

**STUDENTS' ASSOCIATION  
OF BOW VALLEY COLLEGE**

**BYLAWS**





# **BYLAWS**


## **STUDENTS' ASSOCIATION OF BOW VALLEY COLLEGE**

THESE BYLAWS WERE APPROVED BY SABVC MEMBERSHIP ON THE 22ND DAY OF NOVEMBER 2023.

THESE BYLAWS SHALL COME INTO FORCE THE 1ST DAY OF MAY 2024.

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## PART 1 – BYLAWS INTRODUCTION

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### 1. NAME OF THE STUDENTS' ASSOCIATION

- 1.1 The name of the Students' Association is the Students' Association of Bow Valley College (SABVC).
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## PART 2 – INTERPRETATION

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### 2. CERTAIN RULES OF INTERPRETATION

- 2.1 Wherever the context so requires, all references to the plural shall include the singular and vice versa, and all references to gender shall include all other genders.
- 2.2 Headings of the parts and (sub)sections are inserted for convenience of reference only and shall not affect the construction or interpretation of these Bylaws.
- 2.3 Unless otherwise specified, any mention to a legislation, statutory regulation, or any other bylaw, policy or terms of reference, is only referred to as they are amended, supplemented, or restated.
- 2.4 "Including" or "includes" means "including (or includes) but is not limited to" and shall not be construed to limit any general statement preceding it to the specific or similar items or matters immediately following it.

### 3. DEFINITIONS

- 3.1 In these Bylaws:
- (a) "**Active Member**" means an individual who satisfies the membership criteria.
  - (b) "**Board**" means the SABVC Board of Directors.
  - (c) "**Board of Directors**" means the elected governing body of SABVC who represent the students at Bow Valley College.
  - (d) "**Board of Governors Representative**" means the President and Vice President who represent SABVC Members in the Board of Governors of Bow Valley College
  - (e) "**BVC**" means Bow Valley College.
  - (f) "**College**" means Bow Valley College.
  - (g) "**CRO**" means the Chief Returning Officer, an individual hired or appointed by the SABVC for election proceedings to ensure compliance with the SABVC Bylaws and policies, and to assist in conducting free and fair elections and Referendums.

- (h) "**Directors**" means an individual elected to a position on the Board of Directors.
- (i) "**Executive Director**" means the individual employed by the Association as Executive Director.
- (j) "**Eligible Programs**" means those programs delivered by the College in which students who are enrolled are eligible to be Active Members, and as such, will be levied applicable Membership Fees. Programs not considered Eligible Programs may be determined from time to time by BVC.
- (k) "**Member**" means a student of BVC, but it specifically excludes any student not included in a students' association pursuant to the *PSLA*.
- (l) "**Petition**" means a formal written request signed by at least 10% of Active Members appealing to the Board to decide on a matter pertaining to the Association's affairs, in accordance with the Post-Secondary Learning Act.
- (m) "**PSLA**" means the *Post-Secondary Learning Act* (Alberta).
- (n) "**President**" means the Director selected by the Board to serve as the Board Chair, Board of Governors Representative, and Chief Governance Officer for the Association.
- (o) "**Resolution**" means a decision to do something or not to do something, usually brought forward in the form of a motion that is considered and voted upon by students eligible to vote on the matter.
- (p) "**Referendum**" means a general vote by Members, usually performed through a ballot vote. This vote must ask a direct question that can be answered with a 'yes' or a 'no' response.
- (q) "**SABVC**" means the Students' Association of Bow Valley College.
- (r) "**Simple Resolution**" means a Resolution requiring greater than one-half [1/2] of votes in favour.
- (s) "**Special Meeting**" means any meeting of the Active Members that is not the Annual General Meeting.
- (t) "**Special Resolution**" means:
  - (i) A resolution passed:
    - (A) At a General Meeting or Special Meeting of which not less than twenty-one (21) days' notice specifying the intention to propose the resolution has been duly given, *and*
    - (B) By the vote of not less than three-quarters [3/4] of those members who, if entitled to do so, vote in person or by proxy,
  - (ii) A resolution proposed and passed as a special resolution at a General Meeting or Special Meeting of which less than 21 days' notice has been given,

if all the members entitled to attend and vote at the General Meeting or Special Meeting so agree, *or*

(iii) A resolution consented to in writing by all the members who would have been entitled at a General Meeting or Special Meeting to vote on the resolution in person or, where proxies are permitted, by proxy (*Alberta Societies Act*).

(u) **"Vice President"** means the Director selected by the Board to serve as Board Vice-Chair, Board of Governors Representative, and Deputy Chief Governance Officer for the Association.

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## **PART 3 - MEMBERSHIP**

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### **4. MEMBERS OF THE STUDENTS' ASSOCIATION**

4.1 The Active Members of the SABVC is comprised of those Members who satisfy the following criteria:

- (a) The individual is a Full-Time Student or Part-Time Student;
- (b) The individual is enrolled in an Eligible Program;
- (c) The individual has paid their respective Membership Fees for the current semester in full;
- (d) The individual is not otherwise excluded from being part of a student's association pursuant to the PSLA; and
- (e) The individual is in Good Standing with the Association and has not had their status as an Active Member cancelled, or it was cancelled but such cancellation has since been successfully appealed or reinstated.

### **5. CANCELLATION OF MEMBERSHIP & EXPULSION OF MEMBERS**

5.1 A Member's status as an Active Member may be cancelled by a Special Resolution of the Board.

5.2 Members who are not Active Members do not have the right to do any of the following:

- (a) Vote in any elections;
- (b) Vote on any Resolution of the members;
- (c) Sign any petitions;
- (d) Run for the Board of Directors as a Director;
- (e) Sit on any committee of the SABVC;
- (f) Start a club; or

- (g) Exercise any of the rights or privileges of the Active Members except to the extent specifically provided otherwise pursuant to these Bylaws or any applicable laws.
- 5.3 A Member who has had their status as an Active Member cancelled by a Special Resolution of the Board shall be entitled to:
- (a) Appeal their status to an ad-hoc grievance committee consisting of three Active Members at large, as selected by the Executive Director.

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## **PART 4 – MEMBERSHIP FEES**

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### **6. MEMBERSHIP FEES**

- 6.1 SABVC levies a non-refundable Membership Fee on all Students enrolled in an Eligible Program. Membership Fees help support the programs, mandates, and plans of the SABVC.
- 6.2 The Board of Directors shall set Membership Fees annually during its budgeting process.
- 6.3 Membership Fees may be altered annually to the current inflation rate<sup>1</sup> and up to 4% by a Simple Resolution of the Board of Directors. Any annual Membership Fee increase above 4% may only be changed by a majority vote at a Referendum or by Simple Resolution of Members at a meeting of Members.

### **7. COLLECTION OF FEES**

- 7.1 SABVC may enter into agreements with the College for the collection of Membership Fees by the College on behalf of the SABVC. Such collection typically occurs at the time the College collects tuition payments.

### **8. HEALTH AND DENTAL FEES**

- 8.1 Students enrolled in an Eligible Program will be levied the Health and Dental Plan Fee for the SABVC's Health and Dental Plan.
- 8.2 Any student may opt-out of the Health and Dental Plan by following the prescribed procedure. When a student validly opts out of the Health and Dental Plan, the Health and Dental Plan Fee shall be refunded to the individual.
- 8.3 Health and Dental Plan Fees are set by the third-party policy provider. The fees are subject to annual review by the Board of Directors and approval by a Simple Resolution of the Board of Directors. Health and Dental Fees may be altered annually to the current inflation rate<sup>2</sup> and up to 4% by a Simple Resolution of the Board of Directors. Any annual increase to the Health and Dental Fee in excess of 4% may only be changed

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<sup>1</sup> The rate will be determined by the Statistics Canada - CPI portal.

<sup>2</sup> The rate will be determined by the Statistics Canada - CPI portal.



by a majority vote at a Referendum or by Simple Resolution of Members at a meeting of Members.

- 8.4 Health and Dental Plan Fees may be collected in the same manner as Membership Fees are collected.

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## **PART 5 – MEETINGS OF MEMBERS**

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### **9. TYPES OF MEETINGS OF MEMBERS**

9.1 There shall be two types of meetings of the Members:

(a) Annual General Meetings (AGM), for purposes of the following:

- (i) Presenting to the Members a proposed annual budget for review and approval. Should the budget not be approved, the Board of Directors shall present a new budget at a Special Meeting within thirty (30) consecutive days of the Annual General Meeting; *and*
- (ii) Presenting to the Members a report of the activities of the Board in the previous year for review by the Active Members;

(b) Special Meetings.

9.2 Each meeting of the Members has its minutes recorded for official records.

### **10. LOCATION OF MEETINGS**

10.1 All meetings will be held in the City of Calgary, with the location of all meetings taking place on campus at the College unless no location on campus is reasonably available.

### **11. DATE AND TIME OF MEETING**

11.1 The Board of Directors shall call an Annual General Meeting each year and shall set its date and time between October and November.

11.2 Special Meetings may be called from time to time as follows:

- (a) By Special Resolution of the Directors; or
- (b) By delivering a valid petition to the Board of Directors.

### **12. NOTICE OF MEETING**

12.1 The Directors will notify Members of any Annual General or Special Meeting of the Members not less than twenty-one (21) consecutive days prior to the meeting.

12.2 To be valid, such notice must include the following:

- (a) The time, date(s), and location of the meeting;
- (b) The proposed agenda for the meeting; and

- (c) The text of any Resolution to be submitted, including whether a Simple Resolution or Special Resolution is required to be valid and effective, and whether the text of a Resolution may be amended at the meeting.

### **13. PETITION**

- 13.1 A Special Meeting shall be called by the Board of Directors within thirty (30) consecutive days of receiving a petition. To be valid, the petition must be signed by 10% of Active Members, containing each Member's name and signatures collected over a period of thirty (30) days.

### **14. QUORUM FOR MEETINGS**

- 14.1 Quorum for Annual General Meetings and Special Meetings shall consist of fifty (50) Active Members. In the event that quorum is not met, the meeting may continue with the reporting of activities, discussions, and or the sharing of any information. However, such meeting shall not be considered valid, and no matters may be voted on or business conducted during it. Members that are not Active Members are not included in any count for purposes of determining quorum.

### **15. VOTING AND RESULTS**

- 15.1 In order to be valid and effective, a decision of the Members must be approved by Simple Resolution.
- 15.2 Each Active Member at an Annual General Meeting or Special Meeting is entitled to one (1) vote on each matter voted on at any such meeting. Members that are not Active Members do not have a right to vote at any Annual General Meeting or Special Meeting.
- 15.3 Online voting from a reputable and secure service provider shall be permitted when voting takes place online, via electronic ballots.
- 15.4 Active Members on a work term, co-op, clinical placement, or practicum, may vote in person or by proxy using SABVC's prescribed form of proxy.
- 15.5 In case of a tie vote, the motion will be defeated.
- 15.6 Results of any decisions of the Members shall be announced through the SABVC website, social media, and emails.

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## **PART 6 – REFERENDUM**

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### **16. CALLING A REFERENDUM**

- 16.1 Referendum may be called between November to April if:
  - (a) The Board of Directors passes a Special Resolution requesting a referendum;  
or
  - (b) The Board of Directors receives a petition requesting a referendum that is signed by a minimum of 10% of Active Members.

- (i) The submitted petition must state the question and include the names and signatures of 10% of Active Members.

16.2 The Referendum question shall be a single question capable of being answered “yes” or “no”.

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## **PART 7 - BOARD OF DIRECTORS**

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### **17. COMPOSITION OF THE BOARD OF DIRECTORS**

17.1 SABVC Board of Directors, will be comprised of the following individuals elected by Active Members at elections held pursuant to these Bylaws:

- (a) Nine (9) Board of Directors; and
- (b) The Executive Director as a non-voting, ex-officio member.

17.2 For each elected term, the Board of Directors shall select amongst its nine (9) elected Directors:

- (a) A President, who shall be the Board Chair, Board of Governors Representative, and Chief Governance Officer; and
- (b) A Vice President, who shall be the Board Vice-Chair, Board of Governors Representative, and Deputy Chief Governance Officer.
  - (i) In the event of a tie during the selection process, the Executive Director shall determine the winning President and/or Vice President by drawing their names out of a container.

17.3 The President shall be designated as the primary spokesperson for SABVC. The Vice President shall support the President and shall be the acting President in the event the President temporarily cannot fulfill their duties.

### **18. ROLE OF THE BOARD OF DIRECTORS**

18.1 The Board of Directors shall be familiar and comply with the provisions of the *PSLA* and these Bylaws, and all other bylaws and policies of SABVC in effect.

18.2 The Directors shall present a report detailing the activities undertaken by SABVC during the previous year at the Annual General Meeting.

18.3 The Board of Directors are responsible for the Association’s decisions related to its finance, governance, and advocacy affairs. Decisions must always align with SABVC’s Strategic Plan.

18.4 The Directors are the official intermedium of communication between Members and SABVC stakeholders.

18.5 It is the Directors’ responsibility to be informed about internal and external issues related to Members and to College.

- 18.6 It is the Directors' responsibility to be knowledgeable about political and administrative issues related to SABVC.
- 18.7 Each Director bears the responsibility of ensuring their own accountability and that of their fellow Board of Directors members.

## **19. THE BOARD OF DIRECTORS REQUIREMENTS**

- 19.1 All Directors regardless of the office they hold shall:
- (a) Be an Active Member of SABVC, and have an honest intention of remaining an Active Member for the duration of the term for which they are seeking election for;
    - (i) Candidates must provide an expected graduation date.
  - (b) Present a cumulative GPA of 2.00 or higher each semester during all terms;
    - (i) SABVC reserves the right to request any Candidate's academic information including a copy of their transcript.
  - (c) Be enrolled in a minimum of one (1) course in each semester from September to April;
    - (i) Directors do not need to be registered in a BVC course over the summer semester to fulfill the requirements of maintaining Active Membership status. However, Directors need to be registered for classes in the fall and winter semester, and may not academically withdraw during their term.
  - (d) Be free of Academic Probation, Academic Misconduct, and BVC Learner Code of Conduct sanctions one year prior to the elections, during elections, and during their term;
  - (e) Be free of criminal record prior to nomination and during their term; and
  - (f) Be eighteen (18) years of age or older.

## **20. TERMS OF OFFICE**

- 20.1 Directors elected by the SABVC membership take office on May 1<sup>st</sup> and end their term on April 30<sup>th</sup> of the following year. All other Directors take office when they have been appointed.
- 20.2 Subject to early removal or resignation, all Directors serve in office until April 30<sup>th</sup> of each calendar year, regardless of when the member obtains office.

## **21. REMOVAL, RESIGNATION, AND VACANCIES FROM THE BOARD OF DIRECTORS**

- 21.1 In the event that a Director (i) fails to maintain their status as an Active Member of SABVC during their entire term or (ii) their cumulative GPA for their current program falls below 2.00, such Director shall provide notice of such occurrence to the Board

along with a resignation letter, failing which they shall be deemed to have been removed from the Board.

- 21.2 A Director who receives a BVC Learner Code of Conduct sanction during their term will be automatically removed from the Board.
- 21.3 If the role of the President is vacated over a period of a term, the Vice President shall automatically assume the role of President for the remainder of that term.
- 21.4 If the role of the Vice President is vacated over a period of a term, the Directors shall select a new Vice President from the Board for the remainder of that term.
- 21.5 Vacant Director seats shall be left vacant provided that the vacancies account for less than one-third (1/3) of Director seats. If vacancies account for one-third (1/3) or more of Director seats, then a by-election shall be held within sixty (60) days unless fewer than one-hundred twenty (120) days remain until a new term begins at the time of the triggering vacancy.
  - (a) To be considered a vacant position, the resigning Director shall submit a written resignation letter to the Board. After the resignation is presented to the Board, the position will be considered vacant.

## **22. BOARD OF DIRECTORS MEETINGS**

- 22.1 The Board of Directors meetings shall be held a minimum of once a month during the spring and summer semester, and twice a month during the fall and winter semester.
  - (a) The Chair will be responsible for the agenda of the Board Meetings.
- 22.2 The Directors may invite guests to attend the Board meetings whenever necessary.
  - (a) Guests do not have a vote in the meeting.
- 22.3 Quorum of the Board meetings will be set at a Simple Resolution.
- 22.4 Motions will be passed by a Simple Resolution.
  - (a) Each Director is entitled to one (1) vote on each matter voted. Directors must abstain from voting on subjects where conflict of interest may arise.
  - (b) The Executive Director will act as a tiebreaker only if it is in the best interest of SABVC.

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## **PART 8 – BOARD OF GOVERNORS REPRESENTATIVES**

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- 22.1 SABVC has two (2) Representatives in the Board of Governors of Bow Valley College, pursuant to the *PSLA*.
  - (a) The first representative will be the President.
  - (b) The second representative will be the Vice President.

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## **PART 9 – THE EXECUTIVE DIRECTOR**

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- 22.1 SABVC shall employ an Executive Director to support and manage the organization in alignment with the resolutions of the Board of Directors.
- 22.2 Specific duties of the Executive Director are available in related policy.
- 22.3 In the prolonged or permanent absence of the Executive Director, the Contingency Plan shall be enforced and followed.

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## **PART 10 – ELECTIONS**

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### **23. ELECTION**

- 23.1 The nine (9) Board of Directors shall be elected during the winter semester, which shall occur no later than March 31, following applicable SABVC policies.
- 23.2 In order to make SABVC elections possible, the Board of Directors shall:
  - (a) Ensure SABVC has a valid Election Policy to govern the elections of Directors;
  - (b) Approve the appointment of Chief Returning Officer (CRO); and
  - (c) Approve the appointment of an Appeals Committee.

### **24. VOTING**

- 24.1 All Active Members will have the right to one vote in an election of the Board of Directors.
- 24.2 The top nine (9) candidates receiving the majority of votes shall be declared validly elected.
  - (a) In the event of a tie, the ballots shall be immediately recounted. If a tie vote is confirmed, the CRO shall determine the winning candidate(s) by drawing their names out of a container to fill the remaining spots immediately after the results are announced.

### **25. ELECTION APPEALS**

- 25.1 Decisions of the CRO may be appealed by any candidate to the Appeals Committee.
  - (a) To appeal a decision of the CRO, appellants must follow all the procedures outlined in applicable SABVC policy.
- 25.2 All decisions of the Appeals Committee are final and binding, and not subject to any further appeal.

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## **PART 11 – POLICY OF SABVC**

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### **26. ESTABLISHMENT OF POLICY**

- 26.1 Governance Policies of SABVC may be established, amended, or repealed from time to time by:
- (a) Simple Resolution of Board of Directors;
    - (i) Provided that any such policy is not inconsistent with or in conflict with these Bylaws.

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## **PART 12 – FINANCES OF SABVC**

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### **27. THE FISCAL YEAR**

- 27.1 The fiscal year for the Students' Association is from July 1 to June 30.

### **28. FUNDS OF SABVC**

- 28.1 SABVC may establish funds for capital investment, endowment, or other purposes. The Board shall set the allocation for its funds in its annual budget.

### **29. SIGNING OFFICERS OF SABVC**

- 29.1 The signing officers of SABVC shall be:
- (a) President, or
  - (b) Vice President, and
  - (c) The Executive Director of SABVC.
    - (i) Executive Director may appoint a signing officer if it is in the best interest of SABVC.

### **30. AUDITORS**

- 30.1 An external audit firm shall be hired annually by the Executive Director with the Directors' approval.
- 30.2 The auditors shall have the right to examine all books, records, and accounts of SABVC. The auditors shall be entitled to request information and explanation from all members of SABVC, including the Board for the performance of their duties.

### **31. BORROWING**

- 31.1 Subject to the *PSLA*, in order to carry out the purposes of SABVC, the Board may issue short or mid-term debt instruments or secure short or mid-term loan facilities such as

lines of credit or loans in order to assist the SABVC with short to medium term operating or capital costs.

- 31.2 The Board may grant security interests in any of its assets, including mortgages in any real property it may own or hold an interest in, in connection with such loans or debt instruments.

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## **PART 13 – SABVC RECORDS**

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### **32. ACCESS TO RECORDS AND INFORMATION**

- 32.1 SABVC records shall be made available to any Member for inspection at the offices of SABVC within seven (7) business days of a written request submitted to the Board of Directors or Executive Director.

(a) Approval of request is subject to PIPA.

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## **PART 14 – COMMITTEES OF SABVC**

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### **33. COMMITTEES**

- 33.1 Directors shall have the authority to appoint standing, advisory, and *ad hoc* special committees by resolution provided no such committees is inconsistent with the Bylaws.

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## **PART 15 – AMENDMENTS TO THE BYLAWS OF SABVC**

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### **34. AMENDMENTS**

- 34.1 These Bylaws may only be amended by a Special Resolution of the Members.