
RECORDS POLICY UPDATE

TO: COUNCIL
FROM: GOVERNANCE COMMITTEE
February 2021

Update to bring policy in line with new Bylaws.

Number & Title #I-19 Records Policy

Effective Date:
February 24, 2021

Expected Consideration Date:
February 24, 2021

Policy Type
Internal Policy

Review Date:
This policy shall be reviewed every five (5) years.

Responsible Body:
Governance Committee

Authority:
AMS Code of Procedure Section II, Article 11(1):

“Council may create external and internal policies as well as combined policies.”

AMS Bylaw 18:

“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 the Council. All reports, correspondence and any records of the Executive of Council, the 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 the Council, all in

compliance with the provision of the Societies Act regarding location of records.

2. Subject to any restrictions imposed under applicable privacy laws and other applicable laws, the books and records of the Society may be inspected by the Members of the Society at the offices of the Society on any school day between the hours of 10:00am and 3:00pm.² However, Council may establish a policy to designate certain records confidential where disclosure of those records would be harmful to the financial or economic interests of the Society, the security of the Society's buildings or its computer or communications systems, as well as where disclosure would disrupt an ongoing investigation, violate solicitor-client privilege, or reveal in camera discussions.

For greater certainty, records that are designated as confidential by Council due to their impact on the financial or economic interests of the Society must be related to one of these following categories:

- (a) plans that relate to the management of personnel that have not yet been implemented, made public, or could result in financial harm to the Society;
- (b) information the disclosure of which could reasonably be expected to result in undue financial loss to a third party, or could violate terms of an agreement;
- (c) information the disclosure of which could harm the negotiating position of the Society; and
- (d) information that contains sensitive strategic or financial information relating to the Society's businesses that could either reasonably inhibit the Society's ability to be competitive or result in substantial financial harm to the Society."

In the event of a conflict between this Policy and either the BC Societies Act or the Bylaws, the Societies Act or the Bylaws, as the case may be, will prevail.

In the event of a conflict between this Policy and the Society's Privacy Policy, the Privacy Policy will prevail.

In the event of a conflict between this Policy and the BC Personal Information Protection Act ("PIPA"), PIPA will prevail.

Purpose and Goals:

This Policy is designed to facilitate and establish guidelines for:

- (a) the preservation by the Alma Mater Society of the University of British Columbia Vancouver (the "Society") of its documents and other records, whether hardcopy

or electronic, so that the Society can function effectively and preserve its institutional memory;

- (b) the compliance with privacy and other legislation regarding access to and disclosure of Society records and documents;
- (c) the preservation of the confidentiality of Society documents and other records, as appropriate; and
- (d) the preservation of and access to information about the Society that may be of interest to the Society's Members and the general public.

Applicability:

This Policy applies to all hardcopy and electronic reports, correspondence, minutes of meetings, and other records of the Society, the Council and its committees, the Executive, the Services, the Resource Groups, the business outlets, the Managing Director, the Staff, and other AMS members acting on behalf of the Society.

It also applies to agreements, documents, or other written instruments between the Society or a subsidiary thereof and third parties.

Exclusions:

This Policy does not apply to records kept exclusively by AMS Clubs or Constituencies.

Definitions:

For the purposes of this policy:

AMS Records	shall mean the Corporate Records, Third Party Agreements, and all the other hardcopy and electronic reports, correspondence, minutes of meetings, and other records of the Society, the Council and its committees, the Executive, the Services, the Resource Groups, the business outlets, the Managing Director, the Staff, and other AMS members acting on behalf of the Society
Corporate Records	shall mean the records of the Society that are required to be maintained by the Society pursuant to the Societies Act, including the Society's bylaws and constitution and the minutes of Student Council

Third Party Agreements shall mean agreements, documents, or other written instruments between the Society or a subsidiary thereof and third parties

Policy:

Records Retention and the AMS Archives

- 1) All AMS Records are the property of the Society and shall remain with the Society to be kept at its offices or at such other locations as may be determined by AMS Council from time to time in accordance with the Societies Act.
- 2) When AMS Records are no longer needed for current use or otherwise required to be maintained for legal purposes, those AMS Records that may be of future use to the Society or that it may be desirable to preserve for legal purposes (including without limitation pursuant to the Societies Act) shall be transferred to the AMS Archives.
- 3) The AMS Archives may also receive copies of AMS Records in current use.
- 4) The AMS Archives, in conjunction with the relevant AMS departments and in compliance with applicable legislation and any direction provided by the Executive, shall establish how long AMS Records shall be kept once they are no longer needed for current use or otherwise required to be maintained for legal purposes. In keeping with section 35(1) of PIPA, if the Society uses an individual's personal information to make a decision that directly affects the individual, the Society will retain that information for at least one year after using it so that the individual has a reasonable opportunity to obtain access to it under PIPA.
- 5) The Executive, the chairs of all Council committees, the Managing Director, and the Staff shall co-operate with the AMS Archives to facilitate the preservation of the AMS Records.
- 6) The AMS Archives shall arrange for the secure shredding of those AMS Records that no longer need to be retained but which include personal or other confidential information.

Disclosure of Records

- 7) Subject to paragraph 8 below, Corporate Records shall be made available to the Society's members in accordance with the Societies Act.

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- 8) Pursuant to section 25 of the Societies Act, and in accordance with PIPA, the Society's register of members shall not be made available except to the Society's senior management, Executive, Communications staff, Elections staff, Privacy Officer, and other staff with a legitimate reason to access it. Ordinary members of the Society shall not have access to it except in accordance with section 25(3) of the Societies Act.
 - 9) The Society may make available other AMS Records to its members and the general public by, for instance, publishing them on its website; such records may include but are not limited to minutes of committees, documents submitted to AMS Council, the AMS budget, and photographs.
 - 10) In accordance with PIPA, no individual's personal information shall be disclosed without that individual's consent or without express authority under PIPA, where applicable.
 - 11) Information subject to solicitor-client privilege shall not be disclosed except as authorized by a Resolution of AMS Council or by the AMS President or the Managing Director.
 - 12) There shall be no disclosure of sensitive business information, such as information about sensitive business strategies or detailed information on revenues or expenditures for individual Society activities, which, if made available, might harm the Society could reasonably be expected to cause substantial financial harm to the Society or to inhibit its ability to be competitive.
 - 13) There shall be no disclosure of plans that relate to the management of personnel that have not yet been implemented, made public, or could result in financial harm to the Society.
 - 14) There shall be no disclosure of information which, if made available, could reasonably be expected to result in undue financial loss to a third party, or could violate terms of an agreement.
 - 15) There shall be no disclosure of information which, if made available, could harm the negotiating position of the Society.
 - 16) There shall be no disclosure of information which, if made available, might reasonably be perceived to compromise the security of the AMS Student Nest, a computer system, or a communications system.
 - 17) Unapproved draft minutes of Council and its committees, and of the Executive Committee, may be inspected by the Society's members but shall not be copied for distribution or circulated in hardcopy or electronic form, except to members of Council and members of Council's committees.

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- 18) In accordance with the AMS Code, minutes of in camera sessions of Council and its committees shall not be made public except to current members of Council or its committees and other individuals designated by Council.
 - 19) Third Party Agreements, including both draft and executed versions of such agreements, shall not be circulated in hardcopy or electronic form except to those responsible for implementing them and, in the case of an agreement made on behalf of a Subsidiary Organization of the Society, to that Subsidiary Organization.
 - 20) Members of the Society other than those included in paragraph 19 above may view the agreements referred to in paragraph 19 above if they first sign a non-disclosure agreement, but they are not to be given hardcopy or electronic copies of such agreements.
 - 21) If there is any question about whether one of the AMS Records should be disclosed, the matter shall be referred to the Executive Committee.

History:

This is the first draft of an updated version of the 2019 policy, which in turn replaced a policy created in 2010 and revised in 2013.

Related Policies and Legislation:

The AMS Privacy Policy, The BC Personal Information Protection Act (http://www.bclaws.ca/Recon/document/ID/freeside/00_03063_01), the BC Societies Act (http://www.bclaws.ca/civix/document/id/complete/statreg/15018_01)

Appendix 1: Consultations

The following groups and individuals were consulted during the development of this policy:

The AMS lawyers, the AMS Archivist & Privacy Officer, the AMS Managing Director, the Governance Committee, the AMS Executive.