

The Quest University Students' Association would like to acknowledge that the land on which we gather is the unceded territory of the Skwxwú7mesh peoples (Squamish). Quest University Canada sits on Squamish traditional territory, and we are grateful to have the opportunity to work in this blessed territory.

Constitution of Quest University Students' Association ("QUSA")

Society Name

Quest University Canada Students' Association

Society Purpose

The purpose of the Quest University Students' Association (hereafter referred to as "QUSA") is:

1. To provide services to,
2. To advocate politically for,
and
3. To improve the quality of
student life for,

its members at Quest University Canada (hereafter referred to as "Quest").

Bylaws of Quest University Students' Association ("QUSA")

Part 1 — Definitions and Interpretation

Definitions

1.1 In these Bylaws:

"Act" means the *Societies Act* of British Columbia as amended
from time to time;

"Board" means the directors of QUSA;

"Bylaws" means these Bylaws as altered from time to time.

Definitions in Act apply

1.2 The definitions in the Act apply to these Bylaws.

Conflict with Act or regulations

1.3 If there is a conflict between these Bylaws and the Act, or the regulations under the Act, the Act and its regulations prevail.

Part 2 — Members

Grounds for membership

2.1 QUSA includes all students at Quest University Canada who pay Student Association fees each semester.

Duties of members

2.2 Every member must uphold the constitution of the Society and must comply with these Bylaws.

Amount of Student Association fees

2.3 The amount of the Student Association fees must be determined by the Board and approved at an Annual General Meeting.

Member not in good standing

2.4 A member is not in good standing if the member fails to pay the member's annual membership dues, and the member is not in good standing for so long as those dues remain unpaid.

Member not in good standing may not vote

2.5 A voting member who is not in good standing

(a) may not vote at an Annual General Meeting, and

(b) is deemed not to be a voting member for the purpose of consenting to a resolution of the voting members.

Part 3 — Annual General Meetings of Members

Time and place of the Annual General Meeting

3.1 An Annual General meeting must be held at the time and place the Board determines.

Ordinary business at Annual General Meeting

3.2 At an Annual General Meeting, the following items are ordinary business:

(a) adoption of rules of order;

(b) consideration of any financial statements of the Society presented to the meeting;

(c) consideration of the reports, if any, of the directors or auditor;

(d) election or appointment of directors;

(e) appointment of an auditor, if any;

(f) business arising out of a report of the directors not requiring the passing of a special resolution.

(g) adoption of legislative changes requiring
membership approval

Notice of special business

3.3 A notice of an Annual General Meeting must state the nature of any business, other than ordinary business, to be conducted at the meeting in sufficient detail to permit a member receiving the notice to form a reasoned judgment concerning that business.

Notice of the date, time and location of the meeting will be sent to every member of the society by email only to that email address provided to the society by the member. Notice is deemed to have been received by a member 24 hours after the notice is emailed.

A Change to Bylaws as special business

3.4 Changing the Bylaws at an Annual General Meeting is considered special business in accordance with the Act.

Chair of Annual General Meeting

3.5 The following individual is entitled to preside as the chair of an Annual General Meeting:

(a) the individual, if any, appointed by the Board to preside as the chair;

(b) if the Board has not appointed an individual to preside as the chair or the individual appointed by the Board is unable to preside as the chair,

- (i) the president,
- (ii) the vice-president, if the president is unable to preside as the chair, or
- (iii) one of the other directors present at the meeting, if both the president and vice-president are unable to preside as the chair.

Quorum required

3.6 Business, other than the appointment of the chair of the meeting and the adjournment or termination of the meeting, must not be conducted at an Annual General Meeting unless a quorum of voting members is present.

Quorum for Annual General Meetings

3.7 The quorum for the transaction of business at an Annual General Meeting is 10% of the voting members.

Lack of quorum at commencement of meeting

3.8 If, within 30 minutes from the time set for holding an Annual General Meeting, a quorum of voting members is not present,

- (a) the meeting stands adjourned to the same day in the next week, at the same time and place.
- (b) If, at the continuation of the adjourned meeting, a quorum is not present within 30 minutes from the time set for holding the continuation of the adjourned meeting, the meeting stands adjourned to the same day in the next

week, at the same time and place.

- (c) If, at the continuation of the adjourned meeting, a quorum is not present within 30 minutes from the time set for holding the third meeting, the voting members who are present constitute a quorum for that meeting.

If quorum ceases to be present

3.9 If, at any time during an Annual General Meeting, there ceases to be a quorum of voting members present, business then in progress must be suspended until there is a quorum present, or until the meeting is adjourned or terminated.

Adjournments by chair

3.10 The chair of an Annual General Meeting may, or, if so directed by a simple majority of voting members at the meeting, must, adjourn the meeting from time to time and from place to place, but no business may be conducted at the continuation of the adjourned meeting other than business left unfinished at the adjourned meeting.

Order of business at Annual General Meeting

3.11 The order of business at an Annual General Meeting is as follows:

- (a) elect an individual to chair the meeting, if necessary;
- (b) determine that there is a quorum;
- (c) approve the agenda;
- (d) approve the minutes from the last Annual General Meeting;
- (e) deal with unfinished business from the last Annual General Meeting;
- (f) receive the directors' report on the financial statements of the Society for the previous financial

year, and the auditor's report, if any, on those statements,

(g) receive any other reports of directors' activities and decisions since the previous Annual General Meeting,

(h) appoint directors, and

(i) appoint an auditor, if any;

(j) deal with new business, including any matters about which notice has been given to the members in the notice of meeting;

(k) terminate the meeting.

Methods of voting

3.12 At an Annual General Meeting, voting must be by a secret ballot. This secret ballot may be electronic.

Announcement of result

3.13 The chair of a Annual General Meeting must announce the outcome of each vote and that outcome must be recorded in the minutes of the meeting.

Proxy voting not permitted

3.14 Voting by proxy is not permitted, however voting electronically is permitted.

Matters decided at an Annual General Meeting by ordinary resolution

3.15 A matter to be decided at an Annual General Meeting must be decided by ordinary resolution unless the matter is required by the Act or these Bylaws to be decided by special resolution or by another resolution having a higher voting threshold than the threshold for an ordinary resolution as

defined by the Act.

Part 4 — Directors

Number of directors on Board

4.1 The QUSA Board must consist of between seven and fifteen Directors.

Election or appointment of directors

4.2 The Directors that comprise the QUSA Board must be Student Association members elected by the Student Association. A Student Association member may only hold one Board position at a time. Directors for every position are appointed each year at the AGM during the Spring semester. Those appointed will enter office on May 1st, and leave office on April 30th of the following year.

Members may fill casual vacancy on Board

4.3 If one or some Directors have resigned or been removed, a by-election will be held for the vacated position(s) automatically unless there is less than three months left in the term. If there is less than three months left and the minimum number of Directors required is met, as specified in Bylaw 4.1, the QUSA board will decide whether to hold a by-election.

Term of appointment of director filling casual vacancy

4.4 The term for a director elected during a by-election ends on April 30th following their election.

Directors on Probation

4.5 A Director on probation may not fulfill any of their duties including but

not limited to attending QUSA meetings, voting in QUSA decisions, or acting in any official capacity as a Representative.

Part 5 — Directors' Meetings

Calling directors' meeting

5.1 A directors' meeting may be called by the president or by any 5 other directors.

Notice of directors' meeting

5.2 At least 5 days' notice of a directors' meeting must be given unless all the directors agree to a shorter notice period. In an emergency, the board can waive the requirement for notice.

Proceedings valid through quorum

5.3 If quorum of Directors is met, proceedings of the accompanying director's meeting are valid.

Conduct of directors' meetings

5.4 The directors may regulate their meetings and proceedings as they see fit, in accordance with QUSA policies and procedures.

Quorum of directors

5.5 The quorum for the transaction of business at a directors' meeting is two thirds of the directors.

Part 6 — Board Positions

Election or appointment to Board positions

6.1 Directors must be elected to the following Board positions, and may not hold more than one position:

- (a) President;
- (b) Vice-President;
- (c) Treasurer.

Directors at large

6.2 Directors who are elected to positions on the Board in addition to the positions described in these Bylaws are elected as Directors at large.

Role of President

6.3 The President is the chair of the Board and is responsible for supervising the other directors in the execution of their duties.

6.4 The President is responsible for doing, or making the necessary arrangements for, the following:

- (a) maintaining communication with the President of Quest University, the Board of Governors, the Parents' Council, the Alumni Association, and the media.
- (b) overseeing and documenting the creation of budget and all financial decisions.

Role of Vice-President

6.5 The Vice-President is the vice-chair of the Board and is responsible for carrying out the duties of the president if the president is unable to act.

6.6 The Vice-President is responsible for doing, or making the necessary arrangements for, the following:

- (a)issuing notices of Annual General Meetings and directors' meetings;
- (b)taking minutes of Annual General Meetings and directors' meetings;
- (c)keeping the records of the Society in accordance with the Act;
- (d)conducting the correspondence of the Board;
- (e)filing the annual report of the Society and making any other filings with the registrar under the Act.

Absence of Vice-President from meeting

6.7 In the absence of the Vice-President from a meeting, the Board must appoint another individual to fulfill their duties as for that meeting.

Role of Treasurer

6.8 The Treasurer is responsible for doing, or making the necessary arrangements for, the following:

- (a)receiving and banking monies collected from the members or other sources;
- (b)keeping accounting records in respect of the Society's financial transactions;
- (c)preparing the Society's financial statements, including a budget;
- (d)making the Society's filings respecting taxes.
- (e)ensuring that QUSA funds are spent appropriately and according to the Constitution and Bylaws.

Part 7 — Remuneration of Directors and Signing Authority

Remuneration of Directors

7.1 A Director will be compensated during their term by way of a stipend that is equal to 120 multiplied by the hourly provincial minimum wage.

The stipend will be paid to the directory on a bi-weekly basis.

Remuneration of Directors during the Summer Term

7.2 An additional compensation for the summer term may be applicable, contingent on approval from all Directors. The stipend will be a maximum of 60 multiplied by the provincial minimum wage. Exact compensation will be allocated via a submission of logged hours.

Signing authority

7.3 A contract, cheque, or other record to be signed by the Society must be signed

on behalf of the Society (a)by the treasurer, together with either the president or vice-president,

(b)if the treasurer is unable to provide a signature, by the president together with the vice-president

Part 8 — Complaints

Connections to BC Societies Act

8.1 Complaints about these Bylaws are regulated through the Act.

Statement of Directors for *Quest University Students' Association* ("QUSA")

Registered Office:

3200 University Blvd

Squamish, BC

V8B 0N8

Okong'o Kinyanjui, President

3200 University Blvd

Squamish, BC

V8B 0N8

Ava Swanson, Vice President

3200 University Blvd

Squamish, BC

V8B 0N8

Morgan Baskin, Treasurer

3200 University Blvd

Squamish, BC

V8B 0N8