

UVIC RETIREES ASSOCIATION CONSTITUTION AND BY-LAWS

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PART.1. - CONSTITUTION

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Constitution of the UVic Retirees Association

1. The name of the Association shall be the UVic Retirees Association.
2. In support of the enhancement of interest in the University and each other, the purposes of the Association are:
 - a) to provide for engagement, activities, and other benefits for those of pensionable age (55+) from the University of Victoria, from University of Victoria affiliated or associated organizations or entities, and from former employees of other universities; and to share in a community of interest and facilitate communication with each other and with the University of Victoria;
 - b) to provide an organization through which benefits may be arranged for members;
 - c) to administer the financial affairs of the Association including, but not limited to, memberships, contributions, and other financial items appropriate to the purposes of the Association;

d) to offer to assist in the resolution of conflicts which may arise between the University of Victoria and its retired employees or their survivors, or between the University and employees who are about to retire; and,

e) to offer to assist the University of Victoria in the design, preparation and delivery of lectures, seminars, and other activities and initiatives which are consistent with the purposes of the Association and the mission of the University.

f) to be a member funded society

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PART-.2. - BY-LAWS

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By-Laws of the UVic Retirees Association

1.0 INTEPRETATION

1.1 TERMS

In these By-Laws, unless the context otherwise requires:

- a) Association means the UVic Retirees Association;
- b) Member means any Full Member, ~~Affiliate~~ ~~Associate~~ Member, Honorary Member or ~~Associate~~ ~~Spousal~~ Member of the Association in good standing;
- c) Executive Board (the Board) means the Board as elected at the Annual General Meeting and any additions made by the Board as per article 4.1 below;
- d) Officer means any member of the Executive Board;
- e) Director means the President, Vice-President, Treasurer, Secretary and Past President of the Association;
- f) Spouse means a legally married partner or a common law partner who has been living in a relationship as a partner

for at least twelve (12) continuous months or is the parent of a child of the partnership by birth or adoption;

g) Society Act means the Society Act of the Province of British Columbia from time to time in force and all amendments to it;

h) Registered Address of a member means the member's address as recorded in the Association's register of members;

i) Term means the time between the Annual General Meeting and the immediate next Annual General Meeting.

j) Official Retiree of the University of Victoria means the individual is 55 or older and has formally declared his/her retirement through Human Resources

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1.2 SINGULAR AND PLURAL

Words importing the singular include the plural and vice versa.

2.0 MEMBERSHIP

2.1 CATEGORIES OF MEMBERSHIP

a) Full Member:

~~Past and present employees of the University of Victoria who have reached pensionable age (55+) are eligible to apply to become Members of the Association. Spouses of deceased past or present employees of the University who have reached pensionable age (55+) are eligible to apply to become Members of the Association.~~ On acceptance by the Association's Membership Committee and on payment of the required Membership dues, an eligible person becomes a Member in good standing of the UVic Retirees Association.

b) Honorary Member:

A person is appointed as an Honorary Member on the recommendation of the Executive Board and the approval of

the membership in recognition of exceptional service to the UVic Retirees Association or to the University of Victoria. On approval by the membership the person becomes an Honorary Member in good standing of the UVic Retirees Association.

~~b c) Affiliate- Associate Member:~~

Employees of other universities and of University of Victoria affiliated institutions, organizations and entities who have reached pensionable age (55+) and who are officially retired or are planning to retire in the near future from that institution are eligible to apply to become ~~Affiliate- Associate~~ Members of the Association. ~~Spouses of deceased Affiliate Members who have reached pensionable age (55+) are eligible to apply to become Affiliate Members of the Association.~~ On acceptance by the Association's Membership Committee and on payment of the required ~~Affiliate- Associate~~ Membership dues, an eligible person becomes an ~~Affiliate- Associate~~ Member in good standing of the UVic Retirees Association. The number of ~~Affiliate- Associate~~ Members shall not exceed fifteen percent (15%) of the total number of Members entitled to vote.

~~e) Honorary Member:~~

~~A person is appointed as an Honorary Member on the recommendation of the Executive Board and the approval of the membership in recognition of exceptional service to the UVic Retirees Association or to the University of Victoria. On approval by the membership the person becomes an Honorary Member in good standing of the UVic Retirees Association.~~

d) ~~Associate- Spousal~~ Member:

Upon reaching pensionable age (55+) the spouse of a Full Member in good standing, ~~Affiliate- Associate~~ Member in good standing or Honorary Member ~~who has reached pensionable age (55+)~~ is eligible to apply to become an Associate Spousal Member of the Association. On application to the Association's Membership Committee that person becomes an ~~Associate- Spousal~~ Member in good standing of the UVic Retirees Association. ~~Associate- Spousal~~ Members are not required to pay dues, are not entitled to vote and do not have direct access to any other benefits. If a spouse wishes to be entitled to vote, he or she may apply to become an ~~Affiliate- Associate~~ Member or Full Member, if eligible. Spouses of deceased Full, Honorary or

Associate Members who have reached pensionable age (55+) are eligible to apply to become Associate Members with the same term category (may assume Lifetime membership or assume Annual membership with related membership dues) as the deceased member.

2.2 RIGHTS OF MEMBERS

a) Full Members, ~~Affiliate~~ Associate Members, and Honorary Members of the Association are entitled to vote at any General Meeting of the Association or on any mail or internet ballot. No member is entitled to more than one vote and may exercise that vote without any restrictions.

b) All Members of committees, temporary or permanent, established by the Executive Board, and including the Executive Board, must be members in good standing. A committee shall retain the right, however, to co-opt

non-members as needed.

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2.3 MEMBERS

It is the duty of members to uphold the constitution, comply with these bylaws, and to support the Association and its Officers in achieving the purposes of the Association.

A person ceases to be a member of the Association

a) by delivering his or her resignation in writing to the Secretary of the Association or by mailing or delivering it to the address of the Association;

b) on his or her death;

c) on being declared by the Treasurer as not being in good standing;

d) on being expelled.

2.4 MEMBERSHIP PERIOD

The annual membership period shall run from April 1 to March 31. The first year of membership shall be divided

into ~~quarters-half~~ and the membership fee shall be prorated according to the beginning of the ~~quarter half~~ in which the member joins. The prepaid membership period shall be for the full specified prepaid term. Annual and prepaid membership fees are not refundable. Annual fees shall be due and payable April 1 of each year.

2.5 MEMBERSHIP STATUS

Members of the Association who have not paid their membership fee (annual or prepaid) by June 30 in the current annual membership period shall be deemed to be not in good standing and shall, therefore, cease to be members of the Association.

2.6 MEMBERSHIP FEES

Members shall have the choice of paying fees annually or by a lump sum prepayment in an amount and for a term as determined by the Board. At the expiry of the annual term or the prepaid term, the member shall have the choice of paying fees annually or by a lump sum prepayment in an amount and for a term as specified by the Board.

Membership fees and payment structures shall be determined annually by the Executive Board and reported to the Association at a General Meeting.

2.7 EXPULSION OF MEMBERS

A member, who is not an Officer of the Association, may be expelled from the Association by a unanimous vote of the Executive Board if, in the opinion of that Board, the member has taken a public action considered to be seriously detrimental to the credibility of the Association, or to the ability of the Association to achieve its purposes.

An Officer of the Association may be expelled from the Association by approval of the membership of a Special Resolution recommended by 75% of the Executive Board if, in the opinion of that Board, the officer has taken an action considered to be seriously detrimental to the credibility of the association, or to the ability of the Association to achieve its purposes.

Before a formal motion for expulsion is made, the member or officer shall be given an opportunity to appear before the

Board to defend such an action and state why expulsion is not warranted.

3.0 MEETINGS OF THE ASSOCIATION

3.1 ANNUAL GENERAL MEETING

The Annual General Meeting of the Association shall be held no more than six (6) months after the end of the Association's fiscal year. All members of the Association will be given fourteen (14) days' notice by mail of the date, time and place of the Annual General Meeting. Such notice must also contain a draft of any Special Resolution to be presented at the Annual General Meeting, and any slate of candidates to be elected or confirmed.

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3.2 EXTRAORDINARY GENERAL MEETINGS

An Extraordinary General Meeting shall be held at the call of the Executive Board or when a written request is delivered to the Secretary, signed by not less than 10% of the voting members of the Association, at the time and place stipulated by the Executive Board.

The notice for such a meeting shall be given to all members in good standing fourteen (14) days in advance, in accordance with article 3.1, and shall include a statement of the purpose of the meeting. When a Special Resolution is to be presented, a draft of the Special Resolution shall be included with the notice.

3.3 VOTING

Voting for Special Resolutions, as defined in the Society Act, and the election of members of the Executive Board shall be by ballot (except when the election is by acclamation) at an Annual General Meeting or an Extraordinary General Meeting.

Each Full Member, ~~Affiliate~~ Associate Member, and Honorary Member shall have one (1) vote.

Voting on matters other than a Special Resolution or the election of Officers at an Extraordinary or Annual General meeting shall be by show of hands unless it is agreed by 25% of the members present that it shall be by ballot. Voting by proxy is not permitted.

3.4 QUORUM

A quorum at any Annual General Meeting or Extraordinary General Meeting shall be at least 15 voting members present. If within one half-hour of the appointed time for the meeting a quorum is not present, the meeting shall stand adjourned to one half-hour later on the same day, or to such other time, date and place as the members present shall determine. Members then present shall constitute a quorum and may transact the business for which the meeting was originally called.

3.5 APPROVAL OF RESOLUTIONS

Approval of Special Resolutions shall require a 75% majority of the ballots returned.

The election of Officers and all other resolutions or matters of business shall be approved by a simple majority.

When a slate of candidates for the Executive Board is presented by a Nominating Committee to the members in advance, members shall have the right to make additional nominations for any position from the floor at an Annual General Meeting.

4.0 THE EXECUTIVE BOARD

4.1 The Executive Board shall consist of five (5) Directors, the Editor of any periodical published by the Association, the Chairs of Standing Committees, Officers at Large (the number of which will be determined by the Executive Board), and any other Officer positions, temporary or permanent, deemed necessary by the Board.
The total Executive Board shall comprise the Officers of the Association.

4.2 DIRECTORS OF THE ASSOCIATION

There shall be five (5) Directors:

- a) President and Chair of the Executive Board;
- b) Vice-President;

- c) Treasurer;
- d) Secretary; and,
- e) the Past President.

4.3 MEETINGS OF THE EXECUTIVE BOARD

The Executive Board shall meet at least three (3) times annually. Meetings of the Board may be called as required by the President.

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A quorum for a meeting of the Executive Board shall be fifty percent plus one (50% + 1) of the members of the Board and shall include at least two Directors.

Motions shall be approved by a simple majority of the Officers present, except when otherwise required by these By-Laws.

4.4 POWERS AND DUTIES OF THE EXECUTIVE BOARD

The Executive Board governs the Association by

- a) determining annually the form and amount of membership fees;
- b) administering fund-raising activities;
- c) establishing policies for the most effective means for the Association to fulfill its purposes and meet its objectives within the constraints of the Association's Constitution and By-Laws;
- d) establishing such committees, temporary or permanent, as deemed necessary by the Board;
- e) reviewing annually the composition and terms of reference of standing committees;
- f) appointing annually the members of the Nominating Committee other than the Chair;
- g) publishing newsletters, membership rosters, websites, and other forms of communication.

h) appointing a Member to fill an Officer position vacated prior to end of a normal term.

i) establishing the Rules of Order to be used for the Association's meetings.

4.5 VACATION OF OFFICE

The position of Officer shall be deemed vacated if

a) an Officer ceases to be a member in good standing;

b) an Officer by notice in writing to the Executive Board, resigns his or her office;

c) an Officer is removed from office pursuant to By-Law 2.7.

4.6 REMUNERATION FOR OFFICERS

No Officer shall receive any remuneration for service as an Officer of the Association but may be reimbursed for reasonable expenses incurred on behalf of the Association and approved by the Executive Board.

4.7 TERMS OF OFFICE FOR OFFICERS

No Officer, except for a Past President, shall serve for more than two (2) consecutive two-year terms in one position. A Past President may serve for four (4) consecutive two-year terms.

4.8 DUTIES OF THE OFFICERS/DIRECTORS

A. The President is the Chief Executive Officer and Chair of the Executive Board, and shall:

a) preside at all meetings of the Association;

b) assign duties to the members of the Board;

c) call upon any member of the Association to assist in the Association's operations;

d) exercise general supervision of all Association affairs.

B. The Vice-President shall:

a) carry out the duties of the President in the President's absence;

b) oversee the operation and actions of committees and chair committees as directed by the President;

c) perform such other duties as requested by the President.

C. The Secretary shall:

a) conduct the correspondence of the Association;

b) issue notices of meetings of the Executive Board and of the Association;

c) keep minutes of all meetings of the Executive Board and of the Association;

d) have custody of all records and documents of the Association except those required to be kept by the Treasurer;

e) maintain a register of members;

f) ensure that the administration of the Association complies with the Society Act.

D. The Treasurer shall:

a) keep the financial records, including books of account, necessary to comply with the Society Act and the Income Tax Act of Canada;

b) maintain accounts in chartered banks or other financial institutions approved by the Executive Board;

c) present regular reports to the Executive Board and such financial statements as are required at General Meetings of the Association;

d) file annual reports and returns as are required by the Society Act, the Income Tax Act of Canada, and the Association's auditors.

E. The Past President shall:

a) chair the Nominating Committee, which shall prepare a slate of candidates for the election of Officers at the Annual General Meeting, and assist the Board in filling any positions on the Board that become vacant prior to the end of a normal term of office. The Committee shall have representatives from as many employee groups as possible.

5.0 FINANCIAL ADMINISTRATION

5.1 FISCAL YEAR

The Association's Fiscal Year shall be from April 1 to March 31.

5.2 BORROWING

The Association shall not borrow money to achieve its purposes, unless approved by a Special Resolution.

5.3 INVESTMENTS

The Association, through the Executive Board, may invest funds as permitted under the Society Act and the Income Tax Act of Canada, as it pertains to non-profit organizations, to support the purposes of the Association.

5.4 FUND RAISING

Fund-raising activities shall not contravene either the Society Act or the Income Act of Canada. Included in the fund-raising activities are:

a) membership fees;

b) contributions and gifts;

c) proceeds from social activities held to support the Association's purposes;

[d) assessments approved by the membership by Special Resolution.

5.6 FINANCIAL REVIEWER

At each Annual General Meeting of the Association, the Executive Board shall lay before the members a financial review of the income and expenditures of the Association, prepared by an independent financial reviewer, in a form that meets the requirements of the Society Act and the Income Tax Act of Canada.

The Board shall appoint the Reviewer. An Officer of the Association may not act as the financial reviewer.

6.0 AMENDMENTS TO THE CONSTITUTION AND BY-LAWS

Amendments to the Constitution and By-Laws require a Special Resolution, to be approved by a 75% majority of the votes cast at an Annual General Meeting or an Extraordinary General Meeting.

7.0 DISPOSAL OF ASSETS

If the Association is dissolved, the assets, after all debts have been paid and any commitments to charitable purposes fulfilled, shall be transferred to the University of Victoria Foundation.

8.0 Date of government approval of constitution revisions:

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