



OFFICE OF THE DEAN

Gage Averill

tel: 416 978 3761

fax: 416 971 2294

gage.averill@utoronto.ca



80 Queen's Park

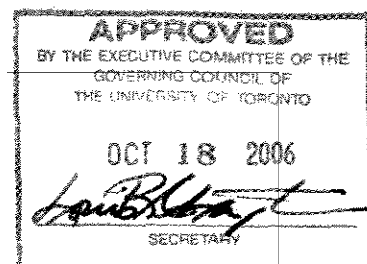
Toronto, Ontario

Canada, M5S 2C5

www.music.utoronto.ca

Music - Constitution

Council of the Faculty of Music University of Toronto



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1. Derivation of Authority

The Council of the Faculty of Music exercises its powers and duties under the provisions of the *University of Toronto Act, 1971*, as amended.¹

2. Definitions

In this constitution and the accompanying by-laws:

- a) "Faculty" means the Faculty of Music and "Council" means the properly composed Council of the Faculty of Music of the University of Toronto.
- b) "Teaching and Librarian Staff" means a member of the Faculty of Music holding a continuing appointment and who holds the rank of Professor, Associate Professor, Assistant Professor, Assistant Professor (conditional), Senior Lecturer, Lecturer, Senior Tutor, Tutor, or Librarian I, II, III, or IV.
- c) "Administrative staff" means an appointed staff member of the Faculty of Music who is not a member of the teaching or librarian staff.
- d) "Undergraduate student", for the purpose of this Constitution, means any student registered in a program of study leading to a Bachelor's degree or Diploma in Operatic Performance or Advanced Certificate or Artist Diploma in the Faculty.
- e) "Graduate student" means any student registered with the School of Graduate Studies in a Faculty of Music program of study leading to a MA, MusM, DMA, or PhD degree.
- f) "Alumni" means anyone who is a graduate of the Faculty who is not registered as a student or a member of the teaching or librarian or administrative staff of the University.
- g) "Part-time and Sessional Academic Staff" means anyone who holds the rank of Senior Lecturer Part-time, Lecturer Part-time, Sessional Lecturer I or Sessional Lecturer II.

3. General Powers, Duties, and Responsibilities

- a) Council shall determine its composition, including the number, composition, and authority of committees of Council, subject to the *University of Toronto Act 1971*, as amended, and with approval of the Governing Council of the University, as required.
- b) Council has authority for the academic policies of the Faculty,

¹ Section 2 (14) (f) of the *Act* gives the Governing Council the power to establish, change and terminate academic and administrative units within the University and determine the powers and duties of such units; to establish, change, and terminate councils within the University; and to determine the composition, powers and duties of any such council. The *Act* also gives the Governing Council the power to delegate such of its powers under Section 2 (14) clauses g, h, and n as it considers proper to any academic unit or council.

subject to the approval of such policies by Governing Council, as required. Academic policy sets out the principles for, general directions of, and/or priorities for the teaching and research activities of the Faculty. Recommendations on academic policy shall be referred to Council for discussion, advice, and approval.

- c) Council may delegate authority to a committee of Council. However, decisions of committees of Council must be reported to Council.
- d) Council also plays an advisory role, tendering advice to the Faculty's administration, other bodies in the University, or bodies external to the University.

4. Specific Powers and Duties The specific power and duties of the Council are the following:

- a) **By-Laws.** The Council shall pass by-laws regulating the exercise of its powers, the calling and conduct of its meetings, and the method of appointment or election of its members.
- b) **Establish committees.** Council shall have the power to establish, alter, or disband its committees as deemed necessary, and to determine their composition, authority, quorum, and method of appointment of members and chairs. Council has the final authority regarding recommendations brought forward by such committees.
- c) **Determine teaching programs.** Council shall determine the content and requirements of the teaching programs and courses of study that lead to degrees, diplomas, certificates, and credits over which the Faculty has authority, and shall monitor the quality and standards of the programs.
- d) **Delegation of authority.** Subject to the provisions of the above, Council may delegate its authority over teaching programs and courses of study to various committees to make minor changes without obtaining the approval of Council. All such changes shall be reported for information to Council. Major changes to any program require the approval of Council. The decision of whether a matter is major or minor may be made by the Dean in consultation with the Chair of the Faculty Council.
- e) **Awards.** Council shall confer scholarships, bursaries, prizes, and other awards in the gift of the Faculty and may delegate this responsibility to committees or officers of the Faculty.
- f) **Undergraduate Petitions and appeals.** Council shall establish policies and procedures with respect to petitions and appeals by undergraduate students in connection with the application of academic rules and regulations by officers of the Faculty or by

instructors in connection with academic standing in the Faculty. The Committee shall rule on all such appeals and such rulings shall be final and binding, subject to an appeal to the Governing Council. Appeals by graduate students are governed under the rules and regulations of the School of Graduate Studies.

5. Powers, Duties, and Responsibilities of the Dean

- a) Council recognizes that the Dean exercises powers under the authority of the "Policy on Appointments of Academic Administrators," which states: "the Dean of the Faculty is the chief executive officer of the Faculty and reports directly to the Vice-President and Provost."
- b) While the Dean may delegate authority to other academic administrators in the Faculty, the Dean retains responsibility for the overall direction of the Faculty and, in particular, for authority over the budget, appointments, and promotions. In this respect, Council recognizes that the Dean has ultimate authority for the allocation and management of the Faculty's resources.
- c) The Dean shall consult with the members of the Faculty on matters of policy and practice but is ultimately responsible for all administrative decisions that are within his/her jurisdiction and authority.
- d) The Dean shall advise Council of the resource implications of proposed academic policy decisions.
- e) The Dean shall seek the advice of Council on administrative proposals that may have a significant impact on the academic programs of the Faculty.

6. Membership of the Council

- a) *ex officio* (voting, unless otherwise noted)

The President of the University

The Vice-President and Provost or designate

The Dean of the School of Graduate Studies or designate (non-voting)

The University Librarian or designate

The Dean of the Faculty of Music

The Associate Deans of the Faculty of Music

The Coordinators of the Academic Divisions of the Faculty

The Registrar of the Faculty

The President of the FMUA (undergraduate student association)

The President of the MGSA (graduate student association)

The President of the Alumni Association

The Secretary of the Council (non-voting)

b) *other* (voting, unless otherwise noted)

All members of the "Teaching and Librarian staff", defined in 2(b).
University of Toronto at Scarborough Humanities Department
faculty members whose appointment includes teaching in the
graduate program on the St. George campus in the current
academic year.

Two (2) elected representatives of the "Administrative Staff".

Ten (10) elected representatives of the "Part-time and Sessional
academic Staff".

Nine (9) undergraduate student representatives, comprising one
(1) representative designated by the Faculty of Music
Undergraduate Association (FMUA) from each of the following
programs: History and Culture, Theory and Composition,
Comprehensive, Jazz, and Opera, and two (2) representatives
designated by the FMUA from each of the following programs:
Music Education and Performance.

Four (4) graduate student representatives comprising one (1)
representative elected by the Music Graduate Students
Association (MGSA) from each of graduate programs.

One (1) representative from the Alumni who is not a member of
the teaching and librarian staff, administrative staff, or student
body in the Faculty, as may be recommended by the Dean of
the Faculty,

One (1) member from the teaching staff of other U of T faculties,
schools, and departments, as may be recommended by the
Dean of the Faculty.

Two (2) emeritus professors, as may be recommended by the
Dean of the Faculty.

7. Officers

Secretary a) The Secretary of Council shall be appointed by the Dean in
consultation with the Chair.

b) The Secretary shall be a non-voting *ex officio* member of
Council.

8. Meetings

a) Council shall meet at least four (4) times during the academic
year.

b) Notice of each meeting, including a proposed agenda, shall be
given to members at least two (2) weeks in advance of the
meeting.

c) A special meeting may be called by the Chair of the Council or
the Dean of the Faculty, or upon the written request of eight (8)
members of the Council, and shall be convened within twenty-
one (21) days to consider the proposed matter(s). Notice of

such a meeting shall be given at least one (1) week prior to the meeting.

d) Meetings of Council shall be open to the public.

9. Voting and Quorum

a) Each voting member of Council has one (1) vote on any question.

b) Motions pass with a simple majority of the voting members present unless otherwise stated in the rules of procedure of the Council.

c) One quarter (25%) of the voting members who are not *ex officio* shall constitute a quorum for all meetings. This number will be determined each year.

10. Revisions, approval, and amendment

a) This Constitution was revised on May 30, 2006, approved by Faculty Council on May 30, 2006, and approved by Governing Council on [date]. It is subject to a review within five (5) years.

b) The Constitution of the Council may only be amended with the approval of the Faculty Council and the Governing Council of the University of Toronto.

c) The process is initiated at the Council of the Faculty of Music by notice of motion being presented to voting members of the Council twenty-one (21) days before the matter will be considered.

d) An affirmative vote by two-thirds (2/3) of the voting members of the Council present is required to amend the constitution.

e) Following approval of the amendment by Council, the amendment is forwarded to Governing Council for approval.

By-laws of the Council of the Faculty of Music

1. Rules of Procedure for the Election of Members to the Faculty Council and Committees

- a. Elections for representatives from the Administrative Staff, Part-time Academic Staff, and students will be completed if possible in the latter part of the previous academic year to allow their representatives to be appointed to committees. In the event such elections can't be held in proper time, the seat shall sit vacant until the time of election, which shall be no later than September 15 of the year in which service commences. In such cases, it is understood that Committee appointments may not be forthcoming for representatives of these constituencies.
- b. If a position has only one candidate nominated, the election will be by acclamation.
- c. Elections for Chair and Vice-Chair of the Faculty Council will be held at the last Council meeting of the previous year.
- d. The Secretary of the Council shall serve as the chief electoral officer and, subject to these By-laws, shall establish the procedures for the conduct of the elections. The Secretary shall report election results to the Executive Committee. An appeal may be taken from a decision of the Council Secretary in electoral matters to the Executive Committee, and the decision of that Committee shall be final. Should an appeal be taken to the Executive Committee, the election shall proceed at the appointed time or times but the Committee may authorize the holding of a new election at such time as it determines.
- e. By July 1 of each year, the Executive Committee shall inform the Faculty of the Chairs, Vice-Chairs, and members of all Council Committees for the academic year.

2. Term of Office

- a. The term of office for the Council normally shall be from July 1 to June 30.
- b. The term of office of elected members shall be one year, renewable, unless otherwise specified in these by-laws.

3. Rules of Procedure for the Faculty Council

- a. The Chair shall conduct the proceedings in conformity with *Bourinot's Rules of Order*.
- b. Except in the case of special meetings, notice of motion from an individual shall be forwarded to the Secretary of Council 2 weeks before a meeting of Council in order to have it included on the agenda of the meeting at which it is to be considered. This does not apply to motions and recommendations to be forthcoming from Standing Committees, which may be introduced as part of their scheduled reports.
- c. Unless otherwise provided for, all questions that come before Council or a committee shall be decided by a majority of members present and voting. In the case of a tie vote, the chair may cast a deciding vote or redirect the question for further consideration.

4. Divisional units

- a. It is understood that much business of the Faculty is conducted within the Divisions (Composition and Theory, History and Culture, Performance, Opera, and Music Education).
- b. The Divisions shall meet at least once per semester and shall incorporate representation from Teaching Staff, Students, and Part-time/Sessional Staff as appropriate to the unit.
- c. The representatives from each Division, along with those other representatives designated by the Dean, shall be known as the Divisional Coordinators, and shall meet as required in the By-Laws and on such occasions as shall be requested by the Dean.

5. Standing Committees

The following shall be the standing committees of Council with power to act on behalf of the Council and to report to the Council:

- Executive Committee
- Undergraduate Education
- Graduate Education
- Research
- Undergraduate Academic Appeals
- Committee on Academic Standing
- Scholarships and Awards
- Concerts and Events

6. Terms of Reference for Faculty Council Standing Committees

- a. The process for the selection of members on Standing Committees of Council shall be defined in the Terms of Reference for each Committee.
- b. The term of membership of all Standing Committees shall normally be one year, renewable.
- c. Chairs of all Standing Committees shall be chosen from among the members of the Faculty Council and their terms in office shall be one year renewable. The Academic Appeals Committee shall also have an elected Vice-Chair.
- d. *The Dean is, ex officio, a member of all Standing Committees.*
- e. Changes in the membership of Standing Committees shall occur on July 1.
- f. All members of all committees (including *ex officio* members and members who are themselves not on Faculty Council) have voting privileges within their committees except where noted.
- g. When the position of a Chair of a standing committee becomes vacant during the Council year, the Chair of Council will consult with the members of the committee concerned and make an appointment of a new chair from among the members of the committee, who will hold that office for the remainder of the session. When a *vacancy* occurs during the session among the members of a standing committee, the chair of the committee concerned, in consultation with the Chair of Council, shall appoint a replacement for the remainder of the Council year.

- h. *Co-option* (appointment) of members by the Executive Committee is possible for all standing committees except the Academic Appeals Committee. All co-opted members must be ratified by Council at its first opportunity. Co-opted members shall have voting privileges.
- i. *Quorum*: Unless otherwise stated, one-quarter of the voting members shall constitute a quorum for committees.
- j. The Academic Appeals Committee, the Committee on Academic Standing, and the Scholarships and Awards Committee always meet *in camera*. The meetings of other standing committees are open unless otherwise stated.
- k. *Sub-committees* may be created by standing committees on an *ad hoc* basis whenever a clear need arises. The membership of such sub-committees shall be established by the parent committee.
- l. Records of all standing committees shall be maintained by the Council Secretary.
- m. Each committee chair will be responsible for ensuring that committee meeting notes are submitted to the Faculty Secretary and that *ex officio* invitations are properly made.
- n. Normally, documentation for agenda items will be distributed to members not less than one week prior to a meeting.
- o. Committee meetings shall be held regularly or at the call of the chair.
- p. The agenda shall set forth the items of business to be discussed at the meeting.

7. Powers, Duties, and Composition of Standing Committees

a. Executive Committee

i. Ex officio membership

Chair of Council, serves as Committee Chair
Vice-Chair of Council
Dean of the Faculty
Associate Dean(s) of the Faculty
Chief Administrative Officer
Faculty Council Secretary
Divisional Coordinators

ii. Appointed and elected membership

One undergraduate and one graduate student from amongst those serving on the Council, appointed by FMUA and MGSA respectively.

One member from the administrative staff, chosen from those elected to the Council by the Dean in consultation with the Faculty Council Chair.

iii. Purview and functions

1. To compile the agenda for each Council meeting
2. To ensure adequate documentation is provided for debate on each item.
3. To refer back to the originating administrator/governance body for further preparation any item deemed not ready for submission to Council.
4. To direct specific issues to Council or committees, or to recommend to Council the creation of *ad hoc* committees.
5. To review and advise Council on all proposed Constitution and By-Law changes, whether these be brought to Council or initiated by Council.
6. To review and advise Council on the effectiveness of the Constitution and Bylaws.
7. At periodic intervals of not more than five years, to establish a review of the Constitution and By-Laws and recommend to Council any changes deemed appropriate.
8. To review on behalf of Council, reports of and responses to External Reviews of Departments and Units, inquiring into issues as necessary and reporting to Council its findings.
9. In advance of the expiry of each term of office, the Faculty Council Secretary, on behalf of the Faculty Council, will seek nominations from each member of the Council to fill anticipated vacancies in the roles of Chair and Vice-Chair, along with suggestions for the appointed membership of the standing committees. Before making nominations, members will obtain the concurrence of nominees to stand for election.
10. The Executive Committee will meet to prepare a slate of candidates following receipt of nominations and suggestions from members of the Faculty Council. The Committee will ensure that there is at least one nominee for every anticipated vacancy. The Committee may add further nominees to vacancies for which nominations have already been received from the process above, but may not remove any nominees from the list. The Faculty Council Secretary, on behalf of the Executive Committee, will obtain the concurrence of nominated candidates to stand for election as proposed.
11. The slate of candidates prepared by the Executive Committee containing both those nominated through process (9) above and those added by the Committee in process (10) above, will be presented to a meeting of the Faculty Council. At this meeting of Council no further nominations will be accepted. Council will vote by secret ballot on motions to establish those nominees who will hold positions in the forthcoming session.

b. Undergraduate Education Committee

i. Ex officio membership (voting, unless otherwise noted)

Dean of the Faculty
Associate Deans of the Faculty
Divisional Coordinators
The Registrar/Manager of Student Services, serves as secretary of the Committee, non-voting

ii. Appointed and elected membership

Chair, elected by Faculty Council
Two (2) undergraduate students elected from and by the membership of the FMUA.

iii. Purview and functions

1. The role of the Undergraduate Education Committee is to safeguard the standards and quality of the undergraduate programs with regard to admissions, awards, financial aid, curriculum, and evaluation.
2. The Committee will review and recommend to the Faculty Council major changes in the policies mentioned in (1) above, as recommended by the Dean or his/her designate.
3. The Committee will be informed of minor changes to the terms and conditions of the policies mentioned in (1) prior to their implementation.

c. Graduate Education Committee

i. *Ex officio* membership (voting, unless otherwise noted)

Associate Dean, Graduate, who serves as Chair of the committee (in the absence of this position, the Graduate Chair serves as Chair)
Dean of the Faculty
Dean of the School of Graduate Studies (non-voting)
Associate Dean, Academic
Associate Deans of the School of Graduate Studies (non-voting)
Graduate Coordinator and/or Graduate Chair, as applicable,
Divisional Coordinators of the academic divisions of the Faculty
The Graduate Administrator, who serves as Secretary of the Committee, non-voting

ii. Elected and appointed membership

2 graduate students elected from and by the graduate students in the Faculty of Music.

iii. Purview and functions

1. The role of the Graduate Education Committee is to safeguard the standards and quality of the graduate programs with regard to goals and objectives, admissions, awards, financial aid, curriculum, degrees, and evaluation.
2. The Committee will review and consider proposed minor changes to the terms and conditions of the policies mentioned in (1). The Committee will post any proposed changes on the SGS web space. Following a specified timeline for feedback, the Committee will recommend the changes to the Faculty Council for final approval.
3. The Committee will also review and consider proposed major changes to the terms and conditions of the policies mentioned in (1), following preliminary consultations with the Provost and Vice-Provost, Graduate Education. If the Committee approves the changes, the committee will post the proposed changes to the SGS web space. Following a specified timeline for feedback, the Committee will recommend the changes to the Faculty Council for approval. These proposals will then proceed to the Graduate Education Council for approval and thence to the governing Council for information and final approval.

d. Research Committee

i. *Ex officio* Membership

Dean of the Faculty of Music
Associate Dean, Graduate, if applicable
Graduate Chair and/or Graduate Coordinator, if applicable

ii. Elected and appointed membership

Chair: elected by Council
Six (6) faculty members appointed by the Executive Committee (with at least one member from each Division of the Faculty)
One (1) graduate student designated by MGSA

iii. Purview and functions

1. Review and recommend to Council and its committees the establishment, continuation and termination of collaborative programs, academic centres, and post-doctoral fellowships.
2. Review and recommend to the Dean applicants for post-doctoral fellowships in the Faculty and to recommend policies on support for post-doctoral fellowships.
3. Identify and recommend to Council general research priorities/initiatives and to monitor research and grant statistics.
4. Advise the Dean on the granting of Faculty research assistance.

5. Review and recommend to Council policies and procedures regulating the conduct of research, to liaise with the University's Research Ethics Board, and to review and recommend to Council policies and procedures regarding conduct of research in compliance with regulatory and statutory authorities, serving as the Faculty of Music's Research Ethics Board.
 6. Advocate for research and granting within the Faculty of Music and to help maintain a central repository of information on research opportunities for faculty, librarians, and graduate students.
 7. Advise Council on any other matters relating to research in the Faculty.
- e. Undergraduate Academic Appeals Committee (NB: graduate appeals are governed by the rules and regulations of the School of Graduate Studies)
- i. Membership
 - Chair, elected by Faculty Council
 - Vice-Chair, elected by Council
 - Five (5) faculty members elected by Council
 - One (1) undergraduate student designated by FMUA.
 - One (1) graduate student designated by MGSA
 - The Registrar/Manager of Student Services, serves as secretary of the Committee, non-voting
 - ii. *Quorum*: The Chair or Vice-Chair and 4 members, of which one (1) shall be a student, shall constitute a quorum.
 - iii. When the Chair is present and presiding, the Vice-Chair will be considered a regular member of the committee. The Vice-Chair shall be delegated all the Chair's powers and duties if the Chair is absent or has disqualified herself/himself. Under normal circumstances the Vice-Chair will succeed the chair on early resignation from office.
 - iv. Purview and functions
 1. Hear and rule on appeals of final grades and other matters concerning academic standing.
 2. Hear and rule on issues arising within a course that concern the pedagogical relationship of the instructor and the student, such as essays, term work, term tests, grading practices, or conduct of instructors.
 3. Within the faculty, it will also hear petitions that have been denied by the Committee on Academic Standing.
 4. Hear and rule on appeals by Undergraduate students of the Faculty of Music against decisions of Council and its Standing Committees.
 5. To generate and disseminate recommendations arising from appeals.

- v. In hearing appeals the Committee may, 1) uphold an appeal in whole or in part, 2) reject an appeal, or 3) refer the case back to the Board concerned.
- vi. The rulings of the Academic Appeals Committee are binding and final as far as this Faculty is concerned.
- vii. All meetings of the Academic Appeals Committee will be held *in camera*.

f. Committee On Academic Standing

- i. *Ex officio* membership (voting, unless otherwise noted)

Dean of the Faculty of Music
 Associate Dean(s) of the Faculty
 Chair and/or Coordinator of Graduate Studies, if applicable
 The Registrar/Manager of Student Services, serves as secretary of the Committee, non-voting

- ii. Elected and appointed members

Chair, elected by Faculty Council
 One (1) member of each of the Faculty's Academic Divisions, except performance, which shall have two (2) representatives, all to be appointed by the Executive Committee.

- iii. Purview and functions

- 1. Recommend a slate of undergraduate and graduate admissions to the Associate Deans and Dean, taking into account recommendations of the Divisional subcommittees and auditors.
- 2. Serve as the Board of Review for the annual approval of grades and student standing.
- 3. The Registrar, acting as Secretary of the Committee, shall hear and rule on undergraduate student petitions seeking exemption or other variations from academic regulation. A negative ruling by the Secretary can be appealed to the Committee, and in the event that the original decision is upheld, it may be appealed further to the Academic Appeals Committee.

[NB: Requests for exemptions to graduate regulations must be forwarded to the School of Graduate Studies for decision.]

- iv. All meetings of the Committee on Academic Standing will be held *in camera*.

g. Scholarships and Awards Committee

- i. *Ex officio* membership (voting, unless otherwise noted)

Dean of the Faculty of Music
 Associate Dean(s) of the Faculty
 Chair and/or Coordinator of Graduate Studies, if applicable

Registrar and Manager of Student Services for the Faculty, serves as Secretary of the Committee, non-voting

ii. Elected and appointed members

Chair, elected by Faculty Council

One (1) member of each of the Faculty's Academic Divisions, except performance, which shall have two (2) representatives, all to be appointed by the Executive Committee.

iii. Purview and functions

1. Make recommendations to the Dean and Associate Dean(s) on the disbursement of scholarships, fellowships, and awards to individual undergraduate and graduate students.
2. Make recommendations to the Dean and Associate Dean(s) on policy regarding the stewardship and disbursement of awards, fellowships, and scholarships.
3. Make recommendations to the Dean on priorities for Faculty advancement/development concerning the solicitation, acceptance, and stewardship of student awards from private donors.

iv. All meetings of the Scholarships and Awards Committee will be held in camera.

h. Concerts and Events Committee

i. *Ex officio* membership

Dean of the Faculty of Music
Associate Dean, Academic of the Faculty
Coordinator of Performance
Coordinator of Jazz Studies
Coordinator of Opera
Coordinator of Composition and Theory
Faculty member responsible for Orchestra
Faculty member responsible for Wind Ensembles
Faculty member responsible for Choral Ensembles
Faculty member coordinating the New Music Festival
Faculty member coordinating the Chamber Series
Faculty member coordinating the Faculty Artists Series
Faculty member coordinating the Thursday Noon Series
Director of Operations MacMillan Theatre
Marketing/Publicity Officer
Performance Administrator
Concert Office Manager (serves as Secretary of the Committee)

ii. Elected and appointed members

Chair, elected by Faculty Council

Two (2) members of Faculty Council, one (1) from Music Education and one (1) from History and Culture, to be appointed by the Executive Committee.
One (1) undergraduate student designated by FMUA.
One (1) graduate student designated by MGSA

iii. Purview and functions

1. Schedule performances as part of the Faculty series.
2. Recommend special events and festivals and consider requests for participation in such events from other units of the University and from outside the University. The Committee will make recommendations to the Dean for funding for events and will propose sponsorship from the Dean.
3. Recommend visitors for endowed visitorships.
4. Seek to expand performances with pre-conference talks, outreach and education efforts, receptions or other ancillary events as deemed useful.
5. Advise the Dean and relevant officers of the Faculty on publicity, facilities, programs, front-of-hall-staffing, theatre/hall equipment and other aspects of concert and performance presentation.

8. Amendment to the By-laws

After two weeks written notice of motion, these by-laws may be amended, repealed, or added to, at any regular meeting of Council by affirmative vote of two-thirds of the members present and voting. No amendment to the by-laws shall be voted upon unless the proposed amendment shall have been printed in a notice of the meeting.