

HOUSEKEEPING AND SOCIETIES ACT COMPLIANCE REVISIONS TO THE AMS BYLAWS 2016

TO: COUNCIL
FROM: LPC
February 2016

Amendments to the Bylaws to comply with the new Societies Act and to make other updates.

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

BYLAW 1: INTERPRETATION AND DEFINITIONS

1. In these Bylaws, unless the context otherwise requires, expressions defined in the ~~Society~~ ***Societies Act***, as amended from time to time, shall have the meanings so defined in that Act. Words imparting the singular shall include the plural, and vice versa, and words imparting person shall include bodies corporate.

2. In these Bylaws unless the context otherwise requires:

...

□ ~~Society~~ ***Societies Act*** — shall mean the ~~Society~~ ***Societies Act*** of British Columbia [***and rename throughout***]

Comment [A1]: The new Act, which takes effect in November, has a slightly different name.

□ Special Resolution — shall ~~mean a special resolution as defined in the Society~~ ***in accordance with the Societies Act, including without limitation mean*** a resolution passed by at least ~~75% (seventy five percent)~~ ***two-thirds (2/3)*** of the votes cast in respect of the resolution by way of referendum or in a general meeting of the Members as more particularly described in the ~~Society~~ ***Societies Act***

Comment [A2]: The new Societies Act says two-thirds.

BYLAW 3: ANNUAL GENERAL AND SPECIAL GENERAL MEETINGS

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2. Notice

(a) Notice of annual general or special general meetings shall be given to the Members of the Society by:

- i) posting a notice of meeting at least fourteen (14) ~~clear~~ days prior to the meeting, on the Society's website or other electronic notice board; and
- ii) publishing in the *Ubysssey* or other campus publication at least fourteen (14) ~~clear~~ days prior to the annual general or special general meeting a notice of the annual general or special general meeting.

BYLAW 5: STUDENT COUNCIL

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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~~ of 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
 - (2) Arts
 - (3) Audiology
 - (4) Commerce
 - (5) Dentistry
 - (6) ***Economics [and renumber]***
 - (7) Education
 - (8) Engineering
 - (9) Forestry
 - (10) Graduate Studies
 - (11) ~~Human Kinetics~~ ***Kinesiology***
 - (12) Land & Food Systems
 - (13) Law
 - (14) Library, Archival & Information Studies
 - (15) Medicine
 - (16) Music
 - (17) Nursing
 - (18) Pharmacy
 - (19) Planning
 - (20) Population & Public Health
 - (21) Science
 - (22) Social Work

Comment [A3]: Not the UBCO rep.

and all duly elected representatives of other degree granting faculties and schools of UBC Vancouver. 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.

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- (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 ~~meeting, Board committee meeting, or Board retreat where~~

they first attend as voting members of the Board.

- (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*** the Senate meeting where they first sit as voting members.

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- (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

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- (b) ELECTION OF EXECUTIVE

New provisions to take effect in 2015:

- i) ***The President, Vice-President Academic and University Affairs, Vice-President Finance, Vice-President Administration and Vice-President External Affairs shall be elected by and from the active members of the Society in a general election which shall be held each year at some time between February 15 and March 15 inclusive. Regulations for the conduct of general elections shall be set out in the Code.***

- ii) ***The Executive of Council shall take office on May 1.***

Until 2015 the following two paragraphs remain in effect:

- i) ~~The President, Vice President Academic and University Affairs, Vice President Finance, Vice President Administration and Vice President External Affairs shall be elected by and from the active members of the Society in a general election which shall be held during the month of January in each year, and in no case less than fourteen (14) days prior to the annual general meeting. Regulations for the conduct of general elections shall be set out in the Code.~~

- ii) ~~The Executive of Council shall take office at the annual general meeting.~~

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- (d) DUTIES OF THE EXECUTIVE

- i) The President shall:
- (1) chair or delegate the chair at all Council meetings, provided however, Council may, by Two-thirds (2/3) Resolution, determine the chair at any time for any period of time;
 - (2) prepare the agenda for each Council meeting;
 - (3) sit as a non-voting member of SAC and all other committees of the

Comment [A4]: Required by s. 44(2) of the new Societies Act and by the Societies Regulation. See <https://www.leg.bc.ca/parliamentary-business/legislation-debates-proceedings/40th-parliament/4th-session/bills/third-reading/gov24-3>
And http://www.bcregistryservices.gov.bc.ca/local/bcreg/documents/SocActFiles/Societies_Regulation.pdf (see para 10)

Society *with the exception of any committee established to oversee the President and with the further exception of any committee to which Council appoints them as a voting member*;

- (4) ensure that the policies and programs of Council are properly implemented;
 - (5) be the official liaison between the Society and the General Manager;
 - (6) be responsible for the public relations of the Society;
 - (7) have such other duties as are outlined in the Bylaws or the Code or assigned by Council from time to time.
- (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* ~~Student Union Building~~;
 - (4) ensure that policies and programs of SAC are properly implemented;
 - (5) have other such duties as are outlined in the Bylaws or the Code or assigned by Council from time to time.

...

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.
2. The General Manager and those persons who are designated managers of specific areas under the General Manager, 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, in the Code, name *designate* the President as a signing officer for the months of May to August inclusive *or any portion thereof*.

Comment [A5]: Clarifying that Council can name the President a signing officer for any length of time within May-August. And do so without amending Code.

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

BYLAW 9: THE OMBUDSPERSON

1. Powers and Duties

The Ombudsperson shall:

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- (f) be a non-voting member of Council, SAC, ~~Senate Caucus~~, and all other committees of the Society;

BYLAW 11: FINANCE

1. Budget

- (a) The budget of the Society shall be prepared and approved by the beginning 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, ~~associations~~, 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 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) ~~four (4)~~ **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) The budget 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.

...

2. Funds

Comment [A6]: Expanding eligibility to the Council Senators and expanding total numbers to make it easier to attain quorum.

(a) The Vice-President Finance shall:

- i) ensure the establishment and maintenance of a fund known as the “~~Student Union Building Art Fund~~” and shall annually deposit one thousand five hundred dollars (\$1,500), or such greater amount as determined in the Code, in such fund. The ~~Student Union Building Art Fund~~ shall be for the sole purpose of purchasing and maintaining art objects for the Society.
- ii) ensure the establishment and maintenance of a fund known as the “~~Student Union Building Repairs and Replacement Fund~~”, the limits of which shall be determined by the Code, but at no time shall the minimum limit be less than fifteen percent (15%) of the replacement value of the Society’s student government furnishings and equipment, as defined in Code. The ~~Student Union Building Repairs and Replacement Fund~~ shall only be applied to the purchase, repair, and replacement of the Society’s student government furnishings and equipment, as defined in Code.

...

~~iv) ensure the establishment and maintenance of a fund known as the “Constituency Aid Fund”, the limits and financing of which shall be determined in the Code. The Constituency Aid Fund shall be for the sole purpose of providing aid to those constituency projects set out in the code.~~

~~v) ensure the establishment and maintenance of a fund known as the “Clubs Benefit Fund”, the limits, financing, and terms of reference of which shall be determined in the Code.~~

Comment [B17]: This fund hasn’t been used since 2011. It makes more sense to expand the Clubs Benefit Fund to cover the rare cases where constituencies need emergency aid.

Comment [B18]: The fund has no special attributes that are, or need to be, enshrined in the Bylaws. Removing this section will allow us to amend Code to have the fund fulfil both its current function and that of the above Constituency Aid Fund.

BYLAW 12: REMUNERATION AND HONORARIA

- 1. Remuneration for the Executive of Council shall be determined and paid pursuant to the Code or by Resolution of Council. Remuneration for other *directors and* officers of the Society may be established by Council or, in the case of officers of a Constituency, by that Constituency.
- 2. Honoraria may be granted to a member of the Society pursuant to the Code or from time to time by Resolution of Council.

Comment [A9]: We pay committee chairs, who are directors.

BYLAW 13: SUBSIDIARY ORGANIZATIONS

- 1. The subsidiary organizations of the Society shall be constituted under the following classifications:
 - (a) Constituencies; and
 - (b) *Clubs Associations and clubs.*

Comment [A10]: Removing the older term, “association.”

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3. Associations and Clubs

- (a) SAC may from time to time designate certain organizations as ~~associations or~~ clubs of the Society.
- (b) Student groups which are desirous of being designated as ~~associations or~~ 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 ~~an association or~~ 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.
- (d) ~~An association or~~ A club shall, upon the request of SAC, immediately forward to SAC minutes of its meetings.
- (e) SAC may at any time, upon Resolution, amend the bylaws and constitution of ~~an association or~~ a club.
- (f) SAC may by Two-thirds (2/3) Resolution, cease to recognize a group as ~~an association or~~ a club of the Society.

BYLAW 19: AMENDMENTS OF THE CONSTITUTION AND BYLAWS

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- 3. The Vice-President Academic and University Affairs shall forthwith after receipt of such proposed amendments referred to in Bylaw 19(2)(a) or (c), post ~~at least three (3) copies~~ **a copy** of the proposed amendments upon the Society's website or other electronic notice board and shall submit a copy of the same to Council at the first meeting of Council held after their receipt by the Vice-President Academic and University Affairs.

BYLAW 23: LOCATION AND DISSOLUTION

- 1. ***The operations of the Society shall be carried on chiefly at UBC Vancouver in the Province of British Columbia.***
- 2. ***In the event of dissolution of the Society, after paying or adequately providing for its debts and obligations, the Society shall devote any remaining assets to the carrying out of one or more of the objects of the Society if feasible, and if not, the Society shall dispose of such remaining assets of the Society to a Canadian charity or charities which the Society***

shall select.

Comment [A11]: Moved from the Constitution in accordance with the new Societies Act.