



**Bylaws of the  
Alliance of British Columbia Students**

Approved by Special Resolution  
of the Members on November 18, 2021

# Bylaws

## Article 1 – Founding Principles

- 1.1. The society encourages vigorous and substantive debate that respects human rights, dignity, and diversity, in the pursuit of consensus.
- 1.2. In the event of a winding up or dissolution of the society, the society's funds and assets remaining, after the satisfaction of its debts and liabilities, shall be liquidated and distributed proportionally to each Member, according to their documented financial contributions as determined by the Director of Finance and Operations.
- 1.3. Only a Student Association, as defined under these bylaws, may become and remain a Member of the society. This provision may only be amended or repealed with the unanimous written consent of the Members.
- 1.4. A Student Association can only become a member of the society after its directors have formally approved membership and have completed all other steps according to the Student Association's own policies and customs, as well as steps required by the Alliance bylaws and regulations.
- 1.5. A Member may only withdraw its membership in the Alliance by whichever process it joined, by its own policies and customs. Written notice on the Member's letterhead of intent to withdraw membership in the society must be provided to the Alliance no more than ninety (90) days and no less than sixty (60) days prior to the official date of the decision to withdraw. This provision may only be amended or repealed with the unanimous consent of the Members.
- 1.6. The society must remain strictly non-partisan and may not join or merge with any municipal, provincial, or federal political party, or partisan organization. This provision may only be amended or repealed with the unanimous written consent of the Members.

## Article 2 – Definitions

- 2.1. The definitions in the *Societies Act* on the date these bylaws become effective apply to these bylaws.
- 2.2. In these Bylaws, unless the context otherwise requires:
  - 2.2.1. "Alliance" means the Alliance of British Columbia Students Society;
  - 2.2.2. "Board" means the board of directors of the Alliance for the time being;
  - 2.2.3. "Director" means a member of the Board;
  - 2.2.4. "Member" means a Student Association that has successfully applied for membership in the Alliance in accordance with these Bylaws and has not ceased to be a Member;
  - 2.2.5. "Officer" means an officer of the Alliance pursuant to Bylaw 6;

- 2.2.6. “Proper Notice” means notification by mail, or electronically to the Member’s registered contact information, at least fourteen (14) days in advance of the meeting in question;
  - 2.2.7. “*Societies Act*” means the *Societies Act* of British Columbia from time to time in force and all amendments to it; and
  - 2.2.8. “Student Association” means an organization duly incorporated as a society under the *Societies Act* and officially recognized by a post-secondary institution’s administration, whose purpose is to represent the interests of part or all of that institution’s student body.
- 2.3. In these bylaws, the plural shall infer the singular and vice versa and all pronouns shall infer any gender where the context so requires.

### **Article 3 – Membership**

- 3.1. A Student Association may apply in writing to the Board for membership in the Alliance and shall become a Member on acceptance of their application by a resolution of the Board. Any application must be made on the official letterhead of the Student Association, and must warrant to the Alliance that the Student Association has undertaken all internal approvals necessary to apply.
- 3.2. On being admitted to membership, each Member is entitled to, and the Alliance shall give the Member without charge, a copy of the constitution, bylaws, and regulations of the Alliance.
- 3.3. Every Member must uphold the constitution and comply with these bylaws.
- 3.4. A Member may be placed in bad standing by special resolution. Where such a special resolution is considered at a general meeting, the Member in question shall be given Proper Notice and shall have the opportunity to address the meeting before the vote is put. A Member in bad standing is not entitled to vote at meetings of the Members, but a Director then in office is not removed by virtue of their nominating Member having been placed in bad standing.
- 3.5. A Member in bad standing may be placed in good standing by an ordinary resolution.
  - 3.5.1. A Member in bad standing may be removed as a member by special resolution. Where such a resolution is considered at a general meeting, the Member in question shall be given Proper Notice and shall have the opportunity to address the meeting before the vote is put.
- 3.6. Should a Member wish to withdraw its membership in the Alliance, it must do so in accordance with Article 1.5.
  - 3.6.1. The written notice of intent to withdraw must include the exact motion or referendum question, a copy of any student petition to withdraw, a copy of the Member Association’s current by-laws and all additional policies or guidelines governing the conduct of the Member Association’s referenda.
  - 3.6.2. The date by which the decision to withdraw membership for the subsequent fiscal year must be made by March 1 of the current year. If the decision to withdraw membership is made after March 1 of the current

year, the Member is responsible for any membership fees owed for the subsequent fiscal year.

- 3.7. A Director who has been appointed by a Member immediately ceases to be a Director if, during the Director's term of office, the Member by whom they were appointed ceases to be a Member for any reason, including by resignation, expulsion, or the dissolution of the Member association.

#### **Article 4 – Observer Status**

- 4.1. A Student Association may apply in writing to the Board to become an Observer of the Alliance, and shall become an Observer on acceptance of their application by a resolution of the Board. Any application must be made on the official letterhead of the Student Association, and must warrant to the Alliance that the Student Association has undertaken all internal approvals necessary to apply.
- 4.2. An Observer shall have the following privileges:
- 4.2.1. An Observer shall have access to participate in each campaign and student leadership development opportunity of the Alliance, unless otherwise determined by the Board.
  - 4.2.2. An Observer shall have the right to attend General Meetings of the Alliance with the right to speak, but without the right to vote, move, nor second motions, nor the right to be present during in camera or confidential sessions of any General Meeting.
  - 4.2.3. An Observer shall be invited to designate one (1) non-voting representative to attend meetings of the Board with the right to speak, but without the right to vote, move, nor second motions, nor the right to be present during in camera or confidential sessions of the Board.
  - 4.2.4. The Board may set additional privileges for Observers, except that the Board must not extend the right to vote for an Observer in any meetings or proceedings of the Alliance, including in the case of any of its committees.
- 4.3. An Observer shall pay to the Alliance a membership fee that is one-half of the fee that is payable by a Member under bylaw 11.7.1 subject to the same calculations, terms, conditions, and due dates as apply to the fee payable by a Member under these bylaws.
- 4.4. A Student Association may be an Observer for a maximum of twenty-four months, following which they must apply to be a Member of the Alliance and, if not, then they shall cease to be an Observer, and shall be ineligible to apply for Observer status again until twelve months have elapsed.

#### **Article 5 – General Meetings**

- 5.1. The Annual General Meeting shall be held at least once in every calendar year, in November.
- 5.2. The Alliance shall transact the following business at its Annual General Meeting:
- 5.2.1. The report on the Alliance's financial statements;
  - 5.2.2. The consideration of motions on notice;

- 5.2.3. The report by the Board;
- 5.2.4. The report of the auditor, if any; and
- 5.2.5. The appointment of the auditor, if required.
- 5.3. The Alliance shall hold a Semi-annual General Meeting in May.
- 5.4. At the Semi-annual General Meeting the Alliance shall transact the following business:
  - 5.4.1. The election of the Officers;
  - 5.4.2. The presentation of the annual report of the outgoing Officers; and
  - 5.4.3. The consideration of motions on notice.
- 5.5. General meetings of the Alliance shall be held at the time and place, in accordance with the *Societies Act*, that the Board decides.
- 5.6. Every general meeting, other than an Annual General Meeting or the Semi-annual General Meeting, is a Special General Meeting.
- 5.7. The Board of the Alliance, on the requisition of two or more of the Members, must convene a Special General Meeting of the Alliance without delay in accordance with the *Societies Act*.
- 5.8. Notice of a general meeting shall specify the place, day, and hour of the meeting.
- 5.9. A quorum at a general meeting is a majority of members in good standing.
- 5.10. If at any time during a general meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned or terminated.
- 5.11. A resolution proposed at a general meeting must be seconded, and the presiding officer of a general meeting may not move or second a resolution.
- 5.12. At all meetings votes may be given personally, or through electronic communications as defined by the Alliance's regulations.
- 5.13. Pursuant to the *Societies Act*, a resolution that has been submitted to the members of the Alliance and consented to in writing or by electronic written communication by two-thirds of the Members who would have been entitled to vote on it in person at a general meeting of the Alliance is an ordinary resolution of the Alliance. Such resolutions shall be included in the minutes to be approved at the next general meeting of the Alliance.

## **Article 6 – Board**

- 6.1. The Board may exercise any power, action, or decision on behalf of the Alliance that is not prohibited by the applicable law, these bylaws, or decisions of the Alliance made by the Members at general meetings..
- 6.2. The Alliance may adopt or amend regulations to govern the operations of the Alliance through a two-thirds vote of the Board.

- 6.3. A rule, made by the Alliance in a general meeting, does not invalidate a prior act of the Board that would have been valid if that rule had not been made.
- 6.4. Each Member of the Alliance is entitled to appoint two Directors to sit on the Alliance's Board. A Director must be a member or member-elect of the board of directors of the Student Association that appointed them.
- 6.5. Director terms shall start on June 1st and end on May 31st of the following year.
- 6.6. If a Director resigns their office or otherwise ceases to hold office, the appropriate Member shall appoint a representative from that Student Association to take the place of the former Director. A Director so appointed holds office only until May 31st, but may be re-appointed.
- 6.7. An act or proceeding of the Board is not invalid merely because there are less than the prescribed number of Directors in office.
- 6.8. A Director shall not be remunerated for being or acting as a Director, but the Board may choose to reimburse a Director for all expenses necessarily and reasonably incurred while engaged in the affairs of the Alliance.
- 6.9. A Director may be removed from office by special resolution. Where such a special resolution is considered at a general meeting, the individual in question shall have the opportunity to address the meeting before the vote is put.
- 6.10. Any change in the representation of a Member on the Board of Directors either by its Director or its designated alternate, must be communicated to the Chair of the Alliance on the official letterhead of that Student Association.
- 6.11. The Board, on a quarterly basis, shall review the progress made by the Officers against the strategic objectives established and approved by the Board.

## **Article 7 – Meetings of the Board**

- 7.1. The Board shall meet at least once every calendar month to conduct business.
- 7.2. Quorum necessary to conduct business is a majority of the Directors then in office.
- 7.3. Upon the request of two (2) Directors, a Special Meeting of the Board may be called, provided that at least five (5) business days' notice has been given to all members entitled to receive such notice, and that such notice is on the Alliance's letterhead.
- 7.4. The Board may delegate certain powers, as defined in the regulations of the Alliance, to committees as they think fit, including an Executive Committee.
- 7.5. Any committee that has been delegated authority by the Board shall promptly report to the Board any decision made or action taken that exercises that delegated authority.
- 7.6. The Board may invalidate, through a majority vote and at any time, any decision of a committee.

- 7.7. A resolution agreed to by all Directors by written decision, including by email message, is valid and effective as a motion passed at a meeting of the Board.

## **Article 8 – Officers**

- 8.1. The Alliance shall have three (3) Officers consisting of:
- 8.1.1. The Chair;
  - 8.1.2. The Director of Research and Campaigns; and
  - 8.1.3. The Director of Finance and Operations.
- 8.2. Officers shall be appointed at the Semi-annual General Meeting.
- 8.3. Officers' terms shall start on June 1st and end on May 31st of the following year.
- 8.4. The Officers of the Alliance must:
- 8.4.1. Be a member or member-elect of the board of directors of the Student Association that appointed them.
  - 8.4.2. Not be full-time employees of the Alliance or its Members.
  - 8.4.3. Not be Directors, and if a Director is elected as an Officer, they shall cease to be a Director.
- 8.5. No single individual may hold any Officer position for more than four (4) consecutive years.
- 8.6. If the Alliance has an Executive Committee, each Officer shall be a member of it.
- 8.7. An Officer shall not be remunerated for being or acting as an Officer, but the Board may choose to reimburse an Officer for all expenses necessarily and reasonably incurred while engaged in the affairs of the Alliance.
- 8.8. Officers shall be fiduciaries of the Alliance.
- 8.9. An Officer may be removed from office by a two-thirds (2/3) resolution of the Board. Where such a resolution is considered, the individual in question shall be given Proper Notice and shall have the right to address the meeting before the vote is put.
- 8.10. If there is a vacancy in an Officer position, a new Officer may be appointed by the Board to serve for the remainder of the current term.

## **Article 9 – Duties of Officers**

- 9.1. The Officers shall:
- 9.1.1. Lead the development of the vision, mission, and strategic plan of the Alliance;
  - 9.1.2. Regularly report on their activities to the Board;
  - 9.1.3. Attend all General Meetings;
  - 9.1.4. Attend all meetings of the Board;
  - 9.1.5. Attend all meetings of the Executive Committee, if applicable;

- 9.1.6. Ensure compliance with the Constitution, Bylaws, *Societies Act*, and any other applicable legislation;
  - 9.1.7. Submit a brief written progress report to each meeting of the Board;
  - 9.1.8. Coordinate the training and development of the Board and the members;  
and
  - 9.1.9. Perform such other functions as decided by the Board, from time to time.
- 9.2. The Chair shall:
- 9.2.1. Preside at all meetings of the Alliance, unless delegated by the Chair or otherwise decided by the Directors by resolution;
  - 9.2.2. Coordinate and provide strategic direction and leadership to the other Officers and Directors in the execution of their duties;
  - 9.2.3. Give notice for, and prepare and distribute the provisional agenda of general meetings and meetings of the Board;
  - 9.2.4. Be the chief spokesperson of the Alliance, and delegate this duty when required;
  - 9.2.5. Liaise with other national and provincial student organizations; and
- 9.3. The Director of Research and Campaigns shall:
- 9.3.1. Lead Lobby Days research and data collection;
  - 9.3.2. Be the Alliance's spokesperson on campaigns and issues as requested by the Chair;
  - 9.3.3. Keep the Board informed of all government policy on post-secondary education and other issues relevant to students;
  - 9.3.4. Organize the development of the Alliance's campaigns and lobbying initiatives;
  - 9.3.5. Support the Board and the members in the research and development of policies;
  - 9.3.6. Organize and coordinate the Alliance's annual lobby conference.
- 9.4. The Director of Finance and Operations shall:
- 9.4.1. Cause preparation of financial statements and their submission to the Board, Members and others when required;,,
  - 9.4.2. Be responsible for developing the draft budget and;
  - 9.4.3. Keep, or cause to be kept, all records that the Alliance is required to keep under the *Societies Act*, including but not limited to adequate financial records and books of account, confirmations and certificates received from the registrar, the register of directors, the register of members, and each written consent of a director of the Alliance confirming their consent to act as a director.
- 9.5. The Executive Director shall:
- 9.5.1. Conduct the official correspondence of the Alliance;
  - 9.5.2. Issue notices of meetings to members and directors of the Alliance;



- 9.5.3. Cause minutes of all meetings of the Alliance and its Board to be taken, and made available to all Members, no more than five (5) business days after the meeting at which they were approved;
  - 9.5.4. Have custody of all records and documents of the Alliance, except those required to be kept by the Director of Finance and Operations;
  - 9.5.5. Manage social media accounts and websites;
  - 9.5.6. Organize monthly meetings of the Board, general meetings, and other internal activities, including assisting in preparing meeting agendas;
  - 9.5.7. Monitor the bylaws and regulations to ensure that notice provisions and other procedural requirements are met for meetings of the Alliance;
  - 9.5.8. Assist the Chair in the performance of their duties;
  - 9.5.9. Assist other members of the Board and Officers as needed; and
  - 9.5.10. Provide general coordination, in consultation with the Chair, for the activities of the volunteer staff;
  - 9.5.11. Perform other duties as outlined in the Bylaws, policy, or as assigned by the Board.
- 9.6. Volunteer staff shall, upon request of the Board, the Officers, or the Executive Director:
- 9.6.1. Provide logistical support to the Officers and members of the Board;
  - 9.6.2. Assist in research efforts;
  - 9.6.3. Assist the Officers in the performance of their duties;
  - 9.6.4. Assist in event planning and execution; and
  - 9.6.5. Perform other duties as requested.

## **Article 10 – Notice to Members**

- 10.1. Notice may be given to a Member by mail, or electronically to the Member's registered contact information.
- 10.2. Notice of a General Meeting shall be given to:
  - 10.2.1. Every member shown on the register of members on the day notice is given; and,
  - 10.2.2. The auditor, if any.
- 10.3. Proper Notice shall be given of any general meeting including the full text of all special resolutions to be considered at that meeting.
- 10.4. Five (5) business days' notice shall be given of any meeting of the Board, including a preliminary agenda. Such notice shall be on the Alliance's letterhead.

## **Article 11 – Amendments to the Bylaws**

- 11.1. These bylaws shall not be altered or added to except by:
  - 11.1.1. A special resolution at a General Meeting; or
  - 11.1.2. A special resolution adopted through a unanimous written resolution, pursuant to the *Societies Act*.

## Article 12 – Finance

- 12.1. Unless otherwise determined by a resolution of the Directors, the signing officers of the Alliance shall be:
  - 12.1.1. The Chair;
  - 12.1.2. The Director of Finance and Operations; and
  - 12.1.3. One Director elected by the Board.
- 12.2. The Directors elected under section 12.1.3:
  - 12.2.1. will be elected at the first meeting of the Directors after June 1; and
  - 12.2.2. will serve as a signing officer until the end of their term, or until they cease to be a Director.
- 12.3. The signing authority of a signing officer may be removed by a resolution of the Board. If there are less than three signing officers, a new signing officer shall be elected by the Directors.
- 12.4. The signatures of two signing officers are necessary to sign any cheque, or execute any financial instrument.
- 12.5. The fiscal year of the Alliance is from June 1st to May 31st.
- 12.6. The Director of Finance and Operations shall complete the development of the draft budget, and submit it to the Board no later than March 30th for approval.
- 12.7. All Members shall pay to the Alliance an annual membership fee calculated as follows:
  - 12.7.1. The fee per full-time equivalent student at the post-secondary institution corresponding to the Member (the “Fee”) shall be set by special resolution.
  - 12.7.2. The Fee shall be assessed to a Member as follows:
    - 12.7.2.1. For the first 5,000 full-time equivalent students, 100% of the Fee;
    - 12.7.2.2. For the rest of the Member’s full-time equivalent students beyond 5,000, 50% of the Fee.
  - 12.7.3. In the event that no special resolution is passed during a fiscal year altering or setting the Fee, the Fee shall be deemed to have been adjusted by the change in the British Columbia Consumer Price Index, if positive.
  - 12.7.4. In the event that a Member has less than 2,000 full-time equivalent students at its corresponding post-secondary institution, the annual membership fee shall be assessed as though there were 2,000 full-time equivalent students.
  - 12.7.5. In the event that a Member has more than 20,000 full-time equivalent students at its corresponding post-secondary institution, the annual membership fee shall be assessed as though there were 20,000 full-time equivalent students.
  - 12.7.6. The Director of Finance and Operations shall conduct a review of the Fee on at least a triennial basis, and present the results of that review, including

any recommendations for changes to the Fee, to the Directors for referral, if they think appropriate, to the Members.

12.7.7. The Fee for a given fiscal year shall be payable within 30 days of the start of that fiscal year or, in the case of a new Member, within 30 days of having been admitted as a Member.

12.7.8. In the case of a new Member having been admitted during a fiscal year, then the Fee due to the Alliance shall be pro-rated accordingly.

### **Article 13 – Parliamentary Authority**

13.1. The rules of order prescribed in the most recent edition of *Robert's Rules of Order* shall apply at all meetings of the Alliance to the extent of their consistency with the Act, these Bylaws, and the Regulations approved by the Board.