

Bursary Society
(Canadian Federation of University Women – Sunshine Coast (CFUW-SC), British Columbia)
Articles and Bylaws

Approval by a General Membership Motion on November 27th, 2017 at a CFUW-SC Special Meeting

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ARTICLES

Article I

Name

The name of the society is the BURSARY SOCIETY, Canadian Federation of University Women – Sunshine Coast (CFUW-SC), British Columbia, hereinafter referred to as “the Society”

Article II

Purpose

The purpose of the Society is to award bursaries to mature women resident on the Sunshine Coast and pursuing further post-secondary studies at a government recognized educational institution. They must meet the criteria set for awarding bursaries as described in the bylaws.

BYLAWS of the Bursary Society

Part I – Definitions and Interpretations

1.1 In these Bylaws:

“Act” means the Societies Act of British Columbia as amended from time to time.

“Board” means the Board of Directors of the Society.

“Bylaws” means these Bylaws as amended from time to time.

“Club” means the Canadian Federation of University Women – Sunshine Coast (CFUW-SC).

1.2. The definitions in the Act apply to these Bylaws.

1.3 If there is a conflict between these Bylaws and the Act or the regulations under the Act, the Act or the regulations, as the case may be, prevail.

Part II - Membership

A. Status of members

1.1 All members in good standing, of the Club, are automatically Members in good standing, of the Society.

1.2 Members shall enjoy the rights and fulfil the obligations of membership in the Society in accordance with the provisions of the Act, and the Articles and Bylaws of the Society, and the Constitution and Bylaws of the Club.

1.3 No member of the Society shall derive any pecuniary benefit from membership. This provision was previously unalterable.

1.4 A person shall cease to be a Member of the Society.

- a) Immediately upon ceasing to be a member in good standing of the Club, or
- b) On dissolution of the Society.

Part III - Meetings of the Society

A. Meeting Regulations

1.1 Board meetings shall be scheduled, as required, throughout the year.

1.2 General meetings may be scheduled throughout the year at a time and place determined by the Board, upon reasonable notice to Members by email or by regular mail. A general meeting may be requisitioned by twenty percent (20%) of the eligible members, through written notice to the Board.

1.3 Special meetings may be scheduled by the Board, upon thirty (30) days' notice to the Members, notice to be given by email or by regular mail.

1.4 Notice of a general meeting or a special meeting must state the nature of the business to be transacted, sufficient to permit a Member to form a reasoned judgement about that topic.

1.5 A Member in good standing present at a meeting of the Society is entitled to one vote. Voting is by show of hands unless a Member requests a vote by secret ballot. The Chair shall announce the outcome of each vote, which shall also be recorded in the minutes. Voting by Proxy is not permitted.

1.6 Matters shall be decided by a two thirds ($\frac{2}{3}$) majority of voting members present, other than as may be required by the Act, or these Bylaws.

1.7 The Annual General Meeting of the Society shall be held in conjunction with the Annual General Meeting of the Club.

1.8 Meetings may be held entirely by electronic means if in-person meetings are not possible (e.g. an emergency situation). The method (i.e. telephone and/or virtual communications) must allow all participants to communicate adequately during the meeting.

1.9 The handover meeting between past and incoming Board members will take place within thirty (30) days of the Annual General Meeting of the Society.

B. Chair of Meetings

1.1 The following individuals in priority are entitled to act as Chair:

- a) President of the Society
- b) Vice-President of the Society
- c) one of the other Directors present
- d) any Member appointed by the Board, to act as Chair.
- e) any Member present elected by the Members at the meeting, if none of the above options are viable after fifteen (15) minutes from the time set for the meeting.

C. Business Transacted

1.1 The order of business shall be as determined by the Board, but shall include, as relevant:

- election of a chair, if necessary
- determination of quorum
- approval of agenda
- approval of any previous minutes
- unfinished business from any previous meeting
- new business
- adjournment or termination

1.2 For an Annual General Meeting, items as in 1.1 above, and where relevant:

- receive financial statements and auditors/reviewer's report on those statements.
- receive any other reports from Directors and Committee activities and decisions since the previous Annual General Meeting
- appoint a qualified person to review the annual financial statements of the Society

D. Quorum

1.1 No business other than the election of a Chair, or adjournment of the meeting may be conducted without a quorum present.

1.2 The quorum for a general meeting is ten (10) voting members, or ten percent (10%) of eligible voting members, whichever is greater.

1.3 The quorum for a special meeting or Annual general meeting is twenty-five percent (25%) of the membership.

1.4 In the absence of a quorum, business is suspended until a quorum is reached, or the meeting is adjourned or terminated. A member-requisitioned meeting is terminated. A

meeting called by the Board may be adjourned to a further day within a thirty (30) day period, upon appropriate notice, at which time if a quorum is not reached, the voting members present shall constitute a quorum.

1.5 Only business left unfinished by an adjournment, may be transacted at the continuation of the adjourned meeting.

E. Minutes

1.1. The business transacted at a Board or general or special meeting shall be recorded.

1.2 In the absence of the Board Secretary, the Board shall appoint another Board member to act as Secretary.

Part IV – Directors

A. Directors’ Responsibility

1.1 The Board of Directors is responsible for the administration of the Society’s affairs in fulfilling its Purpose as stated in the Constitution.

1.2 The Board has full authority to award bursaries and is responsible to ensure their delivery in an accountable, transparent and ethical manner.

1.3 The Board may, from time to time, change its policies and procedures for the awarding of Bursaries, so long as they do not contradict the Society Constitution and Bylaws.

B. Number of Directors

1.1 The Society shall have no fewer than seven (7) and no more than eleven (11) directors.

C. Composition

The Board shall consist of the following positions: President, Past President, Vice-President, Secretary, Treasurer, and Vice-Treasurer, comprising the executive members, plus if available, Members at Large, and one ex officio Director appointed by the Club’s Board of Directors. Officers of the Board shall be determined annually, at the first Board meeting after the Annual General Meeting, by the members of the new Board of Directors. Other than the President, any Director may occupy up to two (2) positions.

D. Election of Directors

1.1 The Directors shall be elected at each Annual General Meeting of the **Club**, by Members entitled to vote.

1.2 A Nominating Committee of three (3) Members shall be appointed by the Club’s Board of Directors. It is the responsibility of this Committee to develop a slate of eligible and willing candidates to fill the required positions.

1.3 The slate of nominees shall be provided to the Members at least one week prior to the Annual General Meeting of the Club. At the meeting, the Nominating Committee shall present its nominees, and open and close nominations from the floor.

1.4 In all other respects, the election shall be managed by the Chair of the Club's Annual General Meeting, and governed by the Club bylaws.

1.5 Directors elected or appointed must provide written consent of their acceptance of the nomination if they are unable to attend the Annual General Meeting.

E. Terms of Office

1.1 Directors are elected for two (2) years, and may be re-elected once, for a maximum of four (4) consecutive years, but may be re-elected after a one-year absence from the Board.

1.2 The Director chosen as President may only serve for two (2) consecutive years in that capacity, but may be chosen again after a one-year absence from the position.

1.3 Directors' terms of office coincide with the date of the Annual General Meeting of the **Club**, at which each member of the Board was elected.

F. Vacancy on the Board

1.1 The Board may at any time, appoint a director to fill a vacancy that has arisen for any reason, and that Director shall serve until the original term of that position expires.

Part V – Board of Director's Meetings

A. Meeting Regulations

1.1 The President alone, or the Vice-President, or two (2) other Directors, together, may call a meeting.

1.2 Two (2) days' notice of a meeting must be given, unless all Directors agree to a shorter period.

1.3 Absence of notice to a director does not invalidate proceedings at a meeting.

1.4 Directors may conduct their meetings as they may determine, but a written record must be kept of any decision involving a vote.

1.5 The Quorum for transaction of business is a majority of the Directors holding office at that time.

1.6 Board meetings may be held electronically and voting by email is allowed with two-thirds (2/3) of Board members voting.

Part VI – Responsibilities of Members of the Board

A. General

1.1 Board members shall at all times exercise their offices and fulfill their responsibilities in good faith and with due diligence, in a reasonable manner, and in the best interests of the Society.

1.2 Board members shall respect and support the Society's Constitution and By-Laws, keep confidential all matters determined by the Board to be confidential, and immediately declare any personal, actual or perceived conflict of interest.

1.3 A contract or other record to be signed on behalf of the Society, must be signed by at least two (2) Directors, as specified in the Society bylaws.

1.4 No Director shall receive remuneration for being a Director, but subject to the Act, the Board may approve remuneration to a Director for services provided in another capacity.

B. President

1.1 The President is the Chair of the Board, and is responsible for supervising the other Directors in the execution of their duties.

1.2 The President chairs meetings of the Board, and any other meetings of the Society, and prepares agendas as required.

1.3 The President acts as spokesperson for the Society, and ensures appropriate and timely communication to the members, to the **Club** Board of Directors, and to the public.

1.4 The President sits as a voting member of the **Club's** Board of Directors

1.5 The President annually appoints a member of the Board to sit as a voting member of the **Club's** fundraising committee.

1.6 The President is a signing officer.

C. Vice-President

1.1 The Vice-President stands in the place of the President, when required or requested.

1.2 The Vice-President may take on other specific tasks from time to time as requested by the President.

D. Past-President

1.1. The Past-President provides advice to the Board.

1.2 The Past-President may take on other specific tasks from time to time, as requested by the President.

E. Secretary

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

- 1.1 taking minutes of Board meetings and any other Society meetings, and distributing them appropriately and on a timely basis.
- 1.2 issuing notices of general and special meetings
- 1.3 keeping the Minutes and any other records of the Society in accordance with the Act.
- 1.4 filing the Annual Report of the Society and making any other filings with the Registrar, as may be required under the Act.
- 1.5 preparing and submitting a copy of all minutes, Constitution and Bylaws, to be filed with the **Club's** archives at the Sechelt Public Library.

F. Treasurer

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

- 1.1 receiving and banking monies collected from Members and other sources.
- 1.2 keeping accurate and complete records of the Society's financial transactions
- 1.3 preparing and presenting the Society's financial statements, at Board meetings, and at general meetings.
- 1.4 making the Society's filings respecting taxes and its charitable status.
- 1.5 issuing charitable receipts for funds received over CDN\$20.
- 1.6 acting as a signing officer,
- 1.7 seeking advice annually, along with other Board members, from an investment advisor.
- 1.8 making investments, with a two-thirds ($\frac{2}{3}$) approval of the Society Board.

G. Vice-Treasurer

1.1 The Vice-Treasurer shall act in the place of, or assist the Treasurer when required or requested.

1.2 The Vice-Treasurer shall be a signing officer.

Part VII - Bursary Funds

1.1 The number and amount of Bursaries awarded are at the sole discretion of the Society Board.

1.2 All funds received by the Society shall go to the Bursary Fund, which may, at the discretion of the Board, be composed of any combination of monies held in liquid form, long-term investments or endowments.

Part VIII - Criteria for Awarding Bursaries

1.1 To be eligible for a bursary, recipients must be:

- A woman 21 years of age or older
- A resident of the Sunshine Coast for at least one (1) year
- Pursuing post-secondary education at a government recognized educational institution or through an accredited on-line course

1.2 Applicants cannot be a member of the Club or the immediate family of a member.

Part IX - Financial Reporting Provisions

1.1 Annually, the Board shall appoint a qualified person who is a non-member, who shall review the financial records of the Society, and provide a report to the Treasurer.

1.2 The financial statements provided shall show the records for the existing fiscal year, compared to the records for the fiscal year preceding.

1.3 The fiscal year of the Society shall be from May 1st to April 30th each year.

1.4 The financial statements and the Reviewer's report shall be provided to the Members ten (10) days prior to the Annual General Meeting.

Part X - Amendment to the Constitution and Bylaws

Subject to the Societies Act and Regulations, the Constitution and Bylaws of the Society may be amended or altered by a special resolution passed by a majority of not less than two-thirds ($\frac{2}{3}$) of Society members who are entitled to vote and are present at a general, special or Annual General meeting of the Society. Any alteration to the Constitution or Bylaws of the Society will take effect on the date the alteration application is filed with the Registrar in accordance with the Act.

Part XI - Dissolution

In the event of the dissolution of the Society, any remaining assets, after payment of all liabilities, shall be given to the Sunshine Coast Community Foundation. This provision was previously unalterable.