

## BYLAWS AMENDMENT PACKAGE 2017

TO: COUNCIL  
FROM:  
*February 2017*

Amendments to the Bylaws to remove SAC, replace “General Manager” with “Managing Director,” alter the AMS investment rules, replace the Budget Committee with a finance committee, change the date when the AMS budget is due, reduce the size of Student Council, and introduce a minimum membership size rule for new Constituencies.

Additions are indicated by ***bold italics***. Deletions are indicated by striking through (~~this~~).

### **BYLAW 1: INTERPRETATION AND DEFINITIONS**

2. In these Bylaws unless the context otherwise requires:

...  
□ ~~General Manager~~ ***Managing Director***— shall mean the ~~General Manager~~  
***Managing Director*** of the Society

...  
□ ~~SAC~~ shall mean the ~~Student Administrative Commission~~

### **BYLAW 3: ANNUAL GENERAL AND SPECIAL GENERAL MEETINGS**

1. Meetings

(a) ANNUAL GENERAL MEETINGS

...  
ii) The following business shall be conducted at the annual general meeting:

...  
(4) receiving the Report of the President and the ~~General Manager~~ ***Managing Director*** with respect to the activities of the Society of the present School Year.

### **BYLAW 5: STUDENT COUNCIL**

1. Powers and Duties

The Board of Directors of the Society shall consist of the voting members of Council and, subject to the Bylaws, the management, administration, and control of the property, revenue, business and affairs of the Society are vested in Council. Pursuant to the foregoing, Council:

- (a) shall be the sole official body representing the Society;
- (b) shall appoint ~~the members of the SAC, or their replacements,~~ and the Ombudsperson using such procedures as provided for in the Code;
- (c) may, upon Two-thirds (2/3) Resolution, remove ~~any member of SAC,~~ the Ombudsperson and any other persons appointed by Council provided that the persons to be removed shall have been given seven (7) days notice of the meeting at which such Resolution is proposed;

...

## 2. Members

- (a) The voting members of Council shall be:
  - i) the Executive of Council as outlined in Bylaw 5(3)(a);
  - ~~ii) the UBC Vancouver student representatives on the Board of Governors as defined by the *University Act*;~~
  - ~~iii) two (2) students elected by and from the student members of the Senate as defined by the *University Act*;~~
  - iv) the duly appointed or elected representative of the students at each of the Affiliated Institutions, including but not limited to Regent College, the Vancouver School of Theology, and St. Mark's College, provided that such representatives are elected in accordance with the constitution of the student association of the Affiliated Institution; and
  - v) the duly elected representatives of the following Constituencies provided that such representatives are elected in accordance with the constitution of the Constituency:
 

(1) Architecture	(13) Land & Food Systems
(2) Arts	(14) Law
(3) Audiology	(15) Library, Archival & Information Studies
(4) Commerce	(16) Medicine
(5) Dentistry	(17) Music
(6) Economics	(18) Nursing
(7) Education	(19) Pharmacy
(8) Engineering	(20) Planning
(9) Forestry	(21) Population & Public Health
(10) Graduate Studies	(22) Science
(11) Journalism	(23) Social Work
(12) Kinesiology	

**Comment [Archives1]:** Removing student BoG and Senate reps from Council.

and all duly elected representatives of other degree granting faculties and schools of UBC Vancouver, **so long as those representatives come from a faculty or school whose enrolment exceeds one percent (1%) of the total enrolment of UBC Vancouver or whose student association has been recognized as a Constituency by a Two-thirds (2/3) Resolution of Council in accordance with Bylaw 13(2)(a)(i).** Should the name of a Constituency change, such change of name shall not affect the representation of such Constituency, and this provision of the Bylaw shall be deemed automatically amended to refer to the new name of the Constituency.

- (b) The non-voting members of Council shall be:
  - i) the Ombudsperson; and
  - ii) such other Members as by Two-Thirds (2/3) Resolution of Council are appointed as non-voting members.
- (c) Each Constituency shall be entitled to one representative on Council; provided, however, that each Constituency with ~~1,500~~ **3,000** or more active members shall be entitled to one additional representative for each ~~1,500~~ **3,000** active members in the Constituency.
- ~~(g) The student members of the Board of Governors shall assume their seats on Council at the first Council meeting after the University declares them to be members of the Board of Governors.~~
- ~~(h) Council Senators shall assume their seats on Council at the first Council meeting after they are appointed by the student members of the Senate.~~
- (i) The incoming members of Council who are representatives of an Affiliated Institution shall assume their seats on Council in accordance with the constitution of the student association of their Affiliated Institution.
- (j) A member of Council who is a constituency representative as defined in Bylaw 5(2)(a)(v) shall lose their membership in Council if such member has missed five (5) regularly scheduled Council meetings during the School Year. A constituency representative shall, for the purposes of this provision, be considered absent even if they have appointed a proxy to attend in their place.
- ~~(k) A member of Council who is a student representative for the Board of Governors may lose their membership in Council by a referendum held in accordance with Bylaw 4.~~
- ~~(l) A member of Council who is a Council Senator may lose their membership in Council by a referendum held in accordance with Bylaw 4.~~
- (m) A member of Council who is the representative of the students at an Affiliated Institution as defined in Bylaw 5(2)(a)(iv) shall lose their membership in Council

**Comment [Archives2]:** Reducing the number of representatives from the larger Constituencies.

if such member has missed five (5) regularly scheduled Council meetings during the School Year. Such a representative shall, for the purposes of this provision, be considered absent even if they have appointed a proxy to attend in their place.

- (n) In accordance with the Societies Act, voting members of Council may be as young as 16 years of age, but no younger, and at no time may a majority of the voting members of Council be younger than 18 years of age.

### 3. Executive

...

#### (d) DUTIES OF THE EXECUTIVE

i) The President shall:

- (5) ... be the official liaison between the Society and the ~~General Manager~~ **Managing Director**;

...

(iv) The Vice-President Administration shall:

- ~~(1) be the Chair of SAC;~~
- ~~(2) be the liaison between SAC and Council;~~
- ~~(3) keep SAC and Council informed as to the use, maintenance and condition of the AMS Student Nest;~~
- ~~(4) ensure that policies and programs of SAC are properly implemented;~~
- (1) be responsible for the construction and maintenance of capital projects undertaken by the Society;**
- (2) keep Council informed as to the use, maintenance and condition of facilities owned or operated by the Society;**
- (3) liaise with subsidiary organizations of the Society; and**
- (4) ~~(5)~~ have other such duties as are outlined in the Bylaws or the Code or assigned by Council from time to time.**

...

### ~~BYLAW 7: STUDENT ADMINISTRATIVE COMMISSION~~

#### ~~1. Powers and Duties~~

~~The powers and duties of SAC are:~~

- ~~(a) to post copies of all minutes of SAC meetings on the Society's website or other~~

Comment [Archives3]: Abolishing SAC

~~electronic notice board on or before 4:00 p.m. of the first working day following each SAC meeting and to submit their minutes to Council for approval;~~

- ~~(b) to administer those funds as may from time to time be approved and allocated to SAC by Council;~~
- ~~(c) to ensure that all associations and clubs are duly constituted;~~
- ~~(d) to have such additional powers and duties as may be set out in the Bylaws or the Code or assigned by Council from time to time.~~

## ~~2. Members~~

~~(a) The voting members of SAC shall be:~~

- ~~i) the Vice President Administration who shall be the Chair of SAC; and~~
- ~~ii) six (6) active members, or such greater number as set out in the Code, appointed in accordance with Bylaw 5(1)(b), provided, however, that Council shall not appoint any members of the Executive of Council and no more than two (2) other Council members as voting members of SAC.~~

~~(b) The non-voting members of SAC shall be:~~

- ~~i) the President;~~
- ~~ii) the General Manager or their designate;~~
- ~~iii) the Vice President Finance or their designate; and~~
- ~~iv) such other active members as are set out in the Code.~~

## ~~3. Vice Chair~~

~~(a) APPOINTMENT~~

- ~~i) The SAC Vice Chair shall be appointed by and from the voting members of SAC at its first meeting.~~
- ~~ii) The Vice President Administration shall not be the SAC Vice Chair.~~

~~(b) DUTIES~~

~~The duties of the SAC Vice Chair shall be:~~

- ~~i) to keep or cause to be kept and maintained the minutes of SAC;~~
- ~~ii) to keep or cause to be kept and maintained all copies of letters and other submissions written and received by SAC;~~
- ~~iii) to receive all applications for membership on SAC's committees;~~

iv) ~~to have such other duties and responsibilities as may be set out in the Code.~~

#### **4. Removal of SAC Members**

~~A member of SAC appointed in accordance with Bylaw 7(2)(a)(ii) shall cease to be a member if:~~

- ~~(a) they have missed three (3) consecutive meetings or five (5) meetings during the School Year; provided, however, such member may be reinstated by a Resolution of Council; or~~
- ~~(b) by a Two thirds (2/3) Resolution of Council as described in Bylaw 5(1)(c).~~

#### **5. Meetings**

- ~~(a) SAC shall hold meetings at least once a week during the School Year.~~
- ~~(b) Each voting member of SAC shall have one vote.~~
- ~~(c) Voting by proxy at any meeting of SAC or its committees shall not be permitted.~~
- ~~(d) A quorum at a SAC meeting shall be five (5) of its voting members.~~

#### **BYLAW 8: SIGNING OFFICERS**

1. The following persons shall be the signing officers for the Society, any two (2) of whom shall have the authority to sign on behalf of the Society:
  - (a) the Vice-President Academic and University Affairs;
  - (b) the Vice-President Finance;
  - (c) the Vice-President Administration; ~~and~~
  - (d) ~~the SAC Vice Chair.~~ **the Vice-President External Affairs; and**
  - (e) the President.**
2. The ~~General Manager~~ **Managing Director** and those persons who are designated managers of specific areas under the ~~General Manager~~ **Managing Director**, shall have signing authority with respect to their specific areas provided that Council has, in the Code, approved of such signing authority.
3. ~~Council may designate the President as a signing officer for the months of May to August~~

~~inclusive or any portion thereof.~~

4. All persons described in Bylaw 8(1), **and** (2) ~~and (3)~~ shall be bonded by a fidelity bond which shall indemnify the Society to the extent that Council and the ~~General Manager~~ **Managing Director** deem necessary.

#### **BYLAW 9: THE OMBUDSPERSON**

##### **1. Powers and Duties**

The Ombudsperson shall:

...

- (e) have access through the President or ~~General Manager~~ **Managing Director** to all records, minutes, documents or other such materials of the Society needed to perform the duties of the Ombudsperson's office;

#### **BYLAW 10: THE GENERAL MANAGER MANAGING DIRECTOR**

##### **1. Powers and Duties**

- (a) The ~~General Manager~~ **Managing Director** shall:
  - i) manage the ~~general business affairs~~ **operational aspects** of the Society as determined from time to time by Council;
  - ii) cause all funds of the Society to be held as deposits in a bank as defined in the Bank Act of Canada or a credit union authorized to carry on business under the Financial Institutions Act of British Columbia, **or invested according to an investment policy which has been approved by Council in consultation with a fund manager;** ~~or invested in shares, stocks, bonds, debentures, securities, and other investments rated at or above "Single A" (A) rating, as assigned by the Standard & Poor's Corporation or its successor;~~

#### **BYLAW 11: FINANCE**

##### **1. Budget**

- (a) The budget of the Society shall be prepared and approved by ~~the beginning~~ **June 30** of each fiscal year for that fiscal year, based on the proposed expenditures of the Society, including all administrative expenses, the proposed expenditures of Council, SAC, their committees, the administrative operations of the Society, constituencies, clubs, and all other organizations of the Society, and expenditures from funds referred to in Bylaw 11(2) and including an operating margin of not

less than five percent (5%) of the discretionary funds of the Society as determined in the Code.

- (b) A **budget finance** committee shall be appointed by Council for the purpose of reviewing the budget prepared by the Vice-President Finance. ~~and shall consist of the following members:~~
  - i) ~~the Vice President Finance;~~
  - ii) ~~three (3) active members of the Society appointed by Council, each of whom is not a member of Council;~~
  - iii) ~~five (5) voting members of Council who are Constituency representatives as defined by Bylaw 5(2)(a)(v), or Representatives from Affiliated Institutions, or Council Senators, appointed by Council, one of whom shall be appointed as Chair by Council.~~
- (c) ~~A quorum of the budget committee shall be five (5) of its voting members.~~
- (d) (c) The **budget finance** committee, following its approval of the budget by Two-thirds (2/3) Resolution, shall submit the budget to Council for its approval by Two-thirds (2/3) Resolution.

*[and renumber]*

- (e) The Vice-President Finance shall, after Council has approved the budget, cause it to be published on the Society's website or electronic notice board or in a campus publication and shall also cause the Society's most recent financial statements certified by the Auditors to be published on the Society's website or electronic notice board or in a campus publication.
- (f) Any proposed amendments to the budget shall first be reviewed by the Vice-President Finance, then submitted to the **budget finance** committee for its approval by Two-thirds (2/3) Resolution, then submitted to Council for its approval by Two-thirds (2/3) Resolution.
- (g) Council shall not incur any liability or make any expenditure in a fiscal year unless that liability or expenditure has been approved in the budget, or any amendments thereto, for that fiscal year.

...

4. Council may, upon the recommendation of the Vice-President Finance and the ~~General Manager~~ **Managing Director**, authorize the same to borrow money required to meet the expenditures of the Society until the revenues of the current fiscal year are available.

#### **BYLAW 13: SUBSIDIARY ORGANIZATIONS**

...



## 2. Constituencies

(a) Council shall recognize the student associations and undergraduate societies of the degree granting faculties and schools of UBC Vancouver as Constituencies of the Society, **subject to the following conditions:**

- i) **Unless otherwise created by a Two-thirds (2/3) Resolution of Council, new student associations for degree-granting schools shall only be recognized as Constituencies if their enrolment exceeds one percent (1%) of the total enrolment of UBC Vancouver.**
- ii) **Groups of students which would otherwise be eligible to form a new constituency but which fail to meet the minimum enrolment requirement shall be granted membership in an existing Constituency by Resolution of Council.**

...

## 3. Clubs

~~(a) SAC may from time to time designate certain organizations as clubs of the Society.~~

~~(b) Student groups which are desirous of being designated as clubs may make application to SAC and shall at that time satisfy SAC as follows:~~

~~i) that the applicant is properly constituted pursuant to the Code;~~

~~ii) that at least Two thirds (2/3) of the members of the applicant are active members.~~

~~(c) SAC may require that a club obtain its consent to:~~

~~i) conduct any functions or activities using the name of the University or the Society;~~

~~ii) conduct any fund raising activities including charity drives.~~

**(a) Council shall ensure that there is a procedure in place to designate student organizations as clubs.**

**(b) At least two-thirds (2/3) of the members of any club must be active members of the Society.**

**(c) SAC The Vice-President Administration may require that a club obtain its *their* consent to:**

- i) conduct any functions or activities using the name of the University or the Society;

- ii) conduct any fund-raising activities including charity drives.
- (d) A club shall, upon the request of ~~SAC~~ **the Vice-President Administration**, immediately forward to ~~SAC~~ **the Vice-President Administration** minutes of its meetings.
- ~~(e) SAC may at any time, upon Resolution, amend the bylaws and constitution of a club.~~
- ~~(f) SAC may by Two thirds (2/3) Resolution, cease to recognize a group as a club of the Society.~~

**BYLAW 15: GENERAL POWERS OF THE SOCIETY**

1. Subject to the provisions of the Bylaws, the Society has the power and capacity of a natural person of full capacity as may be required to pursue its purposes, including, without limiting the generality of the foregoing:
  - ...
  - (b) the power to make such regulations from time to time as it may deem necessary or advisable concerning the activities of Council, ~~SAC, their~~ **its** committees, branch societies, subsidiary organizations, Court, and any other organization of the Society, and to repeal, vary, alter or amend the same in such manner as it may deem fit;

**BYLAW 18: RECORDS**

1. The minutes of the meetings of the Society, its subsidiary organizations, branch societies and committees and Council shall be kept at the offices of the Society, except as otherwise provided for in the Bylaws or the Code, or in policies adopted by Council. All reports, correspondence and any records of the Executive of Council, ~~the SAC Vice-Chair, the General Manager~~ **Managing Director**, the Staff, and other Members acting on behalf of the Society are the property of the Society and shall remain with the Society to be kept at the offices of the Society, except as otherwise provided for in the Bylaws or the Code, or in policies adopted by Council, all in compliance with the provision of the Societies Act regarding location of records.