

## **POL-013: Council Governance**

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### **1. Purpose**

This policy defines the governance responsibilities, authority, and operational standards for AUSU Council. It establishes how Councillors participate in decision-making, uphold governance integrity, engage in meetings, and fulfill their duties under the AUSU Bylaws. It also defines the governance framework for all AUSU bodies, including committees, advisory bodies, subgroups, and any groups constituted by Council.

### **2. Scope**

This policy applies to:

- AUSU Councillors
- Councillors-elect
- Standing committees
- Ad hoc committees
- Advisory bodies
- Subgroups
- AUSU bodies and groups constituted by Council
- AUSU representatives appointed to external bodies

### **3. Policy Statement**

AUSU Council governs with integrity, transparency, and accountability. Councillors must uphold the bylaws, follow Council-approved policies, participate actively in governance and operational work, and support the effective functioning of all AUSU bodies. Council decisions must be strategic, evidence-informed, and aligned with AUSU's mandate to represent and support the student membership. All AUSU bodies operate under Council authority and must follow the governance, financial, and operational requirements established in this policy.

## 4. Definitions

**Council:** The elected governing body of AUSU responsible for all final decision-making authority.

**Councillor:** Any member elected to Council directly by AUSU Members or appointed to Council according to the rules described in the AUSU bylaws.

**Councillor-elect:** An individual elected to Council who has not yet assumed office.

**AUSU Body:** Any committee, subgroup, advisory body, or group constituted by Council.

**Standing Committee:** A permanent committee established under the bylaws or Council policy.

**Ad Hoc Committee:** A temporary committee created for a specific purpose or project.

**Subgroup:** A working group created under a committee or Council to support project execution.

**Advisory Body:** A group constituted by Council to provide advice or specialized insight without governance authority.

**Asynchronous Meeting:** A Council meeting conducted without real-time discussion, typically through email or written communication.

**Quorum:** The minimum number of Councillors required to conduct Council business, as defined in the bylaws.

**Excused Absence:** An absence meeting the criteria in Section 8(a).

**Unexcused Absence:** An absence meeting the criteria in Section 8(b).

**AUSU Business:** Approved duties performed on behalf of AUSU that prevent attendance at a meeting.

**External Representation:** Participation in meetings or activities of external bodies to which a Councillor is appointed by Council.

**Governance Record:** Any document, file, or material that forms part of AUSU's official governance documentation.

**Transitory Record:** A temporary working document that must be destroyed once the final version is submitted to the official repository.

## 5. Governance Authority

### a. Council as the Final Authority

- i. Council is the highest authority of AUSU. Council may delegate work but cannot delegate final decision-making. Council alone approves:
  1. annual budgets
  2. project approvals
  3. honoraria structures and maximums
  4. Terms of Reference for all AUSU bodies
  5. contracts that create new obligations or programs
  6. multi-year commitments
  7. reserve allocations

8. appointments to committees and AUSU bodies and groups constituted by Council
9. financial decisions exceeding the approved budget

## **b. Governance and Operations**

AUSU is a student-led organization without full time staff. Councillors therefore perform both governance and operational tasks. Governance decisions must remain strategic and aligned with AUSU's mandate, while operational tasks must follow approved policies and procedures.

# **6. Governance of AUSU Bodies**

## **a. Categories of AUSU Bodies**

- i. AUSU bodies and groups constituted by Council includes:
  1. standing committees
  2. subgroups
  3. advisory bodies
  4. ad hoc committees
- ii. All operate under Council authority.

## **b. Terms of Reference Requirements**

- i. All AUSU committees, bodies and groups must operate under Council-approved Terms of Reference (ToR). ToRs must:
  1. comply with bylaws and Council policy
  2. define purpose, scope, and limits
  3. define membership criteria
  4. define meeting structure
  5. define reporting expectations
  6. define project-based work only
  7. prohibit governance authority
  8. prohibit financial authority
  9. prohibit independent budgets
  10. prohibit indefinite appointments
- ii. Council shall not approve any ToR that contradicts these requirements.

## **c. Appointment Cycles**

AUSU bodies and groups constituted by Council, except standing committees, operate within each fiscal year and may be repopulated annually or per project.

## **d. Project Approval Process**

- i. All new initiatives, programs, and projects must follow a standardized approval process to ensure financial oversight, risk management, and alignment with Council priorities. The required steps are:

1. A proposal including a draft workplan may be submitted by a Councillor, committee, advisory body, or AUSU-constituted group to the Operations and Financial Health Committee (OFHC).
  2. OFHC conducts a review, including feasibility, risk, and budget alignment.
  3. OFHC makes the recommendation to Council.
  4. Council approves or rejects the recommendation.
  5. If the proposal is approved, Council allocates a project-based, time-limited budget.
  6. The Strategic Engagement Committee (SEC) or the relevant AUSU body executes the project within the approved scope and budget.
- ii. No AUSU committee, body or group may bypass this process or initiate a project without Council approval.

#### **e. Honoraria**

- i. Council is the sole authority to establish and approve honoraria.
- ii. Honoraria must comply with the following rules:
  1. Honoraria may only be issued for Council-approved, project-based work.
  2. Honoraria are not issued for standing meetings or routine committee participation.
  3. No AUSU committee, body or group may create, modify, or approve its own honoraria structure.
  4. All honoraria must be approved by Council as part of the project approval or annual budget process.
  5. Councillors may not receive honoraria, as they already receive a set monthly stipend.

#### **f. Budget Rules**

Financial authority for AUSU is held by Council. The following rules apply:

- i. No AUSU bodies or groups constituted by Council may hold an independent budget.
- ii. All funding is project-based, time-limited, and approved by Council.
- iii. No ongoing or indefinite funding may be allocated to any group.
- iv. All unbudgeted or over-budget spending requires Council approval.
- v. If Council does not approve a new annual budget, the previous year's budget remains in force, as required by the bylaws.

#### **g. Data Ownership**

- i. All records created by any AUSU bodies or groups constituted by Council are the property of AUSU.
- ii. All records must be stored in accordance with OP-004 Records Management.
- iii. No AUSU bodies or groups constituted by Council may store records privately, externally, or on personal devices.

- iv. Temporary working records must be transferred to the official repository once finalized.

## **h. Authority Limits**

AUSU bodies and groups constituted by Council have delegated work authority, and do not have the authority to make decisions on behalf of Council. The following limits apply:

- i. Council approves budgets, projects, honoraria, contracts, Terms of Reference, appointments, and commitments.
- ii. OFHC reviews financial feasibility, monitors financial health, and recommends actions to Council.
- iii. SEC executes Council-approved engagements, wellness, and inclusion initiatives within approved budgets.
- iv. Subgroups assist with project execution but may not approve spending, create initiatives, or represent AUSU.
- v. Advisory bodies provide advice and specialized insights only and hold no governance or financial authority.
- vi. No AUSU body may represent AUSU publicly unless explicitly authorized by Council.
- vii. No AUSU body may create obligations, commitments, or liabilities for AUSU.

## **7. Council Meetings**

### **a. Meeting Types**

A Council meeting is non-public unless explicitly designated as a Public Council Meeting. Public Council Meetings must be clearly identified in notices, agendas, and minutes. Committee meetings, asynchronous meetings, governance training, retreats, and external representation meetings are not public.

### **b. Meeting Notice Expectations**

AUSU strives to provide Councillors with at least seven (7) days' notice for all regular and special meetings to support accessibility, preparation, and full participation. However, certain circumstances—such as urgent governance matters, time-sensitive decisions, or emerging operational needs—may require Council to convene with as little as twenty-four (24) hours' notice. In all cases, AUSU provides the maximum notice reasonably possible while ensuring timely and effective governance.

### **c. Attendance Status**

A Councillor's attendance status shall be recorded internally as one of the following:

- **Present:** The Councillor is in attendance when the meeting begins or participates fully in an asynchronous meeting.
- **Late:** The Councillor arrives after the meeting has begun.
- **Absent for AUSU Business:** The Councillor is unable to attend due to approved AUSU-related duties.
- **Excused Absence:** Notice is provided at least two hours before the meeting and the reason meets the criteria in Section 8.
- **Unexcused Absence:** Notice was not provided in advance, provided without sufficient notice, or the reason does not meet the excused criteria.

#### **d. Recording Absences in Minutes**

Council minutes list all absences under "Regrets" as minutes document the business conducted at the meeting rather than evaluating attendance performance. AUSU maintains a separate internal attendance log to track attendance status.

## **8. Attendance and Participation**

### **a. Excused Absences**

A Councillor may be granted an excused absence when notice is provided at least two hours before the meeting or event, and the reason falls into one of the following categories:

- i. Illness or health needs
- ii. family or caregiving responsibilities
- iii. AUSU business
- iv. exceptional circumstances at the Council's discretion

### **b. Unexcused Absences**

An absence is unexcused when:

- i. no notice is provided
- ii. notice is provided late without exceptional circumstances
- iii. the reason does not meet excused criteria
- iv. the Councillor is present but disengaged for a significant portion of the meeting
- v. the Councillor fails to participate in an asynchronous meeting

## **9. Mandatory Training and External Representation**

### **a. Required Participation**

Councillors must attend:

- i. all Council and committee meetings
- ii. all asynchronous meetings

- iii. the AUSU changeover conference for councillor-elects
- iv. any additional governance training designated mandatory by Council
- v. any activities or events of Council approved by Council
- vi. all meetings for external bodies to which the Councillor is appointed

## **b. External Representation**

A Councillor appointed to external bodies must:

- i. attend all assigned meetings
- ii. notify the AUSU Council Chair and the external Chair (if applicable) as early as possible, if absent
- iii. provide regrets in accordance with Section 8
- iv. provide written updates to Council
- v. represent AUSU positions accurately
- vi. refrain from presenting personal views as AUSU positions

## **c. Reassignment of External Roles**

- i. If a Councillor repeatedly fails to attend external meetings, Council may reassign the role. Persistent concerns may be referred to Council under the bylaws.
- ii. Individuals representing AUSU to any external body, whether Councillors or other appointed individuals, must provide written reports to Council for each occurrence.

# **10. Attendance Tracking**

## **a. Internal Attendance Log**

The Council Chair or designate maintains a cumulative attendance log for all Councillors accessible to Council that includes:

- i. excused absences
- ii. unexcused absences
- iii. AUSU business absences
- iv. lateness
- v. category of the meeting(s) missed and date of absence(s)

## **b. Corrections**

Councillors may request corrections if errors occur.

# **11. Absence Thresholds and Removal Process**

## **a. Bylaw Discipline Thresholds**

- i. A Councillor must be referred to Council for removal consideration when any of the following occur:
  - 1. Three (3) consecutive unexcused absences
  - 2. Five (5) non-consecutive unexcused absences

3. Ten (10) total absences
- ii. Absences due to attending AUSU business do not count toward any absence total.
- iii. Late arrivals and early departures undermine meeting effectiveness and are tracked separately from absences. Three (3) instances of unexcused lateness or early departure count as one (1) unexcused absence for the purpose of discipline thresholds. Lateness due to AUSU business does not count toward this total.

## **b. Mandatory Escalation**

When a threshold is reached:

- i. the Chair issues written notice
- ii. the Councillor may respond
- iii. the matter must be placed on the next Council agenda
- iv. discussion occurs in camera
- v. removal requires a special resolution

## **12. Minutes and Public Attendance Recording**

- a. Public minutes must record only:
  - i. Council
  - ii. Guests
  - iii. regrets
- b. Councillor names must appear as: First initial + last name (e.g., A. Smith)
- c. Public minutes cannot include:
  - i. excused/unexcused distinctions
  - ii. lateness
  - iii. reasons for absence
  - iv. attendance at external meetings
  - v. personal details
- d. Guests are listed only when:
  - i. invited to present, or
  - ii. attending for a specific purpose
  - iii. and shall be recorded as: First initial + last name (Guest – role/company/purpose)
- e. AUSU Members attending as observers are recorded collectively as: “AUSU Members”

## **13. Asynchronous Meetings**

- a. Asynchronous meetings are used for decisions not requiring discussion
- b. Participation in asynchronous meetings is mandatory
- c. Quorum is dictated in the bylaws
- d. No debates occur asynchronously
- e. Abstentions are permitted only for declared conflicts of interest
- f. Results are recorded as “Carried” or “Defeated”

- g. Outcomes are reported at the next Council meeting
- h. When an asynchronous meeting results in an email vote, Councillors must submit their vote through their AUSU email account within the specified voting window. The voting window must remain open for a minimum of twenty-four (24) hours unless a shorter period is required to meet a legal, contractual, or time-sensitive governance deadline. Votes must be clear and unambiguous. Late votes are not counted. The Council Chair or designate records the results.

## 14. Councillor-Elect Participation

Between election and changeover:

- a. Councillors-elect may attend meetings as non-voting observers
- b. they do not count toward quorum
- c. they must uphold confidentiality and the Code of Conduct
- d. they must complete mandatory governance training
- e. they may participate in discussions at the Chair's discretion

## 15. Transparency and Records

- a. All governance records must be stored in accordance with OP-004 Records Management. No Councillor, individual, committee, advisory body, subgroup, or group constituted by Council may store governance records privately, externally, or on personal devices.
- b. Agendas are transitory working documents used solely to support meeting preparation. They are not an official record of Council proceedings and must be destroyed following the meeting in accordance with OP-004. The approved minutes are the sole official record of Council decisions and deliberations.
- c. Drafts, notes, working documents, and preliminary materials created during the preparation of motions, reports, proposals, or other governance work are transitory and must be destroyed once the final, approved version is submitted to the official repository. Only final, approved documents are retained as AUSU records.
- d. AUSU publishes the most recent approved Council minutes for member transparency and accountability. Older minutes are retained in AUSU's records and may be inspected by Active Members by appointment. Archived minutes are provided through supervised, view-only, access to protect privacy and maintain the integrity of institutional documents. Active Members may request access to archived minutes by contacting [ausu@ausu.org](mailto:ausu@ausu.org).
- e. Operational procedures are internal governance documents that form part of AUSU's Legislation under the bylaws. They outline the processes and workflows required to implement Council-approved policies. Operational procedures are

internal, non-public documents and may be updated as needed, provided they remain fully consistent with the AUSU Bylaws and Council-approved policies.

## **16. Councillor Workload, Availability, and Compensation**

### **a. General Holidays and Office Closures**

Councillors are not required to fulfill any Council duties on the following general holidays, as well as any weekdays during which the AUSU office is closed for the December holiday period:

- i. New Year's Day
- ii. Alberta Family Day
- iii. Good Friday
- iv. Easter Monday
- v. Victoria Day
- vi. Canada Day
- vii. Alberta Civic Holiday (Heritage Day)
- viii. Labour Day
- ix. National Day for Truth and Reconciliation
- x. Thanksgiving Day
- xi. Remembrance Day
- xii. Christmas Day
- xiii. Boxing Day

Council duties may resume on the next regular business day following these holidays.

### **b. Expected Time Commitment**

- i. AUSU is a student-led organization without full-time staff. Councillors therefore perform both governance and operational duties. Time commitments vary throughout the year and across portfolios, and may increase during periods of learning, transition, or major projects.
- ii. The Council Chair may work between 30 and 45 hours per week, with peak periods reaching 50 hours depending on governance cycles, operational demands, and representation requirements. The Chair must be able to frequently travel within Canada as needed for AUSU business.
- iii. All other portfolios generally require 15 to 30 hours per week, depending on committee work, project responsibilities, operational tasks, and the Councillor's learning curve.
- iv. The Public Policy and Advocacy portfolio and the Equity, Belonging, and Reconciliation portfolio include duties that may require moderate travel within Canada for meetings, conferences, and representation.
- v. This range reflects both the operational reality and the learning required to fulfill AUSU's governance and representation responsibilities.

### **c. Compensation and Barrier Reduction**

- i. Councillors do not receive wages or salary. A stipend is provided in accordance with the bylaws and Council-approved policies and is intended solely to reduce financial barriers so that Councillors can fulfill their governance duties.
- ii. Compensation:
  1. is set by the outgoing Council for the incoming Council
  2. is processed through payroll for administrative and tax compliance
  3. is not tied to hours worked
  4. does not create an employment relationship
  5. is intended to support basic needs and reduce barriers to participation
  6. must not be interpreted as remuneration for labour, but as a governance support mechanism enabling equitable participation in AUSU leadership.
- iii. Compensation for Councillors is provided as a fixed monthly stipend intended solely to reduce financial barriers to participation. Stipend amounts, authority, and issuance requirements are defined in POL-001: AUSU Council Remuneration. Payroll processing requirements are governed separately under POL-002: AUSU Payroll – Councillors and Chair.

## **17. Policy Responsibility**

Council is the sole authority to approve, amend, or rescind this policy.

## **18. Related References, Policies, Procedures and Forms**

### **a. References:**

This Policy References:

- OP-004: Records Management
- POL-001: AUSU Council Remuneration
- POL-002: AUSU Payroll – Councillors and Chair
- POL-007: Elections
- POL-009: Conflict of Interest
- POL-010: Code of Conduct

This Policy is Referenced by:

- OP-004: Records Management
- POL-005: Terms of Reference for the Strategic Engagement Committee (SEC)
- POL-007: Elections

- POL-009: Conflict of Interest
- POL-010: Code of Conduct

**b. Policy History:**

- Original Approval Date: March 09, 2026
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