

Constitution of The Entrepreneurial Mindset (TEM)

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Article I. General

1.01 Name

- (a) The name of the student action group is The Entrepreneurial Mindset (“**TEM**”).

1.02 Application

- (a) This Constitution shall apply to all members of TEM as defined herein, and all proceedings, rulings, and remedies defined under and taken pursuant to this Constitution shall be exhaustive.

1.03 Jurisdiction

- (a) TEM is a self-governing body in respect of all proceedings, resolutions, executive decisions, rulings, and appeals taken and administered pursuant to the authority of this Constitution. This Constitution shall bind and govern all members of the association with no organization sitting as an appellate body to TEM.
- (b) TEM will follow all bylaws, policies, and procedures of the University of Manitoba Students’ Union (UMSU) especially those found in the UMSU Student Clubs Policies and Procedures document.

1.04 Purpose

- (a) To promote entrepreneurship through providing students the opportunity to pitch their innovative business ideas and educating students on developing business plans.
- (b) To act as a stepping stone for motivated, determined, and passionate students to venture bigger opportunities by boosting their confidence and creativity and allowing them to develop a variety of transferable skills through entrepreneurship.
- (c) To expose students to ideas and knowledge outside of their faculties through collaborating with students across faculties and learning from each other in a competitive environment.
- (d) To strengthen the bond and relationship between different faculties.

1.05 Membership

- (a) Membership is free and open to any undergraduate students in any year of study at the University of Manitoba. Membership lasts for a full academic year, September to August.
- (b) All Executives are encouraged to be a part of the teams formed within the club.
- (c) Ideally consist of a maximum of 32 members with a balanced number of students from different faculties.
 - (i) Minimum of 40% of total members must be from Engineering and Science. If the minimum is not met, applications will be extended to obtain an equal distribution.

Article II. Council Composition

2.01 TEM Executive Council Composition

- (a) TEM Executive Council shall be comprised of a minimum of 8 TEM members. As of the date of this Constitution, those TEM Executive Council positions and the descriptions for those positions are listed in this article but are subject to change during TEM interview process.
 - (i) Co-Presidents
 - (ii) Vice President(s) of Faculties – Commerce, Engineering, Science
 - (iii) Vice President of Finance
 - (iv) Vice President of Marketing and Communications
 - (v) Vice President of Corporate Relations

Article III. Duties of TEM Executive Council

3.01 Co-Presidents

- (a) Implement policy dictated in Article 1.04 and oversee internal operations.
- (b) Be the contact person for UMSU.
- (c) Act as signing authorities for TEM along with the Vice President of Finance.
- (d) Manage and maintain good standing of internal communication of the club.
- (e) Interview and recruit executives and members.
- (f) Assist Vice President of Finance in developing the current year's budget and obtaining funding.
- (g) Attend and facilitate all meetings throughout the academic year.
- (h) Exercising Judgment / Impacts of Decisions / Consequence of Error:
 - (i) Shall consult with TEM Executive Council, if necessary, to respond to difficult situations that may impact students in Manitoba.
 - (ii) May intervene in the duties and responsibilities of any council member if problems arise to ensure that all decisions are made in the best interests of TEM Executive Council, the Asper School of Business student body, the Asper School of Business, University of Manitoba, and the community at large.
 - (iii) Must ensure that the Asper School of Business and future TEM events are not harmed by decisions of TEM. Previous TEM Executive Council members can also act as resources for advice.
 - (iv) May intervene to ensure that duties held by and/or decisions made by TEM Executive Council members are carried out in a timely and professional manner.

3.02 Vice Presidents of Faculties – Commerce, Engineering, Science

- (a) Consist of senior year students from each faculty, mainly Commerce, Engineering, and Science, who possess internship experience.
- (b) Assist Co-Presidents in interviewing and recruiting members from their own faculties.
- (c) Collaborate with Vice President of Marketing and Communications to promote TEM to the students at the University of Manitoba.
- (d) Facilitate the flow of all meetings by providing input if needed. I.e., coming up with business / startup ideas if insufficient number of ideas are provided by members.

- (e) Monitor the progress of each team and provide support as needed.
- (f) Attend all meetings throughout the academic year.
- (g) Exercising Judgments / Impacts of Decisions / Consequence of Error:
 - (i) Has discretionary authority as a member of TEM Executive Council
 - (ii) Should consult with TEM Co-Presidents prior to making decisions that could affect the Asper School of Business.
 - (iii) Must look beyond the scope of the events/services ensuring that all decisions made are in the best interests of TEM Executive Council, the Asper School of Business student body, the Asper School of Business, University of Manitoba, and the community at large.

3.03 Vice President of Finance

- (a) Ensure the financial viability and sustainability of the council.
- (b) Provide a yearly record of financial transactions to the Executive.
- (c) Responsible for TEM bank account.
- (d) Act as a signing authority for TEM along with both Co-Presidents of TEM.
- (e) Create a budget proposal package for UMSU and CSA funding and ensure events are kept within the budget throughout the academic year.
- (f) Apply and obtain external funding.
- (g) Review and sign cheques as required.
- (h) Coordinate the financial audit together with the incoming/outgoing Vice President of Finance.
- (i) Help with event tasks as needed.
- (j) Exercising Judgment / Impacts of Decisions / Consequence of Error:
 - (i) Has discretionary authority as a member of TEM Executive Council. The Vice President of Finance has the final say on any financial decisions of the council and deals with the operating budget.
 - (ii) Major decisions should be made in consultation with TEM Co-Presidents. Prior to making any decisions regarding the allocation of TEM funds, the Vice President of Finance should consider the best interests of TEM.

3.04 Vice President of Marketing and Communications

- (a) Maintain the brand of TEM.
- (b) Promote events to the students at the University of Manitoba via different means of communication such as posters, social media posts, website, etc.
- (c) Responsible for tabling, marketing budget, posting flyers, and create marketing materials such as display for booth, pamphlets, etc.
- (d) Perform market research and gather student opinions to improve upon events and services such as external competitions for members to participate in.
- (e) Collaborate with Vice Presidents of Faculties to promote events.

3.05 Vice President of Corporate Relations

- (a) Establish partnerships within the entrepreneur community and increase partnerships for events of TEM. The Vice President of Corporate Relations shall be the main liaison for this program.
- (b) Ensure that all of TEM's corporate partners receive entitled partnerships benefits.
- (c) Plan the Business Case Competitions at the end of each term in December and April.
- (d) Plan important event throughout the academic term.
- (e) Exercising Judgment / Impacts of Decisions / Consequence of Error:
 - (i) Has discretionary authority as a member of TEM Executive Council. The Vice President of Corporate Relations shall consider the impact of such decision on event partners and student groups. The Vice President of Corporate Relations shall consult the Co-Presidents before making significant decisions. The Co-Presidents and the Vice President of Corporate Relations may also consult TEM Executive and Faculty Advisor.

Article IV. Meetings and Activities of TEM

- 4.01 Executive team will provide the outline and structure of a business plan as a guide for the members at the start of each term.
- 4.02 Members will pitch their ideas at the start of each term – not all members are required to pitch.
 - (a) Approx. 4 or 6 ideas per term. Executive team will come up with ideas if not enough.
 - (b) One idea indicates one team.
- 4.03 Members will select one of the ideas that they are interested in realizing or that resonates with them. I.e., members will go into the team of the idea that they want to build on and work collaboratively throughout the term.
 - (a) Each team should consist of 3-5 members.
 - (b) Executive team members are encouraged to join and participate in a team.
 - (c) Members who did not select a team will be distributed by the executive team.
- 4.04 Each team will coordinate regular team meetings throughout the term to work on their business plan.
 - (a) Executive team members will act as the facilitator in each team by ensuring the members are actively participating and working collaboratively on their business plan.
- 4.05 Each member in each team will rotate to present a section of their business plan bi-weekly to another team.
 - (a) Each member has equal chance to develop presentation skills.
- 4.06 The teams are encouraged to book appointments with Stu Clark Venture Coach to seek guidance on their business plan.
- 4.07 Each team will present a section of their business plan to the whole student group on a monthly basis.
 - (a) Stu Clark Venture Coach / a professor / an alumni will be present to provide meaningful feedback to the teams.
- 4.08 At the end of each term, members will present their full idea (with PowerPoint) as a team to the judges (professors / business professionals) and the whole student group.
 - (a) Judges will select the winning team and feedback will be provided to each team for future improvements.

- (b) The winning team will be awarded cash prizes depending on the funding that the club is able to obtain.
- (c) TEM strongly encourages members to present their full idea and participate in the New Venture Championships and external entrepreneurship competitions if they decide to pursue their idea.

Article V. Executive Council Recruitment

5.01 TEM Executive Council Recruitment

- (a) Outgoing Co-Presidents and outgoing Vice Presidents of Faculties must be present to interview applicants unless there is a pressing reason approved by the Executive Council.
- (b) The respective outgoing Executive Member may attend the interview if availability permits and if invited to do so by the outgoing Co-Presidents.
- (c) Students who wish to apply for an executive position (including the Co-President positions) for the following year will submit an application.
- (d) All students who apply for the Executive Council must be students in good standing with the Asper School of Business, who will not graduate before April the following year.
- (e) The applicants will be interviewed by the current year's Executives for the position that they applied for.
- (f) The applicants who applied for the Vice President of Faculties positions of their desired faculty shall be the students of the faculty.

Article VI. Tenure of Office

- 6.01 Each appointed member shall hold office from April 1st of their incoming year to March 31st of the following year.
- 6.02 Members not on the council at the time of the first meeting of the new executive council shall hold office from the time of their appointment and/or acceptance to the council until March 31st of the following year.

Article VII. Resignation and Vacancies

- 7.01 Any resignation or removal from office of a member of TEM Executive Council shall be submitted to the Co-Presidents, who shall present the resignation to TEM Executive Council. In the case of the resignation of TEM Co-President(s), the resignation shall be submitted to the Faculty Advisor and Vice Presidents of Faculties.
- 7.02 In the event of the resignation of any Executive Council members, the remaining TEM Executive Council will appoint new Executive Council members.
- 7.03 In the case of the temporary absence of the Co-Presidents, the Vice Presidents of Faculties shall assume the responsibilities of the Co-Presidents. Should the Vice Presidents of Faculties be unable to assume the position, it shall pass to the Vice President of Finance.

Article VIII. Suspension and Removal

8.01 Removal of Co-President(s)

- (a) A successful motion to remove the Co-President(s) shall trigger a by-election for the election of new Co-President(s). The respective member who was removed is not barred from running in the by-election.

8.02 Removal of Vice President(s)

- (a) TEM Executive Council may, by motion at a duly convened Executive Council meeting, remove any TEM Vice President who has:
 - (i) Failed to perform the duties of their office, or
 - (ii) Misstated their good academic standing and/or registration status within the I.H. Asper School of Business
- (b) Two-thirds of the vote of TEM Executive Council is required to pass a motion for the removal of any TEM Vice President.

8.03 Executive Elections and Terms of Office

- (a) Prior to the election, the Executives shall appoint a Chief Returning Officer (CRO) to oversee the elections; the CRO does not have to be a member of TEM, and cannot be a person who is running in the election.
- (b) The duties of the CRO are to:
 - (i) Oversee and administer the elections for TEM.
 - (ii) Publicize the elections to the membership of TEM.
 - (iii) Hear and decide on any appeals or complaints related to the elections.
 - (iv) Oversee and administer the counting of votes or ballots for the elections.
 - (v) Announce the results of the elections and inform UMSU of who next year's Executive will be.
- (c) Voting will be conducted as follows:
 - (i) Nominations for the elected positions will last for three days. Candidates who wish to be nominated should inform the CRO during that period, and must be a member in good standing of TEM at the time of their nomination.
 - (ii) Each nominated candidate is allowed to campaign on behalf of themselves and any slate (or team) they are a part of during the campaigning period, which will last for at least a week.

- (iii) The CRO will collect a brief biography and campaign platform from each candidate and distribute them in an e-mail to all members of TEM prior to voting.
- (iv) Voting will be open for at least two days, and will be held in a safe and secure location accessible to all members of the club. At least one poll clerk will be present at all times with the ballot box.
- (v) The ballot will be collected by the CRO and counted; results will be sent to candidates and TEM members.

Article IX. Transitions

- 9.01 For the purpose of the continuity of the Executive Council and to aid TEM Executive Council in the performance of their duties, upon entering and continuing through his or her term of office, each member of TEM Executive shall maintain an accurate and detailed set of files, which shall be submitted at the end of the year and stored in TEM office. These files may be referred to by successors for the purposes of maintaining continuity.
- 9.02 The files for each member to record include, but are not limited to, all programs and schedules pertaining to the member's activities during the term in office, all materials created during the term in office and any additional relevant information to decisions made by the member during their tenure.
- 9.03 At the end of each TEM Executive Council Members' tenure, a transition report must be prepared and provided to the incoming members of their respective position no more than two (2) weeks after the transition has occurred. The report shall include a description of duties and how these duties were accomplished, an analysis of the problem areas or difficulties encountered in the performance of duties, and recommendations and suggestions containing any other information that may guide or assist the successor in the performance of their duties.
- 9.04 Following the completion of a successful appointment of Executives in Article 5, it is the responsibility of the current outgoing executive members to orient the newly appointed executive members to their duties, and to prepare the new executive members to be effective in their roles. The current outgoing Co-Presidents will assume the responsibility for designating an appropriate transition period in which outgoing executive members must train and transition their position's respective duties to incoming executive members.

Article X. Finances

10.01 Budgets

- (a) The Vice President of Finance shall prepare in consultation with TEM Executive Council member who requires funds for the purpose of executing their prescribed role, a budget for the implementation of the programs which they intend to carry out during their term in office.
- (b) All expenses outside of the prepared budget must be approved by the Vice President of Finance prior to the expense being incurred. If the additional expense is not approved, TEM Executive Council may not be reimbursed.

10.02 Budget Procedure

- (a) The budget procedure shall be as follows:
 - (i) The Vice President of Finance shall meet with the Co-Presidents to discuss any financial strategies or plans for the upcoming year.
 - (ii) The Vice President of Finance shall prepare the annual budget, including a preliminary budget for each individual event and service.
 - (iii) The Vice President of Finance shall then meet with TEM Executive Council member to review the preliminary budget for events and/or services which they are responsible for. Feedback from TEM Executive Council member responsible for the event(s) and/or service(s) should be considered, and changes may be made as deemed appropriate by the Vice President of Finance. (Individuals have the right to appeal to TEM Executive Council).
 - (iv) The final proposed budgets for the coming year and actual income statement from the previous year will be distributed to TEM Executive Council for consideration.
 - (v) The proposed budget must then be ratified by a successful vote of TEM Executive Council.

10.03 Additional Budget Details

- (a) There will be a limit of \$100 per event that a member of TEM Executive Council can approve without consensus when the entire TEM Executive Council is not available for consultation (these specific transactions must be outside the normal course of business).
- (b) The budget shall be made available to any TEM Executive Member upon request. TEM Executive Member must make an appointment with the Vice President of Finance to review the budget, as opposed to the budget being sent, circulated, and reproduced.
- (c) All accounting records must be kept up to seven years in the event of a Federal Audit.
- (d) Expenses incurred by TEM Executive Council members must be approved by the Co-Presidents. Expenses incurred by the Co-Presidents must be approved by the Vice

President of Finance. Expenses which are outside of the budget must be communicated to the Vice President of Finance prior to approval by any other TEM Executive Council Member.

10.04 Bank Account

- (a) For the purpose of handling funds, a bank account shall be maintained each year in the name of TEM. The Vice President of Finance and Co-Presidents shall be the joint signing officers.
- (b) Cheques made payable to one of the signatories must be signed by two of the three signatories.

Article XI. Accountability and Contracts

- 11.01 The legal signing authority for contracts of TEM is the Co-Presidents. All TEM contracts must be signed and approved by the Co-Presidents. The positions that the contract applies to still have input and can make recommendations; however, the contract must be approved and signed by TEM Co-Presidents.
- 11.02 Any permits, including liquor or other, which are required for an event, must be signed by the Co-Presidents. Where additional signatures are required, TEM Executive Council member whose portfolio the event falls under must sign. If there are any personal issues that make any of these unable to sign the permit, they may be excused from this duty by approval of TEM Executive Council. Other TEM Executive Council Members must sign in the place of the excused signatory or signatories.

Article XII. Amendments

12.01 Amendment of TEM Constitution

- (a) The repeal, amendment, or re-enactment shall be submitted to TEM Executive Council.
- (b) A Motion of Amendment for TEM Constitution must be passed by a 60% majority vote of TEM Executive Council. No such repeal, amendment, or re-enactment shall be accepted if it is contradictory to the intent of the council.
- (c) Any changes (amendments) to this constitution must be approved by a formal vote of the entire student club membership at a publicized meeting of the club. The proposed changes must be made available to all members of the club at least two weeks before the meeting, and require the support of at least two-thirds ($2/3$) of the members present and voting at the meeting. A copy of the amended constitution must be submitted to UMSU within two weeks of the meeting.

12.02 Constitutional Review

- (a) At least once every year, Constitutional Review will be a topic on TEM Executive Council Meeting Agenda. This can occur at any meeting of the year and shall be used to discuss the Constitution and any need for change in the Constitution. This does not necessitate any amendment, but a discussion on review must occur.