

**THE UNIVERSITY OF BRITISH COLUMBIA LAW ALUMNI ASSOCIATION**

*(A division of the University of British Columbia Alumni Association)*

**CONSTITUTION AND BYLAWS**

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## CONSTITUTION AND BYLAWS OF THE UBC LAW ALUMNI ASSOCIATION

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### **Part One: Name**

1. This division of the University of British Columbia Alumni Association shall be called the UBC Law Alumni Association (the “Association”).

### **Part Two: Purpose and Objects**

2. The purpose of the Association shall be to promote the interests of the Faculty of Law of the University of British Columbia and to encourage and facilitate the support by Members of the Association and other friends of the Faculty of Law and the activities of the Faculty of Law and the Association.

### **Part Three: Membership**

3. The following persons shall be Association Members:
  - (a) every graduate of the Faculty of Law of the University of British Columbia; and
  - (b) other persons as elected to membership by a majority vote of the Board of Directors.

### **Part Four: Board of Directors**

4. The Board of Directors shall consist of at least fifteen (15) but no more than thirty (30) Members including three appointed Members and four ex officio Members.
5. The three appointed Members shall include two representatives from the British Columbia judiciary, and one faculty member from the UBC Faculty of Law other than the Dean of the Faculty of Law. Appointments shall be made by a majority vote of the Board of Directors.
6. The four ex officio Members shall include:
  - (a) the Dean of the UBC Faculty of Law, or his or her designee;
  - (b) the President of the UBC Law Students’ Society;
  - (c) the immediate past-President of the Association; and
  - (d) the staff person designated by the Dean to provide services to Law Alumni.

7. Elections of Members to the Board of Directors are to be held at the Annual General Meeting. Elected Members of the Board shall hold office for renewable terms of three (3) years.
8. The Board of Directors may, by majority vote, appoint interim members of the Board, who shall, during the terms of their respective appointments (which shall be until the next Annual General Meeting of the Association), have all of the rights and obligations of regular members of the Board. The total number of regular and interim Board members cannot exceed thirty (30).
9. Quorum at a Board of Directors meeting shall consist of at least eight (8) Members of the Board of Directors.

#### **Part Five: Board of Directors' Duties**

10. The Board of Directors shall conduct all Association business including the formulation and implementation of Association policies.
11. The Board of Directors shall create committees as is deemed necessary. Any committee will have a chair appointed by the President. In performing its duties, the Board of Directors shall receive and comment upon the reports of all committees and those of the officers and appointees performing such duties and tasks as have been assigned to them.
12. Any vacancy in an Association office, or in a position on the Board of Directors, shall be filled by a Board of Directors' appointee for the unexpired term for the office.

#### **Part Six: Officers**

13. The Association's officers shall include a President, Vice-President, Secretary and Treasurer. Appointments to these offices shall be made by a majority vote of the Board of Directors.
14. When the term of an officer expires, the officer may seek a second term. The Board of Directors, at their first meeting (held immediately following the Annual General Meeting), shall elect an officer to a vacant office.
15. The office of President shall have a term of three years. No person shall be President for more than six (6) consecutive years unless approved by a unanimous resolution of the Board of Directors.
16. There shall be no restriction on the length of time a Member may serve as Vice-President, Secretary or Treasurer.
17. At the discretion of the Board of Directors, the offices of Secretary and Treasurer may be combined into one office of Secretary-Treasurer.

## **Part Six: Officer Duties**

18. The President shall be the chief executive officer for the Association and shall:
  - (a) preside at all Board of Directors' meetings;
  - (b) vote only in the case of a tie;
  - (c) ensure the Association acts within its purposes and objects;
  - (d) be an ex officio member of all committees;
  - (e) supervise other officers in the execution of their duties;
  - (f) supervise the conduct of all Association business;
  - (g) present a report of the Association activities at Annual General Meetings of the Association; and
  - (h) undertake such other duties as may be required by this office.
19. The Vice-President shall:
  - (a) assist in the discharge of the President's duties;
  - (b) replace the President should the President be unable to fulfil the term of office; and
  - (c) undertake such other duties as may be required by the Board of Directors.
20. The Secretary shall:
  - (a) conduct Association correspondence;
  - (b) issue notices of Association meetings including:
    - (i) Annual General Meetings;
    - (ii) Extraordinary General Meetings; and
    - (iii) any other meeting, including special events or events promoted or sponsored in part by the Association.
  - (c) keep minutes of any meeting and distribute minutes to Members; and
  - (d) retain custody of all records, documents, seals or other Association property as required by the Board of Directors.
21. The Treasurer shall:

- (a) manage the financial affairs of the Association;
- (b) keep the Association's financial records;
- (c) render the financial statements to the Board of Directors and the Members when required; and
- (d) be available and ready to report the Association's financial position at each regular meeting, Annual General Meeting or Extraordinary General Meeting.

#### **Part Eight: Meetings**

- 22. The President shall hold regular meetings of the Board of Directors on at least a bi-monthly basis.
- 23. The Annual General Meeting of the Association shall be held on a day and at a time and place to be chosen by the Board of Directors.
- 24. An Extraordinary General Meeting must be called at any time by the President at the request of a majority of the Board of Directors, or upon petition, signed by twenty-five (25) Members, disclosing the purpose of the requested meeting. Such Extraordinary General Meetings shall be held at such time and place as the Board of Directors may determine, providing that the Extraordinary General Meeting be held within a reasonable time after the receipt of such a petition or after the adoption of the Board of Directors' motion requesting such a meeting.
- 25. Notice of an Annual General Meeting and an Extraordinary General Meeting shall be published at such time and in such manner as shall be determined by the Board of Directors provided such publication shall be made not less than fourteen (14) days nor more than fifty (50) days before the meeting.
- 26. Ten (10) Members present at an Annual General Meeting or an Extraordinary General Meeting shall constitute a quorum.

#### **Part Nine: Amendments**

- 27. Amendments to the Constitution may be made by a two-thirds majority vote of those Members present at the Annual General Meeting or the Extraordinary General Meeting where the changes are proposed.