

**ASSOCIATION OF BC COLLEGE PENSION PLAN
RETIREES (ABC CPPR)
CONSTITUTION & BYLAWS**

CONTENTS

CONSTITUTION

Incorporating amendments to May 20, 2015 inclusive

1. Name
2. Purposes

BYLAWS

Definitions

1. MEMBERSHIP

- 1.1 Members – General
- 1.2 Active Membership
- 1.3 Associate Membership
- 1.4 Continuity of Membership

2. ASSOCIATION MEETINGS

- 2.1 General Meetings
- 2.2 Notice of Meeting
- 2.3 General Meeting Procedures

3. DIRECTORS

- 3.1 Number
- 3.2 Terms of Office
- 3.3 Powers and Responsibilities
- 3.4 Board of Directors' Meetings

4. TABLE OFFICERS

- 4.1 President
- 4.2 Vice-President
- 4.3 Past President
- 4.4 Secretary

- 4.5 Treasurer
- 4.6 Table Officers' Mandate
- 5. FINANCE**
 - 5.1 Fiscal Year
 - 5.2 Banking and Signing Officers
 - 5.3 Fund Management
 - 5.4 Borrowing
 - 5.5 Fees
- 6. MISCELLANEOUS**
 - 6.1 Notices to Members
 - 6.2 Bylaw Procedures

ABC CPPR CONSTITUTION

1. Name

The name of the Society shall be the Association of British Columbia College Pension Plan Retirees, hereinafter known as the Association, or ABCCPPR.

2. Purposes

Provide input to the College Pension Plan by

lobbying pension plan partners in regard to all aspects of the plan including benefits and cost of living and

surveying retired members of the association

maintaining and improving on current levels of participation with the pension partners at the local and provincial level.

Provide access to affinity programs such as medical travel, long-term care, and Residential insurance.

Provide education to members and future members on matters of common interest through websites, newsletters, and workshops.

Provide means for continuing social connections.

ABC CPR BYLAWS

Definitions

The definitions in the Society Act, on the date these Bylaws become effective, apply to these Bylaws.

In these Bylaws, unless the context otherwise requires,

- (a) “Association” means the Association of British Columbia College Pension Plan Retirees, a society incorporated under the Society Act.
- (b) “Director” means a Director of the Association for the time being.
- (c) “Society Act” means the Society Act of the Province of British Columbia from time to time in force and all amendments to it.
- (d) “Registered Address” of a member means the member’s address as recorded in the register of members.
- (e) “Special Resolution” is a resolution that requires the assent of at least 75% of those voting at the meeting in order to take effect.

1. MEMBERSHIP AND FEES

1.1 Members – General

The members of the Association are the applicants for incorporation of the Association and those persons who have become members subsequently in accordance with these bylaws and, in either case, who have not ceased to be members.

1.2 Active Membership

- 1.2.1 Active Membership shall be available on the basis of individual application to all persons who draw a pension from the College Pension Plan of British Columbia.
- 1.2.2 Active Members shall pay the annual fee and any levy set by the Association.
- 1.2.3 Active members in good standing are eligible to vote, hold office, and have access to all the benefits of membership of the Association.

1.3 Associate Membership

- 1.31. Associate Membership shall be available on the basis of individual application to
 - (a) post-secondary educators from BC post-secondary institutions who were eligible to join the College Pension plan but who opted out.
 - (b) spouses of Active Members
 - (c) post-Secondary educators working in BC post-secondary institutions who are members of the College Pension Plan and who are within five years of qualifying to receive the pension
- 1.32 The Board of Directors may, by Special Resolution, grant Associate Membership to persons other than those identified in Bylaw 1.3.1, above.

1.3.3 Associate Members shall pay the annual fee and any levy set by the Association

1.3.4 Associate Members are not eligible to vote or hold office in the Association, but shall have access to all of the other benefits of membership of the Association.

(Revised: 2015 AGM)

1.4 Continuity of Membership

A person shall cease to be a Member of the Association:

- (a) by delivering or mailing notice of resignation in writing to the Association at its address;
- (b) by failing to pay the annual fee or any levy set by the Association;
- (c) upon death.

A member in good standing is an Active or Associate Member who has paid the current annual fee and any levies prescribed by the Association to which she or he belongs, and whose membership has not been revoked in accordance with these Bylaws.

2. ASSOCIATION MEETINGS

2.1 General Meetings

2.1.1 General Meetings of the Association shall be held in accordance with the Society Act at the time and place that the Directors decide.

2.1.2 Every General Meeting, other than an Annual General Meeting, is an Extraordinary General Meeting.

2.1.3 The Directors may convene an Extraordinary General Meeting.

2.1.4 On the request of 10 percent or more of the Active Members of the Association the Directors shall convene an Extraordinary General Meeting. The request shall state the purpose of the meeting.

2.1.5 An Annual General Meeting shall be held at least once in every calendar year and no more than 15 months after the holding of the preceding Annual General Meeting.

- 2.1.6 The voting members of General and Extraordinary General Meetings are the Directors and Active Members of the Association.
- 2.1.7 Subject to the Association's policies and procedures on the payment of expenses, the Association shall pay the approved expenses of the Directors and Members attending a General Meeting of the Association.

2.2 Notice of Meeting

- 2.2.1 All Active Members of the Association shall be provided with Notice of an Annual General Meeting or Extraordinary General Meeting of the Association.
- 2.2.2 Notice of a General Meeting shall specify the place, day and hour of the meeting and, in case of Special Business, the general nature of the business.
- 2.2.3 The accidental omission to give notice of a meeting to, or the non-receipt of a notice by any of the members entitled to receive notice does not invalidate proceedings at that meeting.

2.3 General Meeting Procedures

- 2.3.1 *Roberts' Rules of Order* will govern the conduct of all meetings of the Association.
- 2.3.2 Special Business is:
 - (a) all business transacted at an Extraordinary General Meeting.
 - (b) all business transacted at an Annual General Meeting except,
 - (i) the reports of the Directors and Association Committees;
 - (ii) the election of Directors;
 - (iii) consideration of the financial statements;
 - (iv) approval of the coming year's budget;
 - (v) the setting of the annual fee; and
 - (vi) any other business that, under these Bylaws, ought to be transacted at an Annual General Meeting, or business which is

brought into consideration by the report of the Directors issued with the notice convening the meeting.

2.3.3. Quorum

A quorum is five active members in attendance at the meeting's commencement.

2.3.4. Voting

- (a) Voting at General Meetings is by show of current voting cards, by show of hands, by secret ballot at the meeting, or via remote access.
- (b) Voting by proxy is not permitted.

3. DIRECTORS

3.1 The number of Directors shall be a minimum of five and a maximum of fifteen including: Five Table Officers, namely the President, Vice-President, Immediate Past President, (for one term only), Secretary, and Treasurer.

3.2 Terms of Office

3.2.1 To be eligible for election as a Director a person must be an Active Member of the Association in good standing.

3.2.2 All directors shall be elected for a two-year term.

3.2.3 Election shall be by secret ballot or acclamation at an Annual General Meeting.

3.2.4 The term of office for Directors elected at an Annual General Meeting shall commence on adjournment of that Annual General Meeting.

3.2.5 Vacancies:

- (a) The Directors may appoint an Active Member as a Director to fill a vacancy occurring between Annual General Meetings.
- (b) The term of a Director so appointed shall last only until the next Annual General Meeting of the Association.

3.2.6 The Active Members may by Special Resolution at a General Meeting remove a Director before the expiration of the Director's term of office, and may elect a successor to complete the term of office.

3.3 Powers and Responsibilities of Directors

3.3.1 The Directors may exercise all the powers and do all the acts and things that the Association may exercise and do, and which are not by these Bylaws or by statute or otherwise lawfully directed and required to be exercised or done by the Association at a General Meeting. But nevertheless, the Directors are subject to:

- (a) all laws affecting the Association;
- (b) these Bylaws, and rules not being inconsistent with these Bylaws, which are made from time to time by the Association in General Meetings.

3.3.2 The Directors shall be responsible for following procedures and acting in accordance with policies set at a General Meeting of the Association.

3.3.3 The Directors have the power to enter into agreements respecting benefits and services the Association may offer.

3.3.4 No Director shall be remunerated for being or acting as a Director, but a Director may be reimbursed for all expenses necessarily and reasonably incurred while engaged in the affairs of the Association, in accordance with the Association's procedures regulating the payment of expenses.

3.3.5 Delegation of Powers to Committees

- (a) The Directors may delegate any, but not all, of their powers to Committees consisting of Members.
- (b) Committees shall, in the exercise of the powers so delegated, conform to any rules and/or conditions imposed on them by the Directors, and shall report every act or thing done in exercise of those powers to the next meeting of the Directors, unless otherwise directed by the Directors.

3.4 Board of Directors' Meetings

- 3.4.1 The Directors will schedule their own meeting dates, times and locations to dispatch the business of the Association, and may otherwise regulate their meetings and proceedings.
- 3.4.2 The Directors may from time to time fix the quorum necessary to transact business, and unless so fixed the quorum shall be a majority of the Directors in attendance.
- 3.4.3 The President shall chair or choose a designate to chair all meetings of the Directors; but if the President or designate is not present at a meeting within 30 minutes of the time appointed for holding the meeting, the Vice-President shall act as chair or choose a designate to chair the meeting.
- 3.4.4 The President has a single vote.

4. TABLE OFFICERS

4.1 President

- 4.1.1 The President is the Chief Presiding Officer of the Association and shall have general supervision of all matters and affairs of the Association
- 4.1.2 The President shall sign and execute all instruments pertaining to the responsibility of the President and in the name of the Association.
- 4.1.3 The President is a voting member, ex officio, of all committees

4.2 Vice-President

- 4.2.1 The Vice-President shall carry out the duties of the President during the absence of the President.

4.3 Past President

- 4.3.1 The Past President assists Directors with advice and counsel as needed.

4.4 Secretary

- 4.4.1 The Secretary shall record the proceedings of Directors' and General Meetings, and shall be responsible for ensuring that the minutes of such meetings are kept stored and reasonably available for access by Association members.
- 4.4.2 The Secretary shall assist the President to prepare and dispatch Association correspondence, and shall ensure that copies of all important outgoing and incoming correspondence are retained, as needed, for future reference.

4.5 Treasurer

- 4.5.1 The Treasurer shall:
 - a) ensure that the Association's financial records comply with the Society Act and other applicable legislation and regulations; and
 - b) render financial statements to the Directors, members, and others as directed, and/or as required by the Society Act or other applicable legislation or regulations.

4.6 Table Officers' Mandate

- 4.6.1 The Table Officers have no group authority, but shall have individual authority as described in these Bylaws.
- 4.6.2 The Table Officers may meet as they think fit to consider or act upon an issue, to plan a meeting or conference, to act in a liaison session with some other person or organization, or to fulfill some other purpose not requiring resolution by the Directors.

5. FINANCE

5.1 The Fiscal Year of the Association shall be July 1st to June 30th.

5.2 Banking and Signing Officers

- 5.2.1. Funds of the Association shall be deposited into accounts of the Association at any Canadian chartered bank, credit union or trust company.
- 5.2.2 All withdrawals, transfers, redemptions and investment of funds shall require the signatures of two Signing Officers.
- 5.2.3 The Signing Officers for the Association shall be the President, Vice-President, Secretary and Treasurer, and up to two additional Directors selected by the Directors.

5.3 Fund Management

- 5.3.1 Specific rules and procedures governing the administration and management of the Association's funds shall be determined by the Directors.

5.4 Borrowing

- 5.4.1 In order to carry out the purposes of the Association, the Directors may, on behalf of and in the name of the Association, raise or secure the payment or repayment of money in the manner they decide and, in particular but without limiting the foregoing, by the issue of debentures.
- 5.4.2 No debenture shall be issued without the sanction of a Special Resolution at a Directors' meeting.
- 5.4.3 The Active Members may by Special Resolution at a General Meeting restrict the borrowing powers of the Directors, but a restriction thus imposed expires at the next Annual General Meeting.

5.5 Fees

- 5.5.1 The annual Association fee shall be determined at the Annual General Meeting and shall apply from September 1st of the following Association fiscal year.
- 5.5.2 Such fees are deducted by the BC Pension Corporation each year from the September pension payment shall be considered as paid on the due date.
- 5.5.3 New members who join the Association after the commencement of the

financial year shall pay the first year's annual Association fee on a pro-rated basis.

6. MISCELLANEOUS

6.1 Notices to Members

- 6.1.1 A notice may be given to a member either personally, or by physical or electronic mail to the member's address on file.
- 6.1.2 A mailed or emailed notice shall be deemed to have been received on the sixth day following that on which the notice is posted, and in proving that notice has been given it is sufficient to prove that the notice was properly addressed and either put in a Canada Post mailbox or posted online.
- 6.1.3 Every member shown on the register of members is entitled to receive Notice of a General Meeting reasonably in advance of that meeting.

6.2 Bylaw Procedure

- 6.2.1 On being admitted to membership each member may obtain, electronically, a copy of the Constitution and Bylaws of the Association.
- 6.2.2 These Bylaws may be altered by Special Resolution at a General Meeting. Members of the Association must be given at least 14 days notice of the wording and meaning of the Special Resolution, and of the intent to propose the Special Resolution at the specified General Meeting.
- 6.2.3 A proposed change to these Bylaws may be submitted to the Directors of the Association. The proposed change must be received at the Association's address at least 60 days prior to the Annual General Meeting of the Association.