

1. NAME

The name of the society shall be the Capilano Students' Union.

2. PURPOSES

The purposes of the Capilano Students' Union are

- a) to represent and advance the rights and interests of its members;
- b) to advocate for a more accessible, high-quality post-secondary education;
- c) to influence the development of sound educational policy;
- d) to create opportunities and foundations for its members to be successful;
- e) to provide experiences that complement its members' academic pursuits;
- f) to support its members through the delivery of student services;
- g) to enhance the student experience; and
- h) to build and strengthen our community relationships.

BYLAW I – INTERPRETATION

1. In these bylaws, unless the context otherwise requires,

"Board" means the board of directors of the Society;

"Executive" means a member of the Executive Committee;

"Executive Committee" means the Vice-President of Student Life, the Vice-President of External Relations, the Vice-President of University Relations and Services, and the Vice-President of Internal Development;

"External Chair" means the chairperson of meetings of the Board, who is not a member of the Board and who may not necessarily be a Member;

"Fiscal Year" means the period of June 1 to May 31;

"General Election" means an election in which all seats on the Board are up for election, except for student representatives on the University Board of Governors and the University Senate;

"Honorary Member" means an honorary member of the Society without any of the rights and duties of a Member, except that they shall have voice and no vote at general meetings of the Society;

"Member" means a member of the Society;

"Regional Campus," or "Regional Campuses," means the Squamish or Sunshine Coast campuses of the University, or both;

"Standing Committee" means any committee falling within the responsibility of Executive position;

"Society" means the Capilano Students' Union;

"*Society Act*" means the *Society Act* of British Columbia from time to time in force and all amendments to it;

"University" means Capilano University; and

"*University Act*" means the *University Act* of British Columbia from time to time in force and all amendments to it.

BYLAW II – MEMBERSHIP

1. Everyone is a Member who, in the current or previous semester,
 - a. is or was registered in
 - i. one (1) or more credit courses at the University; or
 - ii. other programs of the University set by ordinary resolution; and
 - b. paid fees to the Society.
2. A person ceases to be a Member upon
 - a. ceasing to meet the requirements of Bylaw II(1); or
 - b. a special resolution pursuant to Bylaw II(5).
3. Everyone is an Honorary Member who has been so designated by special resolution, for distinguished and exceptional service in the pursuit of the purposes of the Society as established in the constitution.
4. A person ceases to be an Honorary Member upon a special resolution.
5. A Member may be placed in bad standing or expelled by special resolution provided that the person who presides at the general meeting at which the question is put shall not deny the Member to be expelled or placed in bad standing the reasonable opportunity to address the Members.

BYLAW III – SOCIETY FEES

1. The fees paid to the Society shall be determined by referendum in accordance with these bylaws, and pursuant to section 27.1 of the *University Act*.
2. Fees shall be due payable to the Society from each Member for each semester of the University during which the Member is registered for
 - a. one (1) or more credit courses through the University;
 - b. other programs of the University set by ordinary resolution.
3. For greater certainty, any fees paid to the Society on the date that these bylaws are enacted shall be continued, unless varied pursuant to Bylaw III(1).

BYLAW IV – GENERAL MEETINGS

1. The Semi-annual General Meeting shall be held between February 15th and March 31st of each year, on a date to be set by resolution of the Board and to conduct business according to the following classes of business:
 - a. opening remarks and introductions;
 - b. approval of the agenda;
 - c. receiving the presentation of the annual budget;
 - d. report on the activities of the Board during the year so far;
 - e. consideration of special resolutions served with due notice; and
 - f. consideration of any other business.
2. The Annual General Meeting shall be held between October 15th and November 30th of each year, on a date to be set by resolution of the Board and to conduct business according to the following classes of business:

- a. opening remarks and introductions;
 - b. approval of the agenda;
 - c. approval of the previous Fiscal Year's audited financial statements;
 - d. appointment of auditors for the ensuing Fiscal Year;
 - e. report on the activities of the Board during the previous year;
 - f. consideration of special resolutions served with due notice; and
 - g. consideration of any other business.
3. Any Member may submit an item to be included on the provisional agenda of a Semi-annual General Meeting or Annual General Meeting, in the form of a petition signed by at least one hundred (100) Members, submitted to the Vice-President of Internal Development at least twenty-one (21) days before the general meeting at which the item is to be considered.
 4. A Special General Meeting may be called
 - a. by a two-thirds ($2/3$) resolution of the Board, to consider such items of business as are referred to the general meeting in the said resolution; or
 - b. as otherwise required by the *Society Act*.
 5. No general meeting shall be scheduled during the Summer semester.
 6. Quorum at a general meeting shall be the lesser of five percent (5%) of the Members or seventy-five (75) Members, but shall never be less than three (3) Members. If quorum does not present itself at a general meeting within thirty (30) minutes,
 - a. in the case of a Semi-annual General Meeting or an Annual General Meeting, those Members present, being at least three (3) Members, shall constitute a quorum for only the consideration of classes of business under bylaws 4(1)(b), (c), and (d), and (4)(2)(b), (c), (d), and (e); or
 - b. in the case of any other general meeting, the meeting terminates.
 7. Votes by proxy shall not be allowed at any general meetings of the Society.
 8. Notice of general meetings for the Society shall be provided no less than five (5) weeks before a Semi-annual General Meeting or Annual General Meeting, or no less than two (2) weeks before any other general meeting, as follows:
 - a. displaying posters in prominent locations on each campus of the University, each poster measuring at least 20.3 cm by 25.4 cm, distributed in at least the following numbers:
 - i. fifty (50) posters on the North Vancouver campus;
 - ii. three (3) posters on the Squamish campus; and
 - iii. three (3) posters on the Sunshine Coast campus; and
 - b. displaying a prominent notice on the website of the Society.
 9. Notice of general meetings of the Society shall include, at least,
 - a. the date by which submissions under Bylaw IV(3) are due;
 - b. the date, time, and location of the general meeting;
 - c. the proposed agenda for the general meeting; and
 - d. a notice that special resolutions to be considered at the general meeting can be found no less than fourteen (14) days ahead of the general meeting on the website of the Society, and at the Society's services desk on the North Vancouver campus of the University.

BYLAW V – REFERENDA

1. A referendum of the Members may be called
 - a. by a two-thirds (2/3) resolution of the Board, to consider any questions as are referred to the referendum in the said resolution; or
 - b. by a request of the Members, submitted in the form of a petition signed by at least five percent (5%) of the Members, submitted to the Vice-President of Internal Development, with such petition to include the text of the question to be referred to a referendum.
2. Unless ordered otherwise by a two-thirds (2/3) resolution of the Board, any referendum called pursuant to Bylaw V(1) shall be queued, and held concurrently with the next general election or by-election.
3. No decision on a referendum question shall bind the Society, unless at least five percent (5%) of the Members have cast a ballot on the referendum question and, of those votes that are valid, at least a majority are in favour.

BYLAW VI – BOARD

1. The Board shall consist of the voting directors of the Society, as follows:
 - a. the members of the Executive Committee, namely:
 - i. the Vice-President External;
 - ii. the Vice-President Academic;
 - iii. the Vice-President Student Life;
 - iv. the Vice-President Finance and Services; and
 - v. the Vice-President Equity and Sustainability.
 - b. the representatives of the Collectives, namely:
 - i. the Students of Colour Liaison;
 - ii. the Accessibility Justice Coordinator;
 - iii. the First Nations Students Liaison;
 - iv. the International Students Liaison;
 - v. the Queer Students Liaison;
 - vi. the Women Students Liaison;
 - c. the representatives of the regional campuses, namely:
 - i. the Campus Representative – Squamish;
 - ii. the Campus Representative – Sunshine Coast;
 - d. two (2) representatives for each of the following faculties established by the University;
 - i. Business and Professional Studies;
 - ii. Arts and Sciences;
 - iii. Global and Community Studies;
 - iv. Fine and Applied Arts;
 - e. One (1) representative for each other faculty established by the University.
 - f. the student representatives on the University Board of Governors, who hold office as student representatives pursuant to the *University Act*; and
 - g. the student representatives on the University Senate, who hold office as student representatives pursuant to the *University Act*.
2. The Board shall meet at least twice per month.

3. The provisional agenda for each meeting of the Board shall be distributed to members of the Board, be made available on the website of the Society, and be posted in the Main Office at least twenty-four (24) hours in advance.
4. Quorum for the Board shall be a majority of the voting members of the Board, except for the members of the Board then on leave, provided that quorum shall never be less than three (3) members.
5. Proceedings of the Board shall be open to all Members, provided that the Board may move *in camera* to consider sensitive issues. The Members shall have speaking rights at meetings of the Board, subject to any special orders adopted at the Board.
6. Meetings of the Board shall be scheduled
 - a. by resolution of the Board; or
 - b. at the written request of five (5) voting members of the Board.
7. Votes by proxy shall not be allowed at any meeting of the Board.
8. No member of the executive shall receive, in any calendar month, a stipend that exceeds \$1300 (or in the case of the President, \$1550.00). No other member of the board of directors shall receive, in any calendar month, a stipend that exceeds \$650.
9. Any increase to stipends, being consistent with Bylaw VI(8), shall take effect on the following June 1. The board of directors shall not have the authority to consider changes to the remuneration structure between the date that nominations open for general elections, and June 1.
10. Members of the Board shall not be remunerated for work completed for the Society, except as expressly authorized by the Board, and in no case shall such remuneration exceed that approved by ordinary resolution of the Members.
11. The Board may grant any member of the Board, by resolution, a leave of absence from their duties to the Society for no more than one (1) semester, during which time the member of the Board on leave shall receive no remuneration. Members of the Executive Committee cannot be granted leaves of absence.
12. An External Chair, appointed by a two-thirds resolution of the Board, shall chair Board meetings. In the absence of the External Chair, the President or another Executive shall chair.

BYLAW VII – ELECTIONS TO THE BOARD

1. A General Election shall be held between February 1st and March 31st of each calendar year, and the candidates elected therein shall become members of the Board, and take up seats on the Board, on June 1st of the same calendar year, and shall hold office until the sooner of
 - a. when they cease to be a Member, or
 - b. on May 31st of the next calendar year.
2. Directors elected into positions that are vacant during the time of the General Election shall become members of the Board upon ratification at the next board

meeting following the General elections, and shall hold office until whenever the position would become vacant as per Bylaw VII(1)

3. Directors elected into positions that become vacant following the General elections but before June 1st of the same calendar year, may become members of the Board upon ratification at the next board meeting following the position becoming vacant, and shall hold office until whenever the position would become vacant as per Bylaw VII(1).
4. By-elections for vacant seats on the Board, other than student representatives on the University Board of Governors and the University Senate, shall be held at such times as the Board may direct by two-thirds (2/3) resolution, and a candidate elected at such a by-election shall become a member of the Board upon the next meeting of the Board, and shall hold office until they cease to be a member, or the following May 31st, whichever comes first.
5. The schedule for elections to the Board shall be as the Board may direct by two-thirds (2/3) resolution, provided that any such schedule must be set such that there are periods of time scheduled non-concurrently as follows:
 - a. at least five (5) business days provided for the submission by Members of nominations to the Chief Returning Officer; and then
 - b. at least five (5) business days designated as campaign days, during which the Members who are approved candidates may campaign; and then
 - c. there are at least three (3) business days designated as polling days, during which polling must be open for at least twenty-one (21) hours.
6. There shall be at least one all-candidates forum, which must take place on a business day during the campaign period that is at least two (2) business days prior to the commencement of polling.
7. Notice of elections to the Board shall be provided no less than five (5) business days prior to the opening of nominations, and shall be provided as follows:
 - a. displaying posters in prominent locations on each campus of the University, each poster measuring at least 20.3 cm by 25.4 cm, distributed in at least the following numbers:
 - i. fifty (50) posters on the North Vancouver campus;
 - ii. three (3) posters on the Squamish campus; and
 - iii. three (3) posters on the Sunshine Coast campus; and
 - b. displaying a prominent notice on the website of the Society.
8. Notice of elections to the Board shall include, at least,
 - a. the seats on the Board that are, or are expected to be, up for election;
 - b. the dates and times at which nominations open and close;
 - c. the locations at which nomination packages may be obtained;
 - d. the locations at which nomination packages may be submitted;
 - e. the dates designated as campaign days;
 - f. the dates, times, and locations at which polling is to take place;
 - g. the dates, times, and locations at which ballots shall be counted; and
 - h. contact information for the Chief Returning Officer.

9. The Chief Returning Officer shall conduct and oversee the counting of ballots, not sooner than the conclusion of the last scheduled polling day, and the count shall be conducted in accordance with the following:
 - a. no candidate in an election to the Board shall observe the counting of the ballots, but each candidate shall be entitled to send one (1) scrutineer to observe the counting of ballots, and each such scrutineer must adhere to any rules for scrutineers developed by the Chief Returning Officer; and
 - b. a recount must be conducted wherever the vote spread between candidates is less than the greater of (a) ten (10) votes, or (b) two percent (2%) of the ballots cast on that question, or on the direction of the Chief Returning Officer to yield a more accurate result.
10. (1) In the event that only as many nominations are received as there are vacancies for a seat up for election, then the Members shall vote by way of a "YES" or "NO" ballot to approve or reject each candidate, and a candidate shall be declared elected where a majority of valid votes cast approve of them.

(2) In the event that more nominations are received than there are vacancies for a seat up for election, then the Members shall vote for up to as many candidates as there are vacancies, and as many candidates shall be declared elected as there are vacancies based on which candidate received the most valid votes.
11. Candidates shall conduct themselves in a manner consistent with these bylaws, all policies, and any regulations established by the Chief Returning Officer.
12. Notwithstanding anything to the contrary in these bylaws, no person shall be eligible to be nominated for, or to become a candidate in, an election to the board of directors where that person has already been a member of the board of directors for four (4) or more years.
13. Slates shall not be allowed in any elections to the Board.
14. No member of the Society may stand as a candidate for more than one (1) elected position in any General Election or by-election. Student representatives on the University Senate and the University Board of Governors, who hold office as student representatives pursuant to the *University Act*, may not stand as a candidate for election to any seat on the Executive Committee.

BYLAW VIII— CHIEF RETURNING OFFICER

1. There shall be a Chief Returning Officer appointed by a two-thirds resolution of the Board, who shall be responsible for overseeing all referenda and elections to the Board. No Chief Returning Officer may have served as a member of the Board or an employee of the Society during the previous twelve (12) months.
2. The Chief Returning Officer shall have complete discretion and authority to conduct referenda and elections to the Board in a manner consistent with these bylaws and the policies of the Society. The Chief Returning Officer shall not be directed in the course of their duties by any member of Board or employee of the Society, and any such interference shall be promptly reported to the Board.

3. Any amendment by the Board to the policies of the Society that have any bearing on elections to the Board, if made between January 1st and the General Election, shall not have force or effect until the conclusion of the General Election.

BYLAW IX– APPEALS COMMITTEE AND COMPLAINTS

1. There shall be an Appeals Committee, to consist of three (3) Members, who are not members of the Board, appointed by a two-thirds resolution of the Board, who shall be responsible for determining the result of any appeal that arises from a decision of the Chief Returning Officer in response to a complaint made by a candidate with respect to the conduct of another candidate, or the application of the election rules.
2. (1) Any candidate in an election to the Board may make a complaint with respect to the conduct of another candidate, or the application of the election rules, and any such complaint must be submitted in writing to the Chief Returning Officer within forty-eight (48) hours of the issue, or issues, giving rise to the complaint.
(2) The Chief Returning Officer, within forty-eight (48) hours of the receipt of a complaint under paragraph (1) of this clause, shall issue a written response to the complainant that sets out whether (a) the complaint is allowed and, if so, the reasons and any remedies ordered by the Chief Returning Officer, or (b) the complaint is dismissed and, if so, the reasons.
(3) A decision of the Chief Returning Officer made under paragraph (2) of this clause may be appealed, within forty-eight (48) hours of the written decision, by written application to the Appeals Committee, which shall decide the matter by majority vote within seventy-two (72) hours of the said appeal, and the Appeals Committee shall issue a written response that sets out whether (a) the appeal is allowed and, if so, the reasons and any remedies ordered by the Appeals Committee, or (b) the appeal is dismissed and, if so, the reasons.
(4) The Appeals Committee shall disallow any appeal that does not establish (a) previously unknown or undisclosed information relevant to the complaint that was not known to the Chief Returning Officer when a decision was made under Bylaw IX(2)(b); or (b) that there was a procedural error in the complaints process that could have prejudiced a decision of the Chief Returning Officer.

BYLAW X – DUTIES OF THE BOARD

1. Subject to the *Society Act* and these bylaws, the Board shall have vested in them the management, administration, and control of the property, revenue, business, and all other affairs of the Society, and the members thereof shall be familiar and comply with the *Society Act* and these bylaws.
2. The Board shall receive, budget, administer, and have audited, all monies, properties, and securities of whatever nature may be placed in the custody of, or that may become, the property of the Society.
3. The Board shall approve a budget by two-thirds (2/3) resolution, and the budget shall be presented at the next general meeting of the Members thereafter. The budget may be amended by two-thirds (2/3) resolution of the Board.

4. Except as expressly stated otherwise in these bylaws, the Board may delegate such of its duties and responsibilities as it may deem expedient for the conduct of the business of the Society.
5. Members of the Board shall act honestly and in good faith, and in the best interests of the Society as a whole, and exercise the care, diligence, and skill of a reasonably prudent person in carrying out their duties.
6. Members of the Board shall use the utmost care and discretion in the handling of confidential and privileged information and shall not use such information for personal benefit or gain. Furthermore, members of the Board shall not disclose any information discussed in an in camera meeting of the Board without the authorisation of the Board by resolution.
7. Members of the Board are expected to declare any real or apparent conflict of interest relating to any issue being deliberated by the Board, and must recuse themselves from participating in a decision, exercising an official power, or performing an official function when they are in a real or apparent conflict of interest with respect to any such issue.
8. Each member of the Board shall
 - a. perform the duties of a director pursuant to the *Society Act*;
 - b. uphold these bylaws, and the policies and procedures of the Society;
 - c. attend all general meetings of the Members;
 - d. attend all meetings of the Board;
 - e. serve as a voting member of at least one (1) Standing Committees;
 - f. perform such other duties as may be assigned by the Board.

BYLAW XI – EXECUTIVE COMMITTEE

1. The Executive Committee shall consist of
 - a. the Vice-President External;
 - b. the Vice-President Finance and Services;
 - c. the Vice-President Student Life;
 - d. the Vice-President Academic; and
 - e. the Vice-President Equity and Sustainability.

BYLAW XII - DUTIES AND RESPONSIBILITIES OF EXECUTIVE COMMITTEE

1. The duties of the Executive Committee shall be:
 - a. implementing the policies and procedures established by the Board;
 - b. pursuing the strategic plan approved by the Board;
 - c. Board development;
 - d. reporting to the board in a succinct and timely way on its activities; and
 - e. presenting options and recommendations to the Board on matters of concern and interest to the CSU membership.
2. The Vice-President External shall
 - a. be responsible for lobbying all levels of government for a more accessible post-secondary education, and on other issues as directed by the Board;
 - b. communicate and liaise with other post-secondary student organizations;
 - c. coordinate the external marketing and communication of the Society;
 - d. responsible for issues-based policy development;

- e. communicate and liaise with Members on-campus regarding post-secondary education issues; and
 - f. be responsible for reviewing external contracts in partnership with the appropriate members of the Board.
3. The Vice-President Finance and Services shall
 - a. be responsible for reviewing all contracts on behalf of the Society;
 - b. be responsible for coordinating and presenting the annual budget;
 - c. be responsible for coordinating the investments of the Society;
 - d. be responsible for policy related to finances and operations;
 - e. be responsible for ensuring the financial sustainability of the Society;
 - f. be responsible for the development and delivery of new services;
 - g. liaise with the University on scholarships and bursaries, in partnership with the Vice-President Academic; and
 - h. supervise the General Manager on a day-to-day basis.
 4. The Vice-President Student Life shall
 - a. be responsible for "welcome back" events;
 - b. be responsible for clubs;
 - c. communicate and liaise with the Members to encourage engagement;
 - d. be responsible for policy related to events;
 - e. be responsible for coordinating the events of the Society;
 - f. liaise with the Regional Campuses; and
 - g. liaise with Faculty Representatives.
 5. The Vice-President Academic shall
 - a. be responsible for policy related to university relations and services;
 - b. communicate and liaise with Faculty Representatives;
 - c. represent the Society at the University Senate, the University Board of Governors, and other decision-making bodies at the University;
 - d. represent the Society to University administrators;
 - e. represent the Society to the Capilano University Alumni Association;
 - f. represent the Society to any other groups internal to the University;
 - g. be responsible for reviewing contracts between the Society and the University, in partnership with the Vice-President Finance and Services.
 6. The Vice-President Equity and Sustainability shall
 - a. be responsible for policy on issues relating to social justice, environmental sustainability and equity;
 - b. communicate and liaise with all collective liaisons;
 - c. develop with collectives campaigns on social justice and equity;
 - d. organizes training and workshops for directors and members on anti-oppression issues;
 - e. represent the Society on social justice, equity and sustainability issues;
 - f. communicate and liaise with equity and sustainability directors at other post-secondary institutions;

- g. be responsible for keeping the Board informed of issues concerning environmental and ecological awareness; and
 - h. coordinate campaigns and events which promote sustainability and integrate holistic environmentally-responsible practices.
7. The Board shall, at the first meeting of the Board on or after June 1st and whenever else the Board thinks it appropriate, elect from amongst the members of the Executive Committee, a President of the Society.
8. The President shall
- a. chair meetings of the Executive Committee;
 - b. be a spokesperson for the Society on general issues;
 - c. initiate and coordinate board orientations and development opportunities;
 - d. initiate and coordinate strategic planning activities; and
 - e. perform such other duties as assigned by the Board or the Executive Committee, from time to time.

BYLAW XIII - DUTIES AND RESPONSIBILITIES OF COLLECTIVE COORDINATORS, LIAISONS, REGIONAL CAMPUSES AND FACULTY REPRESENTATIVES

1. The Students of Colour Liaison shall
- a. chair and coordinate the meetings and activities of their collective;
 - b. be responsible for keeping the Board informed of issues concerning members of the Society who self-identify as being of colour;
 - c. coordinate campaigns and events which promote the equality and the elimination of oppression of self-identified People of Colour; and
 - d. perform such other duties as may be assigned by the Board.
2. The Accessibility Justice Coordinator shall
- a. chair and coordinate the meetings and activities of their collective;
 - b. be responsible for keeping the Board informed of issues concerning accessibility and members of the Society who self-identify with disabilities;
 - c. coordinate campaigns and events which promote accessibility and support people with disabilities; and
 - d. perform such other duties as may be assigned by the Board.
3. The First Nations Students Liaison shall
- a. chair and coordinate the meetings and activities of their collective;
 - b. be responsible for keeping the Board informed of issues concerning self-identified First Nations members of the Society;
 - c. coordinate campaigns and events which promote the equality and the elimination of oppression of self-identified First Nations people; and
 - d. perform such other duties as may be assigned by the Board.
4. The International Students Liaison shall
- a. chair and coordinate the meetings and activities of their collective;
 - b. be responsible for keeping the informed of issues concerning international student members of the Society;
 - c. coordinate campaigns and events which promote the equality and the elimination of oppression of international students;

- d. perform such other duties as may be assigned by the Board.
5. The Queer Students Liaison shall
 - a. chair and coordinate the meetings and activities of their collective;
 - b. be responsible for keeping the Board informed of issues concerning self-identified queer members of the Society;
 - c. coordinate campaigns and events which promote the equality and the elimination of oppression of self-identified queer people;
 - d. perform such other duties as may be assigned by the Board.
6. The Women Students Liaison shall
 - a. chair and coordinate the meetings and activities of their collective;
 - b. be responsible for keeping the Board of Directors informed of issues concerning self-identified women members of the Society;
 - c. co-ordinate campaigns and events which promote the equality and the elimination of oppression of self-identified women; and
 - d. shall perform such other duties as may be assigned by the Board.
7. The Campus Representatives – Squamish shall
 - a. be responsible for keeping the Board informed of the activities and concerns of Members at the Squamish campus of the University; and
 - b. perform such other duties as assigned by the Board.
8. The Campus Representative – Sunshine Coast shall
 - a. be responsible for keeping the Board informed of the activities and concerns of Members at the Sunshine Coast campus of the University; and
 - b. perform such other duties as assigned by the Board.
9. The representatives for each faculty established by the University shall
 - a. be responsible for keeping the Board informed of the activities and concerns of the Members belonging to their respective faculties; and
 - b. perform such other duties as assigned by the Board.
10. The student representatives on the University Board of Governors who hold office as student representatives, pursuant to the *University Act*, shall
 - a. be responsible for keeping the Board informed of the activities of the University Board of Governors, and issues that concern the Society; and
 - b. perform such other duties as assigned by the Board.
11. The student representatives on the University Senate who hold office as student representatives, pursuant to the *University Act*, shall
 - a. be responsible for keeping the Board informed of the activities of the University Senate, and issues that concern the Society; and
 - b. perform such other duties as assigned by the Board.

BYLAW XV - REMOVAL FROM OFFICE

1. Only Members of the Society may serve as members of the Board. The seat of any Board member who ceases to be a Member of the Society shall be vacated.
2. A member of the Board may be removed from office by resolution of a general meeting or referendum.
3. The removal of a Board member, under this clause, may be initiated by:

- a. a two-thirds (2/3) resolution of the Board; or
 - b. a petition signed by not less than ten per cent (10%) of the Members, presented to the Board.
4. In the event that the general meeting or referendum thus called fails to reach quorum, the proceedings shall cease.

BYLAW XVI - POLICY OF THE SOCIETY

1. Policy for the Society may be established from time-to-time by:
 - a. a two-thirds (2/3) resolution of the Board; or
 - b. a two-thirds (2/3) resolution of the Members voting in a general meeting or referendum.
2. Notice for all policy motions to be voted on in a general meeting or referendum of the Society shall be that required for a special resolution.
3. All policy of the Society shall be compiled in a policy manual.
 - a. The Society's policy manual shall be provided to any Member on request.
 - b. Each policy in the Society's policy manual shall state whether it was approved by the Board, or at a general meeting or referendum.
4. All policy remains the policy of the Society until changed, or rescinded, subject to the following:
 - a. Policy adopted by the Board may be rescinded at any time by a two-thirds (2/3) resolution of the Board.
 - b. Policy adopted by a general meeting or referendum may be rescinded at anytime by a two-thirds (2/3) majority vote of a general meeting or referendum, provided sufficient notice has been provided as per Bylaw XVI(2).
 - c. Policy adopted by the Board may be rescinded by a majority vote of a general meeting or referendum.
 - d. No policy adopted by a general meeting or referendum may be rescinded by the Board.
 - e. No policy adopted by the Board may contradict or supersede any policy adopted by a general meeting or referendum.
 - f. No policy adopted by the Board or by a general meeting or referendum shall contradict or supersede any bylaw of the Society.

BYLAW XVII - SOCIETY FINANCES

1. (1) The signing officers for the Society shall be all members of the Executive Committee, and any other directors or employees of the Society as appointed by the Board.

(2) The signatures of at least (2) signing officers, one of whom must be a director of the Society, shall be required for the execution of any legal documents or, subject to the policy of the Society, the disbursement of any funds on behalf of the Society.
2. The auditors of the Society shall be appointed by resolution of a general meeting.
 - a. The Board may fill a vacancy in the office of auditor created by death, resignation, or otherwise.

- b. The auditors of the Society shall have the right to examine all books, records, and accounts of the Society and shall be entitled to request from any and all Members, including members of the Board, such information and explanations as may be required by the auditors for the due performance of their duties.
 - c. The Board shall present without material omission the report of the auditors to the Annual General Meeting of the Society.
 3. In order to carry out the purposes of the Society the Board of Directors may, on behalf of and in the name of the Society, raise and secure the payment or repayment of money in the manner they decide, and, in particular but without limiting the foregoing, by the issue of debentures.
 - a. No debenture shall be issued without the sanction of a special resolution.
 - b. The Members may, by special resolution, restrict the borrowing powers of the Board, but a restriction imposed expires at the next Annual General Meeting.
 4. Capital expenditures not budgeted for by the Society exceeding \$5000.00 in total may be approved by a two-thirds (2/3) resolution of the Board.
 5. Contracts and agreements entered into by the Society must be approved by a two-thirds (2/3) resolution of the Board, provided that the Board may establish procedures by two-thirds (2/3) resolution of the Board under which this authority is delegated.
 6. The Board shall be responsible for drafting a balanced budget for the Society's upcoming Fiscal Year.
 7. Unallocated funds from the accumulation of prior years' surplus may not be used without a two-thirds (2/3) resolution of the Board. Any use of more than \$75 000 of the Society's prior years' surplus during one Fiscal Year, excluding covering a year-end deficit, must be approved by ordinary resolution at a general meeting.
 8. The Society's current year's budget, and previous year's audited financial statements, shall be posted to the website once approved.

BYLAW XVIII - SOCIETY RECORDS

1. The minutes of the Board of Directors and general meetings, and other books and records of the Society shall be kept in the Society office.
2. The books and records, including the audited financial statements and budgets, of the Society may be inspected by Society members in the Society office on any working day during normal office hours provided an appointment is made.
3. The following records shall be archived and available for inspection by members on the Society website upon approval by their respective bodies:
 - a. General Election and by-election results; and
 - b. the budget for the current Fiscal Year.
4. Custody of the minutes of all general meetings and Board meetings of the Society shall be as designated by the Board.

BYLAW XIX - BRANCH SOCIETIES

1. The Society, by special resolution, shall have the authority to create branch societies subject to the terms and conditions outlined in the Society Act of British Columbia.

BYLAW XX - AMENDMENT TO THE CONSTITUTION AND BYLAWS

1. The Constitution and Bylaws of the Society may only be amended by special resolution passed in a general meeting or referendum of the Society.

BYLAW XXI – DISSOLUTION

1. Upon winding up or dissolution of the Society, any assets remaining after the satisfaction of its debts and liabilities shall be given or transferred to such Canadian students' organizations promoting objectives similar to those set out in Paragraph 2 herein, as may be decided by the members of the Union at the time of winding up or dissolution. This clause is unalterable.