shall be responsible for the contents of the Society’s offices.

## Bylaw 6. The Board

1. *Members of the Board*
   1. The voting members of the Board shall be: three (3) At-Large members, two (2) Collective members, one (1) Employee member, and one (1) Editor-In-Chief. The Business Manager of the Society shall be a non-voting member of and Secretary to the Board.
   2. *At-Large members*
      1. At-Large members must be members of the Society, must be Students, must not hold any permanent Employee position of the Society, must not hold any editorial position on any of the Society’s publications, must not be members of the Peak Collective, and must not hold any office at any Student Society.
      2. At-large members shall be elected at each Annual General Meeting of the Society.
      3. Upon the death, resignation, or impeachment of an elected At-Large member, the position shall remain vacant until the next General Meeting of the Society, when an Interim At-Large member may be elected.
      4. The term of office of an At-Large member shall be one (1) year, except for Interim At-Large members, who shall serve until the next election described in Bylaw 6.1.b.ii.
      5. Notice of all At-Large member elections, as well as details about how non-members may gain membership in the Society, shall be prominently advertised for at least two weeks prior to the elections in The Peak.
   3. *Collective Members*
      1. Collective members of the Board must be members of at least one Collective, and must not be an Employee of the Society, an officer of any Student Society, or a member of any governing body of the University.
      2. At least one of the Collective members shall be a member of the Peak Collective.
      3. Elections and by-elections of Collective members shall be called by the Board.
      4. The term of office of Collective members shall be two (2) semesters.
      5. Notice of election and notice of opening of nominations for the Collective member positions shall be given by notice in The Peak for at least two (2) weeks before the election.
      6. Nominations shall be open from the date of announcement of the election until 4:00 p.m. on the day preceding the day of the election. Each candidate’s nomination must be signed by at least five (5) members of any Collective.
      7. The eligible voters for the Collective member positions shall be the Collective members of the Society who are not also Employees of the Society.
      8. The election of Collective members shall be conducted by two (2) impartial electoral officers appointed by the Peak Collective.
      9. If fewer applications are received than there are vacant positions, each candidate must pass a Yes/No vote to be elected. Otherwise, all ballots must include a “None of the Above” option.
      10. Upon the death, resignation, or impeachment of an elected Collective member, the position shall remain vacant until the Board calls a new election under Bylaw 6.1.c.iii.
   4. *The Employee Member*
      1. The Employee member of the Board must be a Student and an Employee of the Society other than the Business Manager.
      2. The Employee member of the Board shall be appointed by the Employees of the Society at the beginning of each semester. The term of office shall be one (1) semester.
      3. Upon the death, resignation, or impeachment of an appointed Employee member of the Board, the Employees of the Society shall appoint a replacement member. The term of office for the replacement member shall be the remainder of the term of the member they are replacing.
   5. *Editor-in-Chief*
      1. The Editor-in-Chief shall be a member of the Board unless disqualified by another provision of these Bylaws.
      2. The Editor-in-Chief’s term of office as a board member shall be the same as their term as Editor-in-Chief.
      3. Upon the death, resignation, or impeachment of the Editor-in-Chief, the position shall remain vacant until a new Editor-in-Chief is elected under the terms of Bylaw 5.1.a.
   6. Any voting member of the Board may be impeached by a special resolution of non-confidence at a Special or Annual General Meeting of the Society. In the event of the impeachment of a member of the Board, that member shall be considered to have tendered their resignation effective the date of the meeting at which the special resolution of non-confidence was made.
   7. Upon the absence of any voting board member for three regularly announced meetings of the Board, and where the member has not contacted the Secretary of the Board concerning their absence, the Board may rule that the member has tendered their resignation.
   8. No director shall be remunerated for being or acting as a director, but a director shall be reimbursed, as approved by the Board, for all expenses necessarily and reasonably incurred by the director while engaged in the affairs of the Society.
2. *Powers and Duties of the Board*
   1. The Board shall administer the Society and have the power to secure revenue for the Society’s publications and to borrow funds for the Society’s publications as it sees fit, except that the issue of debentures shall be sanctioned by a special resolution of the Society.
   2. The Board shall be the only recognized medium of communications in administrative matters between the Society and its members, the Student Societies, the University, and the general public.
   3. All resolutions of General Meetings of the Society are binding on the Board.
   4. The Board shall:
      1. Guarantee the freedom of the student press as outlined by the Statement of Principles and Code of Ethics of the Peak Publications Society,
      2. Have the power to terminate any Editor of any of the Society’s publications for infractions involving:
         1. Theft from the Society or its members
         2. Sexual harassment or sexual or physical assault
         3. A clear violation of the Statement of Principles and Code of Ethics of the Peak Publications Society
         4. A negligent or willful act which puts into jeopardy the finances, property, or reputation of the Society or its publications
      3. Have the power to distribute formal warnings to any Editor of any of the Society’s publications, except that no warnings may be distributed for holding or expressing a political or religious view,
      4. Have the power to suspend or terminate any Editor of any of the Society’s publications after they have received three formal warnings form the Board and/or the Editor-in-Chief,
      5. Act as a board of appeal on all appointments and dismissals,
      6. Elect from the members of the Board a Chairperson, whose term of office shall be one (1) year or the remainder of their term of office, whichever is the shortest,
      7. Hire all Employees of the Society, except as per Bylaw 7.3.v. and Bylaw 5.3,
      8. Have the power to amend the Employee Policy Manual of the Society as per Bylaw 7.1,
      9. Assure that where operations of the Society are carried out on premises put at the disposal of the Society by a third party, all damages whether willful or accidental shall be repaired immediately,
      10. Appoint all editorial staff of the Society’s publications except the editorial positions of The Peak, or delegate this authority to another group of Society members or individual Society member,
      11. Have the power to seek a subscription fee from members of the Society only through referenda conducted under the Bylaws, rules, and regulations of the Student Societies,
      12. Make decisions on all matters not otherwise provided for in these Bylaws.
3. *Meetings of the Board*
   1. Regular meetings of the Board shall take place at a suitable time established by the Chair of the Board. The time, day, and frequency of the regular meetings of the Board shall be published in The Peak within the first six (6) weeks of the beginning of each semester. Any necessary variations in the time, day, or frequency of the regular meetings will be coordinated by the Chair and published in The Peak.
   2. Special meetings of the board may be called at any time by the Chair or by three (3) Board members.
   3. Quorum for all meetings of the Board shall be three (3) voting members of the Board. The Board shall be governed by the majority of those present, except where these Bylaws or the Society Act requires a higher majority.
   4. Meetings of the Board shall be conducted informally, unless a vote to adopt Robert’s Rules of Order passes. The power to form an executive committee shall be excluded.

## Bylaw 7. Employees

1. The Society shall have an Employee Policy Manual which shall set out:
   1. The Employee positions of the Society and contain job descriptions for those positions,
   2. The Society’s obligation to its Employees including rates of pay and provisions for employee benefits,
   3. The grievance and termination procedures for Employees of the Society,
   4. The procedures for amending the Employee Policy Manual.
2. Wherever possible, Students shall be given preferential consideration for all Employee positions.
3. Notwithstanding Bylaw 7.1. and Bylaw 7.2., the Society shall have a Business Manager. The Business Manager of the Society shall, in addition to the duties of Bylaw 6.1.a. and Bylaw 2.7., and not excluding the duties contained in the job description of the position in the Employee Policy Manual:
   1. Be responsible to the Board for the day to day financial management of the society,
   2. Have the power to hire temporary Employees as necessary,
   3. Fulfill any further duties as required by the Board.

## Bylaw 8. Annual Statements, Financial Statements, Records, and Seal of the Society

1. The Secretary of the Board shall, within thirty (30) days after the Annual General Meeting of the Society, file with the Registrar of Companies an annual report, in accordance with the requirements of the Society Act.
2. The Board shall approve any financial statement of the Society before it is issued, published, or circulated. This approval shall be evidence by the signatures of two (2) voting members of the Board.
3. The records, minutes, and seal of the Society shall be held in the custody of the Business Manager of the Society.
4. The records and accounts of the Society may be inspected by any of its members on any normal day of business during the office hours of the Business Manager.
5. The Society shall, upon request, furnish to any member of the Society a copy of its Constitution and Bylaws, free of charge.
6. The Society shall have a bank account through which it operates. Signing officers on this account shall be the Business Manager of the Society and any other members of the Board appointed by the Board. Every document or instrument signed by the Society shall be signed by not less than two (2) signing officers.
7. The financial records of the Society shall be audited at least once per fiscal year by a qualified accountant.

## Bylaw 9. Amendments to the Constitution and Bylaws

1. Amendments to the Constitution and Bylaws of the Society shall be made in accordance with the provisions of the Society Act (1979), in particular:
   1. Amendments shall be governed by the provisions of Sec. 20 through 23 of the Society Act,
   2. The requirements of a special resolution shall be adhered to including the requirement of fourteen (14) days notice of intention to propose the special resolution,
   3. The requirements of acceptance of amendment to the Constitution or Bylaws by the Registrar of Companies shall be met,
   4. Any amendments to the Constitution or Bylaws shall be published in The Peak at least two week prior to the meeting at which it will be considered.