

BRITISH COLUMBIA ASSOCIATION OF SOCIAL WORKERS

(the "Association")

CONSTITUTION

Article I NAME

The Society shall be known as the British Columbia Association of Social Workers.

Article II PURPOSES

The purposes of the British Columbia Association of Social Workers are:

- (1) to provide a distinct voice for the profession of Social Work in British Columbia and to serve as an authoritative source of information on the practice of Social Work in British Columbia;
- (2) to encourage and initiate activities appropriate to the strengthening and unifying of the Social Work profession with the goal of enhancing members' identification with the profession and practice of Social Work;
- (3) to assist and promote the development of high professional standards of practice consistent with the Code of Ethics adopted by the British Columbia Association of Social Workers including assisting in and promoting the provision of continuing education and supportive working environments in the interests of promoting quality service;
- (4) to promote awareness of the scope and value of Social Work services with the public and to other organizations;
- (5) to advocate for social policy and social services delivery that will promote equality and will enhance the health and well-being of all British Columbians;
- (6) to advance the professional, social and economic well-being of social workers;
- (7) to encourage studies and research in issues and topics relevant to the knowledge and practice of the Social Work profession.

BRITISH COLUMBIA ASSOCIATION OF SOCIAL WORKERS

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BYLAWS

1. Mission Statement

We are the professional association of social workers in British Columbia and promote the profession of social work. We advance social work practice and values to create a just and compassionate society.

2. Place of Operations

The operations of the Society are to be carried on throughout the Province of BC but chiefly administered in its offices in the greater Vancouver area.

3. Membership

Eligibility for membership in the Association is based on the applicant for membership:

- 3.1 having obtained a Baccalaureate Degree, Master Degree, or Doctoral Degree from a program of social work education recognized by the BC College of Social Workers in B.C. ("BCCSW"); or
- 3.2 having achieved a non-Canadian academic qualification equivalent to that set out in Bylaw 3.1 from a recognized social work education program as determined by BCCSW; or
- 3.3 being a Registered Social Worker in the province of British Columbia; or
- 3.4 being a student enrolled in a recognized social work degree program.

4. Categories of Members and Affiliates

4.1 Members

4.1.1 Professional Members: This category of Members comprises residents of British Columbia, or of a region of Canada where there is no Association of Social Workers, who meet the educational qualifications set out in Bylaw 3 or who are registered by the BCCSW. These Members may be fully employed, partially employed, not employed or retired; and

4.1.2 Student Members: This category of Members comprises residents of British Columbia enrolled as students in a recognized social work program leading to a BSW, MSW, DSW or PhD.

4.2 Affiliate Members

4.2.1 Associates: This category is comprised of individuals not eligible for professional membership but who choose to affiliate with the Association; and

4.2.2 Student Associate: This category is comprised of individuals enrolled in certificate/diploma programs in the Social Service Worker discipline.

4.3 **Affiliates** shall not be eligible to hold office at the Branch or Provincial level but shall be entitled to attend all functions of and receive all communications from the Association and to participate in all Branch activities.

5. Voting Rights

5.1 Members shall have the right to attend and vote at all general meetings of the Association and under all systems of voting including electronic systems and in any referendum provided for by these Bylaws.

5.2 Affiliates shall not have the right to vote at any special general meetings of the Association or under any system of voting authorized by these Bylaws, including a referendum, and shall be entitled to receive notice of and to attend, but not vote, at all annual general meetings of the Association.

6. Conditions and Responsibilities of Membership and Affiliation

6.1 Membership and affiliation in the Association are non-transferable and must be renewed annually by payment of the prescribed fees.

6.2 All Members and Affiliates shall agree to abide by the Bylaws of the Association and the Code of Ethics of the Association referred to in Bylaw 11.

7. Application for Admission as a Member or Affiliate and Good Standing

7.1 All applicants shall apply for membership or affiliation in the Association by submitting an application to the Association, stating the category of membership or affiliation being applied for, together with the appropriate fee.

7.2 All applicants for membership or affiliation may be admitted by the Association when the applicant has clearly met the appropriate eligibility requirements.

7.3 All Members and Affiliates are in good standing so long as they are Members or Affiliates, as applicable, of the Association.

8. Fees

8.1 The authorized fee categories are as follows: Professional Members (Including Practising, Not Employed/Reduced Hours, Retired, and Retired with Thirty (30) Years Continuous Membership, Student Members, Associates.

8.2 The annual fee to be in effect throughout and applicable to a calendar year for each fee category shall be prescribed by the Board of Directors of the Association (the "Board") on or before November 30th in the preceding calendar year by resolution passed by a two-thirds (2/3) majority vote at a duly constituted meeting of the Board.

8.3 Every Member and Affiliate shall be required to pay the relevant annual fee in each calendar year on admission or on the anniversary date of their admission to membership. Membership or Affiliation shall be automatically terminated if the relevant fee has not been paid within thirty (30) days of the said admission date or anniversary date. The directors of the Association (the "Directors") shall not be obligated to provide reminder notices or otherwise inform Members or Affiliates of the commencement or status of the 30-day payment period.

9. Termination of Membership or Affiliation

9.1 A person's membership or affiliation in the Association shall be terminated upon the non-payment of the current annual fee by the date specified in Bylaw 8.3.

9.2 If a Member or Affiliate is found guilty in civil or criminal court of an offence that contravenes the Code of Ethics, that individual may be terminated from membership or affiliation, as applicable, in the Association by the Board.

9.3 A Member or Affiliate whose Registration Certificate has been revoked after a hearing by the BCCSW or by any other duly constituted professional regulatory organization may be expelled by a resolution of the Board.

9.4 The Board may develop additional policies regarding termination of membership and/or affiliation.

10. Reinstatement

10.1 Any person whose membership or affiliation has been terminated for non-payment of fees in any year shall be reinstated upon payment of the current year's fees as at the time of payment and any reinstatement fee as may be in effect at that time.

10.2 Any person whose membership or affiliation has been terminated for any reason may apply to the Board for reinstatement. His or her application shall be considered at a duly constituted meeting of the Board of which all of the Directors and the applicant have been given ten (10) days' written notice. Such applicant shall have the privilege of attending the meeting in person or being represented. The application shall be considered by the Board which shall have the power either to reinstate the Member or Affiliate or continue the suspension or termination, provided that any decision to reinstate the Member or Affiliate shall be by a two-thirds (2/3) majority of the Board members present.

11. Code of Ethics

11.1 The Code of Ethics of the Association shall be the Code of Ethics adopted by the Association and dated January, 2003, as the same may be amended or replaced from time to time.

11.2 Every Member and Affiliate shall practice according to the Code of Ethics.

12. General Meetings

12.1 Annual Meetings

12.1.1 There shall be an Annual General Meeting ("AGM") of the Association, which shall take place not later than the thirtieth (30th) day of November in any year, at such place as may be designated by the Board. Notice of such AGM shall be given at least sixty (60) days before the date of such AGM to all Members and Affiliates in good standing as at the date of commencement of mailing of notice. The purpose of the AGM is for the Directors to report to the membership and affiliation on the activities of the Association over the past year and to receive feedback and input from Members and Affiliates on the functioning of the Association. Further, the AGM serves to meet the legal requirements of the Association as per the British Columbia Society Act.

12.1.2 All Members in good standing in accordance with these Bylaws are eligible to vote on all matters coming before the AGM.

12.1.3 At each AGM there shall be presented verbally and submitted in written format for ratification:

- The report of the President;
- The report of the Executive Director;
- The report of the Treasurer;
- The financial statement and the report of the auditors of the previous year;
- The matter of the appointment of the Auditors for the ensuing year;
- Branch reports;
- Report of the Canadian Association of Social Workers ("CASW") Representative appointed under Bylaw 30;
- Reports from the Standing Committees; and
- Report of the Nomination Committee.

12.1.4 A quorum at an AGM shall consist of fifteen (15) Members in good standing.

12.2. Special Meetings

12.2.1. The Board may call a special general meeting of the Members (a "Special Meeting") at any time, and shall be required to call a Special Meeting upon written petition to do so with specific language and purpose relevant to the purposes of the Association, which has been signed by at least ten percent (10%) of the Members in good standing.

12.2.2 The Special Meeting shall be held in such place as designated by the Board and may be carried out electronically or by other remote tools.

12.2.3 Notice of such Special Meeting shall be given at least thirty (30) days prior to the date of such Special Meeting to all Members in good standing as at the date of commencement of mailing of notice.

12.2.4 All Members in good standing shall be eligible to vote on all matters coming before the Special Meeting.

12.2.5 A quorum shall be the same as for an AGM.

12.3 Rules of Order

12.3.1 Robert's Rules of Order, current edition, shall govern procedure at all meetings of the Association to the extent that they are not inconsistent with the Constitution and Bylaws of the Association and any special rules adopted in accordance with them.

12.3.2 A Consensus Decision Making Model may be adopted by the Board of Directors for regular meetings.

12.4 Voting by Proxy

Voting by proxy is not permitted.

13. Officers

The Executive Officers of the Association (collectively, the "Executive Committee") shall include a President, Past President, Vice-President, Secretary, Treasurer, CASW Representative, and Indigenous Liaison Representative who shall be members of the Board. A Member who is not a Director may be appointed to the Executive Committee.

14. Duties

14.1 The President shall:

14.1.1 Perform the usual duties and exercise the usual powers of a presiding officer as defined in Robert's Rules of Order subject to the provisions of the Constitution and Bylaws of the Association and any special rules adopted in accordance with them.

14.1.2 Exercise the overall governance of the executive functions of the Association.

14.1.3 Represent the Board between its meetings and report to the Board on these interim actions.

14.1.4 Preside at the AGMs and Executive Committee meetings.

14.1.5 Attend Presidents meetings of CASW.

14.1.6 Be ex-officio, a member of all Standing Committees.

14.1.7 is available to staff for consultation on Association matters.

14.2 The Past President shall:

14.2.1 Act as an advisor to the President and perform such other duties as are assigned by the President.

14.2.2 Perform such duties and exercise such authority as shall be delegated or assigned by the President.

14.3 The Vice-President shall:

14.3.1. Perform the duties of the President in the President's absence and such other duties as assigned by the President.

14.3.2 Assist the President in performing the duties of office.

14.3.3 Perform such further duties and exercise such authority as shall be assigned or delegated by the President.

14.4 The Secretary shall:

14.4.1. Be responsible for all records of the Association except those related exclusively to finance.

14.4.2 Keep or cause the Executive Director appointed under Bylaw 15 to keep a register of the members of the Board and the Members.

14.4.3 Prepare and keep or cause to be prepared and kept the minutes of Meetings of the Board, the Executive Committee and the Nominating Committee.

14.4.4 Ensure that all Members are notified of all general and other meetings of the Members.

14.5 The Treasurer shall:

14.5.1 Oversee the financial affairs of the Association.

- 14.5.2 Propose an annual budget to the Board.
- 14.5.3 Report to the members and Board regarding the finances of the Association.
- 14.5.4 Ensure that the annual audit is conducted.

14.6 CASW Representative shall:

- 14.6.1 Ensure that the Board is well informed of the activities and directions of CASW
- 14.6.2 Be informed as to the directions and activities of BCASW adequately to be able to represent BCASW's interests at the CASW table.

14.7 Indigenous Liaison Representative shall:

- 14.7.1 Support the BCASW Board to achieve the goals of Truth and Reconciliation with Indigenous peoples of British Columbia
- 14.7.2 Provide culturally appropriate advice, perspectives, and ideas on Indigenous historical, geographical, cultural, or linguistic matters to aid the Board in developing enhanced decisions.

15. Executive Director

The Executive Director shall be appointed by the Board and shall, under the supervision of the Executive Committee, be responsible for the general direction of the affairs and operations of the Association in accordance with policies adopted by the Board. The Executive Director shall be expected to operationalize the responsibilities of the Executive Committee.

16. Governing Bodies

- 16.1 The Governing Bodies of the Association shall be the Board and the Executive Committee.
- 16.2 The function of the Board shall be to formulate policy on matters relating to the implementation of the objectives of the Association and to oversee the implementation of such policies. Without excluding the generality of the foregoing, the duties of the Board shall include:
 - 16.2.1 Filling any vacancy that may occur among the elected members of the Board for the remainder of the period to be served.
 - 16.2.2 Determining the appointment of chairpersons to the Committees of the Association, the length of offices on the Committees, the termination of membership on the Committees, the filling of vacancies on the Committees, the formulation of policy, practice and procedure of the Committees, and the receipt of reports of the Committees.
 - 16.2.3 Responding to all matters relating to membership.
- 16.3 The Board shall meet a minimum of five (5) times in the course of the year.
- 16.4 The function of the Executive Committee shall be to implement the policies formulated by the Board and to discharge the routine business of the Association.

Without excluding the generality of the foregoing, the duties of the Executive Committee shall include:

16.4.1 Supervising the expenditure of money according to the annual budget.

16.4.2 Directing the implementation of the reports of the Association's Standing and ad hoc committees in accordance with policies of the Association.

16.4.3 Supervising and directing the Executive Director in the execution of his/her duties.

15.4.4 Formulating policy as required between meetings of the Board, provided that such policies are not inconsistent with those adopted by the Board at an AGM.

16.5 The Executive Committee shall meet regularly at the call of the President, not less than five (5) times in the course of the year.

16.6 Composition of Board

The Board shall consist of the Past President, President, Vice-President, Secretary, Treasurer, and up to four Members-at-Large, all elected by the Members; one (1) representative from each Branch each of whom shall be appointed by Members of that Branch or, in the case of an inactive Branch, the Board may nominate a Representative; a Student Representative; an Indigenous Liaison Representative; and the CASW Representative.

17. Terms of Office of Officers and Board Members

17.1 The President shall be elected for a term of two (2) years.

17.2 The immediate Past President shall be appointed as a member of the Executive Committee and Board for a term of two (2) years.

17.3 Every other year, the Vice-President, Treasurer and half the remaining Board members will be elected each for a two (2) year term.

17.4 In alternate years, the President, Secretary and half (1/2) the remaining Board members will be elected each for a two (2) year term.

17.5 No officer or Board member shall serve for more than three (3) consecutive full terms or six (6) years with the exception of the Past President and/or CASW representative; except under special circumstances approved by two thirds (2/3) of the Board.

17.6 A Board member shall be deemed to have resigned from the Board in the event that he/she:

17.6.1 Ceases to be a Member in good standing; or

17.6.2 Fails to attend three (3) consecutive meetings of the Board, whether face to face or by teleconference, without giving reasons acceptable to the Board.

17.7 A Director shall be removed from the Board by resolution of the Board if membership is suspended or cancelled under Bylaw 8 or 9. The Board may appoint a replacement for a Director so removed.

17.8 A Director may be removed from the Board by Special Resolution (as defined in the Society Act) of the Members. The Board may appoint a replacement for a Director removed.

17.9 A Student Member may be appointed to sit on the Board for an academic year.

18. Remuneration of Directors and Officers

18.1 Members of the Board and Officers are not entitled to receive remuneration for work done in the performance of their duties on the Board or in carrying out their office.

18.2 Any Director, Committee Member or Officer may be reimbursed for reasonable expenses incurred in the performance of duties for the Association. Coverage and rates to be established by the Board from time to time.

19. Standing Committees

19.1 Standing Committees and Fields of Practice Divisions may be established by the Board or as authorized at any AGM or Special Meeting, the duties of which shall be determined and allocated by the Board.

19.2 The Board shall appoint members to chair Standing Committees and Fields of Practice Divisions.

19.3 Standing Committees and Fields of Practice Divisions shall meet at the call of the Chair. A record of work and deliberations shall be kept, which shall be available to the Executive Committee and the Board at the request of the President. These Standing Committees and Fields of Practice Divisions are regularly accountable to the Board and are required to submit a written report of their activities, as requested by the Board, at least once per year.

19.4 Standing Committee Chairs are encouraged to attend and participate in regular Board meetings as non-Members.

19.5 There will be at least four Standing Committees including Nominations, Membership, Human Resources, and Annual Conference Planning.

19.6 Other committees may be established as required.

20. Nominations and Elections

20.1 There shall be a standing Nomination Committee that shall be responsible for carrying out all the details concerning elections. The membership of this committee shall be reviewed and confirmed at the first Board meeting after each AGM.

20.2 The Nomination Committee shall consist of a chair, who shall be the incumbent Past President, and at least four (4) members appointed by the Board. Two (2) members of the Nomination Committee shall be Members who are not Directors and two (2) shall be from the Board.

20.3 The Nominating Committee shall solicit nominations to the Board from all Members in good standing **sixty (60) days** calendar days in advance of an AGM.

20.4 The Nominating Committee shall conduct an election to be held by ballot forwarded to each Member in good standing at least **thirty (30) calendar days** in advance of the AGM, such ballot to be delivered to each Member and returned by the Members to the Association in accordance with Bylaw 31.

20.5 In case of an election, Board members will be deemed to have been elected by a simple majority of all ballots returned not less than **fifteen (15) days** prior to the Annual Meeting.

- 20.6 Board members may be elected by acclamation.
- 20.7 Voting may be carried out electronically.

21. Referenda

- 21.1 The Board may hold a referendum of Members on any question affecting the Association's interest. A referendum shall be carried out by the Board by delivering a copy of the question to be voted on (the "Referendum Ballot") to all Members in good standing as at the date of commencement of mailing of Referendum Ballots. Referendum Ballots shall be delivered to each such Member and returned by Members to the Association in accordance with Bylaw 31.
- 21.2 A Majority for such vote shall be a simple majority of Members voting for all matters required by these Bylaws or the Societies Act to be approved by an Ordinary Resolution and sixty-six percent (66%) for all matters to be approved by a Special Resolution.
- 21.3 A referendum shall be held upon written petition to the Board to do so which sets forth the specific language to be written in the referendum and which has been signed by at least twenty-five percent (25%) of Members in good standing.
- 21.4 Referenda may be carried out electronically.

22. Branches

- 22.1 The Association may establish and maintain one or more branch societies with the powers, not exceeding the powers of the Association that the Association confers.
- 22.2 Branches shall be formed as approved by the Board.
- 22.3 Branch boundary changes may be authorized by the Board.
- 22.4 Each Branch may have its own Constitution and Bylaws or Terms of Reference which shall be subject to the approval of the Board and which shall not be inconsistent with the Constitution and Bylaws of the Association.

23. Non-Branch Areas

- 23.1 Non-Branch areas shall be formed as approved by the Board.
- 23.2 Modification of non-branch areas shall be established by referenda as detailed in Bylaw 21.

24. Borrowing and Investing Powers

- 24.1 The Board may borrow or raise money in such manner as it sees fit, and may issue debentures or grant mortgages on real and personal property of the Association, and pledge or hypothecate any or all of the assets of the Association to secure repayment of moneys borrowed; provided, however, that no debentures or mortgage bonds shall be issued without authority of a Special Resolution of the Association.
- 24.2 The Board may invest such surplus or reserve funds that may from time to time exist in bond issues subject to the provisions of the British Columbia Trustees Act (1948); provided, however, that such action taken by the Board shall be subject to ratification by the membership at the next ensuing Annual Meeting.

25. Indemnification

Every Director or Officer of the Association, or person authorized by the Association to undertake a liability on behalf of the Association, and their heirs, executors, administrators and estates, respectively, shall be indemnified against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by her/him in respect of any civil, criminal or administrative action or proceeding brought against her/him by reason of the execution of her/his duties or authorized actions, provided that the matter is covered by the Association's professional indemnity insurance, and excluding any dishonest, fraudulent, criminal, willful, malicious, or knowingly wrongful act, error, omission, statement, or misstatement; acts for personal gain or advantage to which the said person or persons are not legally entitled; or any other matter excluded by the said insurance policy.

26. Acquisition of Property

The Board may acquire and take by purchase, donation, devise, lease or otherwise, real and personal property, and may sell exchange, mortgage, lease, let, improve and develop the same, and erect and maintain thereon any necessary buildings, and take in gift of real and personal property, whether subject to any special trust or not, for any one or more of the objectives of the Association, provided that any purchase or sale of any real and personal property or buildings shall be approved by the membership at a General Meeting of the Association or authorized by a Special Resolution or Referendum of the Association.

27. Examination of Records and Books

All books, documents and other records of the Association shall be kept in the possession of the Association and may be examined by any Member in good standing upon giving the Board due notice in writing. This policy does not apply to records or files of individuals, which shall be kept confidential, but may be accessed by the individual named therein.

28. Amendments to Constitution and Bylaws

Amendments to the Constitution and Bylaws shall be made by Special Resolution passed by a sixty-six percent (66%) affirmative vote of the Members by mail-in/electronic ballot which shall be circulated to the membership sixty (60) days in advance of an Annual Meeting or project implementation dates. The Members shall have thirty (30) days in which to respond to the question(s) or such longer period as may be specified in the ballot or correspondence forwarding the ballot. Ballots shall be delivered to each Member in good standing as at the date of commencement of mailing of ballots and returned by such Members to the Association in accordance with Bylaw 31.

29. Interpretation of Constitution and Bylaws

The Board with legal consultation as required shall have authority to interpret this Constitution and Bylaws and any rules adopted in accordance with the Constitution and Bylaws, and its interpretation shall be conclusive.

30. Relationship to Outside Organizations

As the Association is a member of CASW, the Board shall appoint a Member of the Association (the "CASW Representative") for election to the board of directors of CASW for a two-year term or portion thereof, which may be renewed for a further term of two years, not to exceed six (6)

years. The CASW Representative, if not already a member of the Board of the Association, shall be appointed as a Board member. Appointees shall be Members in good standing, have experience on the Board and be able to represent the current perspective of the Association.

31. Notices and other Deliveries

31.1 A notice or other delivery may be given to a Member, Affiliate or a Director either personally, by delivery, facsimile or electronic mail, or by first class mail posted to such person at his or her such address as recorded in the appropriate register maintained by the Association.

31.2 A notice or other delivery sent by mail shall be deemed to have been given on the second day following that on which the notice or other delivery is posted, and in proving that notice or delivery has been given by mail it is sufficient to prove that the same was properly addressed and put in a Canadian post office receptacle with adequate postage affixed, provided that if there is, between the time of posting and the deemed giving of the notice or time of delivery, a mail strike or other labour dispute which might reasonably be expected to delay the delivery of such notice or other delivery by the mails, then such notice or other delivery will only be effective when actually received. Any notice or other delivery delivered either personally or by delivery, facsimile, electronic mail or first class mail will be deemed to have been given on the day it was so delivered or sent.

31.3 Members may return ballots received under any system of voting by mail provided for in these Bylaws, including under a referendum, to the Association either personally, by delivery, facsimile or electronic mail, or by first class mail posted to the Association by the date and to the address set out in the ballot or other correspondence forwarding the ballot to Members, provided that any such method of returning ballots is not restricted by such correspondence.