

**University of British Columbia
Student Legal Fund Society (SLFS)**

Constitution & Bylaws

Revised ~~January~~ February 2016

Constitution

1. The name of the Society is the SLFS – Student Legal Fund Society.
2. The purpose of the Society shall be to provide advisory, legal, and financial assistance to fund, initiate and continue advocacy, lobbying and litigation to improve education and access to education at UBC and such other matters of law which set broad precedent and concern UBC students.
3. In the event that the Society should at any time be wound up or dissolved, the remaining assets, after payment of all debts and liabilities, shall be turned over to a recognized charitable organization in the province or elsewhere in Canada as directed by the members. This provision is unalterable.

Bylaws

Part 1 – Membership

- 1. (1) In these Bylaws, unless the context otherwise requires:
 - i. “academic year” means the period during which the fall and winter terms are in session, as defined by the UBC academic calendar;
 - ii. “AMS” means the Alma Mater Society of UBC – Vancouver;
 - iii. “directors” means the directors of the Society;
 - iv. “lawyer by academic qualification” means a person who has graduated from a common law or civil law post-secondary program, or a person who is otherwise called to the Bar of British Columbia;
 - v. “registered address” of members means the member’s address as recorded in the register of members;
 - vi. “Society” means the SLFS – Student Legal Fund Society;
 - vii. “Society Act” means the Society Act of British Columbia from time to time in force and all amendments to it;
 - viii. “UBC” shall mean the University of British Columbia; and
 - ix. “University Officer” means a member of the UBC Board of Governors, a Vice-President (associate or otherwise), or any other person directly or indirectly employed through UBC University Counsel.

(2) The definitions in the Society Act on the date these Bylaws become effective apply to these Bylaws.

- 2. Words importing the singular include the plural and vice-versa, ~~and words importing a female person include a male person.~~
- 3. The members of the Society are the applicants for incorporation of the Society, the directors of the Society, and those persons who subsequently become members in accordance with these Bylaws and, in either case, have not ceased to be members.
- 4. (1) The members of the Society shall be:
 - a. Student Members; registered students of UBC who have contributed, within the previous twelve (12) calendar months, to the annual fund supporting the Society and ~~have provided the Secretary, or their designate, with their name and such other information as the Society Act requires to be kept on the Society’s registrar of members whose information is contained within the Society’s registrar of members.~~
 - b. Community Members; persons who have been accepted, by resolution, for membership by the directors, paid the set membership dues and provided the Secretary, or their designate, with their name and such other information as the Society Act requires to be kept on the Society’s register of members.

Comment [TB1]: Gender neutral pronouns from here on in.

Comment [TB2]: Simple but major change – members should be those who pay fees to the SLFS, full stop. So long as we have their info via UBC, that should fix the issue.

(2) The term of membership in the Society shall be one (1) year, from September 1 to August 31. In order to renew membership:

~~a. Student Members; not being in conflict with the membership provisions of these Bylaws, must again provide the Secretary, or their designate, with their name and such other information as the Society Act requires to be kept on the Society's register of members.~~

b.a. Community Members; not being in conflict with the membership provisions of these Bylaws, must remit the set membership dues and provide the Secretary, or their designate, with their name and such other information as the Society Act requires to be kept on the Society's register of members. Community Members renewing membership do not require a resolution of directors.

Comment [TB3]: Redundant.

(3) Members who join the Society between July 15 to August 31 shall not have their membership expire on August 31 of the same year. Notwithstanding this bylaw, student members who returning to UBC the following year, and are not in conflict with the membership provisions of these Bylaws may be granted a longer membership term if the directors have provided for such a term within the rules of Society.

- 5. Every member must uphold the constitution and comply with these Bylaws and any rules of the Society.
- 6. (1) The amount of the first annual membership dues for community members must be determined by the directors, and after that the dues may be determined by ordinary resolution at any general meeting of the Society.

(2) Community members may, at the discretion of the directors, pay a pro-rated membership fee if accepted for membership with less than nine (9) months remaining in the term of membership.

7. A person ceases to be a member of the Society

- a. by delivering their resignation in writing to the Secretary or by mailing or delivering it to the address of the Society;
- b. on their death;
- c. on being expelled;
- d. on not meeting the requirements of Bylaw 4; or
- e. upon expiration of their term of membership pursuant to Bylaw 4.

- 1. (1) A member may be expelled by a special resolution passed at any general meeting.
 - (2) The notice of special resolution for expulsion must, when addressed to the member concerned, include a brief statement of the reasons for the proposed expulsion.
 - (3) The person who is the subject of the proposed resolution for expulsion must be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

9. All members are in good standing, except a member who has a subscription or debt due and owing to the Society, and the member is not in good standing so long as the debt remains unpaid.

Part 2 – Meetings of Members

10. (1) General meetings of the Society must be held at the time and place, in accordance with the Society Act, that the directors decide.

(2) In accordance with the Society Act, the membership may call a general meeting by requisition.
11. At every general meeting, the Secretary shall ensure that any student of UBC who wishes to become a member of the Society, and is eligible based upon these Bylaws, can immediately become a member by providing the Secretary prior to the meeting being called to order, with their name and such other information as the Society Act requires to be kept on the Society's register of members. The Secretary, or their designate, shall be available for no less than 30 minutes prior to the meeting for this purpose.
12. Every general meeting, other than an annual general meeting, is an extraordinary general meeting.
13. The directors may, when they think fit, convene an extraordinary general meeting.
14. (1) Notice of a general meeting must specify the place, day and hour of the meeting, and in case of special business, the general nature of that business.
(2) Notice of a general meeting must include specifics regarding the opportunity for UBC students to become members of the Society pursuant to Bylaw 11.
(3) The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.
15. The first annual general meeting of the Society must be held not more than 15 months after the date of incorporation and after then an annual general meeting must be held at least once in every academic year, not less than one (1) month and not more than two (2) months after the holding of a general election pursuant to Bylaw 24.

Part 3 – Proceedings at General Meetings

16. Special business is:
 1. All business at an extraordinary general meeting except the adoption of rules or order; and
 2. All business conducted at annual general meeting, except the following:
 - i. The election of the chair;
 - ii. The consideration of the financial statements;
 - iii. The report of the directors;
 - iv. The report of the auditor, if any;
 - v. The report of the electoral committee;
 - vi. The appointment of the auditor, if required;
 - vii. The other business that, under these Bylaws, ought to be conducted at an annual general meeting, or business that is brought under consideration by the report of the directors issued with the notice convening the meeting; and
 - viii. Adjournment.

17. (1) Business, other than the election of a chair and the adjournment or termination of the meeting, must not be conducted at a general meeting at a time when a quorum is not present.
 - (2) If at any time during a general meeting there ceases to be a quorum present, business then in progress must be suspended until there is a quorum present or until the meeting is adjourned or terminated.
 - (3) A quorum for a general meeting of the Society shall be 5% of the voting membership or 50 persons, whichever is lower.
 - ~~a. If the membership of the Society is less than two hundred and fifty (250) members, ten 10% of the membership constitute a quorum, provided however that a quorum can never be less than three (3) members;~~
 - ~~b. If the members of the Society is two hundred and fifty (250) members or greater, then 5% of the membership or twenty five (25) members, whichever is larger.~~
18. If within 30 minutes from the time appointed for a general meeting a quorum is not present, the meeting, if convened on the requisition of members, must be terminated, but in any other case, those present shall be deemed to be a quorum, but may only transact such business as is referred to in Bylaw 16(b)(i),(ii),(iii),(iv),(v),(vi),(vii), and no other business.
19. Subject to Bylaw 20, the President of the Society, the Vice-President or, in the absence of both, one of the other directors present must preside as chair of a general meeting.
20. If at a general meeting
 1. There is no President, Vice-President or other director present within 15 minutes after the time appointed for holding the meeting; or
 2. The President, Vice-President or other director present are unwilling to act as the chair, the members present may choose one of their number to be the chair.
21. (1) A general meeting may be adjourned from time to time and from place to place, but business must not be conducted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
 - (2) When a meeting is adjourned for 10 days or more, notice of the adjourned meeting must be given as in the case of the original meeting.
 - (3) Except as provided in this Bylaw, it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned general meeting.
22. (1) A resolution proposed at a general meeting need not be seconded, and the chair of a meeting may move or propose a resolution.
 - (2) In the case of a tie vote, the chair does not have a casting or second vote in addition to the vote which they may be entitled as a member.
 - (3) A member in good standing present at a general meeting is entitled to one vote.
 - (4) Voting is by show of hands or ballot.
 - (5) Voting by proxy is not permitted.
23. (1) The report of the electoral committee shall be binding upon the Society when the written report has been presented at the Annual General Meeting. The report need not be adopted by a resolution of the members unless a member has called for a formal appeal of the election.

Comment [TB4]: Shouldn't have variable membership with other changes made.

(2) If a member present at the Annual General Meeting has called for a formal appeal of the election, then the chair must consider the report of the electoral committee as an ordinary resolution under Bylaw 16(b)(v).

(3) The chair shall only recognize a formal appeal of an election if

1. The appeal is in writing
2. Bears the signature of twenty-five (25) members who were eligible to vote in the election; and
3. Was delivered to the Secretary twenty-one (21) days before the date of the Annual General Meeting.

(4) If there are vacancies in the board of directors after the assembly has either received the report of the electoral committee, or considered the report as a resolution, then the chair shall open the floor for nominations in accordance with the rules of order.

Part 4 – General Elections

24. The electoral committee shall administer, oversee and conduct a general election to elect the Society’s directors. The electoral committee may delegate any or all of its powers to the AMS Elections Administrator or the AMS Elections Committee.

25. (1) Notice of the general election must

1. Be given to the members fourteen (14) days prior to the opening of nominations;
2. Include all significant dates, including but not limited to the opening and closing of nominations, campaigning and polling;
3. Specify that six (6) directors shall be elected from the membership, and that the directors shall elect the officers of the Society at their first meeting following the Annual General Meeting; and
4. In all other ways that comply with Bylaw 67.

~~26. During a general election, and student of UBC who wishes to become a member of the Society, and is eligible based upon these Bylaws, can immediately become a member by providing the poll clerk with their name and such other information as the Society Act requires to be kept on the Society’s register of members. Pursuant to Bylaw 4(2)(a), the poll clerk shall be considered a designate of the Secretary for this purpose.~~

~~27. The electoral committee shall determine the successful candidates in the election. In order to comply with Bylaw 31(5), if all six (6) of the successful candidates in an election are students of the same UBC faculty, then the successful candidate with the fewest votes shall be disqualified, and the candidate with the most votes who is not a student of the same faculty as the disqualified candidate shall become the successful candidate.~~

~~28-26.~~ (1) The authority to make ruling and interpretations concerning general elections procedures rests with the electoral committee.

(2) Any member may make a formal appeal of an election in accordance with Bylaw 23.

~~29-27.~~ Further rules and regulations stipulating the conduct of elections, not being inconsistent with these Bylaws, may be created by the electoral committee with the approval of

Comment [TB5]: Redundant and unnecessary.

the directors, no less than three (3) months prior to the commencement of nominations in a general election;

Comment [TB6]: Prevents rule gerrymandering by directors.

Part 5 – Directors

~~30-28.~~ (1) The directors may exercise all the powers and do all the acts and things that the Society may exercise and do, and that are not by these Bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the Society in a general meeting, but subject, nevertheless, to

1. All laws affecting the Society;
2. These Bylaws; and
3. Rules, not being inconsistent with these Bylaws that are made from time to time by the Society in a general meeting.

~~31-29.~~ (1) The President, Vice-President, Secretary, Treasurer, AMS Representative and two (2) Directors at-Large are the directors of the Society.

(2) The directors, with the exception of the AMS Representative, shall be elected by and from the members of the Society in a general election, pursuant to Bylaw 24, which shall be held concurrent with the annual AMS General Elections in the event that the electoral committee delegates its powers pursuant to Bylaw 24.

(3) The AMS Representative, who must be a registered student at UBC, shall be appointed by the directors of the AMS for a fixed term not exceeding one year.

(4) The directors, with the exception of the AMS Representative, must retire from office at each annual general meeting at which time their successors shall take office.

(5) The composition of the directors elected under Bylaw 31(2) or appointed under Bylaw 32(2) shall, at all times, comprise students from more than one UBC Faculty. Subject to Bylaw 27, the electoral committee shall ensure that this provision is upheld within the general elections.

~~32-30.~~ (1) The directors may at any time and from time to time appoint a member as a director to fill a vacancy, with the exception of the position of AMS Representative, in the directors.

(2) A director so appointed must retire from office at the next annual general meeting, at which time their successor takes office.

(3) A vacancy in the position of AMS Representative shall be filled by the directors of the AMS.

(4) An act or proceedings of the directors is not invalid merely because there are less than prescribed number of directors in office.

~~33-31.~~ The members may, by special resolution, remove a director before the expiration of their terms of office, and may appoint a successor to complete the term of office.

~~34-32.~~ A director must not be remunerated for being or acting as a director but a director must be reimbursed for all expenses necessarily and reasonably incurred by the director while engaged in the affairs of the Society.

Part 6 – Proceedings of Directors

~~35-33.~~ (1) The directors may meet at the places they think fit to conduct business, adjourn and other regulate their meetings and proceedings as they see fit.

(2) The directors may from time to time set the quorum necessary to conduct business, and unless so set, the quorum is a majority of the directors then in office.

(3) The President is the chair of all meetings of the directors, but if at a meeting the President is not present within 15 minutes after the time appointed for holding the meeting, the Vice-President must act as chair, but if neither is present, the directors present may choose one of their number to be the chair at that meeting. The chair is a voting member of the board of directors, and may cast a vote in the same manner as any other director.

(4) A director may at any time, and the Secretary on the request of a director must, convene a meeting of the directors.

(5) Rules, not being inconsistent with these Bylaws, may be set from time to time by a resolution of the directors.

~~36-34.~~ For a first meeting of directors held immediately following the appointment or election of a director or directors at an annual or other general meeting of members, or for a meeting of the directors at which a director is appointed to fill a vacancy in the directors, it is not necessary to give notice of the meeting to the newly elected or appointed director or directors of the meeting to be constituted if a quorum of the directors is present.

~~37-35.~~ A director who may be absent temporarily from British Columbia may send or deliver to the address of the Society a waiver or notice, which may be by physical or electronic communication by letter, telegram, telex, cable or facsimile of any meeting of the directors and may at any time withdraw the waiver and until the waiver is withdrawn.

1. A notice of meeting of directors is not required to be sent to that director; and
2. Any and all meetings of the directors of the Society, notice of which has not been given to that director, if a quorum of the directors is present are valid and effective.

~~38-36.~~ (1) A resolution arising at a meeting of the directors is decided by a simple majority of votes.

(2) In the case of a tie vote, the chair does not have a second or casting vote.

(3) A resolution proposed at a meeting of directors need not be seconded, and the chair of a meeting may move or propose a resolution.

~~39-37.~~ (1) The Society must not commence or discontinue litigation, or initiate financial support for other litigation, unless the matter has been approved by resolution by both the litigation committee and the board of directors, the board of directors, on the recommendation of the litigation committee.

(2) Notwithstanding Bylaw 39(1), the Society may commence litigation, or initiate financial support for other litigation, if the ~~matter~~

- ~~1. Has matter Has~~ been approved by a unanimous vote of all directors; and
- ~~2. Is supported by an opinion from an independent lawyer.~~

~~40-38.~~ Subject to the Bylaws of this part, a resolution in writing, which is circulated electronic or physical communication methods by letter, telegram, telex, cable, or facsimile to all the directors of a committee for approval by reply, and placed within the minutes of the directors, is as valid and effective as if regularly passed at a meeting of directors or a committee.

Comment [TB7]: Bringing us into the 21st Century.

Comment [TB8]: Making this a bit more streamlined, so the Board doesn't end up considering cases that haven't first been vetted by the litigation committee.

Comment [TB9]: Backup process in the event of gridlock with the litigation committee.

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Comment [TB10]: Outside legal counsel should be optional, considering litigation committee has lawyers that are providing sound advice.

Part 7 – Committees

- ~~41-39.~~ (1) The directors may delegate any, but not all, of their powers to committees consisting of at least one director and any other persons as they think fit.
- (2) A committee to formed in the exercise of the powers so delegated must conform to any rules imposed on it by the directors, and must report every act or thing done in the exercise of those powers to the earliest meeting of the directors held after the act or thing has been done.
- (3) The chair is a voting member of a committee, and may cast a vote in the same manner as any other committee members.
- (4) The directors shall appoint persons to committees for terms not exceeding two (2) years, by a resolution of the directors.
- (5) The directors may remove person from committees, unless otherwise provided for in these Bylaws, by a resolution of the directors.

- ~~42-40.~~ (1) There shall be a litigation committee of at least five (5) voting members to consider proposals in relation to legal action, of which at least two (2) shall be lawyers by academic qualification, one of whom must hold a professional appointment at the UBC Peter A. Allard Faculty of Law. With the exception of the Vice-President, the remainder of the committee shall be law students at UBC.
- (2) The Vice-President shall sit as an ex-officio, non-voting member of the litigation committee.
- (3) The directors may, by unanimous decision, remove a member of the litigation committee, before the expiration of her term of office. If this provision is exercised with regard to the Vice-President of the Society, then the directors must choose, by resolution, another director to swerve as the ex-officio, non-voting member of the litigation committee.

- ~~43-41.~~ (1) There shall be an electoral committee of at least three (3) members. The committee shall:
1. Publicize the opening of nominations, in accordance with Bylaw 25, for all position in elections in order to encourage as many candidates as possible to run;
 2. Publicize elections, in accordance with Bylaw 25, in advance of an election in order to encourage voter turnout;
 3. Ensure that candidates are informed about all election procedures;
 4. Disqualify, penalize, or sanction a candidate in an election if that candidate has been found to have significantly breached electoral policies or procedures;
 5. Report the results, in writing, of an election to the membership at the next scheduled Annual General meeting;
 6. Create other rules with the consent of the directors, not being inconsistent with these Bylaws, regarding the conduct of the Society's elections.

(2) Pursuant to Bylaw 24, the electoral committee may delegate any or all of its duties.

~~a.~~ Directors, members of other Society committees, and candidates in an election or their agents are ineligible to be or to remain members of the electoral committee. ~~A member of the electoral committee ceases to be eligible immediately upon ceasing to be eligible to be a member of a committee.~~

~~b.a.~~ Members of the electoral committee shall act impartially and shall not show bias towards any candidate in a Society election.

Comment [TB11]: Hilariously redundant and unnecessary.

(3) The directors may, by unanimous decision, remove a member of the electoral committee before the expiration of their term of office.

~~44-42.~~ The members of a committee may meet and adjourn as they think proper or as required by the board of directors.

~~45-43.~~ A resolution arising at a meeting of a committee majority vote.

~~46-44.~~ Meetings of committees shall be open to all members who wish to attend, unless the committee decides otherwise by resolution.

~~47-45.~~ Quorum for committees shall be majority of its full voting membership

~~48-46.~~ A resolution proposed at a meeting of a committee need not be seconded, and the chair of a meeting may move or propose a resolution.

Part 8 – Duties of Officers

~~49-47.~~ (1) The officers of the Society are the President, Vice-President, Secretary and Treasurer.

(2) The officers of the Society must be elected by and from the directors at their first scheduled meeting held after the Annual General Meeting, and hold office until such time as their replacements are elected.

(3) A director may hold more than one office, but the President must not hold any other office.

(4) The directors may, by resolution approved by ~~2/3rds~~ two-thirds (2/3rds) of their number, remove an officer from office.

(5) If a vacancy occurs in the officers of the Society between the Annual General Meetings, the directors must elect a director to fill the vacancy.

(6) The AMS Representative must not be an officer.

(7) A University Officer must not be an officer or director.

~~50-48.~~ The President shall do, or cause to be done, the following:

1. Preside at all meetings of the Society and of the directors;
2. Be the chief executive officer of the Society and must supervise the other officers in the execution of their duties;
3. Be the spokesperson of the Society; and
4. Have such other duties as are outlined in the rules and regulations of the Society, or are assigned by the Board of Directors from time to time.

~~51-49.~~ The Vice-President shall do, or cause to be done, the following:

1. Carry out the duties of the President during a vacancy in the position or during the President’s absence;
2. ~~Determine~~ Be responsible for enacting policies and procedures for the review and submission of requests for assistance from the Society;
- ~~1-3.~~ Manage the Society’s external communications and marketing efforts;
- ~~2-4.~~ Serve as an ex-officio member of the litigation committee; and
- ~~3-5.~~ Have such other duties as are outlined in the rules and regulations of the Society, or are assigned by the Board of Directors from time to time.

~~52-50.~~ The Secretary shall do, or cause to be done, the following:

Comment [TB12]: Updates the VP to match practice.

1. Conduct the correspondence of the Society
2. Issue notices of meetings of the Society and directors;
3. Have custody of all records and documents of the Society except those required to be kept by the Treasurer;
4. Have custody of the common seal of the Society;
5. Maintain the register of members; and
6. Have such other duties as are outlined in the rules and regulations of the Society. Or are assigned by the Board of Directors from time to time.

~~53~~.51. The Treasurer shall do, or cause to be done, the following:

1. Keep financial records, including books of account, necessary to comply with the Society Act;
2. Render financial statements to the directors, members and others when required; and
3. Have such other duties as are outlined in the rules and regulations of the Society, or are assigned by the Board of Directors from time to time.

~~54~~.52. In the absence of the Secretary from a meeting, the directors must appoint another person to take minutes at the meeting.

Part 9 – Seal

~~55~~.53. The Directors may provide a common seal for the Society and may destroy a seal and substitute a new seal in its place.

~~56~~.54. The common seal must be affixed only when authorized by a resolution of the directors and then only in the presence of the persons specified in the resolution, or if no persons are specified, in the absence of the President and Secretary.

Part 10 – Borrowing

~~57~~.55. In order to carry out the purposes of the Society, the directors may, on behalf of and in the name of the Society, raise or secure the payment or repayment of money in the manner they decide, and, in particular but without limiting that power, by the issue of debentures.

~~58~~.56. A debenture must not be issued without the authorization of a special resolution.

~~59~~.57. The members may, by special resolution, restrict the borrowing powers of the directors, but a resolution imposed expires at the next annual general meeting.

Part 11 – Auditor

~~60~~.58. This part applies only if the Society is required or has resolved to have an auditor.

~~61~~.59. The first auditor must be appointed by the directors who must also fill all vacancies occurring in the office of auditor.

~~62~~.60. At each annual general meeting the Society must appoint an auditor to hold office until the auditor is re-elected or a successor is elected at the next annual general meeting.

~~63~~.61. An auditor may be removed by ordinary resolution.

~~64~~.62. An auditor must be promptly informed in writing of the auditor's appointment or removal.

~~65-63.~~ _____ A director or employee of the Society must not be its auditor.

~~66-64.~~ _____ The auditor may attend general meetings.

Part 12 – Notice to Members

~~67-65.~~ _____ (1) A notice may be given to a member, either personally or by mail to the member’s registered address as shown in the register of members.

(2) Notice of a general meeting must given to

1. member as required by the act;
2. students at UBC, not less than 14 days before the meeting by
 - i. publishing a notice of the meeting in a newspaper which is widely circulated on the UBC campus, and
 - ii. Affixing not less than twenty-five (25) posters advertising the meeting in conspicuous places on the UBC campus.

(3) A notice sent by electronic or physical mail is deemed to have been given on the second day following the day on which the notice is posted, and in providing that notice has been given, it is sufficient to prove the notice was properly addressed and put in

- i. A Canada post receptacle; or
- ii. In the case of mail addressed to a location to which UBC campus mail regularly makes deliveries, in a campus mail receptacle.

~~68-66.~~ _____ If the Secretary receives a formal appeal of a general election, in writing and signed by twenty-five (25) members who were eligible to vote in the election, twenty-one (21) days or more before the date of an Annual General Meeting, then the Secretary shall ensure that the members are notified of the appeal in accordance with Bylaw 67.

~~69-67.~~ _____ (1) Subject to Bylaw 58, notice of a general meeting must be given to

1. Every member shown on the register of members on the day the notice is given; and
2. The auditor, if Part 10 applies.

(2) No other person is entitled to receive a notice of a general meeting.

Part 13 – Bylaws

~~70-68.~~ _____ On being admitted to membership, each member is entitled to, and the Society must give the member on request and without charge, a copy of the Constitution and Bylaws of the Society.

~~71-69.~~ _____ (1) The constitution and these bylaws can only be altered or added to by special resolution.

(2) Any alteration or addition to Section 2 of the constitution must be approved by a campus-wide referendum held in accordance with the Bylaws of the AMS.

~~72-70.~~ _____ (1) Subject to the Act and these bylaws, a general meeting or a meeting of the directors may adopt rules of order, but if it does not choose to, then Robert’s Rules of Order (Newly Revised) must be used.

(2) Proxy voting is prohibited.

Part 14 – General Proceedings

- ~~73-71.~~ (1) The rules of order prescribed in the latest edition of Robert’s Rules of Order shall apply at all meetings of the Society, to the extent of their consistency with these Bylaws and the Society Act.
- (2) There shall not be voting by proxy at any meeting of the Society.

Part 15 – Regulations

- 72. Notwithstanding bylaws prohibiting the delegation of the duties of officers or officers, the board may, by resolution, develop a set of regulations, which shall, but are not limited, to include:
 - 1. Application policies, which govern the procedures of accessing Society services;
 - 2. Financial policies, which govern the use and management of the Societies funds;
 - 3. Confidentiality & Oversight policies, which govern the handling of sensitive information and accountability measures to the Societies membership and the broader public;
 - 4. Administration policies, which govern the day-to-day management of the Society
 - 5. Committee policies, which govern the powers and framework of the Societies committees; and
 - 6. Miscellaneous policies, which govern areas of the Societies responsibility outside of these categories
- 73. These policies may be created, amended, and rescinded by a two-thirds (2/3rds) resolution of the board.
- 74. The Secretary shall ensure these policies are maintained and compiled together for access by the board, Society members, and members of the general public upon request.

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