



## NOTICE OF 2017 ANNUAL GENERAL MEETING

By order of the Council, dated the 28th day of June, 2017 at Vancouver, BC and in accordance to the bylaws of the Langara Students' Union (LSU), notice is hereby given to all members of LSU that the 2017 Annual General Meeting (AGM) will be held as follows:

**DATE:** Thursday, July 20, 2017  
**TIME:** 12:30 pm to 1:30 pm  
**LOCATION:** The Upper Lounge in the Langara Students' Union Building  
(At Langara College - 100 West 49th Avenue, Vancouver, BC )

The Agenda for the Annual General Meeting is as follows:

1. **Call to Order**
  - **Welcoming Comments & LSU Overview**
  - **Adoption of 2017 AGM Agenda**
2. **Approving the Minutes of the 2016 Annual General Meeting**
3. **Appointment of Auditor for 2017-2018**
4. **Voting on the Following Special Resolution\*:**

***“RESOLVED***, as a special resolution, that:

- (a) the existing Bylaws and Constitution of the Langara Students' Union Association (the “Existing Bylaws and Constitution”) be deleted in their entirety, and the Bylaws and Constitution attached at Schedule “A” hereto be and are hereby adopted as the new Bylaws and Constitution of the Langara Students' Union Association (the “New Bylaws and Constitution”); and
- (b) further to the special resolution described in paragraph (a) and for greater certainty, all amendments to the Existing Bylaws and Constitution as a result of the adoption of the New Bylaws and Constitution (such amendments as reflected in the blackline comparison document attached at Schedule “B” hereto) be and are hereby approved.”

5. **Reports:**
  - **Auditor's Financial Report**
  - **Reports from Executive Officer(s)**
  - **Report from Council**
6. **Question and Answer Period**
7. **Adjournment**

\* Please see Appendix 1 for a copy of the Special Resolution including each of the scheduled attachments.

**LANGARA STUDENTS' UNION ASSOCIATION**

**SPECIAL RESOLUTION**  
**TO BE APPROVED AT A GENERAL MEETING OF THE MEMBERS**

**RESOLVED**, as a special resolution, that:

- (a) the existing Bylaws and Constitution of the Langara Students' Union Association (the "**Existing Bylaws and Constitution**") be deleted in their entirety, and the Bylaws and Constitution attached at Schedule "A" hereto be and are hereby adopted as the new Bylaws and Constitution of the Langara Students' Union Association (the "**New Bylaws and Constitution**"); and
- (b) further to the special resolution described in paragraph (a) and for greater certainty, all amendments to the Existing Bylaws and Constitution as a result of the adoption of the New Bylaws and Constitution (such amendments as reflected in the blackline comparison document attached at Schedule "B" hereto) be and are hereby approved.

**[Remainder of this page intentionally left blank]**

**SCHEDULE “A”**

(see attached)

**LANGARA STUDENTS' UNION ASSOCIATION**  
**CONSTITUTION & BYLAWS**

**CONSTITUTION OF**  
**LANGARA STUDENTS' UNION ASSOCIATION**

1. The name of the society is the Langara Students' Union Association, hereinafter referred to as LSU in this Constitution (“LSU”).
2. The purposes of LSU are as follows:
  - (i) to organize students on an ethical, democratic, co-operative basis for advancing students' interests and advancing the interests of the students' community;
  - (ii) to provide a common framework within which students can communicate, exchange information, and share experience, skills, and ideas;
  - (iii) to bring students together to discuss and co-operatively achieve necessary educational, administrative, and legislative change wherever decision- making affects students;
  - (iv) to facilitate co-operation among students in organizing services which supplement the learning experience, provide for human needs, which develop a sense of community with our peers and with other members of the society;
  - (v) to articulate the desire of students to fulfill the duties and be accorded the rights of citizens in British Columbia, in Canada, and in the international community; and
  - (vi) to achieve the goal of a system of post-secondary education which is accessible to all, which is of high quality, and which is rationally planned; which recognizes the legitimacy of student representation and the validity of student rights; and whose role in society is clearly recognized and appreciated.

**BYLAWS OF**  
**LANGARA STUDENTS' UNION ASSOCIATION**

**Article 1 - Interpretation and Definitions**

1.1 Definitions

In the Bylaws, the following terms shall have the following meanings:

1.1.1 "Aboriginal Student" means a student who is of First Nations, Metis and Inuit ancestry, as ascribed in the glossary of terms of Langara College;

1.1.2 "Academic Year" means the period commencing on September 1 in any given year, and ending on August 31 of the following year;

1.1.3 "Annual General Meeting" means the meeting of Members held once a year in accordance with the Societies Act;

1.1.4 "Board of Governors" means the Langara College Board of Governors;

1.1.5 "Business Day" means a day on which banks in British Columbia are open for business, excluding Saturdays and Sundays;

1.1.6 "By-Election" means any election in respect of one or more Director positions held in accordance with the Bylaws other than the Election;

1.1.7 "Bylaws" means the bylaws of LSU from time to time in force and effect;

1.1.8 "Candidate" means a person who is running for a Council position after the close of the nomination period;

1.1.9 "Capital Fee" means any capital fee or program or service fee as approved pursuant to the College and Institute Act;

1.1.10 "Chairperson" has the meaning set out in Article 7.4.1;

1.1.11 "Chief Financial Officer" means the chief financial officer of LSU who:

(i) is deemed a Senior Manager of LSU;

(ii) in the absence of an Executive Director, shall assume all responsibilities of the Executive Director, unless otherwise determined by Council; and

(iii) is a part of the staff of LSU;

1.1.12 "Chief Returning Officer" has the meaning set out in Article 9.1;

1.1.13 “Collective Bargaining Agreement” means any collective agreement negotiated by LSU, as may be amended from time to time, including a collective agreement with applicable LSU staff;

1.1.14 “College and Institute Act” means the *College and Institute Act* (British Columbia), as from time to time enacted and including all amendments and any regulations made in pursuance thereto;

1.1.15 “Conflict of Interest Policy” has the meaning as set out in Article 11.1.1;

1.1.16 “Constitution” means the constitution of LSU from time to time in force and effect;

1.1.17 “Continuing Studies Member” means a student in an Eligible Continuing Studies Program;

1.1.18 “Council” means all of the Directors;

1.1.19 “Director” means a director of LSU for the purposes of the Societies Act;

1.1.20 “Education Council” means the Education Council of Langara College;

1.1.21 “Eligible Continuing Studies Program” means any Continuing Studies program at Langara College that has been approved by Council, such that the students in such program are eligible to be Members;

1.1.22 “Election” means the election of Council to be held once in each calendar year in accordance with Article 9.3;

1.1.23 “Executive Board” has the meaning set out in Article 6.2.1, and forms part of the Council;

1.1.24 “Executive Committee” has the meaning set out in Article 8.4;

1.1.25 “Executive Director” means the person who reports to Council and is a paid staff member of LSU responsible for overseeing the day-to-day operations of LSU;

1.1.26 “Fall Semester” means the period from September to December of each calendar year;

1.1.27 “Fiscal Year End” means the financial year end of LSU, being April 30 of each year;

1.1.28 “General Meeting” means the Annual General Meeting and any Special General Meeting;

1.1.29 “Good Standing” has the meaning set out in Article 2.4;

1.1.30 “Incoming Director” means a person that has been elected as a Director but who has not yet commenced his term as a Director;

1.1.31 “International Student” means a student of Langara College who is neither a Canadian citizen nor a permanent resident of Canada, as ascribed in the glossary of terms of Langara College;

1.1.32 “Job Shadow” means the period of time and process where Incoming Directors work alongside current Directors to learn the skills and techniques of the role that he will be performing upon becoming a Director;

1.1.33 “Langara College” means the designated college under the College and Institute Act and currently has a campus located at 100 West 49th Street, Vancouver, BC;

1.1.34 “LSU” means the Langara Students’ Union Association;

1.1.35 “LSU Policy and Procedures” has the meaning as set out in Article 11.1.1;

1.1.36 “Member” means a member of LSU who meets the criteria set out in Article 2.1.1 and who has not been expelled as a member of LSU;

1.1.37 “Meeting Guest” means any person who, with the consent of Council, wishes to attend or make a presentation at a meeting of Council and who is not a member of Council;

1.1.38 “Members at Large” has the meaning set out in Article 6.2.2 and form part of the Council;

1.1.39 “Membership Fee” means the student society fee payable to LSU, which may be different from Member to Member, to be paid by each Member as prescribed by LSU;

1.1.40 “Minimum Academic Standard” means a grade point average of 1.80 or higher on his academic record at Langara College;

1.1.41 “Ordinary Resolution” means:

(i) a resolution passed at a General Meeting by a majority of the votes cast by the Members;

(ii) a resolution consented to in writing, by at least 2/3 of the Members; and

(iii) a resolution passed by Referendum by a simple majority of the votes cast, in accordance with the Bylaws;

1.1.42 “Policy on Policy Development” has the meaning as set out in Article 11.1.1;



1.1.43 “Policies” means the policies of LSU, as set out in Article 11.1.1 and amended from time to time, together with any new, amended or replacement policies pursuant to Article 11.2;

1.1.44 “Referendum” means the process where Members are to vote on a question relating to the business or affairs of LSU that has been referred to them for a direct decision by way of a referendum;

1.1.45 “Requisition” means a written request signed by at least ten percent (10%) of the Members in Good Standing delivered in person or by registered mail to the registered office of LSU, to the attention of the President of LSU, requesting a General Meeting or Referendum and setting out the purpose and reasons for such General Meeting or Referendum and to which otherwise complies with the requirements of the Societies Act;

1.1.46 “Scrutineer” means a Member In Good Standing appointed by a Candidate to observe the counting of ballots;

1.1.47 “Senior Manager” has the meaning as set out in the Societies Act;

1.1.48 “Societies Act” means the *Societies Act* (British Columbia), as from time to time enacted and including all amendments and any regulations made pursuant thereto;

1.1.49 “Special General Meeting” means any meeting of Members held in accordance with the Bylaws other than an Annual General Meeting;

1.1.50 “Special Resolution” means any of the following:

- (i) a resolution passed at a General Meeting by at least 3/4 of the votes cast by the Members;
- (ii) a resolution consented to in writing by all of the Members; and
- (iii) a resolution passed by Referendum by at least 3/4 of the votes cast, in accordance with the Bylaws;

1.1.51 “Standing Committee” has the meaning set out in Article 8.1;

1.1.52 “Student” means a student enrolled at Langara College and includes all Members;

1.1.53 “Terms of Reference” has the meaning as set out in Article 11.1.1;

1.1.54 “Three-Quarters (¾) Resolution of Council” shall mean any of the following:

- (i) a resolution adopted at a Council meeting, where quorum is met, by at least ¾ of the Directors at such meeting; or

(ii) a resolution consented to in writing by all of the Directors then in office;

## 1.2 Interpretation

Except where otherwise provided, the definitions in the Societies Act apply to the Bylaws.

## 1.3 Numbering and Headings

Numbering and headings are provided for convenience only and do not affect the meaning or interpretation of the Bylaws.

## 1.4 Numbers and Construction

Words implying the feminine gender and the plural shall be interpreted as the masculine and the singular and vice-versa, as the context requires.

## 1.5 Conflicts Between Societies Act, Bylaws, Policies or Procedure

1.5.1 In the event there is a conflict between the Bylaws and any Policies, procedure or resolution duly passed by LSU, or between the Bylaws and the bylaws of any other organization of which LSU is a member, the terms of the Bylaws shall prevail.

1.5.2 In the event there is any conflict between the Bylaws and the Societies Act or the regulations under the Societies Act, the Societies Act or the regulations, as the case may be, shall prevail.

## 1.6 Decisions by Council, Executive Board and Standing Committees

Unless otherwise stated in these Bylaws, any decision, approval or consent of Council, the Executive Board, the Members at Large and each Standing Committee referred to in these Bylaws shall be determined by majority vote.

## **Article 2 - Membership**

### 2.1 Members

2.1.1 A Member shall be any individual who:

(i) is registered in at least one (1) three-credit course at Langara College for the then current semester in the Academic Year and who has paid Membership Fees to the LSU in respect of such semester;

(ii) was registered in at least one (1) three-credit course at Langara College or as a Continuing Studies Member on the last day of March of the then current Academic Year and who had paid Membership Fees to the LSU in respect of that semester; or

(iii) is otherwise a Continuing Studies Member who has paid Membership Fees to LSU in respect of the courses taken as such.

## 2.2 Member Compliance

Each Member shall uphold and comply with the Societies Act, Constitution, Bylaws, Policies, and any rules, policy or code of LSU, as amended from time to time.

## 2.3 Termination of Membership

2.3.1 An individual ceases to be a Member:

- (i) when such individual ceases to meet any of the requirements of Article 2.1.1;
- (ii) when such individual is expelled or his or her membership is terminated in accordance with Article 2.6 or the Societies Act;
- (iii) upon such individual's death;
- (iv) when such individual resigns as a Member, subject to Article 3.5; or
- (v) when the Eligible Continuing Studies Program that such individual is registered in is declared ineligible as such by a Three-Quarters ( $\frac{3}{4}$ ) Resolution of Council and such individual does not satisfy any other criteria for membership set out in Article 2.1.1.

## 2.4 Member In Good Standing

2.4.1 All Members are in good standing (“**Good Standing**”) except:

- (i) a Member who has failed to pay his or her Membership Fees and any other fees payable to LSU, as prescribed by LSU;
- (ii) a Member who has otherwise been determined not to be in good standing by a Three-Quarters ( $\frac{3}{4}$ ) Resolution of Council; or
- (iii) a Member who is suspended, in accordance with Article 2.6.

## 2.5 Rights and Benefits of Member in Good Standing

2.5.1 A Member in Good Standing shall:

- (i) have the right to speak at any General Meeting;
- (ii) have the right to vote in an Election, General Meeting and Referendum;
- (iii) be entitled to any benefits of membership established by Council from time to time; and

(iv) have the right to run for and hold office in Council.

## 2.6 Discipline, Suspension or Expelling a Member

2.6.1 Subject to Article 2.6.2, a Member may be disciplined, suspended, expelled or terminated as a Member of LSU by way of:

- (i) a Three-Quarters ( $\frac{3}{4}$ ) Resolution of Council; or
- (ii) an Ordinary Resolution.

2.6.2 Before a Member is to be disciplined, suspended, expelled, or terminated as a Member, LSU must:

- (i) send to the Member a written notice of the proposed discipline, suspension or expulsion, including reasons; and
- (ii) provide the Member a reasonable opportunity to make representations to LSU respecting the proposed discipline, suspension or expulsion.

## **Article 3 - Membership Fees**

### 3.1 Setting and Adjusting of Membership Fees

3.1.1 Any changes to Membership Fees shall be determined by Referendum in accordance with the College and Institute Act. For greater certainty, this includes any increases in Membership Fees, including all fees referenced in Article 3.2.

3.1.2 Membership Fees may be adjusted by Council, from time to time, for inflation by the annual percentage calculated by the Vancouver Cost Price Index as reported by *Statistics Canada*.

### 3.2 Membership Fees Addressed by Bylaws

Pursuant to the College and Institute Act, Membership Fees include, but are not limited or restricted to, the following fees, as may be amended from time to time in accordance with Article 3.1:

- (i) In the case of all Members other than Continuing Studies Members, a basic fee per person per semester, and a fee per credit per semester; and in the case of Continuing Studies Members, a basic fee which shall be equal to the basic fee per person per semester for non-Continuing Studies Members plus an amount equal to the per credit fee payable by a non-Continuing Studies Member who is registered in 15 credits per semester;
- (ii) Building Capital Trust Fund Fee;
- (iii) International Community Development Fee;

(iv) UPass Fee;

(v) Health and Dental Benefits Fee; and

(vi) any other student society fees, including any Capital Fees, as approved by way of Referendum (including pursuant to any past Referendums).

### 3.3 Unused Membership Fees

In the event that any Membership Fees collected in or in respect of an Academic Year are not used during such Academic Year, the excess Membership Fees collected shall be transferred to the LSU Current Members Earnings account.

### 3.4 Langara College to Collect Fees

3.4.1 In accordance with College and Institute Act, LSU shall be entitled to provide notice to Langara College to collect, for and on behalf of LSU, and remit to LSU any fees of LSU, including Membership Fees.

3.4.2 LSU may enter into a written agreement with Langara College to appoint Langara College as the agent for LSU for disbursing any fees of LSU, including Membership Fees.

### 3.5 Fees of Non-Members

3.5.1 Any Member that is suspended, terminated, expelled or resigns as a Member of LSU but remains a Student shall be responsible for paying all fees associated with his or her registration as a Student at Langara College, including, without limitation, any Membership Fees.

3.5.2 No Member who is suspended, terminated, expelled or resigns as a Member of LSU is entitled to any refund of Membership Fees paid.

## **Article 4 - General Meetings**

### 4.1 Annual General Meeting

4.1.1 The Annual General Meeting of LSU shall be held once in each calendar year on a date set by Council.

4.1.2 Council shall conduct the following business at each Annual General Meeting:

(i) the presentation of the financial statements of LSU, prepared in accordance with the Societies Act, to the Members;

(ii) the presentation of the auditor's report, if any, on the financial statements of LSU; and

(iii) the appointment of the auditors of LSU, by Ordinary Resolution.

## 4.2 Special General Meetings

4.2.1 Council shall call a Special General Meeting:

- (i) if approved by majority vote of Council; or
- (ii) upon receipt of a Requisition.

4.2.2 Council shall act in accordance with the Societies Act in the event a Requisition is received.

## 4.3 Notice for General Meetings

4.3.1 Council shall provide to Members written notice of a General Meeting at least ten (10) days' and not more than sixty (60) days before the General Meeting.

4.3.2 If LSU has more than 250 Members, notice of a General Meeting shall be deemed to have been sent under Article 4.3.1 if:

- (i) notice of the date, time and location of the General Meeting has been sent to every Member who has provided an email address to LSU, by email to that email address; and
- (ii) notice of the date, time and location of a General Meeting:
  - a) is published, at least once in each of the three (3) weeks immediately before the General Meeting, in any newspaper circulated in the local Metro Vancouver Regional District area or at Langara College; or
  - b) is posted, throughout the period commencing at least twenty-one (21) days before the General Meeting and ending when the General Meeting is held, on a website that is maintained by or on behalf of LSU and is accessible to all of the Members.

4.3.3 The notice of General Meeting shall set out:

- (i) the date, time and location of the General Meeting; and
- (ii) the text of any Special Resolution, if any, to be considered at the General Meeting.

## 4.4 Agenda of General Meeting

The agenda for a General Meeting shall be prepared and determined in advance by Council.

## 4.5 Quorum

4.5.1 Subject to Article 4.5.2, fifty (50) Members in Good Standing shall constitute a quorum for a General Meeting. Once a quorum has been determined to be present at the commencement of a meeting, a quorum will be deemed to be present throughout such General Meeting.

4.5.2 If, within 30 minutes from the time set for holding a General Meeting, a quorum of Members in Good Standing is not present,

(i) in the case of a meeting convened pursuant to a Requisition, the meeting is terminated; and

(ii) in any other case, the Chairperson may adjourn and postpone the General Meeting to the same day in the following week, at the same time and place. In the event, at the continuation of the postponed General Meeting, a quorum is not present within 15 minutes from the time set for holding the continuation of the postponed General Meeting, the Members present shall constitute a quorum at that General Meeting. No subsequent notice is required to be provided for such postponed General Meeting.

#### 4.6 Rules of Order

*Robert's Rules of Order, Newly Revised* shall be a source of reference and guide towards the governance and procedure of all General Meetings of LSU.

#### 4.7 Voting Rights of Members

4.7.1 Each Member in Good Standing shall have the right to cast a single vote in respect of any General Meeting, Ordinary Resolution, Special Resolution, Referendum or otherwise in respect of any matter to be voted on by the Members.

#### 4.8 Registration to Vote

All Members in Good Standing who register to vote at a polling station approved by Council or the Electoral Committee, established pursuant to the Bylaws, may vote in the General Meeting, Referendum, Election, By-Election or other proceedings registered for, subject to any other criteria for voting as may be established by the Electoral Committee.

#### 4.9 Restrictions for General Meetings

4.9.1 Members shall only participate in a General Meeting in person. For greater certainty, no Member shall be entitled to participate in a General Meeting by telephone, electronic means or any other form of communication.

4.9.2 No Member shall be permitted to appoint a proxy to attend or vote at a General Meeting.

### **Article 5 - Referendum**

## 5.1 Calling of Referendum

5.1.1 Council shall call a Referendum:

- (i) if approved by majority vote of Council; or
- (ii) upon receipt of a Requisition.

5.1.2 Any Referendum called by Council pursuant to Article 5.1.1(ii) shall be called within twenty-one (21) days of receipt of the Requisition. The Referendum must be held within sixty (60) days after receipt of the Requisition.

5.1.3 Notwithstanding this Article 5.1, a Referendum shall be called by Council to approve any changes to Membership Fees. A Referendum may also be used for any decisions, including any Special Resolution or Ordinary Resolution, to be determined by the Members.

5.1.4 A Referendum is a form of indirect or delegate voting under the Societies Act and is a permitted method of voting for Members.

## 5.2 Notice for Referendum

5.2.1 Council shall provide to Members a written notice of a Referendum at least ten (10) days' and not more than sixty (60) days before the Referendum.

5.2.2 If LSU has more than 250 Members, notice of a Referendum shall be deemed to have been sent under Article 5.2.1 if:

- (i) notice of the date, time and location of a Referendum has been sent, to every Member who has provided an email address to LSU, by email to that email address, and
- (ii) notice of the date, time and location of a Referendum:
  - a) is published, at least once in each of the three (3) weeks immediately before the Referendum, in any newspaper circulated in the local Metro Vancouver Regional District area or at Langara College; or
  - b) is posted, throughout the period commencing at least twenty-one (21) days before the Referendum and ending when the Referendum is held, on a website that is maintained by or on behalf of LSU and is accessible to all of the Members.

5.2.3 The notice of Referendum shall set out:

- (i) the date, time, and location of the Referendum; and
- (ii) the text of any Special Resolution, if any, to be considered at the Referendum.



### 5.3 Voting in Referendum

5.3.1 Each Member in Good Standing has the right to cast a single vote in respect of a Referendum.

5.3.2 Voting by proxy is not permitted in a Referendum.

5.3.3 Subject to Article 5.3.4, the result of a Referendum shall be decided by a majority, or such greater percentage as may be required by the Bylaws or the Societies Act, of the votes cast in such Referendum.

5.3.4 The results of a Referendum shall be binding if fifty (50) or more votes have been cast by Members in Good Standing in such Referendum.

## **Article 6 - Council of LSU**

### 6.1 Mandate of Council and Highest Authority

6.1.1 Council shall be responsible for managing the affairs of LSU and shall have the authority to transact such business as authorized by the Societies Act, Bylaws, Policies and as is otherwise necessary for the proper governance of LSU.

6.1.2 Council shall manage, administer and control any property, revenue, business, and other affairs of LSU in accordance with the Societies Act, Bylaws and Policies.

### 6.2 Composition of Council

Council shall consist of:

6.2.1 Five (5) members of the Executive Board, comprised of the following

- (i) the President;
  - (ii) the Vice President Finance & Administration;
  - (iii) the Vice President Internal;
  - (iv) the Vice President Student Life; and
  - (v) the Vice President External Affairs; and
- (collectively the “**Executive Board**”)

6.2.2 Seven (7) Members at Large, comprised of the following:

- (i) International Students' Representative;
- (ii) Aboriginal Students' Representative;

- (iii) Diversity and Inclusion Representative; and
  - (iv) four (4) General Representatives
- (collectively the “**Members at Large**”).

### 6.3 Term of Office for Council

6.3.1 Subject to Article 6.3.2, the term of office of each elected member of Council shall be one year and shall:

- (i) begin on January 1st of the calendar year following the date of the Election where such member of Council was elected as such; and
- (ii) end on December 31 of the same calendar year.

6.3.2 Any member of Council elected pursuant to a By-Election shall:

- (i) assume office on the date following the date of the By-Election; and
- (ii) hold such office until December 31 of the calendar year in which the applicable By-Election was held.

6.3.3 Upon being elected, each Incoming Director who will form:

- (i) part of the Executive Board, shall Job Shadow the current Director who he will be replacing upon commencing his term as a Director; and
- (ii) part of the Members at Large, shall Job Shadow a current Director who is part of the Members at Large, as determined by Council.

6.3.4 During the process of Job Shadow, each Incoming Director may receive a stipend for the period of time he Job Shadows, if so approved by Council.

6.3.5 When a Director resigns or is otherwise removed as a Director, his or her position becomes vacant. A position remains vacant until a person fills such vacancy through an Election or By-Election.

### 6.4 Maximum Number of Terms for Council

6.4.1 Any person may serve a lifetime maximum of two (2) terms on Council regardless of the positions on Council held by such person.

### 6.5 Ongoing Requirements of Council

6.5.1 Subject to Article 6.5.2, each member of Council during his or her term as such must:

- (i) be a Member in Good Standing;

(ii) be in “Good Standing”, as defined by the Academic Probation and Academic Suspension Policy of Langara College;

(iii) have a good working knowledge of the Constitution and Bylaws;

(iv) with the exception of being permitted to miss two meetings, attend all meetings of Council, unless otherwise approved by Council;

(v) consent in writing to being a member of Council;

(vi) not be a member of a council or board of any other student association, society, or union, as defined in the Societies Act, the College and Institute Act, or the *University Act* (British Columbia); and

(vii) otherwise be qualified to act as a director of a society under the Societies Act.

6.5.2 Any member of Council who does not meet the obligations in Article 6.5.1 shall have thirty (30) days, after receiving a written notice from Council, to remedy and attempt to meet the obligation. In the event that such member of Council does not, in the opinion of a majority of the remaining members of Council, remedy his failure to satisfy the applicable requirement or qualification within 30 days of receiving such notice in writing, then such member of Council shall be removed as a Director by a Three-Quarters ( $\frac{3}{4}$ ) Resolution of Council.

## 6.6 Meetings of Council and Executive Board

6.6.1 Council shall meet at least once per month, unless otherwise determined by Council.

6.6.2 The Executive Board shall, on its own and without the Members at Large, meet at least twice a month, unless otherwise determined by the Executive Board.

6.6.3 Executive Board meetings may be held as part of the Executive Committee meetings.

6.6.4 Quorum for any meeting of Council shall be set at fifty-five percent (55%) of the members of Council then in office.

6.6.5 *Robert’s Rules of Order, Newly Revised* shall be a source of reference and guide for the governance and procedure at all Council meetings.

6.6.6 Voting by proxy is not permitted at Council meetings.

6.6.7 Members of Council, the Executive Director, Incoming Directors, any staff member of LSU or other person, as approved by Council, are permitted to attend Council or Executive Board Meetings but only members of Council shall be entitled to vote at such meetings.

6.6.8 From time to time, Council may find it in the best interests of LSU to meet in camera. Unless permitted by Council, no Members, Incoming Directors or other persons are permitted to attend in camera meetings of Council. Minutes of in camera meetings need not be kept, although decisions made in camera must be recorded into the minutes of the applicable meeting of Council.

6.6.9 A Meeting Guest must apply and receive approval from Council prior to being able to attend or present at a Council meeting. Council may from time to time set Policies to govern any appearance by a Meeting Guest, including the number of Meeting Guests that can attend a meeting of Council.

6.6.10 If any Director is absent, without reasonable excuse or approval from Council, for two (2) or more Council meetings during his term, such Director shall be removed as a Director by a Three-Quarters ( $\frac{3}{4}$ ) Resolution of Council. Prior to Council removing any Director pursuant to this Article 6.6.10, Council shall provide written notice to the applicable Director.

#### 6.7 Official Council Communication

Council shall appoint the President or any member of the Executive Board to speak on behalf of LSU from time to time to the Members and other members of the public (including media). No other member of Council shall speak, or purport to speak, on behalf of Council unless expressly authorized by Council.

#### 6.8 Langara College Board of Governors and Education Council

6.8.1 When a Student is appointed or elected to the Board of Governors or Education Council, Council may invite such Student to meetings of Council as a Meeting Guest in a non-voting and non-paid capacity.

#### 6.9 Council Remuneration

6.9.1 Each member of Council shall:

- (i) be reimbursed for any expenses reasonably and necessarily expended in the performance of his or her duties as such; and
- (ii) receive a stipend for his or her service as a member of Council.

6.9.2 The stipend amount to be paid to any member of the Executive Board and Members at Large shall be recommended by the Finance Committee and set from time to time as follows:

- (i) Council shall approve any stipends for members of the Executive Board, but members of the Executive Board must abstain from such vote; and
- (ii) Council shall approve stipends for Members at Large, but Members at Large must abstain from such vote.

## 6.10 Employees of LSU and Council

6.10.1 Council may appoint an Executive Director to manage the affairs of LSU in accordance with and subject to the direction of Council. In the absence of an Executive Director, the Chief Financial Officer shall manage the affairs of LSU in accordance with and subject to the direction of Council, unless otherwise determined by Council.

6.10.2 The Executive Director shall:

- (i) report to, and takes direction from, Council;
- (ii) be deemed a Senior Manager of LSU, pursuant to the Societies Act;
- (iii) be responsible for any duties as set out in his or her employment contract with LSU; and
- (iv) have such other powers and duties as assigned by Council or the Executive Board from time to time.

## **Article 7 - Duties of Council, the Executive Board and Members at Large**

### 7.1 Duties of Council

7.1.1 Subject to the provisions of the Societies Act and Bylaws, Council shall:

- (i) act as the governing body of LSU and decide on issues affecting LSU and its Members;
- (ii) conduct Council meetings pursuant to the Bylaws;
- (iii) approve the annual operating and capital budget of LSU;
- (iv) provide an annual report to the Members at the Annual General Meeting;
- (v) establish or amend any Policies;
- (vi) appoint one or more members of Council to act as a spokesperson for LSU pursuant to Article 6.7;
- (vii) advocate for greater diversity and inclusion at Langara College;
- (viii) negotiate and approve any Collective Bargaining Agreements;
- (ix) approve any contract, including the employment contract of the Executive Director and any applicable staff of LSU;

(x) compel the Executive Board to provide activity reports and withhold stipend payment(s) in the event reports are not completed in a reasonable manner as set forth in the Policies; and

(xi) act in accordance with and uphold the Constitution, the Bylaws and any Policies.

7.1.2 Council may make such further duties, rules, policies and procedure as may be considered necessary for the proper governance of LSU, provided such duties, rules, policies and procedure are consistent with the Societies Act, Constitution, Bylaws, and Policies.

7.1.3 Where permitted by the Societies Act, Council may delegate its responsibilities and duties as it deems expedient for the conduct of the affairs of LSU.

## 7.2 Duties of the Executive Board

7.2.1 In addition to the duties of Council set out in Article 7.1, each member of the Executive Board shall also have the following duties and responsibilities:

(i) serving on the Executive Committee and abiding by the Terms of Reference for the Executive Committee;

(ii) attending and preparing for Council and Executive Committee meetings;

(iii) chairing and serving on Standing Committees as set forth in the Bylaws and as determined by Council;

(iv) chairing any meetings of Council or General Meetings pursuant to Article 7.4;

(v) posting and keeping office hours at the LSU office;

(vi) liaise with the Executive Director, the Chief Financial Officer and other staff of LSU as appropriate and necessary; and

(vii) performing other duties as determined by Council.

7.2.2 The President shall:

(i) be responsible for overseeing the process of notes and minute-taking for all Council meetings and General Meetings;

(ii) chair the Electoral Committee;

(iii) chair the Executive Committee; and

(iv) have such other duties as are outlined in the Bylaws or assigned by Council from time to time.

7.2.3 The Vice President Finance & Administration shall:

- (i) be responsible for overseeing the budgeting process for LSU;
- (ii) be responsible for the financial operations and records of LSU;
- (iii) chair the Finance Committee;
- (iv) act as one of the designated signing authorities of LSU; and
- (v) have such other duties as are outlined in the Bylaws or assigned by Council from time to time.

7.2.4 The Vice President Student Life shall:

- (i) be responsible for overseeing a broad range of programs and services affecting Members and enhancing the student-life of Students while at Langara College;
- (ii) chair the Member Relations Committee;
- (iii) act as a resource on issues arising between Students of Langara College; and
- (iv) have such other duties as are outlined in the Bylaws or assigned by Council from time to time.

7.2.5 The Vice President Internal shall:

- (i) be responsible for overseeing the work of the Members at Large, including the planning, budgeting, and reporting requirements of any such work;
- (ii) chair the Personnel Committee;
- (iii) chair the Diversity and Inclusion Committee;
- (iv) act as a resource on issues arising between Students of Langara College; and
- (v) have such other duties as are outlined in the Bylaws or assigned by Council from time to time.

7.2.6 The Vice President External Affairs shall:

- (i) be responsible for the public relations of LSU;
- (ii) keep Council informed of Provincial and Federal Government post-secondary educational policies, including any aspect of the UPass program;
- (iii) handle inquiries and promote friendly relations with external student societies; and

(iv) have such other duties as are outlined in the Bylaws or assigned by Council from time to time.

### 7.3 Duties of the Members at Large

7.3.1 In addition to the duties of Council as set out in Article 7.1, each of the Members at Large shall also have the following duties and responsibilities:

- (i) attending and preparing for Council meetings;
- (ii) representing and communicating with Members;
- (iii) developing and executing the annual work plans, if applicable;
- (iv) chairing or serving on Standing Committees as set forth in the Bylaws and as determined by Council; and
- (v) performing other duties as determined by Council and Executive Director.

7.3.2 The International Students' Representative shall:

- (i) serve on the Diversity and Inclusion Committee, Members Relations Committee; and
- (ii) advocate and develop programs, services and activities promoting diversity, inclusion and exposure to International Students enrolled at Langara College.

7.3.3 The Aboriginal Students' Representative shall:

- (i) serve on the Diversity and Inclusion Committee and at least one Standing Committee as determined by Council; and
- (ii) advocate and develop programs, services, and activities promoting diversity, inclusion, and exposure to Aboriginal Students enrolled at Langara College.

7.3.4 The Diversity and Inclusion Representative shall serve on the Diversity and Inclusion Committee.

7.3.5 Each General Representative shall serve on the Diversity and Inclusion Committee and on at least one Standing Committee as determined by Council.

### 7.4 Chairperson for Meetings

7.4.1 Council shall appoint a member of the Executive Board (the “**Chairperson**”) to chair meetings of Council and any General Meetings. Such appointment shall expire on December 31 of the year the appointment was made, unless such Chairperson sooner ceases to hold such position for any reason.



7.4.2 The Chairperson may delegate his duties and responsibilities to chair any meeting of Council to another member of Council.

7.4.3 The Chairperson may delegate his duties and responsibilities to chair any General Meeting to:

- (i) another member of the Executive Board; or
- (ii) any other person as determined by Council.

## **Article 8 - Committees**

### **8.1 Standing Committees**

LSU shall have the following Standing Committees:

- (i) the Executive Committee;
- (ii) the Electoral Committee;
- (iii) the Finance Committee;
- (iv) the Member Relations Committee;
- (v) the Personnel Committee;
- (vi) the Diversity and Inclusion Committee;
- (vii) the Students' Issues Actions Committee; and
- (viii) any other committee that Council may establish pursuant to under Article 8.10.

### **8.2 Members of Standing Committees**

8.2.1 Unless otherwise set forth in the Bylaws, the members of the Standing Committees shall be determined by Council.

8.2.2 With the exception of the Executive Committee, each Standing Committee shall include at least one (1) member of the Executive Board and one (1) Member at Large.

8.2.3 If any Standing Committee described in these Bylaws is not constituted for any reason, the members of Council shall assume all duties and responsibilities that were to be carried out by such Standing Committee.

### **8.3 Observers at Standing Committee Meetings**

8.3.1 Unless otherwise determined by Council, the Executive Director and any staff member of LSU shall be entitled to attend and speak at any meetings of a Standing Committee but shall not be entitled to vote thereat.

#### 8.4 Role of the Executive Committee

8.4.1 The Executive Committee shall be chaired by the President.

8.4.2 The Executive Committee shall be comprised of the Executive Board, the Executive Director, the Chief Financial Officer and one (1) staff member of LSU as determined by the Executive Board.

8.4.3 The Executive Committee shall conduct itself in accordance with the Bylaws and Terms of Reference Policy for the Executive Committee, as amended from time to time.

8.4.4 The Terms of Reference Policy for the Executive Committee shall set out, without limitation, the following information, duties and obligations of the Executive Committee:

- (i) setting the agenda for meetings of Council;
- (ii) the development of a strategic plan for LSU;
- (iii) coordinating and overseeing contractual negotiations with LSU and other third parties; and
- (iv) any other process or procedure as determined from time to time by the Executive Board.

#### 8.5 Role of the Electoral Committee

8.5.1 The Electoral Committee shall:

- (i) be chaired by:
  - a) the President; or
  - b) the Vice President External Affairs, if the President is unable to chair such Committee;
- (ii) conduct itself in accordance with the Bylaws and Terms of Reference Policy for the Electoral Committee, as amended from time to time; and
- (iii) be permitted to establish or amend policies relating to Elections and By-Elections.

8.5.2 No Members running in an Election or By-Election may serve on, nor attend meetings of, the Electoral Committee while such person is running.

8.5.3 The Terms of Reference Policy for the Electoral Committee shall include, but is not limited to, information regarding the electoral process, including matters related to Article 9 and any policies established by the Electoral Committee.

#### 8.6 Role of the Finance Committee

8.6.1 The Finance Committee shall be chaired by the Vice President Finance & Administration.

8.6.2 The Finance Committee shall conduct itself in accordance with the Bylaws and Terms of Reference Policy for the Finance Committee, as amended from time to time.

8.6.3 The Terms of Reference Policy for the Finance Committee shall include, but is not limited to, information regarding the administering and overseeing of LSU financial matters, including matters related to Article 12 .

#### 8.7 Role of the Member Relations Committee

8.7.1 The Member Relations Committee shall be chaired by the Vice President Student Life.

8.7.2 The Member Relations Committee shall conduct itself in accordance with the Bylaws and Terms of Reference Policy for the Member Relations Committee, as amended from time to time.

8.7.3 The Terms of Reference Policy for the Member Relations Committee shall include, but is not limited to, information regarding developing, programming and maintaining forms of communication with Members and Langara College.

#### 8.8 Role of the Personnel Committee

8.8.1 The Personnel Committee shall be chaired by the Vice President Internal.

8.8.2 The Personnel Committee shall conduct itself in accordance with the Bylaws and Terms of Reference Policy for the Personnel Committee, as amended from time to time.

8.8.3 The Terms of Reference Policy for the Personnel Committee shall include, but is not limited to, information regarding the developing and overseeing of human capital at LSU.

#### 8.9 Role of the Diversity and Inclusion Committee

8.9.1 The Diversity and Inclusion Committee shall be chaired by the Vice President Internal.

8.9.2 The Diversity and Inclusion Committee shall conduct itself in accordance with the Bylaws and Terms of Reference Policy for the Diversity and Inclusion Committee, as amended from time to time.

8.9.3 The Terms of Reference Policy for the Diversity and Inclusion Committee shall include, but is not limited to, information regarding diversity and inclusion for Students while at Langara College.

#### 8.10 Role of the Students' Issues Actions Committee

8.10.1 The Students' Issues Actions Committee shall be chaired by the Vice President External Affairs.

8.10.2 The Students' Issues Actions Committee shall conduct itself in accordance with the Bylaws and Terms of Reference Policy for the Students' Issues Actions Committee, as amended from time to time.

8.10.3 The Terms of Reference Policy for the Students' Issues Actions Committee shall include, but is not limited to, information regarding the advocacy for affordable post-secondary education for Students while at Langara College.

#### 8.11 Other Committees

Council may establish other committees from time to time as it sees fit to carry out specific activities and functions and may determine the composition and purpose of such other committees at the time of establishment. For greater certainty, the creation of such other committees and its mandate and procedures shall not require any amendment to the Bylaws of approval of the Members.

#### 8.12 Langara College Boards, Councils, or Committees

8.12.1 Subject to approval by way of a Three-Quarters ( $\frac{3}{4}$ ) Resolution of Council, a member of Council shall not serve on any boards, councils or committees of Langara College due to possible conflicts of interest.

8.12.2 If no approval is granted, pursuant to Article 8.12.1, with respect to a Director seeking permission to serve on other boards, councils or committees of Langara College, Council shall provide written notice to the applicable Director with respect to his breach of Article 8.12.1. If such Director does not, in the opinion of a majority of the remaining members of Council, remedy his failure to satisfy the requirement in Article 8.12.1 within 30 days of receiving such notice in writing, then such member of Council shall be removed as a Director by a Three-Quarters ( $\frac{3}{4}$ ) Resolution of Council.

### **Article 9 Election of Council**

#### 9.1 Chief Returning Officer

### 9.1.1 The Chief Returning Officer:

- (i) shall be nominated by the Deputy Returning Officer and approved by Council in accordance with Article 9.1.2;
- (ii) at the time of nomination, must not hold any office with LSU (whether elected or appointed), must not be a staff member of LSU and must not be a vendor to, or in any other contractual relationship with, LSU;
- (iii) must not have been a member of Council during the twelve (12) month period prior to being selected as the Chief Returning Officer;
- (iv) shall have complete discretion and authority to conduct any Election and By-Election, in a manner consistent with the Bylaws and any applicable Policies;
- (v) shall oversee the counting of ballots in any Election or By-Election; and
- (vi) shall take into consideration and work within, the budgetary and organizational capacity of LSU in making any election related decisions.

9.1.2 Council shall be required to approve the selection and appointment of the Chief Returning Officer.

9.1.3 Unless otherwise determined by Council, candidates for the role of Chief Returning Officer shall have no less than two (2) years of experience in organizing and participating in elections.

## 9.2 Deputy Returning Officer

9.2.1 Any Deputy Returning Officer shall be a staff member of LSU, unless otherwise determined by Council.

9.2.2 In the absence of a Chief Returning Officer, the Deputy Returning Officer shall be granted authority and assume the responsibilities of the Chief Returning Officer, unless otherwise determined by a Three-Quarters ( $\frac{3}{4}$ ) Resolution of Council.

## 9.3 Schedule of Election or By-Election

9.3.1 Each Election shall be held annually during the Fall Semester at Langara College. The exact dates of each Election shall be determined by the Deputy Returning Officer and approved by Council.

9.3.2 Council shall instruct the Electoral Committee to, subject to Article 9.3.5, conduct a By-Election to fill any vacant position for the remainder of the term of office of any former Director whose removal or resignation from Council has created such vacancy if the number of members of Council falls below four (4) members as a result of such vacancy.

9.3.3 In addition and notwithstanding Article 9.3.2, Council may by a majority vote of Council call a By-Election to fill any vacancy on Council.

9.3.4 Council shall determine the timing of any By-Election.

9.3.5 If there are less than ninety (90) days until the opening of nominations for the next Election, Council may decide not to hold a By-Election.

#### 9.4 Notice of Elections and By-Elections

9.4.1 A notice of Election or By-Election shall be provided to Members at least three (3) business days prior to the opening date for nominations with respect to the positions to be filled pursuant to such Election or By-Election.

9.4.2 A notice of Election or By-Election shall be deemed to have been sent under Article 9.4.1 if the notice is posted on a website that is maintained by or on behalf of LSU and is accessible to all of the Members.

9.4.3 The contents of a notice of Election or By-Election shall be determined by the Electoral Committee but shall include, without limitation:

- (i) the Council positions for which an Election or By-Election is being held;
- (ii) the opening and closing dates for nominations;
- (iii) the manner in which a Candidate is to be nominated;
- (iv) the date of the Election or By-Election; and
- (v) the location or place where nomination forms or additional information may be obtained.

#### 9.5 Eligibility

9.5.1 Each nominee wishing to be a Candidate must:

- (i) be a Member In Good Standing;
- (ii) be a newly enrolled Student for the then Academic Year or a Student achieving the Minimum Academic Standard in his most recent prior Academic Year at Langara College;
- (iii) have a valid Langara College Student photo identification card;
- (iv) have completed and submitted to LSU the necessary forms, including the academic standing form, of LSU prior to the close of the nomination period; and
- (v) meet any other reasonable criteria set by Council or contained in any applicable Policies.

9.5.2 Unless otherwise determined by Council, each nominee for a position on the Executive Board must, in addition to fulfilling the qualifications in Article 9.5.1, provide the following with his or her nomination materials for review by the Electoral Committee:

- (i) two (2) work references;
- (ii) one (1) academic reference; and
- (iii) a current curriculum vitae highlighting the knowledge and experience in at least one of the relevant functional areas listed below for the position applied:
  - a) President: business administration, records management, project management, and governance.
  - b) Vice President of Finance & Administration: economics, commerce, accounting, and financial management.
  - c) Vice President Student Life: event planning, communications, counseling, project management, psychology and education.
  - d) Vice President Internal and Vice President External Affairs: activism or advocacy on ethical and social development issues relating to race, ethnicity, culture, religion, class, disability, age, gender, sex, and sexuality.

9.5.3 The accidental omission to provide any of the information set out in Article 9.5.2 shall not invalidate any nominee or Candidate from the Election or By-Election nor any person successfully elected from being a member of Council.

## 9.6 Restricted Council Positions

9.6.1 Subject to Article 9.6.3, a nominee for International Students' Representative must show evidence to support that he is a current International Student enrolled at Langara College.

9.6.2 Subject to Article 9.6.3, a nominee for Aboriginal Students' Representative must show evidence to support that he is an Aboriginal Student enrolled at Langara College.

9.6.3 For any Election or By-Election, if no eligible Candidate is nominated at the close of nominations for any of the Diversity and Inclusion Representative, International Students' Representative and Aboriginal Students' Representative, the number of General Representative positions to be filled in that Election or By-Election shall increase by one (1) for each such position where no Candidate has been nominated. For greater certainty, notwithstanding the preceding sentence, there shall only be seven (7) Members at Large and only a maximum of three (3) General Representative positions added pursuant to this Article 9.6.3.

9.6.4 In the event there are greater than four (4) General Representative positions to be filled in an Election or By-Election as a result of the operation of Article 9.6.3, the four (4) persons with the highest number of votes shall be elected into the General Representative positions. The remaining elected General Representative(s) shall hold office in the vacant International Students' Representative, Aboriginal Students' Representative or Diversity and Inclusion Representative position, as applicable, based on the number of votes such remaining elected General Representatives received, with the person receiving the highest number of votes getting first choice with respect to such vacant position(s) and so on and so forth, as necessary.

### 9.7 One Position per Member

Notwithstanding any other provision of the Bylaws, no Member shall apply or hold more than one (1) position on Council at any given time.

### 9.8 Election Campaigning

9.8.1 Candidates and nominees are required to abide by campaign rules and conduct as set forth in the Bylaws, Policies and policies of the Electoral Committee, including, without limitation, rules relating to the campaign period, materials, expenses and withdrawal period.

9.8.2 A Candidate's campaign is prohibited from defaming any Student, Member, Director, Langara College faculty, staff of LSU, Candidate or any other person, whether orally, through campaign materials or otherwise.

### 9.9 Voting

Subject to the Bylaws or Policies, voting for Elections or By-Elections shall be conducted in accordance with the following:

9.9.1 voting by proxy is not permitted; and

9.9.2 Members are required to show their valid Langara College Student photo identification card prior to voting. Voting may be refused if a valid Langara College Student photo identification card is not presented.

### 9.10 No Acclamation

No person shall be appointed to Council by way of acclamation.

### 9.11 Counting of the Ballots

9.11.1 Sealed ballot boxes are to be returned by the Chief Returning Officer or Deputy Returning Officer to the offices of LSU immediately upon completion of voting. The Chief Returning Officer shall oversee the ballot counting process. The rules governing the declaration of those duly elected are as follows:



(i) for the purpose of this Article 9.11.1, a valid vote shall mean a vote that is determined by the Chief Returning Officer as not spoiled.

(ii) in an Election or By-Election for a single position where more than one (1) Candidate is running, the Candidate who receives the most valid "yes" votes shall be elected.

(iii) in an Election or By-Election for a single position where only one (1) Candidate is running, that Candidate shall be elected if he receives more valid "yes" votes than valid "no" votes.

(iv) in an Election or By-Election where more than one (1) position is to be filled, each position in such Election or By-Election where more than one (1) Candidate is running, the Candidate who receives the most valid "yes" votes shall be elected for such position.

(v) in an Election or By-Election where more than one (1) position is to be filled, each position in such Election or By-Election where only one (1) Candidate is running, the Candidate shall only be elected if he receives more valid "yes" votes than valid "no" votes.

(vi) For greater certainty, any Candidate who is running for a position pursuant to Articles 9.11.1(iii) and 9.11.1(v) who received more "no" votes than "yes" votes shall not be elected. In such event, the position shall become vacant unless otherwise set forth in the Bylaws.

9.11.2 Each Candidate may appoint a Scrutineer.

9.11.3 A Scrutineer shall not be a member of Council nor a Candidate in the Election or By-Election.

9.11.4 No ballot count shall be delayed or postponed due to a Scrutineer not being available or attending the ballot count. For greater certainty, no recount or appeal shall occur due to a Scrutineer's non-attendance at a ballot count.

## 9.12 Recounts

9.12.1 A recount of votes may be requested provided such request is:

(i) made in writing to the Chief Returning Officer within seventy-two (72) hours following the Chief Returning Officer's announcement of election results; and

(ii) if the differential between the winning Candidate and any other Candidate for any specific position is less than or equal to 15 votes.

9.12.2 The results of a recount shall be final.

## 9.13 Disqualification and Appeal

9.13.1 The Chief Returning Officer may, in writing, disqualify a Candidate who violates or breaches any Bylaws, Policies and policies of the Electoral Committee.

9.13.2 A disqualified candidate shall have forty-eight (48) hours after such disqualification or until the close of campaigning or voting, whichever is later, to appeal the decision of the Chief Returning Officer by submitting the request and grounds for appeal to the Chief Returning Officer in writing in a manner set forth in the Policies.

9.13.3 The Chief Returning Officer may either make a ruling on the appeal or send the appeal directly to the Electoral Committee for review. The decision of the Chief Returning Officer or, if sent to the Electoral Committee for review, shall be final.

9.13.4 In no event shall pending decisions on appeals be grounds for challenging or declaring the electoral process or results as invalid.

#### 9.14 Vacancies

In the event there are vacancies on Council for the upcoming-term after the Election is complete, the Electoral Committee, in its sole discretion, may recommend to Council that a By-Election be called and that a new nomination process be held. The decision of Council in that regard shall be final.

#### 9.15 Withdrawal

Any Candidate may withdraw from an Election or By-Election by sending a notice to the Chief Returning Officer. Any such request of withdrawal must be submitted no later than forty-eight (48) hours prior to the start of voting in such Election or By-Election.

#### 9.16 Online Nominations and Campaigning

9.16.1 Subject to Article 9.16.2, in respect of any Election or By-Election, Candidates are not permitted to use or participate in any online forum for nominations, campaigning or any other aspect of the election process.

9.16.2 Online nomination, campaigning or any other aspect of the election process may only be permitted if and when the Electoral Committee establishes a policy governing such online election activities and even then, only in strict accordance with such policy.

9.16.3 Any Candidate that violates this Article 9.16.1 may, in addition to any other disciplinary measure, be disqualified from running in the applicable Election or By-Election by the Chief Returning Officer.

### **Article 10 - Director Resignation, Removal or Discipline**

#### 10.1 Resignation from Council

10.1.1 Any Director who wishes to resign as a Director shall provide his or her resignation to LSU in writing, with such resignation taking effect upon the date specified in the written resignation or, in the event no date is specified, upon receipt by LSU of the written resignation.

## 10.2 Removal of Director From Office

10.2.1 For the purposes of this Article 10.2 only, the definition of Special Resolution in Article 1.1.50 shall be amended to mean:

- (i) a resolution passed at a General Meeting by at least 2/3 of the votes cast by the Members;
- (ii) a resolution consented to in writing by all of the Members; and
- (iii) a resolution passed by Referendum by at least 2/3 of the votes cast.

10.2.2 Any Director may be removed from office:

- (i) by a Special Resolution; or
- (ii) by a Three-Quarters ( $\frac{3}{4}$ ) Resolution of Council.

10.2.3 Prior to Council making a motion to remove any Director pursuant to Article 10.2.2(ii), Council shall provide a written statement to the applicable Director stating the reasons for such removal, and provide such Director a reasonable opportunity to address and respond to such reasons.

## 10.3 Director Cease to Hold Office

10.3.1 A Director ceases to hold office as a Director:

- (i) when such Director's term as a Director has ended pursuant to Article 6.3;
- (ii) on such Director's death;
- (iii) on delivery of a signed resignation by such Director to Council or any member of the Executive Board by mail, email or in person; or
- (iv) if such Director is removed pursuant to these Bylaws or the Societies Act.

## 10.4 Discipline for Breach of Rules

10.4.1 Subject to Article 10.4.3, in the event Council determines that a Director has violated the Bylaws, any Policy, or has acted in a manner that is contrary to the best interests of LSU or the Students, the Council may discipline such Director by withholding a stipend or in any other appropriate manner determined by Council.

10.4.2 The Director who is accused of violating the Bylaws or Policies shall not vote on the matter relating to his or her discipline.

10.4.3 Prior to Council making a motion to discipline a Director, Council shall provide a written statement to the applicable Director stating the reasons for such action, and providing the Director a reasonable opportunity to address and respond to such reasons.

## **Article 11 - Policies of LSU**

### **11.1 Establishing Policies for LSU and Council**

11.1.1 LSU shall have the following policies, also known as position statements, which are intended to provide guidance to Members and Council regarding the business and affairs of LSU, as such policies may be amended from time to time:

- (i) LSU Policy and Procedures, for the purpose of assisting Council;
- (ii) Policy on Policy Development, for the purpose of guiding Council on policy development, approval, and monitoring;
- (iii) Conflict of Interest Policy, for the purpose of guiding and governing conflicts of interest amongst members of Council;
- (iv) Terms of Reference Policy for each Standing Committee (each such document, a “Terms of Reference”) for the purpose of setting forth the purpose, roles and composition of each Standing Committee; and
- (v) any other such policy Council or Special Resolution shall establish from time to time.

### **11.2 Amendment or Cancellation of LSU Policies**

Any policy set forth, established or amended pursuant to Article 11.1 may be amended, cancelled or retracted by Council.

## **Article 12 - LSU Finance Matters**

### **12.1 Signing Authority and Disbursement of Funds**

12.1.1 The authorized signing officers of LSU shall be determined by Council, but shall at all times include at least two (2) members of Executive Board and at least two (2) members of LSU staff, unless otherwise determined by Council from time to time.

12.1.2 A contract or document to be signed by LSU, or disbursement of any funds of LSU shall be signed on behalf of LSU by any two of the authorized signing officers, as determined pursuant to Article 12.1.1 from time to time, unless otherwise determined by Council.

## 12.2 Auditors

12.2.1 The auditors of LSU shall be appointed by Ordinary Resolution at the Annual General Meeting.

12.2.2 Council may fill any vacancy in the office of the auditor until the next Annual General Meeting.

12.2.3 The auditor's report, if any, shall be presented at the Annual General Meeting.

## 12.3 Borrowing

The Directors may, with the approval of the Members by way of Special Resolution, from time to time on behalf of LSU:

- (i) borrow money in such manner and amount, on such security, from such sources and upon such terms and conditions as they think fit;
- (ii) issue bonds, debentures and other debt obligations either outright or as security for any liability or obligation of LSU or any other person; and
- (iii) mortgage, charge, or give other security on the undertaking, or on the whole or any part of the property and assets, of LSU (both present and future).

## **Article 13 - LSU Records**

### 13.1 Location of Records

The minutes of meetings of Council and of General Meetings and other books and records of LSU shall be kept in the offices of LSU at Langara College.

### 13.2 Inspection by Members

13.2.1 Unless Council determines otherwise, subject only to Section 24(2)(a) of the Societies Act, no Member is entitled to inspect or obtain a copy of any of the records of the LSU described in Section 20(2) of the Societies Act.

13.2.2 Any Member wishing to inspect the records of LSU, which they are permitted to inspect under the Societies Act, shall provide a written request in person at the offices of LSU and schedule an appointment, no earlier than three (3) Business Days of making such request, to inspect the records of LSU during normal business hours on a Business Day in the Academic Year. For greater certainty, no appointment shall be scheduled on a day that the offices of LSU are closed.

### 13.3 Copies of Records

13.3.1 All records of LSU (including any copies made thereof) shall not be reproduced without the express written consent of the President or Vice President Finance & Administration.

13.3.2 Subject to the Societies Act, LSU may in its sole discretion provide any record or document electronically to the party requesting such record or document.

13.3.3 LSU may charge a fee for any copies of records requested by a Member pursuant to the Societies Act.

13.3.4 Any person, that is not a Member or Director, may inspect or receive a copy of the financial statements of LSU upon paying a fee that is to be established by LSU in accordance with the Societies Act.

#### **Article 14 - Amendment to the Constitution and Bylaws**

##### **14.1 Amendment of Bylaws**

The Constitution and Bylaws may only be amended by way of a Special Resolution.

#### **Article 15 - Winding Up or Dissolution of LSU**

Upon the winding up or dissolution of LSU, any assets remaining after the satisfaction of its liabilities shall be distributed to one or more student organizations at Canadian post-secondary institutions which promote objectives similar to those set out in the Constitution, as determined by Ordinary Resolution as at the time of winding up or dissolution. Any such student organizations must be a qualified recipient under the Societies Act.

**BYLAWS OF**  
**LANGARA STUDENTS' UNION ASSOCIATION**

**TABLE OF CONTENT**

Article 1 - Interpretation and Definitions..... 1

    1.1 Definitions..... 1

    1.2 Interpretation..... 5

    1.3 Numbering and Headings..... 5

    1.4 Numbers and Construction..... 5

    1.5 Conflicts Between Societies Act, Bylaws, Policies or Procedure..... 5

    1.6 Decisions by Council, Executive Board and Standing Committees ..... 5

Article 2 - Membership..... 5

    2.1 Members ..... 5

    2.2 Member Compliance..... 6

    2.3 Termination of Membership ..... 6

    2.4 Member In Good Standing..... 6

    2.5 Rights and Benefits of Member in Good Standing ..... 6

    2.6 Discipline, Suspension or Expelling a Member..... 7

Article 3 - Membership Fees..... 7

    3.1 Setting and Adjusting of Membership Fees ..... 7

    3.2 Membership Fees Addressed by Bylaws ..... 7

    3.3 Unused Membership Fees..... 8

    3.4 Langara College to Collect Fees ..... 8

    3.5 Fees of Non-Members..... 8

Article 4 - General Meetings..... 8

    4.1 Annual General Meeting..... 8

    4.2 Special General Meetings ..... 9

    4.3 Notice for General Meetings..... 9

    4.4 Agenda of General Meeting..... 9

    4.5 Quorum ..... 9

    4.6 Rules of Order..... 10

    4.7 Voting Rights of Members..... 10

    4.8 Registration to Vote ..... 10

4.9 Restrictions for General Meetings ..... 10

Article 5 - Referendum ..... 10

    5.1 Calling of Referendum..... 11

    5.2 Notice for Referendum..... 11

    5.3 Voting in Referendum..... 12

Article 6 - Council of LSU..... 12

    6.1 Mandate of Council and Highest Authority ..... 12

    6.2 Composition of Council ..... 12

    6.3 Term of Office for Council ..... 13

    6.4 Maximum Number of Terms for Council ..... 13

    6.5 Ongoing Requirements of Council ..... 13

    6.6 Meetings of Council and Executive Board ..... 14

    6.7 Official Council Communication..... 15

    6.8 Langara College Board of Governors and Education Council..... 15

    6.9 Council Remuneration ..... 15

    6.10 Employees of LSU and Council..... 16

Article 7 - Duties of Council, the Executive Board and Members at Large ..... 16

    7.1 Duties of Council ..... 16

    7.2 Duties of the Executive Board ..... 17

    7.3 Duties of the Members at Large..... 19

    7.4 Chairperson for Meetings..... 19

Article 8 - Committees..... 20

    8.1 Standing Committees ..... 20

    8.2 Members of Standing Committees..... 20

    8.3 Observers at Standing Committee Meetings..... 20

    8.4 Role of the Executive Committee ..... 21

    8.5 Role of the Electoral Committee..... 21

    8.6 Role of the Finance Committee ..... 22

    8.7 Role of the Member Relations Committee..... 22

    8.8 Role of the Personnel Committee ..... 22

    8.9 Role of the Diversity and Inclusion Committee..... 22

    8.10 Role of the Students’ Issues Actions Committee ..... 23

    8.11 Other Committees ..... 23



8.12 Langara College Boards, Councils, or Committees ..... 23

Article 9 Election of Council ..... 23

    9.1 Chief Returning Officer ..... 23

    9.2 Deputy Returning Officer ..... 24

    9.3 Schedule of Election or By-Election..... 24

    9.4 Notice of Elections and By-Elections ..... 25

    9.5 Eligibility ..... 25

    9.6 Restricted Council Positions ..... 26

    9.7 One Position per Member ..... 27

    9.8 Election Campaigning..... 27

    9.9 Voting ..... 27

    9.10 No Acclamation ..... 27

    9.11 Counting of the Ballots ..... 27

    9.12 Recounts..... 28

    9.13 Disqualification and Appeal..... 28

    9.14 Vacancies ..... 29

    9.15 Withdrawal..... 29

    9.16 Online Nominations and Campaigning..... 29

Article 10 - Director Resignation, Removal or Discipline ..... 29

    10.1 Resignation from Council ..... 29

    10.2 Removal of Director From Office..... 30

    10.3 Director Cease to Hold Office ..... 30

    10.4 Discipline for Breach of Rules..... 30

Article 11 - Policies of LSU..... 31

    11.1 Establishing Policies for LSU and Council..... 31

    11.2 Amendment or Cancellation of LSU Policies..... 31

Article 12 - LSU Finance Matters..... 31

    12.1 Signing Authority and Disbursement of Funds..... 31

    12.2 Auditors..... 32

    12.3 Borrowing ..... 32

Article 13 - LSU Records ..... 32

    13.1 Location of Records ..... 32

    13.2 Inspection by Members..... 32

13.3 Copies of Records ..... 32

Article 14 - Amendment to the Constitution and Bylaws..... 33

    14.1 Amendment of Bylaws..... 33

Article 15 - Winding Up or Dissolution of LSU..... 33

**SCHEDULE “B”**

(see attached)

## ~~Article I – Interpretation and Definition~~

### ~~1.1 Authority~~

~~These Bylaws receive their authority under the British Columbia Society Act.~~

# LANGARA STUDENTS' UNION ASSOCIATION CONSTITUTION & BYLAWS

**CONSTITUTION OF**  
**LANGARA STUDENTS' UNION ASSOCIATION**

1. The name of the society is the Langara Students' Union Association, hereinafter referred to as LSU in this Constitution ("LSU").
  
2. The purposes of LSU are as follows:
  - (i) to organize students on an ethical, democratic, co-operative basis for advancing students' interests and advancing the interests of the students' community;
  
  - (ii) to provide a common framework within which students can communicate, exchange information, and share experience, skills, and ideas;
  
  - (iii) to bring students together to discuss and co-operatively achieve necessary educational, administrative, and legislative change wherever decision- making affects students;
  
  - (iv) to facilitate co-operation among students in organizing services which supplement the learning experience, provide for human needs, which develop a sense of community with our peers and with other members of the society;
  
  - (v) to articulate the desire of students to fulfill the duties and be accorded the rights of citizens in British Columbia, in Canada, and in the international community; and
  
  - (vi) to achieve the goal of a system of post-secondary education which is accessible to all, which is of high quality, and which is rationally planned; which recognizes the legitimacy of student representation and the validity of student rights; and whose role in society is clearly recognized and appreciated.



**BYLAWS OF**  
**LANGARA STUDENTS' UNION ASSOCIATION**

**Article 1 - Interpretation and Definitions**

**1.1 Definitions**

In the Bylaws, the following terms shall have the following meanings:

1.1.1 "Aboriginal Student" means a student who is of First Nations, Metis and Inuit ancestry, as ascribed in the glossary of terms of Langara College;

1.1.2 "Academic Year" means the period commencing on September 1 in any given year, and ending on August 31 of the following year;

1.1.3 "Annual General Meeting" means the meeting of Members held once a year in accordance with the Societies Act;

1.1.4 "Board of Governors" means the Langara College Board of Governors;

1.1.5 "Business Day" means a day on which banks in British Columbia are open for business, excluding Saturdays and Sundays;

1.1.6 "By-Election" means any election in respect of one or more Director positions held in accordance with the Bylaws other than the Election;

1.1.7 "Bylaws" means the bylaws of LSU from time to time in force and effect;

1.1.8 "Candidate" means a person who is running for a Council position after the close of the nomination period;

1.1.9 "Capital Fee" means any capital fee or program or service fee as approved pursuant to the College and Institute Act;

1.1.10 "Chairperson" has the meaning set out in Article 7.4.1;

1.1.11 "Chief Financial Officer" means the chief financial officer of LSU who:

(i) is deemed a Senior Manager of LSU;

(ii) in the absence of an Executive Director, shall assume all responsibilities of the Executive Director, unless otherwise determined by Council; and

(iii) is a part of the staff of LSU;

1.1.12 "Chief Returning Officer" has the meaning set out in Article 9.1;

1.1.13 “Collective Bargaining Agreement” means any collective agreement negotiated by LSU, as may be amended from time to time, including a collective agreement with applicable LSU staff;

1.1.14 “College and Institute Act” means the *College and Institute Act* (British Columbia), as from time to time enacted and including all amendments and any regulations made in pursuance thereto;

1.1.15 “Conflict of Interest Policy” has the meaning as set out in Article 11.1.1;

1.1.16 “Constitution” means the constitution of LSU from time to time in force and effect;

1.1.17 “Continuing Studies Member” means a student in an Eligible Continuing Studies Program;

1.1.18 “Council” means all of the Directors;

1.1.19 “Director” means a director of LSU for the purposes of the Societies Act;

1.1.20 “Education Council” means the Education Council of Langara College;

1.1.21 “Eligible Continuing Studies Program” means any Continuing Studies program at Langara College that has been approved by Council, such that the students in such program are eligible to be Members;

1.1.22 “Election” means the election of Council to be held once in each calendar year in accordance with Article 9.3;

1.1.23 “Executive Board” has the meaning set out in Article 6.2.1, and forms part of the Council;

1.1.24 “Executive Committee” has the meaning set out in Article 8.4;

1.1.25 “Executive Director” means the person who reports to Council and is a paid staff member of LSU responsible for overseeing the day-to-day operations of LSU;

1.1.26 “Fall Semester” means the period from September to December of each calendar year;

1.1.27 “Fiscal Year End” means the financial year end of LSU, being April 30 of each year;

1.1.28 “General Meeting” means the Annual General Meeting and any Special General Meeting;

1.1.29 “Good Standing” has the meaning set out in Article 2.4;



1.1.30 “Incoming Director” means a person that has been elected as a Director but who has not yet commenced his term as a Director;

1.1.31 “International Student” means a student of Langara College who is neither a Canadian citizen nor a permanent resident of Canada, as ascribed in the glossary of terms of Langara College;

1.1.32 “Job Shadow” means the period of time and process where Incoming Directors work alongside current Directors to learn the skills and techniques of the role that he will be performing upon becoming a Director;

1.1.33 “Langara College” means the designated college under the College and Institute Act and currently has a campus located at 100 West 49th Street, Vancouver, BC;

1.1.34 “LSU” means the Langara Students’ Union Association;

1.1.35 “LSU Policy and Procedures” has the meaning as set out in Article 11.1.1;

1.1.36 “Member” means a member of LSU who meets the criteria set out in Article 2.1.1 and who has not been expelled as a member of LSU;

1.1.37 “Meeting Guest” means any person who, with the consent of Council, wishes to attend or make a presentation at a meeting of Council and who is not a member of Council;

1.1.38 “Members at Large” has the meaning set out in Article 6.2.2 and form part of the Council;

1.1.39 “Membership Fee” means the student society fee payable to LSU, which may be different from Member to Member, to be paid by each Member as prescribed by LSU;

1.1.40 “Minimum Academic Standard” means a grade point average of 1.80 or higher on his academic record at Langara College;

1.1.41 “Ordinary Resolution” means:

(i) a resolution passed at a General Meeting by a majority of the votes cast by the Members;

(ii) a resolution consented to in writing, by at least 2/3 of the Members; and

(iii) a resolution passed by Referendum by a simple majority of the votes cast, in accordance with the Bylaws;

1.1.42 “Policy on Policy Development” has the meaning as set out in Article 11.1.1;

1.1.43 “Policies” means the policies of LSU, as set out in Article 11.1.1 and amended from time to time, together with any new, amended or replacement policies pursuant to Article 11.2;

1.1.44 “Referendum” means the process where Members are to vote on a question relating to the business or affairs of LSU that has been referred to them for a direct decision by way of a referendum;

1.1.45 “Requisition” means a written request signed by at least **ten percent (10%) of the Members in Good Standing delivered in person or by registered mail to the** registered office of LSU, to the attention of the President of LSU, requesting a General Meeting or Referendum and setting out the purpose and reasons for such General Meeting or Referendum and to which otherwise complies with the requirements of the Societies Act;

1.1.46 “Scrutineer” means a Member In Good Standing appointed by a Candidate to **observe the counting of ballots;**

1.1.47 “Senior Manager” has the meaning as set out in the Societies Act;

1.1.48 “Societies Act” means the *Societies Act* (British Columbia), as from time to time enacted and including all amendments and any regulations made pursuant thereto;

1.1.49 “Special General Meeting” means any meeting of Members held in accordance with the Bylaws other than an Annual General Meeting;

1.1.50 “Special Resolution” means any of the following:

(i) a resolution passed at a General Meeting by at least 3/4 of the votes cast by the Members;

(ii) a resolution consented to in writing by all of the Members; and

(iii) a resolution passed by Referendum by at least 3/4 of the votes cast, in accordance with the Bylaws;

1.1.51 “Standing Committee” has the meaning set out in Article 8.1;

1.1.52 “Student” means a student enrolled at Langara College and includes all Members;

1.1.53 “Terms of Reference” has the meaning as set out in Article 11.1.1;

1.1.54 “Three-Quarters (¾) Resolution of Council” shall mean any of the following:

(i) a resolution adopted at a Council meeting, where quorum is met, by at least ¾ of the Directors at such meeting; or

(ii) a resolution consented to in writing by all of the Directors then in office;

## 1.2 Interpretation

Except where otherwise provided, the definitions in the Societies Act apply to the Bylaws.

## 1.3 ~~1.2~~ Numbering and Headings

Numbering and headings are provided for convenience only and do not affect the meaning or interpretation of ~~these~~the Bylaws.

## ~~1.3 Number~~

## 1.4 Numbers and Construction

Words implying the singular or feminine gender and the plural, present or future shall be interpreted ~~to include the other, except whereas the masculine and the singular and vice-versa, as~~ the context ~~means otherwise as the case may be. requires.~~

## ~~1.4 Member~~

~~Member means a person who has satisfied the membership requirements of these Bylaws and who has not resigned or been expelled.~~

## ~~1.5 Special Resolution~~

~~Special Resolution means:-~~

~~1.5.1 A resolution passed by a majority of not less than seventy five percent (75%) of the votes of those Members In Good Standing voting in person at a General Meeting of which not less than fourteen (14) days' notice, specifying the intention to propose the resolution as a Special Resolution, has been given; or~~

~~1.5.2 A resolution passed by Referendum by a majority of not less than seventy five percent (75%) of the votes of those Members In Good Standing voting by Referendum ballot of which not less than fourteen (14) days' notice that a Referendum will be held has been given and members are provided not less than seven (7) days to return the ballot.~~

## ~~1.6 Council~~

~~Council refers to the elected body that governs the affairs of the Union.~~

## ~~1.6.1 Directors~~

~~Directors are the elected members of Council.~~

~~1.7 Executive Committee-~~

~~Executive Committee refers to the Committee comprised of the Officers of Council.~~

~~1.8 Member In Good Standing-~~

~~A member who has met the requirements for membership, and is not otherwise suspended or expelled from membership in the Union, is considered to be "In Good Standing."~~

~~1.9 Fiscal Year-~~

~~The fiscal year end of the Union is April 30.~~

~~1.10 Policy-~~

1.5 Conflicts Between Societies Act, Bylaws, Policies or Procedure

1.5.1 In the event there is a conflict between the Bylaws and any Policies, procedure or resolution duly passed by LSU, or between the Bylaws and the bylaws of any other organization of which LSU is a member, the terms of the Bylaws shall prevail.

1.5.2 In the event there is any conflict between the Bylaws and the Societies Act or the regulations under the Societies Act, the Societies Act or the regulations, as the case may be, shall prevail.

1.6 Decisions by Council, Executive Board and Standing Committees

Unless ~~indicated otherwise Policy shall mean Students' Council Policy.~~ otherwise stated in these Bylaws, any decision, approval or consent of Council, the Executive Board, the Members at Large and each Standing Committee referred to in these Bylaws shall be determined by majority vote.

~~1.11 Eligible Continuing Studies Programs-~~

~~"Eligible Continuing Studies Programs" are programs which are provided for under an agreement with Langara College Continuing Studies and whose students have been accepted as eligible for membership in the LSU by ordinary resolution of Council.~~

~~1.12 Continuing Studies Member-~~

~~A "Continuing Studies Member" is a member of an Eligible Continuing Studies Program.~~

~~1.13 Incoming Director~~

~~An "Incoming Director" is a member elected to a position on Council prior to being sworn in and completing other necessary steps.~~

### ~~1.14 Job Shadow~~

~~“Job Shadow” refers to the process whereby current Officers and Advisors work alongside, mentor and train Incoming Directors as a tool for imparting knowledge and skills for four weeks after the elections. The term of Officers and Advisors normally starts on January 1st following the fall semester general election. The term of the Directors starts as per Bylaws 5.4 and 5.6.~~

- ~~i) Incoming Directors who are elected to the position of Officer or Advisor at a general election shall normally have no less than 4 weeks to Job Shadow their current Officer or Advisor counterpart whose term is about to expire. Other Directors, the Executive Director, and staff also orient and train Incoming Directors.~~
- ~~ii) Incoming Directors who are elected to the position of Officer or Advisor may be invited to attend all meetings during this transition phase. However, Incoming Directors shall not be entitled to attend in-camera sessions prior to taking the Oath of Office and signing the appropriate documents relating to Code of Conduct.~~
- ~~iii) Incoming Officers and Advisors will receive stipends for the four weeks of Job Shadowing while being trained. Formal stipend reimbursement begins January 1st for Incoming Directors (Officers, Advisors and Councillors) elected at the fall semester general election. For those Incoming Directors elected by way of by-election, formal stipend reimbursements begin upon the starting date of such elected persons term in office.”)~~

### ~~1.15 Sworn in~~

~~Being sworn in refers the process whereby Incoming Directors take the Oath of Office, sign an agreement or agreements relating to Code of Conduct per Council policy, and complete other necessary steps to satisfy the requirements of these Bylaws and Council policy.~~

## **Article II – Membership**

### ~~2.1 Members~~

~~The members of the Union shall be:~~

- ~~i) all students who are registered in at least one (1) three-credit course at Langara College for the current College semester and who have paid membership fees to the Union for that semester;~~
- ~~ii) all individuals who are not registered for any course in the current College semester, but were registered students in at least one (1) three-credit course at Langara College during the previous College semester and paid membership dues in respect thereof; or~~

~~iii) any Continuing Studies Member, as defined herein, who has paid membership fees to the Union for their course of studies.~~

## ~~2.2 Cessation of Membership~~

~~An individual shall cease to be a member when:-~~

## Article 2 - Membership

### 2.1 Members

#### 2.1.1 A Member shall be any individual who:

(i) is registered in at least one (1) three-credit course at Langara College for the then current semester in the Academic Year and who has paid Membership Fees to the LSU in respect of such semester;

(ii) was registered in at least one (1) three-credit course at Langara College or as a Continuing Studies Member on the last day of March of the then current Academic Year and who had paid Membership Fees to the LSU in respect of that semester; or

(iii) is otherwise a Continuing Studies Member who has paid Membership Fees to LSU in respect of the courses taken as such.

### 2.2 Member Compliance

Each Member shall uphold and comply with the Societies Act, Constitution, Bylaws, Policies, and any rules, policy or code of LSU, as amended from time to time.

### 2.3 Termination of Membership

#### 2.3.1 An individual ceases to be a Member:

~~(i) i) The~~when such individual ceases to meet any of the requirements of Article ~~2.1~~2.1.1;

~~ii) The individual ceases to be enrolled as a student at the College or Continuing Studies Program;~~

~~(ii) iii) The~~when such individual is expelled ~~from~~or his or her membership ~~by Special Resolution;~~ is terminated in accordance with Article 2.6 or the Societies Act;

~~iv) The individual resigns from membership in writing; or~~

~~(iii) v) The~~upon such individual's death;

(iv) when such individual resigns as a Member, subject to Article 3.5; or

(v) when the Eligible Continuing Studies Program that such individual is registered in is declared ineligible as such by a Three-Quarters (¾) Resolution of Council and such individual does not satisfy any other criteria for membership by Council. ~~set out in Article 2.1.1.~~

## 2.4 Member In Good Standing

2.4.1 ~~2.3 Fees of Former~~ All Members are in good standing (“Good Standing”) except:

(i) a Member who has failed to pay his or her Membership Fees and any other fees payable to LSU, as prescribed by LSU;

(ii) a Member who has otherwise been determined not to be in good standing by a Three-Quarters (¾) Resolution of Council; or

(iii) a Member who is suspended, in accordance with Article 2.6.

## 2.5 Rights and Benefits of Member in Good Standing

2.5.1 ~~A member who resigns or is expelled from membership is not entitled to any refund of membership dues.~~ Member in Good Standing shall:

(i) have the right to speak at any General Meeting;

(ii) have the right to vote in an Election, General Meeting and Referendum;

(iii) be entitled to any benefits of membership established by Council from time to time; and

(iv) have the right to run for and hold office in Council.

## 2.6 Discipline, Suspension or Expelling a Member

2.6.1 Subject to Article 2.6.2, a Member may be disciplined, suspended, expelled or terminated as a Member of LSU by way of:

(i) a Three-Quarters (¾) Resolution of Council; or

(ii) an Ordinary Resolution.

2.6.2 Before a Member is to be disciplined, suspended, expelled, or terminated as a Member, LSU must:

(i) send to the Member a written notice of the proposed discipline, suspension or expulsion, including reasons; and

(ii) provide the Member a reasonable opportunity to make representations to LSU respecting the proposed discipline, suspension or expulsion.

### Article 3 ~~Article III~~ - Membership Fees

#### 3.1 ~~3.1~~ Setting of Membership Fees

~~Membership fees shall be established by ordinary resolution of the membership in a General Meeting or Referendum for which sufficient notice has been given. 3.2~~and  
Adjusting of Membership Fees

3.1.1 Any changes to Membership Fees shall be determined by Referendum in accordance with the College and Institute Act. For greater certainty, this includes any increases in Membership Fees, including all fees referenced in Article 3.2.

~~3.1.2 The Basic Fee and the Building Trust Fund Fee provided for in these Bylaws and Policy shall~~Membership Fees may be adjusted by Council, from time to time, for inflation by the annual percentage calculated by the Vancouver Cost Price Index as reported by *Statistics Canada*.

#### 3.2 ~~3.3~~ Membership Fees Addressed by ~~These~~ Bylaws

~~The fees provided for in these bylaws set by the Union at the Annual General Meeting or by Referendum by simple majority of those members voting include~~Pursuant to the College and Institute Act, Membership Fees include, but are not limited or restricted to, the following fees, as may be amended from time to time in accordance with Article 3.1:

(i) ~~i~~) AIn the case of all Members other than Continuing Studies Members, a basic fee per person per semester, and a fee per credit per semester; ~~or~~and in the case of Continuing Studies Members, a basic fee which shall be ~~the equivalent~~equal to the basic fee per person per semester ~~fee~~ for non-Continuing Studies Members plus an amount equivalentequal to the per credit fee ~~assessed to payable by~~ a non-Continuing Studies Member ~~whose per credit fee is assessed on the basis of~~who is registered in 15 credits per semester.;

(ii) ~~ii~~) Building Capital Trust Fund Fee;

(iii) ~~iii~~) International Community ~~Support~~Development Fee;

(iv) ~~iv~~) UPass Fee;

(v) ~~v~~) Health and Dental Benefits Fee; and

(vi) ~~vi~~) ~~Other fees~~any other student society fees, including any Capital Fees, as approved by ~~members of the Union at a Special General Meeting or way of~~ Referendum (including pursuant to any past Referendums).

#### 3.3 ~~3.4~~ Unused ~~Funds~~ Membership Fees



In the event that ~~restricted funds~~ any Membership Fees collected in or in respect of an Academic Year are not used during ~~the current budget period~~ such Academic Year, the excess ~~funds will~~ Membership Fees collected shall be transferred to the ~~Students' Union-Net Assets Fund at the end of each fiscal year~~ LSU Current Members Earnings account.

### 3.4.3.5 The Langara College to be an Agent for the Union Collect Fees

3.4.1 In accordance with ~~The British Columbia~~ College and Institute Act, ~~Council shall~~ LSU shall be entitled to provide notice to Langara College to collect, for and on behalf of LSU, and remit to LSU any fees of LSU, including Membership Fees.

3.4.2 LSU may enter into a written agreement with Langara College ~~appointing the to appoint Langara~~ College as the agent for ~~the Union for the purpose of receiving all fees from students for the Union and transferring the fees to the Union, and disbursing the Building Capital Trust Fund Fee as approved by the Building Capital Trust Fund Board~~ LSU for disbursing any fees of LSU, including Membership Fees.

### ~~3.6 Membership Benefits-~~

~~Council may establish benefits for members and may establish the eligibility criteria for those benefits-~~

## ~~Article IV-- Meetings and Referenda~~

### ~~4.1 Types of Meetings-~~

~~There shall be two types of meetings:-~~

### 3.5 Fees of Non-Members

3.5.1 Any Member that is suspended, terminated, expelled or resigns as a Member of LSU but remains a Student shall be responsible for paying all fees associated with his or her registration as a Student at Langara College, including, without limitation, any Membership Fees.

3.5.2 No Member who is suspended, terminated, expelled or resigns as a Member of LSU is entitled to any refund of Membership Fees paid.

### Article 4 i) Annual- General Meetings

~~ii) Special General Meetings-~~

#### 4.1.4.1.1 Annual General Meeting

4.1.1 The Annual General Meeting of ~~the Union~~ LSU shall be held once in each fiscal calendar year on a date set by Council ~~but in no case longer than fifteen (15) months after the date of the previous Annual General Meeting.~~

~~i) The Agenda for the Annual General Meeting shall be prepared by Council and shall include the audited financial statements, accepting the annual report of Council to the members; and any further information respecting the Union required by the bylaws or the regulations of the British Columbia Society Act.~~

~~4.1.2~~

4.1.2 Council shall conduct the following business at each Annual General Meeting:

(i) the presentation of the financial statements of LSU, prepared in accordance with the Societies Act, to the Members;

(ii) the presentation of the auditor's report, if any, on the financial statements of LSU; and

(iii) the appointment of the auditors of LSU, by Ordinary Resolution.

4.2 Special General Meetings

~~Special General Meetings:-~~

4.2.1 Council shall call a Special General Meeting:

~~(i) i) May be called at any time if approved~~ by majority vote of Council; ~~and or~~

~~ii) Shall be called upon receipt of a requisition signed by ten percent (10%) of the Members in Good Standing delivered in person or by registered mail to the main office of the Union requesting a Special General Meeting and setting out the purpose of the Special General Meeting.~~

~~iii) If upon receipt of a requisition in conformity with these bylaws, Council does not call a Special General Meeting within twenty one (21) days, the requisitionists may call the meeting.~~

~~4.2 Referenda~~

~~In addition to Annual General and Special General Meetings, the members may vote on resolutions concerning the business of the Union by means of Referenda.~~

~~4.2.1 Calling Referenda~~

~~Referenda may be called in the same manner as Special General Meetings.~~

(ii) upon receipt of a Requisition.

4.2.2 Council shall act in accordance with the Societies Act in the event a Requisition is received.

4.3 ~~4.3~~ Notice for General Meetings and Referenda

~~4.3.1 Council shall give no fewer than fourteen (14) days' notice of an Annual General Meeting, Special General Meeting, or Referendum. Council shall provide to Members written notice of a General Meeting at least ten (10) days' and not more than sixty (60) days before the General Meeting.~~

~~4.3.1 Notices of General Meetings shall set out the date, time, and place of the meeting, the agenda for the meeting, and any Special Resolutions to be considered at the meeting.~~

~~4.3.2 Notice of a Referendum shall set out the Referendum question or questions as well as the date(s) and time(s) of polling.~~

4.3.2 If LSU has more than 250 Members, notice of a General Meeting shall be deemed to have been sent under Article 4.3.1 if:

(i) notice of the date, time and location of the General Meeting has been sent to every Member who has provided an email address to LSU, by email to that email address; and

(ii) notice of the date, time and location of a General Meeting:

a) is published, at least once in each of the three (3) weeks immediately before the General Meeting, in any newspaper circulated in the local Metro Vancouver Regional District area or at Langara College; or

b) is posted, throughout the period commencing at least twenty-one (21) days before the General Meeting and ending when the General Meeting is held, on a website that is maintained by or on behalf of LSU and is accessible to all of the Members.

4.3.3 The notice of General Meeting shall set out:

(i) the date, time and location of the General Meeting; and

(ii) the text of any Special Resolution, if any, to be considered at the General Meeting.

4.4 Agenda of General Meeting

The agenda for a General Meeting shall be prepared and determined in advance by Council.

4.5 ~~4.4~~ Quorum

~~4.5.1 The quorum required for an Annual General Meeting, Special General Meeting, or Referendum of the Union shall be fifty (50) Members in Good Standing. Subject to Article 4.5.2, fifty (50) Members in Good Standing shall constitute a quorum for a~~

General Meeting. Once a quorum has been determined to be present at the commencement of a meeting, a quorum will be deemed to be present throughout such General Meeting.

~~4.4.1 Should the membership fall below fifty (50) members, quorum shall never be less than three (3) Members in Good Standing.~~

~~4.4.2 In the event that the Annual General Meeting does not achieve a quorum, but does satisfy the minimum quorum requirements set out in the British Columbia Society Act, the meeting shall proceed, although business will be limited to accepting the audited financial statements, appointing the auditors, and accepting Council's annual report.~~

4.5.2 If, within 30 minutes from the time set for holding a General Meeting, a quorum of Members in Good Standing is not present,

(i) in the case of a meeting convened pursuant to a Requisition, the meeting is terminated; and

(ii) in any other case, the Chairperson may adjourn and postpone the General Meeting to the same day in the following week, at the same time and place. In the event, at the continuation of the postponed General Meeting, a quorum is not present within 15 minutes from the time set for holding the continuation of the postponed General Meeting, the Members present shall constitute a quorum at that General Meeting. No subsequent notice is required to be provided for such postponed General Meeting.

#### 4.6 ~~4.5~~ Rules of Order

~~Subject to any Special Resolutions of the Union, and where not inconsistent with the Bylaws, the Robert's Rules of Order, Newly Revised shall govern the conduct~~be a source of reference and guide towards the governance and procedure of all General Meetings of ~~the Union~~LSU.

#### 4.7 ~~4.6~~ Voting Rights of Members

4.7.1 Every~~Each~~ Member ~~in~~in Good Standing ~~has~~shall have the right to cast a single vote ~~during Elections, Referenda, Annual General, and Special General Meetings and other proceedings in which members are asked to vote~~in respect of any General Meeting, Ordinary Resolution, Special Resolution, Referendum or otherwise in respect of any matter to be voted on by the Members.

#### 4.8 ~~4.6.1~~ Registration to Vote

All Members in Good Standing who register to vote at a polling station approved by Council or the Electoral Committee, established ~~under these~~pursuant to the Bylaws, may vote in the General Meeting, Referendum, Election, By-Election or other proceedings

registered for, subject to ~~such~~any other criteria for voting as may be established by the Electoral Committee.

## **~~Article V - Council of the Union~~**

### 4.9 Restrictions for General Meetings

4.9.1 Members shall only participate in a General Meeting in person. For greater certainty, no Member shall be entitled to participate in a General Meeting by telephone, electronic means or any other form of communication.

4.9.2 No Member shall be permitted to appoint a proxy to attend or vote at a General Meeting.

## **Article 5 - Referendum**

### 5.1 Calling of Referendum

5.1.1 Council shall call a Referendum:

(i) if approved by majority vote of Council; or

(ii) upon receipt of a Requisition.

5.1.2 Any Referendum called by Council pursuant to Article 5.1.1(ii) shall be called within twenty-one (21) days of receipt of the Requisition. The Referendum must be held within sixty (60) days after receipt of the Requisition.

5.1.3 Notwithstanding this Article 5.1, a Referendum shall be called by Council to approve any changes to Membership Fees. A Referendum may also be used for any decisions, including any Special Resolution or Ordinary Resolution, to be determined by the Members.

5.1.4 A Referendum is a form of indirect or delegate voting under the Societies Act and is a permitted method of voting for Members.

### 5.2 Notice for Referendum

5.2.1 Council shall provide to Members a written notice of a Referendum at least ten (10) days' and not more than sixty (60) days before the Referendum.

5.2.2 If LSU has more than 250 Members, notice of a Referendum shall be deemed to have been sent under Article 5.2.1 if:

(i) notice of the date, time and location of a Referendum has been sent, to every Member who has provided an email address to LSU, by email to that email address, and

(ii) notice of the date, time and location of a Referendum:

a) is published, at least once in each of the three (3) weeks immediately before the Referendum, in any newspaper circulated in the local Metro Vancouver Regional District area or at Langara College; or

b) is posted, throughout the period commencing at least twenty-one (21) days before the Referendum and ending when the Referendum is held, on a website that is maintained by or on behalf of LSU and is accessible to all of the Members.

5.2.3 The notice of Referendum shall set out:

(i) the date, time, and location of the Referendum; and

(ii) the text of any Special Resolution, if any, to be considered at the Referendum.

### 5.3 Voting in Referendum

5.3.1 Each Member in Good Standing has the right to cast a single vote in respect of a Referendum.

5.3.2 Voting by proxy is not permitted in a Referendum.

5.3.3 Subject to Article 5.3.4, the result of a Referendum shall be decided by a majority, or such greater percentage as may be required by the Bylaws or the Societies Act, of the votes cast in such Referendum.

5.3.4 The results of a Referendum shall be binding if fifty (50) or more votes have been cast by Members in Good Standing in such Referendum.

## Article 6 - Council of LSU

### 6.1 ~~5.1~~ Mandate of Council and Highest Authority

6.1.1 Council shall ~~perform roles and duties required to govern and manage~~ be responsible for managing the affairs of LSU and shall have the ~~Union with~~ authority to transact such business as authorized by the ~~British Columbia Society~~ Societies Act, ~~these~~ Bylaws, ~~Policy, or~~ Policies and as is otherwise necessary for the proper governance of ~~the Union~~ LSU.

6.1.2 Council shall manage, administer and control any ~~property, revenue, business,~~ and other affairs of LSU in accordance with the Societies Act, Bylaws and Policies.

### 6.2 ~~5.2~~ Composition of Council

Council shall consist of ~~the following types and numbers of elected positions:~~

~~i) Four (4) Officer positions;~~

~~ii) Five (5) Advisor positions, and;~~

6.2.1 Five (5) members of the Executive Board, comprised of the following

(i) the President;

(ii) the Vice President Finance & Administration;

(iii) the Vice President Internal;

(iv) the Vice President Student Life; and

(v) the Vice President External Affairs; and

(collectively the “Executive Board”)

6.2.2 Seven (7) Members at Large, comprised of the following:

(i) International Students' Representative;

(ii) Aboriginal Students' Representative;

(iii) Diversity and Inclusion Representative; and

(iv) four (4) General Representatives

~~iii) Ten (10) Councillor positions.~~ (collectively the “Members at Large”).

6.3.5.3 TermsTerm of Office for Council

~~Directors' term of office is one (1) year or less. In the case where a Director resigns from their position for personal or academic reasons, the~~

6.3.1 Subject to Article 6.3.2, the term of office of each elected member of Council shall be one year and shall:

(i) begin on January 1st of the calendar year following the date of the Election where such member of Council was elected as such; and

(ii) end on December 31 of the same calendar year.

6.3.2 Any member of Council elected pursuant to a By-Election shall:

(i) assume office on the date following the date of the By-Election; and

(ii) hold such office until December 31 of the calendar year in which the applicable By-Election was held.

6.3.3 Upon being elected, each Incoming Director who will form:

(i) part of the Executive Board, shall Job Shadow the current Director who he will be replacing upon commencing his term as a Director; and

(ii) part of the Members at Large, shall Job Shadow a current Director who is part of the Members at Large, as determined by Council.

6.3.4 During the process of Job Shadow, each Incoming Director may receive a stipend for the period of time he Job Shadows, if so approved by Council.

~~6.3.5 When a Director resigns or is otherwise removed as a Director, his or her position becomes vacant. A term ends upon the replacement of the Incoming Director being sworn in. If no one is elected to a position, the position is vacant, unless otherwise voted by the Members.~~

#### ~~5.4 Commencement of Duties~~

~~Directors may be elected as follows:~~

~~i) by way of a fall semester general election, in which case such elected directors shall be sworn in at the last regular meeting of Council in December, and shall take office on January 1st of the following year; or~~

~~ii) by way of a by-election at any time of the year, in which case such elected directors shall take office upon being sworn in at the first Council meeting following their election provided there are no irregularities in the election or by-election." A position remains vacant until a person fills such vacancy through an Election or By-Election.~~

#### 6.4 Maximum Number of Terms for Council

6.4.1 Any person may serve a lifetime maximum of two (2) terms on Council regardless of the positions on Council held by such person.

#### 6.5 ~~5.5~~ Ongoing Requirements of Council

~~The members of Council must be Members in Good Standing of the Union, and must be and remain students in Good Academic Standing, as defined by the College, during their term of office.~~

~~5.5.1 A member of Council who fails to do so shall have thirty (30) days to come back into good academic standing; and if they do not establish to the satisfaction of Council that they are in Good Academic Standing, they shall be removed from office.~~

#### ~~5.6 Oath of Office~~

~~Upon election to Council members must swear an Oath of Office that shall include, but is not limited to, upholding the best interests of the Union and abiding by Council's policies~~



~~including the Code of Conduct, Harassment and Discrimination, and Diversity and Inclusion Policies.~~

#### ~~5.7 Maximum Term of Office for Council~~

~~Council Members may serve a maximum of two (2) terms in the same position and a lifetime maximum of two (2) terms in elected positions of different types.~~

#### ~~5.8 Election of Candidates~~

~~All Members in Good Standing are eligible to vote on all positions of Council.~~

#### ~~5.9 Fiduciaries~~

~~Members of Council have a fiduciary duty to act in the best interests of all Langara Students and not just any particular group, no matter how defined or to what position elected.~~

6.5.1 Subject to Article 6.5.2, each member of Council during his or her term as such must:

(i) be a Member in Good Standing;

(ii) be in “Good Standing”, as defined by the Academic Probation and Academic Suspension Policy of Langara College;

(iii) have a good working knowledge of the Constitution and Bylaws;

(iv) with the exception of being permitted to miss two meetings, attend all meetings of Council, unless otherwise approved by Council;

(v) consent in writing to being a member of Council;

(vi) not be a member of a council or board of any other student association, society, or union, as defined in the Societies Act, the College and Institute Act, or the University Act (British Columbia); and

(vii) otherwise be qualified to act as a director of a society under the Societies Act.

6.5.2 Any member of Council who does not meet the obligations in Article 6.5.1 shall have thirty (30) days, after receiving a written notice from Council, to remedy and attempt to meet the obligation. In the event that such member of Council does not, in the opinion of a majority of the remaining members of Council, remedy his failure to satisfy the applicable requirement or qualification within 30 days of receiving such notice in writing, then such member of Council shall be removed as a Director by a Three-Quarters (¾) Resolution of Council.

### 6.6 5.10 Meetings of Council and Executive Board

6.6.1 Council shall meet at least ~~twice~~once per month ~~between October and April, except in December, April and Summer semester, where there will be one (1) meeting per month.~~, unless otherwise determined by Council.

6.6.2 The Executive Board shall, on its own and without the Members at Large, meet at least twice a month, unless otherwise determined by the Executive Board.

6.6.3 Executive Board meetings may be held as part of the Executive Committee meetings.

6.6.4 5.11 Quorum Quorum for any meeting of Council shall be set at fifty-five percent (55%) of the members of Council then in office.

~~The quorum required for the transaction of business at a Council meeting shall be a simple majority of currently elected members of Council, but never less than three (3) members of Council.~~

### ~~5.12 Rules of Order~~

6.6.5 ~~Robert's~~ Robert's Rules of Order, Newly Revised shall ~~govern the conduct of~~ be a source of reference and guide for the governance and procedure at all Council meetings of Council.

### ~~5.13 Votes by Proxy~~

6.6.6 ~~Votes~~ Voting by proxy ~~shall~~ is not ~~be allowed~~ permitted at Council meetings.

### ~~5.14 Closed Council Meetings~~

6.6.7 ~~Normally meetings~~ Members of Council ~~shall be limited to Council members, including, the Executive Director, if any, the Chief Financial Officer on Staff, and also may include other Staff members and delegations as appropriate and approved per these Bylaws and Policy.~~ 5.15 In-Camera Sessions Incoming Directors, any staff member of LSU or other person, as approved by Council, are permitted to attend Council or Executive Board Meetings but only members of Council shall be entitled to vote at such meetings.

6.6.8 From time to time, Council may find it in the best interests of ~~governing the Union~~ LSU to meet in camera. ~~Members and guests of Council Meetings are not~~ Unless permitted by Council, no Members, Incoming Directors or other persons are permitted to attend in camera meetings ~~or sessions~~ of Council. Minutes of in camera meetings ~~are~~ need not ~~be~~ kept, although decisions made in camera must be recorded into the minutes of the ~~same or of the next~~ applicable meeting of Council meeting. ~~5.16 Delegations to Council~~

~~6.6.9 Members and others who wish~~ A Meeting Guest must apply and receive approval from Council prior to being able to attend meetings of Council or present to Council will be considered delegations. Delegation(s) must apply in order to present to Council or present at a Council meeting. Council may from time to time set policy Policies to govern ~~appearances by delegations before Council~~ any appearance by a Meeting Guest, including the number of ~~delegations at any~~ Meeting Guests that can attend a meeting of Council.

6.6.10 If any Director is absent, without reasonable excuse or approval from Council, for two (2) or more Council meetings during his term, such Director shall be removed as a Director by a Three-Quarters (¾) Resolution of Council. Prior to Council removing any Director pursuant to this Article 6.6.10, Council shall provide written notice to the applicable Director.

### 6.7 Official Council Communication

Council shall appoint the President or any member of the Executive Board to speak on behalf of LSU from time to time to the Members and other members of the public (including media). No other member of Council shall speak, or purport to speak, on behalf of Council unless expressly authorized by Council.

### 6.8 5.17 Langara College Board of Governors and Education Council Members

6.8.1 When a ~~student~~ Student is appointed or elected to the Board of Governors or ~~to the Education Council of Langara College, the Union,~~ Council may, ~~at its discretion,~~ invite ~~these individuals to Council~~ such Student to meetings of Council as a ~~guest~~ Meeting Guest in a non-voting, and non-paid, ~~observing~~ capacity.

### ~~5.17.1 Reports of College Board of Governors and Education Council Members~~

~~Council shall receive periodic reports from students appointed to the College Board of Governors and to the Education Council. These reports are considered delegation reports or presentations.~~

### 6.9 5.18 Council Remuneration

6.9.1 ~~Elected members~~ Each member of Council shall:

(i) be reimbursed for ~~their~~ any expenses reasonably and necessarily expended in the performance of ~~their~~ his or her duties ~~as such; and~~

(ii) ~~5.18.1 Elected members of Council also~~ receive a stipend for ~~their~~ his or her service as a member of Council.

6.9.2 5.18.2 The ~~amount of~~ stipend amount to be paid to ~~the positions of Officers, Councillors, Advisors, and other approved positions~~ any member of the Executive Board and Members at Large shall be recommended by the Finance Committee and set ~~by Council~~ from time to time as follows:

~~(i) i)~~ Council shall approve any stipends for ~~Officers and Advisors, but Officers and Advisors~~ members of the Executive Board, but members of the Executive Board must abstain from ~~the~~ such vote; and

~~(ii) ii)~~ Council shall approve stipends for ~~Councillors~~ Members at Large, but ~~Councillors~~ Members at Large must abstain from ~~the~~ such vote.

#### 6.10 Employees of LSU and Council

6.10.1 Council may appoint an Executive Director to manage the affairs of LSU in accordance with and subject to the direction of Council. In the absence of an Executive Director, the Chief Financial Officer shall manage the affairs of LSU in accordance with and subject to the direction of Council, unless otherwise determined by Council.

#### 6.10.2 The Executive Director shall:

(i) report to, and takes direction from, Council;

(ii) be deemed a Senior Manager of LSU, pursuant to the Societies Act;

(iii) be responsible for any duties as set out in his or her employment contract with LSU; and

(iv) have such other powers and duties as assigned by Council or the Executive Board from time to time.

### Article 7 - Duties of Council, the Executive Board and Members at Large

#### 7.1 Duties of Council

##### 7.1.1 Subject to the provisions of the Societies Act and Bylaws, Council shall:

(i) act as the governing body of LSU and decide on issues affecting LSU and its Members;

(ii) conduct Council meetings pursuant to the Bylaws;

(iii) approve the annual operating and capital budget of LSU;

(iv) provide an annual report to the Members at the Annual General Meeting;

(v) establish or amend any Policies;

(vi) appoint one or more members of Council to act as a spokesperson for LSU pursuant to Article 6.7;

(vii) advocate for greater diversity and inclusion at Langara College;

(viii) negotiate and approve any Collective Bargaining Agreements;

(ix) approve any contract, including the employment contract of the Executive Director and any applicable staff of LSU;

(x) compel the Executive Board to provide activity reports and withhold stipend payment(s) in the event reports are not completed in a reasonable manner as set forth in the Policies; and

(xi) act in accordance with and uphold the Constitution, the Bylaws and any Policies.

7.1.2 Council may make such further duties, rules, policies and procedure as may be considered necessary for the proper governance of LSU, provided such duties, rules, policies and procedure are consistent with the Societies Act, Constitution, Bylaws, and Policies.

7.1.3 Where permitted by the Societies Act, Council may delegate its responsibilities and duties as **it deems expedient for the conduct of the affairs of LSU.**

## 7.2 Duties of the Executive Board

7.2.1 In addition to the duties of Council set out in Article 7.1, each member of the Executive Board shall also have the following duties and responsibilities:

(i) serving on the Executive Committee and abiding by the Terms of Reference for the Executive Committee;

(ii) attending and preparing for Council and Executive Committee meetings;

(iii) chairing and serving on Standing Committees as set forth in the Bylaws and as determined by Council;

(iv) chairing any meetings of Council or General Meetings pursuant to Article 7.4;

(v) posting and keeping office hours at the LSU office;

(vi) liaise with the Executive Director, the Chief Financial Officer and other staff of LSU as appropriate and necessary; and

(vii) performing other duties **as determined by Council.**

7.2.2 The President shall:

(i) be responsible for overseeing the process of notes and minute-taking for all Council meetings and General Meetings;

(ii) chair the Electoral Committee;

(iii) chair the Executive Committee; and

(iv) have such other duties as are outlined in the Bylaws or assigned by Council from time to time.

7.2.3 The Vice President Finance & Administration shall:

(i) be responsible for overseeing the budgeting process for LSU;

(ii) be responsible for the financial operations and records of LSU;

(iii) chair the Finance Committee;

(iv) act as one of the designated signing authorities of LSU; and

(v) have such other duties as are outlined in the Bylaws or assigned by Council from time to time.

7.2.4 The Vice President Student Life shall:

(i) be responsible for overseeing a broad range of programs and services affecting Members and enhancing the student-life of Students while at Langara College;

(ii) chair the Member Relations Committee;

(iii) act as a resource on issues arising between Students of Langara College; and

(iv) have such other duties as are outlined in the Bylaws or assigned by Council from time to time.

7.2.5 The Vice President Internal shall:

(i) be responsible for overseeing the work of the Members at Large, including the planning, budgeting, and reporting requirements of any such work;

(ii) chair the Personnel Committee;

(iii) chair the Diversity and Inclusion Committee;

(iv) act as a resource on issues arising between Students of Langara College; and

(v) have such other duties as are outlined in the Bylaws or assigned by Council from time to time.

7.2.6 The Vice President External Affairs shall:

(i) be responsible for the public relations of LSU;

(ii) keep Council informed of Provincial and Federal Government post-secondary educational policies, including any aspect of the UPass program;

(iii) handle inquiries and promote friendly relations with external student societies; and

(iv) have such other duties as are outlined in the Bylaws or assigned by Council from time to time.

### 7.3 Duties of the Members at Large

7.3.1 In addition to the duties of Council as set out in Article 7.1, each of the Members at Large shall also have the following duties and responsibilities:

(i) attending and preparing for Council meetings;

(ii) representing and communicating with Members;

(iii) developing and executing the annual work plans, if applicable;

(iv) chairing or serving on Standing Committees as set forth in the Bylaws and as determined by Council; and

(v) performing other duties as determined by Council and Executive Director.

7.3.2 The International Students' Representative shall:

(i) serve on the Diversity and Inclusion Committee, Members Relations Committee; and

(ii) advocate and develop programs, services and activities promoting diversity, inclusion and exposure to International Students enrolled at Langara College.

7.3.3 The Aboriginal Students' Representative shall:

(i) serve on the Diversity and Inclusion Committee and at least one Standing Committee as determined by Council; and

(ii) advocate and develop programs, services, and activities promoting diversity, inclusion, and exposure to Aboriginal Students enrolled at Langara College.

7.3.4 The Diversity and Inclusion Representative shall serve on the Diversity and Inclusion Committee.

7.3.5 Each General Representative shall serve on the Diversity and Inclusion Committee and on at least one Standing Committee as determined by Council.

### 7.4 Chairperson for Meetings

7.4.1 Council shall appoint a member of the Executive Board (the “Chairperson”) to chair meetings of Council and any General Meetings. Such appointment shall expire on December 31 of the year the appointment was made, unless such Chairperson sooner ceases to hold such position for any reason.

7.4.2 The Chairperson may delegate his duties and responsibilities to chair any meeting of Council to another member of Council.

7.4.3 The Chairperson may delegate his duties and responsibilities to chair any General Meeting to:

(i) another member of the Executive Board; or

(ii) any other person as determined by Council.

## Article 8 - Committees

### 8.1 Standing Committees

LSU shall have the following Standing Committees:

(i) the Executive Committee;

(ii) the Electoral Committee;

(iii) the Finance Committee;

(iv) the Member Relations Committee;

(v) the Personnel Committee;

(vi) the Diversity and Inclusion Committee;

(vii) the Students’ Issues Actions Committee; and

(viii) any other committee that Council may establish pursuant to under Article 8.10.

### 8.2 Members of Standing Committees

8.2.1 Unless otherwise set forth in the Bylaws, the members of the Standing Committees shall be determined by Council.

8.2.2 With the exception of the Executive Committee, each Standing Committee shall include at least one (1) member of the Executive Board and one (1) Member at Large.

8.2.3 If any Standing Committee described in these Bylaws is not constituted for any reason, the members of Council shall assume all duties and responsibilities that were to be carried out by such Standing Committee.



8.3 Observers at Standing Committee Meetings

8.3.1 Unless otherwise determined by Council, the Executive Director and any staff member of LSU shall be entitled to attend and speak at any meetings of a Standing Committee but shall not be entitled to vote thereat.

8.4 Role of the Executive Committee

8.4.1 The Executive Committee shall be chaired by the President.

8.4.2 The Executive Committee shall be comprised of the Executive Board, the Executive Director, the Chief Financial Officer and one (1) staff member of LSU as determined by the Executive Board.

8.4.3 The Executive Committee shall conduct itself in accordance with the Bylaws and Terms of Reference Policy for the Executive Committee, as amended from time to time.

8.4.4 The Terms of Reference Policy for the Executive Committee shall set out, without limitation, the following information, duties and obligations of the Executive Committee:

- (i) setting the agenda for meetings of Council;
- (ii) the development of a strategic plan for LSU;
- (iii) coordinating and overseeing contractual negotiations with LSU and other third parties; and
- (iv) any other process or procedure as determined from time to time by the Executive Board.

8.5 Role of the Electoral Committee

8.5.1 The Electoral Committee shall:

- (i) be chaired by:
  - a) the President; or
  - b) the Vice President External Affairs, if the President is unable to chair such Committee;
- (ii) conduct itself in accordance with the Bylaws and Terms of Reference Policy for the Electoral Committee, as amended from time to time; and
- (iii) be permitted to establish or amend policies relating to Elections and By-Elections.

8.5.2 No Members running in an Election or By-Election may serve on, nor attend meetings of, the Electoral Committee while such person is running.

8.5.3 The Terms of Reference Policy for the Electoral Committee shall include, but is not limited to, information regarding the electoral process, including matters related to Article 9 and any policies established by the Electoral Committee.

#### 8.6 Role of the Finance Committee

8.6.1 The Finance Committee shall be chaired by the Vice President Finance & Administration.

8.6.2 The Finance Committee shall conduct itself in accordance with the Bylaws and Terms of Reference Policy for the Finance Committee, as amended from time to time.

8.6.3 The Terms of Reference Policy for the Finance Committee shall include, but is not limited to, information regarding the administering and overseeing of LSU financial matters, including matters related to Article 12.

#### 8.7 Role of the Member Relations Committee

8.7.1 The Member Relations Committee shall be chaired by the Vice President Student Life.

8.7.2 The Member Relations Committee shall conduct itself in accordance with the Bylaws and Terms of Reference Policy for the Member Relations Committee, as amended from time to time.

8.7.3 The Terms of Reference Policy for the Member Relations Committee shall include, but is not limited to, information regarding developing, programming and maintaining forms of communication with Members and Langara College.

#### 8.8 Role of the Personnel Committee

8.8.1 The Personnel Committee shall be chaired by the Vice President Internal.

8.8.2 The Personnel Committee shall conduct itself in accordance with the Bylaws and Terms of Reference Policy for the Personnel Committee, as amended from time to time.

8.8.3 The Terms of Reference Policy for the Personnel Committee shall include, but is not limited to, information regarding the developing and overseeing of human capital at LSU.

#### 8.9 Role of the Diversity and Inclusion Committee

8.9.1 The Diversity and Inclusion Committee shall be chaired by the Vice President Internal.

8.9.2 The Diversity and Inclusion Committee shall conduct itself in accordance with the Bylaws and Terms of Reference Policy for the Diversity and Inclusion Committee, as amended from time to time.

8.9.3 The Terms of Reference Policy for the Diversity and Inclusion Committee shall include, but is not limited to, information regarding diversity and inclusion for Students while at Langara College.

#### 8.10 Role of the Students' Issues Actions Committee

8.10.1 The Students' Issues Actions Committee shall be chaired by the Vice President External Affairs.

8.10.2 The Students' Issues Actions Committee shall conduct itself in accordance with the Bylaws and Terms of Reference Policy for the Students' Issues Actions Committee, as amended from time to time.

8.10.3 The Terms of Reference Policy for the Students' Issues Actions Committee shall include, but is not limited to, information regarding the advocacy for affordable post-secondary education for Students while at Langara College.

#### 8.11 Other Committees

Council may establish other committees from time to time as it sees fit to carry out specific activities and functions and may determine the composition and purpose of such other committees at the time of establishment. For greater certainty, the creation of such other committees and its mandate and procedures shall not require any amendment to the Bylaws of approval of the Members.

#### 8.12 Langara College Boards, Councils, or Committees

8.12.1 Subject to approval by way of a Three-Quarters (¾) Resolution of Council, a member of Council shall not serve on any boards, councils or committees of Langara College due to possible conflicts of interest.

8.12.2 If no approval is granted, pursuant to Article 8.12.1, with respect to a Director seeking permission to serve on other boards, councils or committees of Langara College, Council shall provide written notice to the applicable Director with respect to his breach of Article 8.12.1. If such Director does not, in the opinion of a majority of the remaining members of Council, remedy his failure to satisfy the requirement in Article 8.12.1 within 30 days of receiving such notice in writing, then such member of Council shall be removed as a Director by a Three-Quarters (¾) Resolution of Council.

### **Article 9 ~~Article VI~~ Election of Council**

#### ~~6.1 Electoral Committee~~

~~Council shall have an Electoral Committee that is responsible for administering and overseeing nominations and elections for Council. The powers and duties of the Electoral Committee shall be as set in the Electoral Committee Terms of Reference Policy.~~

~~6.1.1~~

9.1 Chief Returning Officer

9.1.1 The Chief Returning Officer:

(i) shall be nominated by the Deputy Returning Officer and approved by Council in accordance with Article 9.1.2;

~~(ii) The Chief Returning Officer shall at the time of nomination, must not hold any other office with LSU (whether elected, Staff, or appointed position in the Union, including being a vendor of the Union. The Chief Returning Officer must not have been a voting or non-voting or appointed), must not be a staff member of LSU and must not be a vendor to, or in any other contractual relationship with, LSU;~~

~~(iii) must not have been a~~ member of Council during the twelve (12) ~~months~~month period prior to ~~the award of the contract as~~being selected as the Chief Returning Officer~~;~~

~~(iv) shall have complete discretion and authority to conduct any Election and By-Election, in a manner consistent with the Bylaws and any applicable Policies;~~

~~(v) shall oversee the counting of ballots in any Election or By-Election; and~~

~~(vi) shall take into consideration and work within, the budgetary and organizational capacity of LSU in making any election related decisions.~~

9.1.2 Council shall be required to approve the selection and appointment of the Chief Returning Officer.

9.1.3 ~~i) Candidates~~Unless otherwise determined by Council, candidates for the role of Chief Returning Officer shall have no less than two (2) years of experience in organizing and ~~administering~~participating in elections.

9.2 Deputy Returning Officer

9.2.1 ~~ii) The~~Any Deputy Returning Officer shall be a ~~Staff~~staff member of ~~the Union~~LSU, unless otherwise determined by Council.

9.2.2 ~~iii) The~~In the absence of a Chief Returning Officer, ~~the Deputy Returning Officer~~ shall ~~have complete discretion and authority to conduct general elections, by-elections, and Referenda in a manner consistent with these Bylaws and~~ shall take

~~into consideration and work within the budgetary and organizational capacity of the Union in making such determinations.~~

~~iv) The Chief Returning Officer shall not be directed by any elected, Staff, or appointed officials of the Union.~~

~~6.1.2 Exclusion from the Electoral Committee Members running for election to Council may not serve on, nor attend meetings of, the Electoral Committee~~be granted authority and assume the responsibilities of the Chief Returning Officer, unless otherwise determined by a Three-Quarters (¾) Resolution of Council.

### 9.3 ~~6.2~~ Schedule of Elections Election or By-Election

9.3.1 Elections~~Each Election~~ shall be held ~~at least once per academic year~~annually during the ~~first seven (7) weeks of the~~Fall Semester at Langara College's fall semester. The exact dates of each Election shall be determined by the Deputy Returning Officer and approved by Council.

~~6.2.1 If more than one election is necessary in an academic year, then Council shall determine the timing.~~

### ~~6.2.2 Alternate Procedure for Schedule of Elections~~

~~9.3.2 In the event that the number of members of Council falls below three (3), the schedule of elections shall be set by the Electoral Committee.~~ Council shall instruct the Electoral Committee to, subject to Article 9.3.5, conduct a By-Election to fill any vacant position for the remainder of the term of office of any former Director whose removal or resignation from Council has created such vacancy if the number of members of Council falls below four (4) members as a result of such vacancy.

## ~~6.3~~

9.3.3 In addition and notwithstanding Article 9.3.2, Council may by a majority vote of Council call a By-Election to fill any vacancy on Council.

9.3.4 Council shall determine the timing of any By-Election.

9.3.5 If there are less than ninety (90) days until the opening of nominations for the next Election, Council may decide not to hold a By-Election.

### 9.4 Notice of Elections and By-Elections

~~9.4.1 Notice of Elections~~A notice of Election or By-Election shall be provided not less than~~to Members at least~~ three (3) weekdays~~business days~~ prior to the opening date for nominations ~~are open~~with respect to the positions to be filled pursuant to such Election or By-Election.

### 6.3.1 Information Requirements

9.4.2 A notice of Election or By-Election shall be deemed to have been sent under Article 9.4.1 if the notice is posted on a website that is maintained by or on behalf of LSU and is accessible to all of the Members.

9.4.3 Notice The contents of a notice of Election or By-Election shall be determined by the Electoral Committee but shall include, ~~but are not limited to~~ without limitation:

~~(i) i) The~~ the Council positions for which an ~~election~~ Election or By-Election is being held;

~~(ii) ii) The~~ the opening and closing dates for nominations;

~~(iii) iii) The~~ the manner in which a ~~candidate~~ Candidate is to be nominated;

~~(iv) iv) The~~ the date of the ~~election~~ Election or By-Election; and

~~(v) v) Where~~ the location or place where nomination forms or additional information ~~on being a candidate and campaigning~~ may be obtained.

### 9.5 6.4 Eligibility

9.5.1 Each ~~candidate~~ nominee wishing to be a Candidate must:

~~(i) be a Member In Good Standing of the Union, a student in Good Academic Standing, and meet such;~~

~~(ii) be a newly enrolled Student for the then Academic Year or a Student achieving the Minimum Academic Standard in his most recent prior Academic Year at Langara College;~~

~~(iii) have a valid Langara College Student photo identification card;~~

~~(iv) have completed and submitted to LSU the necessary forms, including the academic standing form, of LSU prior to the close of the nomination period; and~~

~~(v) meet any other reasonable criteria as may reasonably be set for a position on by Council and/or contained in Policy. Minimum additional eligibility criteria shall include, but are not limited to:~~

~~i) Valid Langara College Student Photo Identification Card.~~

~~ii) By the close of the Call for Nominations period, the full completion and submission of Nomination Form and Academic Standing Form permitting the Union to verify academic standing with the College Registrar. iii) Officer positions: Same as Article 6.4 i), 6.4 ii), and in addition to any applicable Policies.~~

9.5.2 Unless otherwise determined by Council, each nominee for a position on the Executive Board must, in addition to fulfilling the qualifications in Article 9.5.1, provide the following with his or her nomination materials for review by the Electoral Committee:

(i) two (2) work references;

(ii) one (1) academic reference; and

(iii) a current curriculum vitae ~~demonstrating~~ highlighting the knowledge ~~or~~ and experience in at least one of the relevant functional areas ~~including two (2) professional references and one (1) academic reference. Evidence of knowledge or experience can include coursework, volunteer, life, or paid work experience in the functional area. The functional areas for the Officer positions are listed below for the position applied:~~

a) President: business administration, records management, project management, and governance.

b) ~~a) Vice President of Finance Officer & Administration:~~ economics, commerce, accounting, and financial management.

~~b) Secretary of Council: business administration, records management, project management, and governance.~~

c) ~~e) Vice President Student Affairs Officer Life:~~ event planning, communications, counseling, project management, psychology and education.

d) ~~d) Diversity and Inclusion Officer Vice President Internal and Vice President External Affairs:~~ activism or advocacy on ethical and social development issues relating to race, ethnicity, culture, religion, class, disability, age, gender, sex, and sexuality.

~~iv) Advisor positions: Same as Article 6.4 i) and 6.4 ii) with additional demonstrated activism or advocacy in issues within the scope of activity for the specific Advisor position as described in Articles 8.4.1–8.4.5.~~

9.5.3 The accidental omission to provide any of the information set out in Article 9.5.2 shall not invalidate any nominee or Candidate from the Election or By-Election nor any person successfully elected from being a member of Council.

## 9.6 Restricted Council Positions

9.6.1 Subject to Article 9.6.3, a nominee for International Students' Representative must show evidence to support that he is a current International Student enrolled at Langara College.

9.6.2 Subject to Article 9.6.3, a nominee for Aboriginal Students' Representative must show evidence to support that he is an Aboriginal Student enrolled at Langara College.

9.6.3 For any Election or By-Election, if no eligible Candidate is nominated at the close of nominations for any of the Diversity and Inclusion Representative, International Students' Representative and Aboriginal Students' Representative, the number of General Representative positions to be filled in that Election or By-Election shall increase by one (1) for each such position where no Candidate has been nominated. For greater certainty, notwithstanding the preceding sentence, there shall only be seven (7) Members at Large and only a maximum of three (3) General Representative positions added pursuant to this Article 9.6.3.

9.6.4 In the event there are greater than four (4) General Representative positions to be filled in an Election or By-Election as a result of the operation of Article 9.6.3, the four (4) persons with the highest number of votes shall be elected into the General Representative positions. The remaining elected General Representative(s) shall hold office in the vacant International Students' Representative, Aboriginal Students' Representative or Diversity and Inclusion Representative position, as applicable, based on the number of votes such remaining elected General Representatives received, with the person receiving the highest number of votes getting first choice with respect to such vacant position(s) and so on and so forth, as necessary.

#### 9.7 ~~6.4.1~~ One Position per Member

~~Members~~ Notwithstanding any other provision of the ~~Union~~ Bylaws, no Member shall not seek election to apply or hold more than one (1) position on Council at any given time.

#### ~~6.4.2 Open Councillor Positions-~~

~~All members who meet the eligibility requirements are may run for all positions on Council, with the exception of the five (5) Reserved Councillor positions.-~~

#### ~~6.4.3 Reserved Councillor Positions-~~

~~The composition of Council should reflect the diversity of LSU members, thus five (5) of the ten (10) Councillor positions are reserved on a preferential basis for members who identify as international, Aboriginal, disabled, women, or queer students.-~~

~~i) If an eligible candidate is not nominated for a reserved position, then the number of unreserved open positions shall be increased by one (1) for each reserved position for which there is no nominee in that election.-~~

#### 9.8 ~~6.5~~ Election Campaigning

9.8.1 Nominees ~~Candidates and nominees~~ are required to abide by campaign rules and conduct as set forth in ~~these Bylaws and by Policy for elections as established by the~~



Bylaws, Policies and policies of the Electoral Committee~~such as, including, without limitation, rules relating to the campaign period, materials, expenses, and other campaign regulations including but not limited to the~~ and withdrawal period~~and the nomination period.~~

9.8.2 A Candidate's campaign is prohibited from defaming any Student, Member, Director, Langara College faculty, staff of LSU, Candidate or any other person, whether orally, through campaign materials or otherwise.

#### 9.9 ~~6.6~~ Voting

Subject to the Bylaws or Policies, voting for Elections or By-Elections shall be conducted in accordance with the following:

9.9.1 voting by proxy is not permitted; and

9.9.2 Members ~~may be asked~~are required to show their valid Langara College Student Photo Identification Card before voting and will be refused a ballot should they not produce it or such other information reasonably necessary to establish the individual's right to vote. photo identification card prior to voting. Voting may be refused if a valid Langara College Student photo identification card is not presented.

#### ~~6.6.1 Proxies~~

~~Proxy voting is not allowed.~~

#### 9.10 ~~6.6.2~~ No Acclamation

~~There~~No person shall be ~~no~~appointed to Council by way of acclamation~~for any elected Council position.~~

#### 9.11 ~~6.6.3~~ Counting of the Ballots

9.11.1 Sealed ballot boxes are to be returned ~~to the Union's General Office~~by the Chief Returning Officer or Deputy Returning Officer to the offices of LSU immediately upon completion of voting. The Chief Returning Officer shall oversee the ballot counting ~~of the ballots by the Electoral Committee~~process. The rules governing the declaration of those duly elected are as follows:

(i) for the purpose of this Article 9.11.1, a valid vote shall mean a vote that is determined by the Chief Returning Officer as not spoiled.

(ii) i) For elections in an Election or By-Election for a single position where more than one (1) ~~qualified candidate~~Candidate is running, the ~~candidate~~Candidate who receives the most valid "yes" votes shall be elected.

~~(iii) ii) For elections in an Election or By-Election~~ for a single position where only one (1) ~~qualified candidate~~ Candidate is running, that ~~person~~ Candidate shall be elected if ~~the candidate~~ he receives more valid "yes" votes than valid "no" votes.

~~(iv) iii) For elections in an Election or By-Election~~ where more than one (1) position is to be filled, ~~the qualified candidates who receive each position in such Election or By-Election where more than one (1) Candidate is running, the Candidate who receives~~ the most valid ~~"yes"~~ "yes" votes shall be elected for such position.

~~(v) iv) For elections in an Election or By-Election~~ where more than one (1) position is to be filled, ~~but there are only the same number of qualified candidates or fewer, the candidates who receive each position in such Election or By-Election where only one (1) Candidate is running, the Candidate shall only be elected if he receives~~ more valid "yes" votes than valid "no" votes ~~shall be elected~~.

~~(vi) v) Any candidate~~ For greater certainty, any Candidate who is running for a position ~~covered by i) or ii) who receives~~ pursuant to Articles 9.11.1(iii) and 9.11.1(v) who received more "no" votes than "yes" votes ~~will~~ shall not be elected. ~~6.6.4 Scrutineers In such event, the position shall become vacant unless otherwise set forth in the Bylaws.~~

9.11.2 Each ~~candidate may appoint a scrutineer to observe the counting of ballots.~~ Candidate may appoint a Scrutineer.

~~i) Scrutineers must be from among the voting Members In Good Standing who are neither members of Council nor candidates for election to Council.~~

~~ii) Scrutineers must make themselves available at the designated time(s) of counting of ballots, including re-counts.~~

~~iii) Should the scrutineer(s) not be available or present, the counting of ballots shall proceed and be considered final, subject to any appeals.~~

~~iv) An appeal cannot be brought because a scrutineer who was properly notified of the place and time of counting did not attend.~~

9.11.3 A Scrutineer shall not be a member of Council nor a Candidate in the Election or By-Election.

9.11.4 No ballot count shall be delayed or postponed due to a Scrutineer not being available or attending the ballot count. For greater certainty, no recount or appeal shall occur due to a Scrutineer's non-attendance at a ballot count.

9.12 ~~6.7~~ Recounts and Appeals

9.12.1 A ~~candidate may request a~~ recount of votes ~~east~~may be requested provided such request is:

(i) made in writing to the Chief Returning Officer within seventy-two (72) hours following the Chief Returning Officer's announcement of election results; and

(ii) if the differential between the winning Candidate and any other Candidate for any specific position is less than or equal to 15 votes.

9.12.2 The results of ~~the~~a recount shall be final.

### 9.13 ~~6.7.1~~ Disqualification and Appeal

9.13.1 The Chief Returning Officer ~~shall disqualify candidates who violate the electoral rules and regulations to which they agreed upon nomination. Such decisions shall be provided to the disqualified candidate in writing~~may, in writing, disqualify a Candidate who violates or breaches any Bylaws, Policies and policies of the Electoral Committee.

9.13.2 A disqualified candidate shall have ~~seventy-two (72)~~forty-eight (48) hours after such disqualification or until the close of campaigning or voting, whichever is ~~more~~later, to appeal the decision of the Chief Returning Officer by submitting the request and grounds for appeal to the Chief Returning Officer in writing in a manner set forth in ~~Policy~~the Policies.

9.13.3 The Chief Returning Officer ~~shall~~may either make a ruling on the appeal or, ~~at the Chief Returning Officer's sole discretion,~~ send the appeal directly to the Electoral Committee for review. The decision of the Chief Returning Officer or, if ~~deferred,~~sent to the Electoral Committee for review, shall be final.

9.13.4 In no event shall pending decisions on appeals be grounds for challenging or declaring ~~invalid~~ the electoral process or results as invalid.

### 9.14 ~~6.8~~ Vacancies

In the event there are vacancies on Council for the upcoming term after the ~~election~~Election is complete, the Electoral Committee, ~~at~~in its sole discretion, may recommend ~~that to~~ Council ~~call another election and open a new nominations~~that a By-Election be called and that a new nomination process. ~~Council's be held. The~~ decision of Council in that regard shall be final.

### 9.15 ~~6.9~~ Withdrawal

~~Candidates who intend to~~Any Candidate may withdraw from ~~the election may do so in writing~~an Election or By-Election by sending a notice to the Chief Returning Officer. Any such request of withdrawal must be submitted no later than forty-eight (48) hours prior to the ~~date the polls open~~start of voting in such Election or By-Election.

#### ~~6.10 Online Nominations, Elections, and Campaigning~~

~~In the event that provisions are made to facilitate online nominations, elections, and campaigning or any other aspect of the elections process, the Electoral Committee shall establish relevant Policy and ensure the provision of the resources necessary to implement the Policy in accordance with these Bylaws and the Policy on Policy Development. Online nominations, elections, and campaigning may not proceed until such Policy is in place and any candidate who so participates shall be disqualified.~~

### **Article VII – Duties and Responsibilities of Council**

#### ~~7.1 Highest Authority~~

~~Council of the Union shall consist of the voting members of Council and, subject to the British Columbia Society Act and these Bylaws, shall have vested in them the management, administration, and the control of the property, revenue, business, and all other affairs of the Union.~~

#### ~~7.1.1 Roles and Duties of Council~~

~~Council shall:~~

- ~~i) Conduct Council meetings in accordance with these Bylaws;~~
- ~~ii) Administer and interpret the Bylaws;~~
- ~~iii) Approve the annual operating and capital budgets;~~
- ~~iv) Provide an annual report to the members at the Annual General Meeting;~~
- ~~v) Approve the establishment and revision of Policy in accordance with the Policy on Policy Development;~~
- ~~vi) Appoint Council spokesperson(s) on issues per Article 7.2 of these Bylaws;~~
- ~~vii) Approve contracts;~~
- ~~viii) Approve the contract between the Union and the Executive Director, if any;~~
- ~~ix) Negotiate, approve, and follow the Collective Bargaining Agreement with Staff;~~
- ~~x) Have final say on the approval of the performance review of the Executive Director, or if none, of Staff;~~
- ~~xi) Compel Officers to provide activity reports and withhold stipend payment(s) should reports not be completed in a manner set forth in Policy;~~

~~xii) Decide on issues affecting the Union and its members and direct action as appropriate;~~

~~xiii) Delegate other duties not inconsistent with the British Columbia Society Act, these Bylaws and Policy as deemed expedient to carry out the business of the Union;~~

~~xiv) Represent the Union and its members fairly, consistently, and within the intent and spirit of the British Columbia Society Act, these Bylaws, and Policies.~~

#### ~~7.2 Official Council Communication~~

~~Council will normally appoint the Student Affairs Officer to speak on its behalf. Council may appoint another Officer, Councillor, or Advisor to speak on an issue when the issue is related to that other position. No member of Council shall purport to speak on behalf of Council unless expressly authorized to do so by a Council resolution.~~

#### ~~7.3 Employees of Council~~

~~Council may appoint an Executive Director to manage the Union in accordance with and subject to the direction of Council. In the absence of an Executive Director, Council shall work directly with the Staff for which it has negotiated a collective agreement.~~

#### ~~7.4 Conflict of Interest~~

~~Council shall have a Conflict of Interest Policy that governs its operations and the conduct of members of Council. All persons elected to Council shall sign the Policy acknowledging that the member of Council, or member elect to Council has read and understood the Policy and agrees to abide by it.~~

#### ~~7.5 Delegation of Duties~~

~~Where permitted by the British Columbia Society Act, Council may delegate the duties and responsibilities it deems expedient for the conduct of the affairs of the Union.~~

#### ~~7.6 Standing Committees~~

~~The Standing Committees of Council are the Executive Committee, Electoral Committee, Finance Committee, Member Relations Committee, and Personnel Committee.~~

#### ~~7.7 Voting Members of Standing Committees~~

~~All members of Council duly appointed to Standing Committees by a simple majority vote of Council are voting members of those committees. At least one Officer must serve on each Standing Committee. A Councillor may not serve on more than one (1) Standing Committee at one time.~~

~~7.7.1 With the exception of the Executive Committee, the voting members of each Standing Committee shall be comprised of a minimum of one (1) Advisor and one (1) Councillor, appointed by a simple majority vote of Council. Council may also appoint other voting members to Standing Committees from among the membership, with the exception of the Executive Committee and the Personnel Committee.~~

#### ~~7.8 Non-Voting Members of Standing Committees~~

~~The non-voting members of Standing Committees include the Executive Director, if any, the Chief Financial Officer, and one (1) other Staff member.~~

#### ~~7.9 Roles of Standing Committees~~

~~In addition to the details set forth in these Bylaws and the Terms of Reference Policy for each Standing Committee, the general roles and composition of each Standing Committee are as follows:-~~

##### ~~7.9.1 Executive Committee~~

~~The Executive Committee shall be comprised of the four (4) Officers of Council and the Executive Director, if any, the Chief Financial Officer, and one (1) other Staff member. The Executive Committee shall operate according to the Terms of Reference established for the Executive Committee. These Terms of Reference shall include but are not limited to:-~~

- ~~i) Setting the agenda for Council meetings;-~~
- ~~ii) Leading the development and execution of a strategic plan for the Union;-~~
- ~~iii) Coordinating and engaging in contractual negotiations with other parties;-~~
- ~~iv) Leading the negotiation and renegotiation of the contract between the Union and the Executive Director, if any, and presenting recommendations to Council for approval;-~~
- ~~v) Reviewing the performance of the Executive Director, and if no Executive Director, of Staff, at least annually and presenting performance reviews and recommendations to Council for approval;-~~
- ~~vi) Providing full and timely disclosure of its activities and actions to Council through activity reports at every Council meeting which must be ratified by Council;-~~
- ~~vii) Leading the orientation of new Council members;-~~
- ~~viii) Establishing Sub-committees as appropriate to carry out its work; and~~

~~ix) Performing such other functions as determined by Council, from time to time.~~

#### ~~7.9.2 Electoral Committee~~

~~The Electoral Committee shall be Chaired by the Secretary of Council and operate according to the Terms of Reference established per Article 6.1 of these Bylaws. The Terms of Reference shall include but are not limited to administering and overseeing the electoral matters of the Union. The membership on the Electoral Committee shall be per Articles 7.7, 7.7.1, and 7.8 of these Bylaws. The non-specified, non-voting Staff member referred to in Article 7.8 of these Bylaws shall be the Staff member assigned as the Deputy Returning Officer.~~

#### ~~7.9.3 Finance Committee~~

~~The Finance Committee shall be Chaired by the Treasurer and operate according to the Terms of Reference established per Article 12.1 of these Bylaws. The Terms of Reference shall include but are not limited to administering and overseeing the financial matters of the Union.~~

#### ~~7.9.4 Member Relations Committee~~

~~The Member Relations Committee shall be Chaired by the Student Affairs Officer and operates according to the Terms of Reference established for the Member Relations Committee. The Terms of Reference shall include but are not limited to developing programming and maintaining communication links with members.~~

#### ~~7.9.5 Personnel Committee~~

~~The Personnel Committee shall be Chaired by the Diversity and Inclusion Officer and operates according to the Terms of Reference established for the Personnel Committee. The Terms of Reference shall include but are not limited to developing and overseeing the human capital of the Union.~~

#### ~~7.10 Other Committees~~

~~Council may establish other committees and sub-committees as it sees fit to carry out its activities and functions and may determine the composition of such committees and sub-committees.~~

#### ~~7.11 Langara College Boards, Councils, and Committees~~

~~As trustees of the Union, Council members are discouraged from serving on Langara College Boards, Councils, and Committees due to potential conflicts of interest.~~

~~7.11.1 Notwithstanding the potential for conflict of interest, if a Council member wishes to serve on a Langara College Board, Council, or Committee then that Council member~~

~~must advise Council of such intentions before accepting a position on a Langara College Board, Council, or Committee.~~

~~7.11.2 Any Council member that chooses to serve on a Langara College Board, Council, or Committee does so voluntarily and will not normally be compensated by the Union beyond the normal Council or Union Committee stipends.~~

~~7.11.3 Council, at its sole discretion, may by simple majority vote pay a stipend to a Council member who also serves on a Langara College Board, Council, or Committee provided that the service provides an advantage to the Union. Any Councillor who receives a stipend for serving on a Langara College Board, Council, or Committee shall be required to provide reports to Council in a manner and on a timeline approved by Council.~~

~~7.11.4 If Council, in its sole discretion, determines that a Council member who also serves on a Langara College Board, Council, or Committee is in a conflict of interest, or has been detracted from fulfilling the duties of the Union's Council, or has shared confidential information, or has undertaken any activity that is detrimental to the Union, then it is Council's right and obligation to ask that Councillor to resign from one of the positions. If the Councillor does not resign from one of the positions, then it is Council's right and obligation to remove that Council member from Council.~~

## ~~Article VIII – Duties and Responsibilities of Officers, Councillors, and Advisors~~

### ~~8.1 Officers~~

~~The Officers of Council are the Treasurer, the Secretary of Council, the Student Affairs Officer, and the Diversity and Inclusion Officer.~~

#### ~~8.1.2 Roles of Officers~~

~~Officers are voting positions that are accountable for roles and duties per Article 8.2 and as otherwise set forth in these Bylaws and Policy, including, but not limited to:-~~

- ~~i) Serving on the Executive Committee and abiding by the Terms of Reference for the Executive Committee;~~
- ~~ii) Attending Council meetings;~~
- ~~iii) Meeting between Council meetings to coordinate the business of the Union;~~
- ~~iv) Chairing and serving on Standing Committees and Sub-committees as assigned by Council and as specified in these Bylaws;~~
- ~~v) Performing liaison and spokesperson duties as assigned from time to time by Council;~~



~~vi) Chairing Council and Executive Committee as required on a rotating basis, if a hired Chair is not in place per Article 8.5;~~

~~vii) Posting and keeping regular office hours;~~

~~viii) Performing other duties and tasks as determined by Council.~~

### ~~8.1.3 Treasurer~~

~~The Treasurer is responsible for overseeing the budgeting process and financial operations and records of the Union. The Treasurer shall Chair the Finance Committee, act as a designated signing authority, and liaise with the Executive Director, if any, the Chief Financial Officer, and other Staff as appropriate and necessary to carry out the duties and functions set forth in these Bylaws and Policy.~~

### ~~8.1.4 Secretary of Council~~

~~The Secretary of Council is responsible for ensuring fair proceedings at meetings and for ensuring that comprehensive records of the proceedings are kept and filed. The Secretary of Council shall Chair the Electoral Committee and liaise with the Executive Director, if any, the Chief Financial Officer on Staff and other Staff as appropriate and necessary to carry out the duties and functions set forth in these Bylaws and Policy.~~

### ~~8.1.5 Student Affairs Officer~~

~~The Student Affairs Officer is responsible for overseeing and delivering a broad range of programs and services affecting Members and enhancing student life. The Student Affairs Officer shall Chair the Member Relations Committee, act as a resource on issues arising between students and other students or the College, and liaise with the Executive Director, if any, the Chief Financial Officer, and other Staff as appropriate and necessary to carry out the duties and functions set forth in these Bylaws and Policy.~~

### ~~8.1.6 Diversity and Inclusion Officer~~

~~The Diversity and Inclusion Officer is responsible for overseeing the work of the Advisors and ensuring the appropriate planning, budgeting, and reporting requirements are met. The Diversity and Inclusion Officer shall Chair the Personnel Committee, act as a resource on issues arising between students and other students or the College, and liaise with the Executive Director, if any, the Chief Financial Officer on Staff, and other Staff as appropriate and necessary to carry out the duties and functions set out in these Bylaws and Policy.~~

~~i) The Diversity and Inclusion Committee shall be composed of the Diversity and Inclusion Officer, all five (5) Advisors, and one (1) Staff member. The diversity and Inclusion officer shall Chair the Diversity and Inclusion Committee and operates according to the Terms of Reference established for the Diversity and Inclusion Committee.~~

## 8.2 Councillors-

~~Councillors are voting trustees and fiduciaries. Each member of Council shall perform roles and responsibilities as defined in Policy including but not limited to:-~~

- ~~i) Attending Council meetings;-~~
- ~~ii) Preparing for meetings by reading the agenda and any related materials circulated in advance or at the meeting;-~~
- ~~iii) Challenging positions and seeking clarification as necessary in order to make informed decisions on motions duly set forth;-~~
- ~~iv) Exercising a vote in relation to the administration of Bylaws and other matters pertaining to the activities and affairs of the Union;-~~
- ~~v) Exercising a vote to establish committees and to appoint members to committees;-~~
- ~~vi) Representing members fairly and communicating with them; and-~~
- ~~vii) Presenting and portraying the Union in a positive manner within and beyond Langara College.-~~

## 8.3 Council Advisors-

~~The five (5) Advisors are elected, non-voting members of Council that are designated as the International Students' Advisor, Aboriginal Students' Advisor, Students with Disabilities' Advisor, Anti-Racism and Cultural Diversity Advisor, and Sexuality and Gender Diversity Advisor.-~~

## 8.4 Roles and Duties of Advisors-

~~Advisors shall perform roles and responsibilities as defined in Article 8.2 of these Bylaws and Policy including, but not limited to, advising Council on policy directions and carrying out programming to advance diversity and inclusion on campus. Advisors work throughout the year and shall:-~~

- ~~i) Develop and execute annual work plans for approval;-~~
- ~~ii) Provide to the Diversity and Inclusion Officer, for presentation to the Executive Committee, regular reports on progress, activities, and budget in a manner set forth in Policy;-~~
- ~~iii) Serve on the Member Relations Standing Committee and the Diversity and Inclusion Committee;-~~

~~iv) Chair or sit on approved Committees and Sub-committees related to diversity and inclusion on campus;-~~

~~v) Advocate for greater diversity and inclusion on campus;-~~

~~vi) Educate the Langara College community on diversity and inclusion issues on campus;-~~

~~vii) Develop and implement programs, services, and activities promoting diversity and inclusion on campus; and-~~

~~viii) Perform other duties as assigned by Council.-~~

#### ~~8.4.1 International Students' Advisor-~~

~~The International Students' Advisor performs roles and duties per 8.4 of these bylaws on behalf of, and in service to, the diversity and inclusion of international students.-~~

#### ~~8.4.2 Aboriginal Students' Advisor-~~

~~The Aboriginal Students' Advisor performs roles and duties per 8.4 of these Bylaws on behalf of, and in service to, the diversity and inclusion of Aboriginal students.-~~

#### ~~8.4.3 Students with Disabilities' Advisor-~~

~~The Students with Disabilities Advisor performs roles and duties per 8.4 of these Bylaws on behalf of, and in service to, the diversity and inclusion of students with disabilities.-~~

#### ~~8.4.4 Anti-Racism and Cultural Diversity Advisor-~~

~~The Anti-Racism and Cultural Diversity Advisor performs roles and duties per 8.4 of these Bylaws on behalf of, and in service to, the diversity and inclusion of all racial, ethnic, cultural, and religious identities of students.-~~

#### ~~8.4.5 Sexual and Gender Diversity Advisor-~~

~~The Sexual and Gender Diversity Advisor performs roles and duties per 8.4 of these Bylaws on behalf of, and in service to, the diversity and inclusion of all sexual identities and gender identities of students.-~~

### ~~8.5 Chair of Council-~~

~~Council may hire a Chair or appoint an Officer to preside over meetings of Council and of the members. A hired Chair shall not be a member of Council nor of the Union and shall not have a vote on the Council nor at Annual General or Special General Meetings. The appointment of a hired Chair shall expire annually.-~~

**Article IX -- Removal from Office**

9.16 Online Nominations and Campaigning

9.16.1 Subject to Article 9.16.2, in respect of any Election or By-Election, Candidates are not permitted to use or participate in any online forum for nominations, campaigning or any other aspect of the election process.

9.16.2 Online nomination, campaigning or any other aspect of the election process may only be permitted if and when the Electoral Committee establishes a policy governing such online election activities and even then, only in strict accordance with such policy.

9.16.3 Any Candidate that violates this Article 9.16.1 may, in addition to any other disciplinary measure, be disqualified from running in the applicable Election or By-Election by the Chief Returning Officer.

**Article 10 - Director Resignation, Removal or Discipline**

10.1 Resignation from Council

10.1.1 Any Director who wishes to resign as a Director shall provide his or her resignation to LSU in writing, with such resignation taking effect upon the date specified in the written resignation or, in the event no date is specified, upon receipt by LSU of the written resignation.

10.2 Removal of Director From Office

10.2.1 For the purposes of this Article 10.2 only, the definition of Special Resolution in Article 1.1.50 shall be amended to mean:

(i) a resolution passed at a General Meeting by at least 2/3 of the votes cast by the Members;

(ii) a resolution consented to in writing by all of the Members; and

(iii) a resolution passed by Referendum by at least 2/3 of the votes cast.

10.2.2 Any Director may be removed from office:

(i) by a Special Resolution; or

(ii) by a Three-Quarters (¾) Resolution of Council.

10.2.3 Prior to Council making a motion to remove any Director pursuant to Article 10.2.2(ii), Council shall provide a written statement to the applicable Director stating the reasons for such removal, and provide such Director a reasonable opportunity to address and respond to such reasons.

### 10.3 Director Cease to Hold Office

#### 10.3.1 A Director ceases to hold office as a Director:

(i) when such Director's term as a Director has ended pursuant to Article 6.3;

(ii) on such Director's death;

(iii) on delivery of a signed resignation by such Director to Council or any member of the Executive Board by mail, email or in person; or

(iv) if such Director is removed pursuant to these Bylaws or the Societies Act.

### 10.4 ~~9.1~~ Discipline for Breach of Rules

10.4.1 ~~Where~~ Subject to Article 10.4.3, in the event Council determines that an Officer, Councillor, or Advisor a Director has violated these the Bylaws or Council, any Policy, or has acted in a manner that is contrary to the best interests of the Union LSU or the students of Langara College Students, the Council may by majority vote withhold discipline such Director by withholding a stipend, censure, or remove the person from the or in any other appropriate manner determined by Council.

10.4.2 The Officer, Councillor, or Advisor Director who is accused of violating these bylaws or Council Policy the Bylaws or Policies shall not vote on the matter relating to his or her discipline.

### ~~9.2 Handling Censures~~

~~Council may not punish an Officer, Councillor, or Advisor without advising the individual in writing of the charges against the person, and providing the individual a full opportunity to defend.~~

~~9.2.1 Where an Officer, Councillor, or Advisor has brought the charges, that person shall not vote on guilt or innocence, nor on any penalty associated with the charges.~~

### ~~9.3 Competing Council~~

~~Members of Council who become or who are members of a Council or Board of any other student Association, Society, or Union as defined in the British Columbia Society Act, the British Columbia College and Institute Act, or the British Columbia University Act shall be ineligible to serve on Council and shall be removed.~~

### ~~9.4 Absence from Meeting~~

~~Officers, Councillors, and Advisors who are absent from two (2) Council meetings during their term on Council without reasonable excuse shall be deemed to have resigned from the Council. Council, at its sole discretion, shall determine whether to accept the resignation and to determine the date at which the resignation is effective.~~

9.5 Filling Vacancies

If at any time there are more than six (6) vacant voting positions on Council, then Council shall instruct the Electoral Committee to arrange a by-election to fill the vacant positions for the remainder of the term of office.

9.5.1 If there are less than ninety (90) days remaining in the term, Council may, by majority vote, decide not to hold a by-election.

9.6 Removal from Council

A member of Council may be removed from office by a Special Resolution recommended by Council at a General Meeting or Referendum or by a petition signed by not less than ten (10) per cent of the Members in Good Standing presented to Council.

9.6.1 Notice to Remove from Council

Notice to remove an Officer, Councillor, or Advisor from Council shall be that required for a Special Resolution.

9.6.2 Rescheduling Proceedings to Remove from Council

In the event that the General Meeting thus called fails to reach quorum, the proceedings shall adjourn and new proceedings shall be scheduled with reasonable expediency. In all cases, the intent is to address the matter and not to unduly defer the decision.

10.4.3 Prior to Council making a motion to discipline a Director, Council shall provide a written statement to the applicable Director stating the reasons for such action, and providing the Director a reasonable opportunity to address and respond to such reasons.

Article 11 Article X – Policy Policies of the Union LSU

~~10.1~~

11.1 Establishing Policy of the Union

~~Policy of the Union~~ Policies for LSU and Council

11.1.1 LSU shall have the following policies, also referred to known as position statements, may be established from to which are intended to provide guidance to Members and Council regarding the business and affairs of LSU, as such policies may be amended from time by to time:

~~i) Approval by a simple majority vote of~~

(i) LSU Policy and Procedures, for the purpose of assisting Council; ~~or~~

~~ii) Approval of a Special Resolution by those voting in a General Meeting or Referendum of the Union.~~

#### ~~10.2 Duration of Policy of the Union~~

~~All Policy of the Union remains the Policy of the Union until changed or retracted by a vote:-~~

~~i) If the Policy of the Union was established by Council, then Council by a simple majority, or the members by Special Resolution, may change or retract that Policy of the Union;~~

~~ii) If the Policy of the Union was established by a Special Resolution of members, then only another Special Resolution of the members may change or retract that Policy of the Union.~~

#### ~~10.3 Notice Required for Policy of the Union~~

~~Notice for all motions related to Policy of the Union to be voted on in a General Meeting or Referendum shall be that required for a Special Resolution.~~

### **Article XI - Policy of Council**

#### ~~11.1 Establishing Policy of Council~~

~~(ii) Council shall have a Policy on Policy Development to guide, for the purpose of guiding Council Policy on policy development, approval, and monitoring;~~

#### ~~11.2 Enacting Policy of Council~~

~~Council exercises the powers and responsibilities of governing the Union through enacting Policies that set expectations of the Officers, Councillors, Advisors, Committees, and the Executive Director, if any, and through monitoring adherence to those expectations.~~

#### ~~11.3 Approval of Policy of Council~~

~~(iii) Conflict of Interest Policy, for the purpose of guiding and governing conflicts of interest amongst members of Council;~~

~~(iv) Terms of Reference Policy for each Standing Committee (each such document, a "Terms of Reference") for the purpose of setting forth the purpose, roles and composition of each Standing Committee; and~~

~~(v) any other such policy Council or Special Resolution shall establish from time to time.~~

11.2 Amendment or Cancellation of LSU Policies

~~Policy, including Terms of Reference for committees, is established and approved~~Any policy set forth, established or amended pursuant to Article 11.1 may be amended, cancelled or retracted by Council.

**Article XII -- Union Finances**

~~12.1 Finance Committee~~

~~Council shall have a Finance Committee responsible for administering and overseeing financial matters of the Union as specified in Article 7.9.3.~~

~~12.2 Signing Officers~~

Article 12 - LSU Finance Matters

12.1 Signing Authority and Disbursement of Funds

~~12.1.1~~ The ~~Signing Officers for the Union~~ authorized signing officers of LSU shall be as appointed~~determined~~ by Council, but shall at all times include at least two (2) ~~signatories from Council~~members of Executive Board and at least two (2) ~~signatories from Staff, including the Executive Director, if any. At least two (2) signatures shall be required for the execution of any legal documents or for the disbursement of any funds on behalf of the Union.~~members of LSU staff, unless otherwise determined by Council from time to time.

~~12.2.1 Disbursement of Funds~~

~~Signing authority levels for contracting and for the~~

~~12.1.2~~ A contract or document to be signed by LSU, or disbursement of ~~all funds on behalf of the Union shall be set in Policy.~~

~~12.3 Auditors~~ any funds of LSU shall be signed on behalf of LSU by any two of the authorized signing officers, as determined pursuant to Article 12.1.1 from time to time, unless otherwise determined by Council.

~~12.2~~ 12.3.1 Appointment of ~~Auditors~~

~~12.2.1~~ The auditors of ~~the Union~~ LSU shall be appointed by ~~resolution~~ Ordinary Resolution at the Annual General Meeting.

~~12.3.2 Filling Auditor Vacancy~~

~~12.2.2~~ Council may fill any vacancy in the office of the auditor until the next Annual General Meeting.



~~12.3.3 Access to Records-~~

~~12.2.3~~ The auditors shall have the right to examine all books, records, and accounts of the Union and shall be entitled to request from any and all members of the Union, including Council, such information and explanations as may be required by the auditors for the due performance of their duties. auditor's report, if any, shall be presented at the Annual General Meeting.

~~12.3.4 Auditor's Report-~~

~~The auditors shall present the report of the auditors to the Annual General Meeting.-~~

12.3 ~~12.4~~ Borrowing

~~12.4.1 In order to carry out the purposes of the Union Council may raise and secure the payment or repayment of money in the manner they decide, including issuing debentures.-~~

~~12.4.2 Approval of Debenture-~~

~~A recommendation from Council to issue a debenture must be approved by the Members through a Special Resolution at a General Meeting or by Referendum.-~~

~~12.4.3 Restriction of Borrowing Powers-~~

~~The members may, by Special Resolution, restrict the borrowing powers of Council, but a restriction so imposed expires at the next Annual General Meeting-~~

The Directors may, with the approval of the Members by way of Special Resolution, from time to time on behalf of LSU:

(i) borrow money in such manner and amount, on such security, from such sources and upon such terms and conditions as they think fit;

(ii) issue bonds, debentures and other debt obligations either outright or as security for any liability or obligation of LSU or any other person; and

(iii) mortgage, charge, or give other security on the undertaking, or on the whole or any part of the property and assets, of LSU (both present and future).

**Article 13** ~~**Article XIII -- Union-**~~ **LSU Records**

13.1 ~~13.1~~ Location of Records

The minutes of meetings of Council and of General Meetings and other books and records of ~~the Union~~ LSU shall be kept in the ~~Union office~~ offices of LSU at Langara College.

~~13.2~~ 13.2 Inspection by Members

~~Members shall have access to all records of the Union, except personnel records and records that are excluded by privacy laws. A member of Council or a Staff member must oversee the inspection to ensure that records are not reproduced or noted in any way.~~

~~13.3 Requirement for Access~~

~~Members may only access records through the Union office during business hours and must provide forty-eight (48) business hours' notice of their request. Records may not be taken out of the Union office.~~

**Article XIV – Subsidiaries**

~~14.1 Subsidiary Organizations~~

~~The Union, by Special Resolution, may establish or approve a subsidiary organization that:~~

- ~~i) Has a written constitution that has been adopted by a majority of its members;~~
- ~~ii) Is open to membership by any Member of the Union;~~
- ~~iii) Has aims and objectives, stated in its constitution, which are similar to those stated in the Constitution of the Union;~~
- ~~iv) Has a functioning, elected Board; and~~
- ~~v) Holds Member meetings that are advertised and open to all members of the Union.~~

~~14.2 Names of Subsidiary Organizations~~

~~Each subsidiary organization shall be so named as to indicate that it is a student organization under the Langara College Students' Union and in no way purports to be a separate entity.~~

~~14.3 Fees of Subsidiary Organizations~~

~~The Langara College Students' Union, upon request by the Subsidiary Organization, will collect membership fees on behalf of the Subsidiary Organization as per the constitution of the Subsidiary Organization provided that the membership fees collected were approved by the Membership at a General Meeting or Referendum duly constituted for that purpose.~~

13.2.1 Unless Council determines otherwise, subject only to Section 24(2)(a) of the Societies Act, no Member is entitled to inspect or obtain a copy of any of the records of the LSU described in Section 20(2) of the Societies Act.

13.2.2 Any Member wishing to inspect the records of LSU, which they are permitted to inspect under the Societies Act, shall provide a written request in person at the offices of LSU and schedule an appointment, no earlier than three (3) Business Days of making such request, to inspect the records of LSU during normal business hours on a Business Day in the Academic Year. For greater certainty, no appointment shall be scheduled on a day that the offices of LSU are closed.

### 13.3 Copies of Records

13.3.1 All records of LSU (including any copies made thereof) shall not be reproduced without the express written consent of the President or Vice President Finance & Administration.

13.3.2 Subject to the Societies Act, LSU may in its sole discretion provide any record or document electronically to the party requesting such record or document.

13.3.3 LSU may charge a fee for any copies of records requested by a Member pursuant to the Societies Act.

13.3.4 Any person, that is not a Member or Director, may inspect or receive a copy of the financial statements of LSU upon paying a fee that is to be established by LSU in accordance with the Societies Act.

## **Article 14 ~~Article XV~~ - Amendment to the Constitution and Bylaws**

### ~~15.1 Interpretation of Bylaws~~

~~Council holds the exclusive authority to interpret the Bylaws and Policies in cases of ambiguity.~~

### 14.1 ~~15.2~~ Amendment of Bylaws

The Constitution and Bylaws ~~of the Union~~ may only be amended by way of a Special Resolution ~~passed in a General Meeting or Referendum~~.

## **~~Article XVI - Provisions from the Society's Pre-Transition Constitution~~**

### **Article 15 - Winding Up or Dissolution of LSU**

~~16.1~~ — Upon the winding up or dissolution of ~~the Union~~ LSU, any assets remaining after the satisfaction of its ~~debts and liabilities~~ shall be ~~given or transferred to such Canadian students~~ distributed to one or more student organizations promoting at Canadian post-secondary institutions which promote objectives similar to those set out in ~~Paragraph~~

~~2 of the Constitution, as may be decided by the members of the Union, as determined by Ordinary Resolution as~~ at the time of winding up or dissolution. ~~This clause was previously unalterable.~~ Any such student organizations must be a qualified recipient under the Societies Act.

**BYLAWS OF**  
**LANGARA STUDENTS' UNION ASSOCIATION**

**TABLE OF CONTENT**

<u>Article 1 - Interpretation and Definitions</u>	<u>1</u>
<u>1.1 Definitions</u>	<u>1</u>
<u>1.2 Interpretation</u>	<u>5</u>
<u>1.3 Numbering and Headings</u>	<u>5</u>
<u>1.4 Numbers and Construction</u>	<u>5</u>
<u>1.5 Conflicts Between Societies Act, Bylaws, Policies or Procedure</u>	<u>5</u>
<u>1.6 Decisions by Council, Executive Board and Standing Committees</u>	<u>5</u>
<u>Article 2 - Membership</u>	<u>5</u>
<u>2.1 Members</u>	<u>5</u>
<u>2.2 Member Compliance</u>	<u>6</u>
<u>2.3 Termination of Membership</u>	<u>6</u>
<u>2.4 Member In Good Standing</u>	<u>6</u>
<u>2.5 Rights and Benefits of Member in Good Standing</u>	<u>6</u>
<u>2.6 Discipline, Suspension or Expelling a Member</u>	<u>7</u>
<u>Article 3 - Membership Fees</u>	<u>7</u>
<u>3.1 Setting and Adjusting of Membership Fees</u>	<u>7</u>
<u>3.2 Membership Fees Addressed by Bylaws</u>	<u>7</u>
<u>3.3 Unused Membership Fees</u>	<u>8</u>
<u>3.4 Langara College to Collect Fees</u>	<u>8</u>
<u>3.5 Fees of Non-Members</u>	<u>8</u>
<u>Article 4 - General Meetings</u>	<u>8</u>
<u>4.1 Annual General Meeting</u>	<u>8</u>
<u>4.2 Special General Meetings</u>	<u>9</u>
<u>4.3 Notice for General Meetings</u>	<u>9</u>
<u>4.4 Agenda of General Meeting</u>	<u>9</u>
<u>4.5 Quorum</u>	<u>9</u>
<u>4.6 Rules of Order</u>	<u>10</u>
<u>4.7 Voting Rights of Members</u>	<u>10</u>

<a href="#">4.8 Registration to Vote</a>	<a href="#">10</a>
<a href="#">4.9 Restrictions for General Meetings</a>	<a href="#">10</a>
<a href="#">Article 5 - Referendum</a>	<a href="#">10</a>
<a href="#">5.1 Calling of Referendum</a>	<a href="#">11</a>
<a href="#">5.2 Notice for Referendum</a>	<a href="#">11</a>
<a href="#">5.3 Voting in Referendum</a>	<a href="#">12</a>
<a href="#">Article 6 - Council of LSU</a>	<a href="#">12</a>
<a href="#">6.1 Mandate of Council and Highest Authority</a>	<a href="#">12</a>
<a href="#">6.2 Composition of Council</a>	<a href="#">12</a>
<a href="#">6.3 Term of Office for Council</a>	<a href="#">13</a>
<a href="#">6.4 Maximum Number of Terms for Council</a>	<a href="#">13</a>
<a href="#">6.5 Ongoing Requirements of Council</a>	<a href="#">13</a>
<a href="#">6.6 Meetings of Council and Executive Board</a>	<a href="#">14</a>
<a href="#">6.7 Official Council Communication</a>	<a href="#">15</a>
<a href="#">6.8 Langara College Board of Governors and Education Council</a>	<a href="#">15</a>
<a href="#">6.9 Council Remuneration</a>	<a href="#">15</a>
<a href="#">6.10 Employees of LSU and Council</a>	<a href="#">16</a>
<a href="#">Article 7 - Duties of Council, the Executive Board and Members at Large</a>	<a href="#">16</a>
<a href="#">7.1 Duties of Council</a>	<a href="#">16</a>
<a href="#">7.2 Duties of the Executive Board</a>	<a href="#">17</a>
<a href="#">7.3 Duties of the Members at Large</a>	<a href="#">19</a>
<a href="#">7.4 Chairperson for Meetings</a>	<a href="#">19</a>
<a href="#">Article 8 - Committees</a>	<a href="#">20</a>
<a href="#">8.1 Standing Committees</a>	<a href="#">20</a>
<a href="#">8.2 Members of Standing Committees</a>	<a href="#">20</a>
<a href="#">8.3 Observers at Standing Committee Meetings</a>	<a href="#">20</a>
<a href="#">8.4 Role of the Executive Committee</a>	<a href="#">21</a>
<a href="#">8.5 Role of the Electoral Committee</a>	<a href="#">21</a>
<a href="#">8.6 Role of the Finance Committee</a>	<a href="#">22</a>
<a href="#">8.7 Role of the Member Relations Committee</a>	<a href="#">22</a>
<a href="#">8.8 Role of the Personnel Committee</a>	<a href="#">22</a>
<a href="#">8.9 Role of the Diversity and Inclusion Committee</a>	<a href="#">22</a>
<a href="#">8.10 Role of the Students' Issues Actions Committee</a>	<a href="#">23</a>

[8.11 Other Committees](#) [23](#)

[8.12 Langara College Boards, Councils, or Committees](#) [23](#)

[Article 9 Election of Council](#) [23](#)

[9.1 Chief Returning Officer](#) [23](#)

[9.2 Deputy Returning Officer](#) [24](#)

[9.3 Schedule of Election or By-Election](#) [24](#)

[9.4 Notice of Elections and By-Elections](#) [25](#)

[9.5 Eligibility](#) [25](#)

[9.6 Restricted Council Positions](#) [26](#)

[9.7 One Position per Member](#) [27](#)

[9.8 Election Campaigning](#) [27](#)

[9.9 Voting](#) [27](#)

[9.10 No Acclamation](#) [27](#)

[9.11 Counting of the Ballots](#) [27](#)

[9.12 Recounts](#) [28](#)

[9.13 Disqualification and Appeal](#) [28](#)

[9.14 Vacancies](#) [29](#)

[9.15 Withdrawal](#) [29](#)

[9.16 Online Nominations and Campaigning](#) [29](#)

[Article 10 - Director Resignation, Removal or Discipline](#) [29](#)

[10.1 Resignation from Council](#) [29](#)

[10.2 Removal of Director From Office](#) [30](#)

[10.3 Director Cease to Hold Office](#) [30](#)

[10.4 Discipline for Breach of Rules](#) [30](#)

[Article 11 - Policies of LSU](#) [31](#)

[11.1 Establishing Policies for LSU and Council](#) [31](#)

[11.2 Amendment or Cancellation of LSU Policies](#) [31](#)

[Article 12 - LSU Finance Matters](#) [31](#)

[12.1 Signing Authority and Disbursement of Funds](#) [31](#)

[12.2 Auditors](#) [32](#)

[12.3 Borrowing](#) [32](#)

[Article 13 - LSU Records](#) [32](#)

[13.1 Location of Records](#) [32](#)