



Summary and Rationale Behind TSA By-Law Updates

The following table summarizes the changes being proposed to what is believed to be the most recent version of the Toronto Society of Architect's By-Laws. This table is meant to aid members in understanding the changes being proposed and the rationale behind them.

This table is not meant to be a replacement to reading the new By-Laws and all members are encouraged to read the new By-Laws prior to the Annual General Meeting.

1987	2019	Rationale
Membership		
Members of the Society are defined as those who are also Members of the OAA (i.e. Architects). Any other individual falls under the term "Affiliate of the Society" - this includes Intern Architects, members of the public and students. Only Members of the Society are allowed to vote and only Members of the Society are allowed to be members of the Executive Committee.	Membership categories have been updated. They still include Members of the Society and Affiliates of the Society, but a new category for Student Membership has been created. Student membership is free of charge. In addition, while the definitions have been kept, both Members and Affiliates are now eligible to vote during the AGM and the election of Officers. Affiliates are now also eligible to be members of the Executive and Officers, with the exception of the Chair who is still required to be an Architect.	Affiliates are some of the most active TSA volunteers and supporters. They also contribute financially to the TSA through their membership fees. This change recognizes their contribution, allowing them to fully contribute to the affairs and activities of the Society. The inclusion of a free student membership was agreed upon with all other Local Societies across Ontario as an important step to help bridge the gap between the profession and academia and strengthen our ties with students.
Membership or Affiliation used to require a signed application endorsed by at least two current Members of the Society.	This clause has been removed.	The TSA has evolved from a closed organization to a much more public facing organization and this requirement for membership represented an unnecessary barrier for participation.
Executive and Officers		
The work of the Society is managed by an Executive Committee.	The roles of Officers and the Executive Committee have been refined. The duties of the Officers have been defined to encompass the management and administration of the Society's affairs. The Executive Committee has been made responsible of overseeing the organization and implementation of the Initiatives, reviewing the relevance of initiatives, and making recommendarions on future Initiative Leads.	The growth of the TSA has led to an increase in administrative and management duties which have fallen directly to the Chair, Vice-Chair and Past Chair, as well as administrative staff. In addition the growth in programming requires new leadership able to guide it. This change officializes the de facto condition under which the Society has been operating for over a decade and recognizes the importance of our Initiatives and the need to properly lead and manage them. Assigning specific duties will also improve accountability.
The Executive Committee consists of 8 Officers: Chairman, Vice-Chairman, Secretary, Treasurer, and four additional members. In addition the immediate past Chairman as an ex-officio member. All members are voting.	The Officers are limited to the Chair, Vice-Chair and Treasurer. In addition, the Immediate Past Chair and the Secretary are non-voting Officers. The Executive consists of the Officers in addition to the each Initiative Lead of any active TSA Initiative.	Defining the two groups makes official the de facto condition under which the Society has been operating. By allowing the Executive to grow and shrink depending on the number of active initiatives, we are incorporating the flexibility required to maintain our operations.
Election of Executive and Officers		

All members of the Executive Committee are elected by the Members of the Society. Only those who are also OAA Members (i.e. architects) are eligible to vote.

All voting Officers are elected directly by the Membership during the AGM, including both Members and Affiliates. The rest of the Executive Committee is composed of active individuals leading TSA Initiatives. Only those who have volunteered for at least one year in a current TSA initiative are eligible to become an Initiative Lead.

This change recognizes the contribution of Affiliates, allowing them to have a voice and vote during the election of Officers and voting on matters at the AGM, including the annual budget. The new model for eligibility of Executive ensures those leading the Society's initiatives are familiar with the way the TSA work and the expected commitment from volunteers.

Officers are elected from and by the Executive Committee each year for one year terms.

Officers are elected directly by the Membership (both Members and Affiliates) during the Annual General Meeting for a three year term.

It is important for the membership to be able to hold accountable those in charge of the management and administration of the Society. This change makes the election of the Chair, Vice-Chair and Treasurer a direct election vs. the indirect process previously stated.

Eligibility

Only Architects are allowed to become members of the Executive. One member of the Executive may be a graduate associate (i.e. an Intern Architect).

All categories of membership (Members, Affiliates and Students) are allowed to become members of the Executive. Only the Chair of the TSA is required to be an Architect.

Some of the greatest contributions to the TSA have come from those who are not Architects. This change is meant to allow those individuals to fully participate in the affairs of the Society and recognize their leadership.

Appointments

The Executive Director is the only named appointed position, although the Executive Committee is able to appoint other positions as required.

The Secretary has been made an appointed position.

This change is in recognition of the growing administrative and record keeping needs of the Society which are beyond what could be asked from a volunteer. We expect the Secretariat to be a growing aspect of the TSA as the Society continues to grow in membership and scope.

Advisory Committee

Does not Exist.

The Advisory Committee is defined as the past Chairs of the TSA, as well as other past Officers and Members of the Executive at the discretion of the Officers.

Informally the Advisory Board has existed for many years, providing advice and historical perspective to the Officers and Executive when required.

Terms

Executive Committee members are elected for a three year term.

Officers are elected for a three year term and are not eligible for re-election for a year after their term ends.

It is important to balance the need of stability within the Society with the need of new leadership. We believe this term limit represents a balance between both.

Threshold for Special Meetings

20 members of the Society can call for a special meeting at any time for a specific purpose.

10% of the membership of the Society can call for a special meeting at any time for a specific purpose.

This change from a number to a percentage is to allow the amount of members signatures required to be reflective of the size of the Society.