
Green Party Political Association of British Columbia 3/4 Vote

Resolution to Approve Third Further Amended Bylaws WHEREAS:

- A. The Green Party Political Association of British Columbia (the “Party”) is a political association whose name and purpose are set out in its constitution.
- B. The Party is governed, inter alia, by a set of bylaws which were originally adopted on May 23, 2015 in Nanaimo, BC at the 2015 annual general meeting and convention (the “Bylaws”).
- C. The Government of British Columbia has now enacted the *Societies Act* [SBC 2015] Part 6, Division 1 [the “New Act”] which replaced the *Society Act*, R.S.B.C. 1996, c. 433.
- D. The Party has amended its Bylaws in order to ensure they are in compliance with the New Act (the “Amended Bylaws”), to make certain housekeeping amendments (the “Further Amended Bylaws”), and to address privacy and the protection of private information (the “Second Further Amended Bylaws”).
- E. The Party now wishes to make several additional amendments to the Second Further Amended Bylaws in order to address a couple of housekeeping items, create a new Youth Councillor-at-Large seat on Provincial Council, expand the eligibility of Councillor positions including the Youth Councillor-at-Large to include sixteen and seventeen year olds provided they make up less than a majority of Council, to allow honorariums for Councillors, and to reflect the new Riding Association Agreement.

IT IS RESOLVED AS A 3/4 VOTE RESOLUTION THAT:

- A. The members of the Party hereby approve the amended Bylaws (the “Amended Bylaws”) as set out at schedule A to this resolution.
- B. The Party is hereby authorized to file the Amended Bylaws with the corporate registry.
- C. The Party is authorized to accept all changes and delete all explanatory comments prior to filing the Amended Bylaws (authority to file a clean version of the Amended Bylaws).

END OF RESOLUTION

Bylaws

1. INTERPRETATION

2. ADMISSION OF MEMBERS

3. WHEN MEMBERSHIP CEASES AND EXPULSION OF MEMBERS

4. GENERAL MEETINGS

5. VOTING RIGHTS & PROCEEDINGS AT GENERAL MEETINGS

6. ELECTION, APPOINTMENT, REMUNERATION AND REMOVAL OF PROVINCIAL COUNCILLORS

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8. ELECTION OF THE LEADER

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10. RIDING ASSOCIATIONS AND REGIONAL RIDING ASSOCIATIONS

11. OMBUDS

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14. PRIVACY

15. AMENDING THESE BYLAWS

Code of ethics

1. GENERAL CONDUCT

2. GPPABC COMPLAINTS AND DISPOSITION

3. THE COMPLAINTS PROCESS

APPENDIX

REFERENCES

Bylaws

1. INTERPRETATION

1.1. In these Bylaws:

“Annual Fee” means the annual fee set by Provincial Council pursuant to Bylaw 2.2;

“Annual General Meeting” means the annual general meeting of the Party;

“Bylaws” means the bylaws of the Party;

“Councillors” means the directors of the Party elected or appointed to Provincial Council;

“Constitution” means the constitution of the Party;

“Deputy Leader” means a deputy leader appointed by the Party Leader;

“Election Act” means the Election Act of British Columbia [RSBC 1996] Chapter 106;

“Elections BC” means the Office of the Chief Electoral Officer of British Columbia;

“Electoral District” means an electoral district referred to in section 18 of the Constitution Act, R.S.B.C. 1996, c. 66;

“Executive Director” means the Executive Director of the Party;

“Extraordinary General Meeting” means every General Meeting other than an Annual General Meeting;

“Family Member” means a spouse, common-law partner, parent, parent-in-law, sibling, sibling-in-law, child, or step-child;

“General Meeting” means a meeting of the Members;

“Interim Leader” means the interim party leader appointed by Provincial Council pursuant to Bylaw 8.3;

“Member” has the same meaning as in the Societies Act and refers to a Member of the Party;

“MLA” means a member of the legislative assembly of British Columbia;

“Ordinary Resolution” means a resolution passed at a General Meeting by a majority of the votes cast in respect of the resolution;

"Party" means the Green Party Political Association of British Columbia;

"PIPA" means; means the Personal Information Protection Act of British Columbia [SBC 2003] Chapter 63;

"Policies" means any policies, rules, or codes approved by Provincial Council pursuant to Bylaw 12.

"Provincial Council" means the board of directors of the Party;

"Provincial Office" means the location where the official records of the Party, including Provincial Council minutes, financial records and Membership lists are kept;

"RA Executive" means a team of people who provide oversight and direction for activities undertaken by the RA.

"Registered Address" means a Member's postal address as provided by the Member and, when provided by the Member, their email address as recorded in the Party's register of Members;

"Riding Association" means Members in one or more Electoral Districts who have established a Riding Association with the Party pursuant to Bylaw 12.1.3.

"Societies Act" means the Societies Act of British Columbia [SBC 2015] Chapter 18;

"Special Business" has the meaning set out in Bylaw 4.1;

"Special Resolution" means a resolution passed by at least 75% of the votes cast in respect of the resolution;

"Supporter" means;

2. ADMISSION OF MEMBERS

2.1. A Canadian citizen or permanent resident who is a resident of British Columbia may apply to become a Member by applying online via the Party website or in writing to the Provincial Office and shall become a member upon acceptance of the application.

2.2. Provincial Council may set an Annual Fee for membership in the Party.

2.3. Every Member must strive to uphold the Constitution and must comply with the Bylaws Policies.

2.4. A Member shall not be a member of another provincial political party.

2.5. Each Member is entitled to and upon request shall be provided with access to the Constitution, Bylaws, and Policies without charge.

3. WHEN MEMBERSHIP CEASES AND EXPULSION OF

MEMBERS

3.1. A person shall cease to be a Member on:

- 3.1.1. delivering their resignation in writing to the Party or by mailing or otherwise delivering it to the Provincial Office;
- 3.1.2. their death;
- 3.1.3. having failed to pay any current Annual Fee for 3 consecutive months following the due date; or
- 3.1.4. being expelled by a Special Resolution of Provincial Council.

3.3. A Member may be expelled from the Party by a special resolution of Provincial Council provided that the Member:

- 3.3.1. is given thirty days written notice of a proposed vote for expulsion;
- 3.3.2. is provided in writing with the reasons for the expulsion that will be presented in support of the vote for expulsion; and
- 3.3.3. is given an opportunity to be heard at the meeting before the vote for expulsion.

4. GENERAL MEETINGS

4.1. Special business ("Special Business") is:

- 4.1.1. all business conducted at an Extraordinary General Meeting; and
- 4.1.2. all business that is transacted at an Annual General Meeting other than;
 - 4.1.2.1. the consideration of the financial statements;
 - 4.1.2.2. the reports of any standing committee;
 - 4.1.2.3. the report of the Party's auditor;
 - 4.1.2.4. the election of Councillors;
 - 4.1.2.5. the vote on whether or not to initiate a leadership contest;
 - 4.1.2.6. the appointment of the Party's auditor; and
 - 4.1.2.7. such other business as Provincial Council has scheduled for consideration by the Members.

4.2. Notice of a General Meeting shall specify the place, the day and the hour of meeting and, in case of Special Business, the general nature of that Special Business and the full text of all Special Resolutions being considered at that General Meeting.

4.3. Notice of a General Meeting shall be issued to all Members and any auditor 30 to 60 days prior to the General Meeting.

4.4. The inadvertent failure to give notice of a General Meeting to, or the non-receipt of a notice by, any of the Members entitled to receive notice does not invalidate proceedings at that General Meeting.

4.5. Notice of an Annual General Meeting shall include ballots or directions for voting on the Councillor positions up for election and on whether or not to initiate a leadership contest before adjournment of the following Annual General Meeting.

4.6. A notice of call for resolutions and nominations for Councillor positions shall be issued to all Members no less than 60 days prior to an Annual General Meeting.

4.7. An Extraordinary General Meeting may be convened by:

4.7.1. a petition presented to Provincial Council bearing the signatures of at least ten percent of the Members;

4.7.2. an ordinary resolution of Provincial Council; or

4.7.3. an ordinary resolution of a General Meeting.

4.8 A matter requested by 5% of the Members shall be included in the notice and considered at the General Meeting if the requirements of the Societies Act regarding members' proposals are met. 4.9. Notice of a General Meeting must be issued to a Member by e-mail or by mail to the Member's Registered Address.

5. VOTING RIGHTS & PROCEEDINGS AT GENERAL MEETINGS

5.1. Meetings of Members shall be regulated according to the Green Party Rules of Procedure.

5.2. The quorum of a General Meeting is the greater of one percent of the Members and 50 Members.

5.3. No business, other than the choosing of the Chair and the adjournment of the meeting, shall be conducted at a General Meeting at a time when the quorum is not present.

5.4. If at any time during a General Meeting there ceases to be a quorum present, business then in progress shall be suspended until there is a quorum present or until the meeting is adjourned to a later date.

5.5. If within 30 minutes from the time appointed for a General Meeting a quorum is not

present, the meeting shall be adjourned to a later date.

5.6 If a General Meeting is adjourned until a later date because a quorum is not present, and if, at the continuation of the adjourned General Meeting, a quorum is again not present, the voting members present constitute a quorum for the purposes of that General Meeting.

5.7. A General Meeting may be adjourned to a different time and place, but only unfinished business shall be dealt with at the General Meeting when it is reconvened.

5.8. The Chair of the Party shall act as chair at a General Meeting. If the Chair is not present or wishes temporarily to step down from the chair position, the Vice Chair shall chair the meeting. If the Vice Chair is not present or wishes temporarily to step down from the chair position, the Members present shall choose from amongst themselves someone to chair the General Meeting.

5.9. Those individuals entitled to requisition, nominate, propose motions, and vote at a General Meeting shall be only those Members who:

5.9.1. were accepted as Members at least 60 days prior to the General Meeting;

5.9.2. are 14 years of age or older; and

5.9.3. are Members whose current Annual Fee has not been in arrears for over 30 days prior to the General Meeting.

5.12. Votes for Councillor positions, for whether or not to initiate a leadership contest before adjournment of the following Annual General Meeting and for the leader if there is a leadership contest, may be cast in person at the Annual General Meeting, by mail or by electronic means in conformance with any party election policy approved by Provincial Council pursuant to Bylaw 12.1.6.

5.13. Voting by proxy is not permitted.

6. ELECTION, APPOINTMENT, REMUNERATION AND REMOVAL OF PROVINCIAL COUNCILLORS

6.1. There shall be a minimum of 3 and a maximum of fourteen Councillors.

6.2 Individuals who are 16 or 17 years of age are eligible to be elected as Councillors.

6.3. Provincial Council shall be composed of the following:

6.3.1. The party leader (the "Party Leader");

6.3.2. The chair (the "Chair"), who will be elected in even years for a two year term;

6.3.3. The vice chair (the “Vice Chair”), who will be elected in odd years for a two year term;

6.3.4. The secretary (the “Secretary”), who will be elected in odd years for a two year term;

6.3.5. The treasurer (the “Treasurer”), who will be elected in even years for a two year term; and

6.3.6. Two councillors-at-large (“Councillors-at-Large”) who will be elected for two year terms, one who will be elected in odd years and one who will be elected in even years.

6.3.7 Six Regional Councillors (the “Regional Councillors”) elected for two year terms, with three Regional Councillors being elected in even years, and 3 Regional Councillors being elected in odd years.

6.3.8 The Youth Councillor, who will be between the ages of 16 and 25 years old at the date of their appointment, and will be appointed based on the recommendation of the Party Leader’s youth advisory council for a 1 year term.

6.4 The following individuals are not eligible to run for Provincial Council or serve as Councillors:

6.4.1 any member of the Legislative Assembly (“MLA”), except for the Party Leader or a Deputy Leader appointed by the Party Leader to act as Party Leader’s representative on Provincial Council;

6.4.2 any Family Member of an MLA or the Party Leader

6.4.3 any paid employee of the Party, including the Executive Director, or a Family Member of paid employees of the Party, including the Executive Director;

6.4.4 any paid employee of the legislative or constituency offices of an MLA or the Party Leader.

6.5. The election of Councillors shall be conducted by ranked ballot.

6.6 With the exception of the position of the Party Leader, if a Councillor position is vacant Provincial Council may appoint a Member in Good Standing to fill the position until elections are held either at the next Annual General Meeting.

6.7. A Councillor who fails to attend three or more consecutive Provincial Council meetings without due notice or fails to comply with their duties and responsibilities as defined in the Bylaws and Policies may be removed by a Special Resolution of Provincial Council provided that the Councillor:

6.7.1. is given thirty days written notice of a proposed vote for expulsion;

6.7.2. is provided in writing with the reasons for the expulsion that will be presented in

support of the vote for expulsion; and

6.7.3. is given an opportunity to be heard at the meeting before the vote for expulsion.

6.8 A Councillor, other than the Party Leader, who is nominated to become a candidate of the Party shall take a leave of absence from Provincial Council and refrain from participating in the business of Provincial Council from 90 days prior to the date of next scheduled general election or 24 hours after the date of their acceptance as a candidate in the event of an unscheduled general election or by-election until 24 hours after the return of the writ.

6.9 A Councillor who is elected as an MLA or the Party Leader must resign from their position as Councillor within 24 hours of the return of the writ, barring which Provincial Council must vote to remove the Councillor at the next Provincial Council meeting. For greater clarity, this bylaw does not eliminate the Party Leader's designated position on Provincial Council, nor does it eliminate the Party Leader's right to appoint a Deputy Leader to act as Party Leader's representative on Provincial Council.

6.10 In the event that a person is elected as an MLA or the Party Leader, any Family Members of the newly elected MLA or Party Leader who are Councillors must resign from their position on Provincial Council within 24 hours of the return of the writ, barring which Provincial Council must vote to remove the Family Members as Councillors at the next Provincial Council meeting.

6.11 Councillors, other than the Party Leader and Deputy Leader, may be given an honorarium at the discretion of the Executive Director to a maximum of \$50 per month (or \$600 per year) but must otherwise not be remunerated.

6.12. Councillors may, at the discretion of the Executive Director, be reimbursed for expenses necessarily and reasonably incurred in carrying out their duties and responsibilities as Councillors, provided that all expenses are pre-authorized in writing by the Executive Director.

7. DUTIES AND RESPONSIBILITIES OF PROVINCIAL COUNCILLORS

7.1. Provincial Council may exercise all the powers of the Party except those powers that must be exercised at a General Meeting, subject to:

7.1.1. any legislation and associated regulations affecting the Party; and

7.1.2. the Constitution and the Bylaws; and

7.1.3 the Policies.

7.2. No resolution passed by the Party in a General Meeting shall invalidate retroactively a prior act of Provincial Council.

7.3. Councillors shall:

7.3.1. ensure that they are qualified to act as Councillors pursuant to the Societies Act and the Bylaws;

7.3.2 strive to fulfil the duties set out for them in the Bylaws and the Policies;

7.3.3. act honestly and in good faith in the best interests of the Party;

7.3.4. maintain their membership in Good Standing;

7.3.5. exercise the care, diligence and skill of a reasonable and prudent person in exercising their powers and performing their functions as a Councillors.

7.4. A Councillor who has a direct or indirect material interest in (a) a contract or transaction, (b) a proposed contract or transaction of the Party, or (c) a matter that is or is to be the subject of consideration by the Councillors, if that interest could result in the creation of a duty or interest that materially conflicts with that Councillor's duty or interest as a Councillor, must:

7.4.1 disclose fully and promptly to the Councillors the nature and extent of the Councillor's interest,

7.4.2 abstain from voting on a Provincial Council resolution or consenting to a consent resolution of Councillors in respect of the contract, transaction or matter,

7.4.3 leave the Provincial Council meeting, if any,

7.4.3.1 when the contract, transaction or matter is discussed, unless asked by the other Councillors to be present to provide information, and

7.4.3.2 when the other Councillors vote on the contract, transaction or matter, and

7.4.4 refrain from any action intended to influence the discussion or vote.

7.5 Where Provincial Council determines, by Special Resolution, that a Councillor has a direct or indirect material interest in (a) a contract or transaction, (b) a proposed contract or transaction of the Party, or (c) a matter that is or is to be the subject of consideration by Provincial Council, if that interest could result in the creation of a duty or interest that materially conflicts with that director's duty or interest as a director of the society, Provincial Council may, by Special Resolution, direct that:

7.5.1 the nature and extent of the Councillor's interest be fully disclosed,

7.5.2 the Councillor abstain from voting on a Provincial Council resolution or consenting to a consent resolution of Councillors in respect of the contract, transaction or matter,

7.5.3 the Councillor leave the Provincial Council meeting, if any,

7.4.3.1 when the contract, transaction or matter is discussed, unless asked by the other Councillors to be present to provide information, and

7.4.3.2 when the other Councillors vote on the contract, transaction or matter, and

7.5.4 the Councillor refrain from any action intended to influence the discussion or vote.

7.6. A Councillor who wishes to resign shall give a written notice of resignation to all Councillors.

7.7. A Councillor who resigns or is removed from office shall remit to the Chair all Party information and materials gathered in the course of acting as a Councillor that are not part of the public record.

7.8. Provincial Council shall meet at least four times a year, either in person or by other means, at such times and places as they think fit.

7.9. The quorum of Provincial Council shall be a majority of the Councillors.

7.10. If the Chair is not present or wishes to temporarily step down from the chair position, the Vice Chair shall chair the meeting. If the Vice Chair is not present or wishes temporarily to step down from the chair position, the Councillors shall appoint another Councillor to chair the meeting.

7.11. The Chair may vote only once.

7.12. The Secretary shall, at the request of the Chair, give notice of and convene meetings of Provincial Council.

7.13. A Provincial Council meeting held immediately following the appointment or election of new Councillors shall not be invalid because notice was not given to the new Councillors.

7.16. No act or proceeding of the Councillors is invalid only by reason of there being less than the prescribed number of Councillors in office.

7.17. Provincial Council may establish policies whereby the Executive Director may borrow, invest or raise money in such a manner as they see fit in order to carry out the purposes of the Party, subject to any debt restrictions imposed by a special resolution of the Members at an Annual General Meeting and subject to the financing provisions contained within the Election Act as amended from time to time.

8. THE PARTY LEADER

8.1. Provincial Council shall develop a policy for the election of the Party Leader pursuant to Bylaw 12.1.8

8.2. The office of the Party Leader shall be vacated by:

8.2.1. the resignation or death of the Party Leader; or

8.2.2. a special resolution of Provincial Council to remove the Party Leader.

8.3. When the office of the Party Leader becomes vacant, Provincial Council shall appoint an Interim Leader, who will act as the Party Leader until a new one is duly elected, and determine the date of the leadership contest.

8.4. An Interim Leader is not eligible for the position of Party Leader, but an Interim Leader may resign 90 days prior to a leadership vote in order to be eligible.

8.5. Where the Members vote in favour of a leadership contest as part of an Annual General Meeting the office of Party Leader is not vacated and the contest shall be held before the end of the following Annual General Meeting or earlier as determined by Provincial Council.

9. REGIONAL COUNCILLORS

9.1. Provincial Council shall define the boundaries of contiguous Regions based upon Electoral District boundaries.

9.2. There shall be 6 Regions, and these Regions together shall cover the whole province.

9.3. Regional Councillors shall be elected in accordance with a process that allows for participation by all Members in the region.

9.4. The Party shall make all necessary information available to the members in a Region for the purpose of electing Regional Councillors.

10. RIDING ASSOCIATIONS

10.1. Provincial Council shall develop a policy regarding the establishment, roles and duties of Riding Associations pursuant to Bylaw 12.1.3.

11. OMBUDS

11.1. There shall be two ombuds of different genders ("Ombuds").

11.2. The Ombuds shall be elected in the same manner and according to the same Rules as Councillors, but remain independent from Provincial Council.

11.3. One Ombuds shall be elected in odd years and one Ombuds shall be elected in even years.

11.4. If either Ombud position becomes vacant, Provincial Council may appoint an individual to fill the position.

11.5. The Ombuds shall follow the procedures in the Bylaws and Policies, and any resolutions of the Members in dealing with complaints against Party Members and report on these cases to Provincial Council.

11.6. The Ombuds shall report to the Annual General Meeting.

12. POLICIES

12.1. Provincial Council may establish Policies including without limitation, policies addressing:

- 12.1.1. the roles and duties of Provincial Council and Councillors;
- 12.1.2. the roles and duties of Provincial Council committees and committee members;
- 12.1.3. the establishment, roles and duties of Riding Associations;
- 12.1.4. standards of conduct for Councillors, committee members, Riding Associations, Party candidates, and Members;
- 12.1.5. disciplinary proceedings;
- 12.1.6. Party elections;
- 12.1.7. nomination contests;
- 12.1.8. leadership contests; and
- 12.1.9. privacy policies.

12.2. The Policies must be:

- 12.2.1. consistent with any legislation and associated regulations affecting the Party;
- 12.2.2. consistent with the Constitution and Bylaws; and
- 12.2.3. binding upon all Members.

13. GENERAL

13.1. At each Annual General Meeting the Party shall appoint an auditor in accordance with requirements established by Elections BC to hold office until the next Annual General Meeting.

13.2. The auditor:

- 13.2.1. may be removed by ordinary resolution;
- 13.2.2. shall be informed forthwith in writing of appointment or removal; and
- 13.2.3. may attend General Meetings.

13.3. A Councillor or employee of the Party shall not serve as auditor.

14. PRIVACY

14.1 The Party shall only collect, use and disclose personal information in a manner consistent with PIPA, the Societies Act, and any privacy policies of the Party, as those statutes and

associated regulations and documents are amended from time to time.

14.2 A person, corporation or firm that is not a Member may not inspect a record of the Party.

14.3 The Party shall not disclose the register of members and supporters and their associated contact information to a Member except as set out in these Bylaws.

14.4 A Member may apply to the Party to inspect the register of members and supporters for the limited purposes of:

14.4.1 requisitioning or calling of a general meeting,

14.4.2 submitting a member's proposal,

or

14.4.4 influencing the voting of Members in regards to a matter which is the subject of a vote at an Annual General Meeting or Extraordinary General Meeting.

14.5 A Member who applies to inspect the register of Members and Supporters pursuant to Bylaw 14.4 must:

14.5.1 comply with all the requirements of PIPA and the Societies Act;

14.5.2 comply with such further and other requirements as Provincial Council may impose having regard to and privacy policies of the Party;

14.5.3 refrain from using the register of members and supporters for any purpose other than as set out in Bylaw 14.4; and

14.5.4 destroy the list of members and supporters following completion of the Annual General Meeting or Extraordinary General meeting for which the list was obtained and refrain from contacting Members and supporters about any other matter.

14.6 A Member who belongs to an RA Executive may from time to time apply to the Party to inspect an abridged register of Members and supporters from the Electoral Districts which form the Riding Association for the limited purposes of communicating with those Members and supporters about matters pertaining to the Riding Association.

14.7 A Party candidate in a general election or by-election may from time to time apply to the Party to inspect an abridged register of Members and Supporters from the Electoral District in which the Party candidate is running for office for the limited purposes of communicating with those Members and supporters about matters pertaining to the Party candidate and the general election or by-election.

14.8 A nomination candidate in a Party nomination contest may from time to time apply to the Party to inspect an abridged register of Members and Supporters from the Electoral District in which the nomination candidate is running to be the party candidate for the limited purposes of communicating with those Members and Supporters about matters pertaining to the Party candidate and the nomination contest.

14.9 A Member, Party candidate, or nomination candidate who applies to inspect an abridged register of Members and Supporters pursuant to Bylaw 14.6, 14.7 or 14.8 must:

14.9.1 comply with such requirements as Provincial Council may impose having regard to PIPA, the Societies Act, and any privacy policies of the Party; and

14.9.2 refrain from using the abridged register of members and supporters for any purpose other than as set out in Bylaws 14.6, 14.7 or 14.8 respectively.

14.10 The Party may disclose the register of Members and Supporters in circumstances it considers appropriate provided that such disclosure complies with PIPA, the Societies Act, and any privacy policies of the Party.

14.11 Nothing stated herein is intended to preclude an individual's right to access their own personal information under section 23 of PIPA.

15. AMENDING THESE BYLAWS

15.1. These Bylaws shall not be altered or added to except by a Special Resolution of the Members at a General Meeting.

Originally Adopted May 23, 2015 in Nanaimo, BC at the 2015 AGM and Convention; Revised June 3, 2018 in Kamloops, BC at the 2018 AGM and Convention; Further Revised June 9, 2019 in New Westminster, BC at the 2019 AGM and Convention; Further Revised April 27, 2021 at the online 2020 AGM; Further Revised Nov 22, 2022 at the online 2022 AGM.