

CONSTITUTION
Council of Ontario Universities
Conseil des Universités de l'Ontario

This body was formed on December 3, 1962, with the original name of the "Committee of Presidents of Provincially Assisted Universities and Colleges of Ontario." A formal constitution was first adopted on December 9, 1966, under the name "Committee of Presidents of Universities of Ontario/Comité des Présidents d'Universités de l'Ontario." The constitution was amended on January 18, 1968; April 26, 1968; March 13, 1970; April 16, 1971 (when the name of the body was changed to its present one, effective May 1, 1971); October 7, 1988; October 12, 1990; February 8, 1991; May 21, 1991; January 29, 1993; July 1, 1993; July 1, 1996; May 28, 1999; April 26, 2002; and November 1, 2008. Current institutional membership is shown in Appendix A.

1. Name

- (1) The name of this body shall be: "Council of Ontario Universities/Conseil des Universités de l'Ontario."

2. Objects

- (1) The objects of the Council are to promote cooperation among the provincially assisted universities of Ontario, and between them and the Government of the Province, and, generally, to work for the improvement of higher education for the people of Ontario.

3. Membership

- (1) COU members are united by two commonalities:

1. their relationship to the Ontario government

- a. all COU members are provincially assisted universities in Ontario, receiving a significant proportion of their annual operating budget directly from the provincial government
- b. all COU members have the power to grant university degrees specifically conferred by a legislative or parliamentary act or charter, not limited to a single professional field

2. their identity as universities, which includes but is not limited to the following characteristics

- a. an approved, clearly articulated and widely known and accepted mission statement and academic goals that are appropriate to a university and that demonstrate its commitment to:
 - i. research, scholarship, academic inquiry and the advancement of knowledge
 - ii. based on i. above, teaching and other forms of dissemination of knowledge, in which the delivery of university degree-level programs is the major activity
 - iii. service to the community
- b. governance and an administrative structure appropriate to its mission statement and goals, including:

- i. authority vested in academic staff who are involved in decisions affecting academic programs including admissions, content, graduation requirements/standards, and related policies and procedures through membership on an elected academic senate or other appropriate senior academic body representative of academic staff
- ii. an independent board of governors or appropriate equivalent that:
 - 1. is committed to public accountability and functions in an open and transparent manner
 - 2. has control over the institution's finances, administration and appointments
 - 3. includes appropriate representation from the institution's external community (including the general public), academic staff, students and alumni
 - 4. uses the institution's resources to advance its mission and goals
- iii. a senior administration normally including a president and vice-presidents and/or other senior officers appropriate to the size of the institution and the range of its activities
- c. undergraduate degree programs characterized by breadth and depth in the liberal arts and sciences, and first professional degree programs (such as medicine, law, teacher education, business, engineering) that have a significant liberal arts and/or sciences component
- d. highly qualified academic staff who engage in scholarship, academic inquiry, creative activities and research, and are provided by the institution with appropriate time and support to do so
- e. an atmosphere conducive to intellectual freedom and responsibility in which academic staff and students are expected to display a high degree of intellectual honesty, integrity and accountability. In this regard the institution has approved and clearly articulated policies on intellectual freedom, intellectual integrity and the ownership of intellectual property, and an appropriate plan for informing students and academic staff about their roles and responsibilities.

Notwithstanding the above criteria, those institutions that are associate members of COU at the time of the adoption of these membership criteria shall be entitled to remain as associate members, unless required to withdraw from COU.

(2) Admission to Membership

Institutions eligible for membership as set out in Article 3(1) above shall be admitted if recommended by the Executive Committee and approved by two-thirds of the members present and voting at a meeting of Council.

(3) Withdrawal of Membership:

1. A member may be required to withdraw from COU if:
 - a. It ceases to meet the eligibility criteria, including adherence to principles of academic freedom and responsibility
 - b. It engages in repeated and consistent violations of the obligations of COU membership, e.g., contravention of its agreed policies and practices, and subversion of its purposes
2. A review of an institution's membership may be undertaken by the Executive Committee, upon the recommendation of the President. A recommendation by the Executive Committee for the required withdrawal of an institution's membership must be approved by two-thirds of the members present and voting at a meeting of Council.

(4) Council Membership

Those eligible for membership on the Council are

1. the executive heads of those institutions that meet the eligibility criteria defined in Article 3(1) above, and that have been admitted to membership in COU as set out in Article 3(2) above
2. one colleague from each such institution, selected for membership by the academic senate or equivalent senior academic body described in Article 3(1)2.b.i above, from among the academic staff who are current members of that body or who could be appointed to it while serving as a colleague and who shall hold office for a term of two years, renewable.

(5) COU Services

COU provides a variety of services to members. With the consent of COU, such services can be made available on a cost-recovery basis to non-members.

4. Officers

- (1) The Council shall have a Chair, elected from and by its members for a term of two years who shall serve without remuneration.
- (2) The Council shall have, during the first year of the two-year term of the Chair, a Past Chair who shall act for the Chair in the absence of the latter and shall serve for the term of one year without remuneration.
- (3) The Council shall have, during the second year of the two-year term of the Chair, a Vice-Chair who is also Chair-designate, who shall act for the Chair in the absence of the latter and shall serve for the term of one year without remuneration.

- (4) The Council shall have as its senior paid officer a President, appointed by the Executive Committee, with the concurrence of not less than two-thirds of the members of the Council.
- (5) The Council may have other paid officers and staff, as deemed necessary by the Executive.

5. Committees

- (1) There shall be a committee called "the Executive" composed of eight members, plus the President (who shall have no vote). The membership shall include the Chair of the Council (who shall preside), the Past Chair or Vice-Chair as applicable, and six others. The Chair shall serve for two years, the Past Chair and Vice-Chair (Chair Designate) for one year. All other members shall serve terms of two years renewable. The membership shall include six executive head and two colleague members of Council. Of these, at least one member shall be from among the five smallest member institutions and at least three members from among the remaining member institutions, one of whom shall be from the University of Toronto.¹ The Executive shall also have the power to co-opt additional members, who shall have voting rights. The function of the Executive is to guide the Council and, on occasion, to act for it between meetings of the Council.
- (2) There shall be a "Committee on Nominations", named by the Chair with the approval of the Executive. It shall propose candidates for the elective offices and for membership of all committees of Council.
- (3) There may be such other committees (standing and special) as are deemed necessary.
- (4) Members of standing committees shall serve for terms of not more than two years. They may be reappointed. Members of a special committee normally will serve for the duration of the committee.

6. Affiliates

- (1) Other organizations or associations of personnel serving in the universities of Ontario may be affiliated with the Council.
- (2) Such bodies may be established by the Council or may come into being on the initiative of others.
- (3) Normally an affiliate would have some executive power delegated to it, explicitly or implicitly, by the Council.
- (4) Affiliates shall be responsible to the Council with respect to those of their interests and functions that fall within the scope of the activities of the Council.

7. Meetings

- (1) The Council shall meet at least twice a year.
- (2) Meetings of the Council and of the Executive may be called by the Chair, the Past Chair, the Vice-Chair, the President, or any three other members of the Council.

¹ For this purpose, size shall be determined by the government operating grants received by the institution.

- (3) A member who is the executive head of an institution and is unable to attend a meeting of the Council may be represented at the meeting by an alternate of his or her choosing. A member who is an elected colleague who is unable to attend a meeting of the Council may be represented by an alternate selected by the senior academic body of the institution he or she represents. Alternates shall have the power to vote at the meeting.
- (4) Committees will meet as required.
- (5) A majority of the members of the Council or of a committee shall constitute a quorum for a meeting of the Council or committee concerned.

8. Finance

- (1) The chief source of financial support of the Council shall be subscriptions paid by the universities whose executive heads are members of the Council.
- (2) The scale of membership subscriptions shall be set by action of the Council.
- (3) The Council may receive additional financial support from other sources.
- (4) The Council shall conduct its business affairs through COU Holding Association Inc., an Ontario corporation without share capital, registered as a charitable organization under the Income Tax Act of Canada. By virtue of an agreement between the Council and the corporation, dated January 3, 1983, the corporation holds assets for and on behalf of the Council subject to its direction and control.

9. Amendment

- (1) This constitution may be amended by a two-thirds majority of members of the Council present and voting at a meeting in the notice of which the proposed amendment is specified and at which at least two-thirds of the members are present.

10. Dissolution

- (1) The Council may be dissolved by a two-thirds majority of members of the Council present and voting at a meeting in the notice of which the motion for dissolution is specified and at which at least two-thirds of the members are present.

November 1, 2008

Appendix A

Institutional Membership of the Council of Ontario Universities/Conseil des Universités de l'Ontario at November 1, 2008

Members

Algoma University
Brock University
Carleton University
University of Guelph
Lakehead University
Laurentian University
McMaster University
Nipissing University
University of Ontario Institute of Technology
Université d'Ottawa
Queen's University
Ryerson University
University of Toronto
Trent University
University of Waterloo
University of Western Ontario
Wilfrid Laurier University
University of Windsor
York University

Associate Members

Ontario College of Art & Design
Royal Military College of Canada