



Association of Managers in Canadian College,
University and Student Centres AMICCUS-C

MEMORANDUM

TO: AMICCUS-C Membership
FROM: AMICCUS-C Board of Directors
DATE: May 24, 2026
SUBJECT: Update to Bylaws: External Chair's Vote **(CORRECTED)**

RECOMMENDED MOTION

THAT the Membership:

a. Amend Bylaw 4.06 to read:

“Votes to Govern

At any meeting of members every question shall, unless otherwise provided by the Articles or Bylaws or by the Act, be determined by a majority of the votes cast on the questions. In case of an election by secret ballot, if the Chair is entitled to vote as a voting member, they may vote as with all other voting members. In case of an equality of votes either on a show of hands ~~or on a ballot or~~ on the results of electronic voting, the Chair of the meeting ~~shall~~may cast a vote if they are entitled to vote as a voting member and have not already voted. If the Chair is entitled to vote and abstains or the Chair is not entitled to vote, an equality of votes means that the motion is not approved.”

b. Amend Bylaw 11.04 to read:

“Votes to Govern

At any meeting of members every question shall, unless otherwise provided by the Articles or Bylaws or by the Act, be determined by a majority of the votes cast on the questions. ~~In case of an equality of votes either on a show of hands or on a ballot or on the results of electronic voting, the Chair of the meeting shall cast a vote.~~ The CRO will provide the actual ballot counts for each director candidate.”

(Added new sub-paragraph “b” above to address duplicate language.)

EXECUTIVE SUMMARY

The Bylaws currently provide that the Chair of an Annual General Meeting may cast a tie-breaking vote. In practice, the Chair is nearly always a non-member. In order to ensure that a non-member cannot vote on the organization’s business, we propose to



Association of Managers in Canadian College,
University and Student Centres AMICCUS-C

MEMORANDUM

specify that a Chair does not have a casting vote unless they are, themselves, a voting member (such as a primary member or a member holding a primary member's proxy).

DISCUSSION

Section 4.06 of the Bylaws sets out how voting is conducted at a meeting of members. The current language provides that the Chair of the meeting must cast a vote in the event of a tie (without reference to whether the Chair is a voting member). This could result in a situation where the Chair, being a non-member, casts a tie-breaking vote.

In order to correct this potential interpretation, we have proposed these changes:

- The Chair is only entitled to vote in the prescribed circumstances if they are themselves a voting member (for example, if they are themselves a primary member or if they have been assigned a primary member's proxy).
- If the Chair is entitled to vote, then they *may* (but are not required to) vote if there is a tie, and if the end result remains a tie, the motion is not approved. Note that for ease of understanding this is a slight departure from *Robert's Rules of Order, Newly Revised*, which by default permits a chair to vote whenever it would change the result (and not just on a tie).

APPENDIX 1: LANGUAGE OF PROPOSED CHANGES

Proposed Changes to Section 4.06 of the Bylaws

Section 4.6 – Votes to Govern

At any meeting of members every question shall, unless otherwise provided by the Articles or Bylaws or by the Act, be determined by a majority of the votes cast on the questions. In case of an election by secret ballot, if the Chair is entitled to vote as a voting member, they may vote as with all other voting members. In case of an equality of votes either on a show of hands ~~or on a ballot or~~ on the results of electronic voting, the Chair of the meeting ~~shall~~may cast a vote if they are entitled to vote as a voting member and have not already voted. If the Chair is entitled to vote and abstains or the Chair is not entitled to vote, an equality of votes means that the motion is not approved.

Section 11.04 – Votes to Govern

At any meeting of members every question shall, unless otherwise provided by the Articles or Bylaws or by the Act, be determined by a majority of the votes cast on the questions. ~~In case of an equality of votes either on a show of hands or on a ballot or on the results of electronic voting, the Chair of the meeting~~



Association of Managers in Canadian College,
University and Student Centres AMICCUS-C

MEMORANDUM

~~shall cast a vote.~~ The CRO will provide the actual ballot counts for each director candidate.”

Clean Version

Section 4.6 – Votes to Govern

At any meeting of members every question shall, unless otherwise provided by the Articles or Bylaws or by the Act, be determined by a majority of the votes cast on the questions. In case of an election by secret ballot, if the Chair is entitled to vote as a voting member, they may vote as with all other voting members. In case of an equality of votes either on a show of hands on the results of electronic voting, the Chair of the meeting may cast a vote if they are entitled to vote as a voting member and have not already voted. If the Chair is entitled to vote and abstains or the Chair is not entitled to vote, an equality of votes means that the motion is not approved.

Section 11.04 – Votes to Govern

At any meeting of members every question shall, unless otherwise provided by the Articles or Bylaws or by the Act, be determined by a majority of the votes cast on the questions. The CRO will provide the actual ballot counts for each director candidate.