

Proposed Bylaw changes for consideration at the November 27th, 2023 Annual General Meeting of the Association

Pursuant to Bylaw 12.11, the Bylaw Committee each year is responsible for a review of the BCITSA Bylaws prior to the Annual General Meeting and has the following duty:

“**12.11** The Bylaw Committee shall:

(c) prepare such documents as are necessary to propose any amendments agreed upon by Committee for the Association’s Annual or Special General Meetings;”

Accordingly, the Committee met twice this fall to prepare amendments based on consultations, the annual review, and matters considered by previous Bylaw Committees. This led to the following proposals:

1. Page 2: Introduce greater clarity to the role of virtual meetings in BCITSA Governance (Bylaw 3).
2. Pages 3-4: As miscellaneous business, clarify and correct eight specific aspects of the Bylaws, outlined below (multiple Bylaws affected).

Each of the motions are contained in this package, and should be read in conjunction with the current version of the BCITSA Constitution and Bylaws (found [here](#)).

Motion 1:

Be it resolved that the virtual meetings amendments (beginning on page 2) be adopted as presented.

Moved by: Mia Bui Seconded by: Bylaw Committee

What is the proposal:

Prior to the 2020 AGM, it was generally not possible for members of Council to attend Council virtually unless they represented a specialty campus. Due to the pandemic, these rules were ignored and an updated Bylaw was created at the earliest opportunity, the 2020 AGM. The Bylaw Committee proposes making that Bylaw more specific as the Association transitions out of the pandemic.

What are the proposed changes?

That Bylaw 3.4 be deleted in its entirety and replaced with the following:

“3.4 For the purposes of transitioning the Association’s governance practices after the COVID-19 pandemic, it shall continue to be the case that electronic participation is an available option for official meetings of the Council, the Executive Board, all Committees established under the provisions of Bylaw 12, and any General Meeting held under Bylaws 10 and 11, subject to the following:

(a) Council may, by a Two-Thirds (2/3) Resolution, vary the terms of this Bylaw with respect to the meetings of Council and the Executive Board;

(b) the terms of this section of the Bylaws have no bearing whatsoever on meetings of Set Reps, which are organized according to the preferences of the applicable Chair; and

(c) if any other provisions of the Bylaws conflict with Bylaw 3.4, it is intended that Bylaw 3.4 nonetheless applies, notwithstanding the conflict.”

What do the changes look like?

The new language appears above, and replaces current 3.4 in full:

"3.4 Notwithstanding any other section of these Bylaws, in order to promote public health the President shall continue to permit electronic participation at official meetings unless a Two-Thirds (2/3) Resolution of Council suspends all or part of this section. For greater certainty, this shall include meetings of the Council, the Executive Board, any Committees created under these Bylaws, any meetings of Set Representatives, and any Annual General Meeting or Special General Meeting.

Motion 2:

Be it resolved that the miscellaneous amendments (beginning on page 3) be adopted as presented.

Moved by: Mia Bui Seconded by: Bylaw Committee

What is the proposal:

This motion is what might be called an omnibus, a variety of unrelated motions that are being considered together in order to facilitate the efficient consideration of business at the Annual General Meeting. Any member of the Association may amend Motion 2 in order to delete specific items or pull out specific items for separate consideration. Such a motion would need only a mover and seconder, is debatable, and requires a simple majority to adopt.

The proposals can be summarized as follows:

- Clarifies who absent councillors report their absence to in advance;
- Clarifies VP Finance duties regarding the end of the fiscal year;
- Clarifies how the President would provide notice they will be absent from a meeting;
- Clarifies how the VP Finance supports executive transitions and shares the Bylaws with incoming Executives;
- Clarifies who decides when a by-election is scheduled;
- Corrects “cubs” to “clubs”;
- Corrects “the the”; and
- Corrects three erroneous references to Bylaw 21 which should be references to Bylaw 18 after the 2022 AGM.

What are the proposed change?

With respect to Councillor absences, Bylaw 9.8(b) and (c) shall be replaced with the following:

“(b) if a member of Council other than an Executive is required to be absent for a reasonable cause, they shall, prior to the meeting, submit a written request to be excused from attending such meeting to the Executive responsible for appointing them, or nominating them for appointment, as the case may be;

(c) requests under this section shall not be unreasonably or arbitrarily declined; and”

With respect to the end of the fiscal year, Bylaw 4.7(b)(xii) shall be replaced with the following:

“(xii) ensure that there are appropriate processes in place for the closing of the fiscal year;”

With respect to meeting absences by the President, Bylaw 4.6(m) shall be replaced with the following:

"(m) be proactive, with respect to meetings of the Council, in advising the meeting chair of any anticipated absences by Councillors whom they have appointed, or nominated for appointment, as the case may be; and"

With respect to Executive transitions, Bylaw 4.5 shall be deleted (and subsequent sections renumbered and all affected sections renumbered) and Bylaw 4.7(b) relating to duties of the VP Finance shall be amended by adding the following:

"(placeholder number) ensure that the Executive transitions process described in Bylaw 4.6(n) is carried out, including by ensuring that there are processes in place so that all incoming Executives are provided with copies of the Bylaws, the Constitution, and all applicable policies and procedures of the Association."

[in this motion, 4.6(n) will become 4.5(n) after the adoption of this motion]

With respect to the scheduling of by-elections, Bylaw 5.1 shall be amended by adding the following sentence:

"For any given by-election, the dates for nominations and voting shall be fixed by the President and Executive Director in accordance with the requirements of these Bylaws."

Bylaw 12.9(b) shall be amended by replacing the word "cubs" with the word "clubs."

Bylaw 12.12(e) shall be amended by replacing the phrase "the the" with the word "the."

Bylaws 18.2(a), 18.3, and 18.6 shall be amended by replacing the words "21.2(d)", "21.2", and "21.5" with the words "18.2(d)", "18.2", and "18.5", respectively.