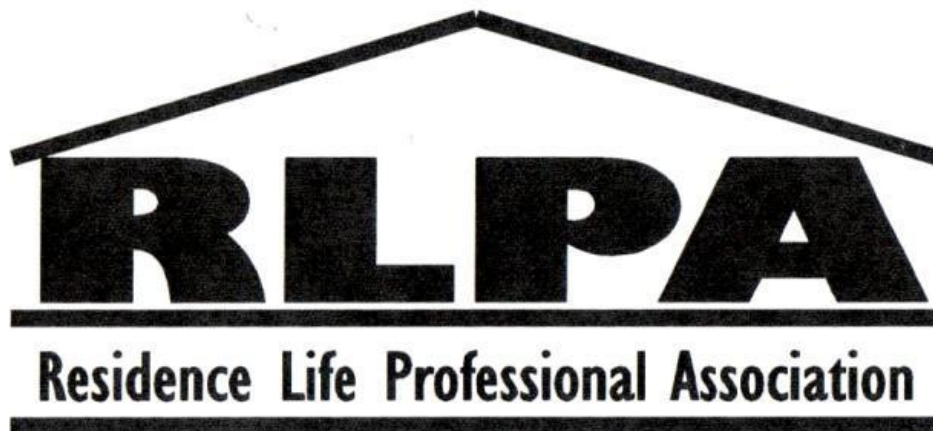


Bylaws of the RLPA

Residence Life Professional Association



Bylaw I: Name

The name of this organization shall be the RLPA, Residence Life Professional Association, hereafter to be known as the Association.

Bylaw II: Purpose

The purpose of this Association shall be:

Article 1: To bring together all post-secondary residence staff members to better serve students and institutions.

Article 2: To promote meaningful knowledge exchange that will help each member institution accomplish its goals.

Article 3: To cooperate with other organizations in the field of housing, residence life, and related areas within post-secondary institutions in Western Canada and Internationally.

Article 4: To support and encourage the professional development of residence life personnel of member institutions.

Bylaw III: Membership

Article 1: Membership in the Association shall be available to individuals, post-secondary institutions, or post-secondary institution-affiliated third party contractors which have staff involved in the administration and coordination of residence life and/or student housing. Post-secondary institution-affiliated third party contractors shall be full members, with the same voting privileges as institutional members, and the ability to be elected to the Board of Directors.

Article 2: Membership shall be open to qualified institutions in Western Canada and to qualified institutions, as per Bylaw II Article 3, in other provinces, territories or states.

Article 3: Voting in the Association shall be by institution and shall be confined to member institutions via direct, proxy, email votes, or by participating via a secure online voting system created and monitored by the RLPA Board of Directors.

Article 4: All Staff, Faculty members, and Student Residence Leaders who have major involvement in the administration and coordination of residence life

and/or student housing may participate in the activities of, benefit from the services of, and hold office within the Association.

Article 5: Membership in the Association and its committees is open to all eligible persons regardless of race, national or ethnic origin, colour, religion, age, sex, sexual orientation, gender identity or expression, marital status, family status, genetic characteristics, or disability.

Article 6: Honorary membership may be awarded by the Board subject to the approval of the membership at the Annual General Meeting to past representatives who have given outstanding service to the Association.

Article 7: Any member institution wishing to withdraw from membership may do so upon a notice in writing to the Board.

Article 8: Any member upon a majority vote of all members of the Association in good standing may be expelled from membership for not upholding the purpose of the Association.

Bylaw IV: Annual Dues

Article 1: The Board may recommend the establishment of annual dues for members of the Association.

Article 2: To establish a set amount for annual dues, a motion must be made and passed by two thirds of the majority of member institutions attending the Annual General Meeting of the Association, or in the event of a mail, email or online voting ballot, a simple majority of the total institutional membership of the Association.

Article 3: Annual dues are to be paid to the Association in each calendar year in January. Dues not paid by the day prior to the Annual General Meeting are in arrears. Any member in arrears shall be automatically suspended and shall thereafter be entitled to no membership privileges or powers in the Association until reinstated.

Bylaw V: Activities

Article 1: The Association will hold an Annual General Meeting, which shall be open to all members. The Board shall approve the time and place for the Annual General Meeting as per Bylaw VI Article 1.

Article 2: The Association will provide ongoing communication and feedback channels that can distribute information and ideas through the

Association and provide recognition to Association members for contributions which improve the management of student housing services and programs.

Article 3: Under the direction of the President of the Association, the Board will take steps to provide other activities and services necessary to fulfill the purposes stated in Bylaw II.

Bylaw VI: Annual General Meeting (AGM)

Article 1: The official Annual General Meeting will occur at the Annual General Meeting of the Association. The time and place of the Annual General Meeting shall be communicated at least 30 days in advance to the membership. The Annual General Meeting is to be held annually, no earlier than January 1st and no later than April 30th in the province of Alberta.

Article 2: Voting at the Annual General Meeting will be by institution. One delegate, who will serve as its voting member, will represent each institution in attendance. Each institution in good standing, and not attending the Annual General Meeting, is encouraged to send a proxy vote, email vote, or vote using a secure online voting system created and monitored by the RLPA Board of Directors.

Article 3: A quorum will be required to conduct the Annual General Meeting of the Association. 1/3 of the voting member institutions in good standing present, or present by proxy, by email votes, or by participating via a secure online voting system created and monitored by the RLPA Board of Directors, from institutions in good standing will be accepted. If within a half hour of the time appointed for the Annual General Meeting a quorum is not present, the institutions entitled to vote, who are present, shall be deemed to constitute a quorum.

Bylaw VII: Fall Business Meeting (FBM)

Article 1: The time and place of the Fall Business Meeting shall be communicated at least 30 days in advance to the membership. The Fall Business Meeting is to be held annually in October or November at an institution in good standing as per Bylaw III Article 2.

Article 2: Voting at the Fall Business Meeting will be by institution. One delegate, who will serve as its voting member, will represent each institution in

attendance. Each institution in good standing, and not attending the Fall Business Meeting, is encouraged to send a proxy vote, email vote, or vote using a secure online voting system created and monitored by the RLPA Board of Directors.

Article 3: A quorum will be required to conduct the Fall Business Meeting of the Association. 1/3 of the voting member institutions in good standing present, or present by proxy, by email votes, or by participating via a secure online voting system created and monitored by the RLPA Board of Directors, from institutions in good standing will be accepted. If within a half hour of the time appointed for the Fall Business Meeting a quorum is not present, the institutions entitled to vote, who are present, shall be deemed to constitute a quorum.

Bylaw VIII: Board of Directors

Article 1: The Board of Directors shall consist of eight members in the positions of the President, Secretary, Treasurer, Communications Coordinator, Corporate Sponsorship Director, President-Elect, Past-President, LEAD Conference Chair and LEAD Conference Co-Chair. As well, one non-voting Ex officio member, the NWACUHO Director of Canadian Membership, will have an invitation to sit on the board, at the discretion of the President; this invitation is not binding to either the Board or its ex officio member(s).

Article 2: The Board of Directors of the Association shall assume office in accordance with the procedures outlined in Bylaw X.

Article 3: The Board of Directors is not remunerated by the Association.

Article 4: Five of the eight Directors must be present to constitute a Board of Directors quorum, except that the President may conduct a mail, email or online voting ballot of the Board of Directors at their discretion.

Article 5: In the event of a vacancy in the office of the President, the President-Elect shall automatically become President and complete the term of office for which they were elected.

Article 6: In the event of a vacancy on the Board of Directors, the Past-President shall work closely with the Board of Directors to solicit nominations from the membership, prepare a mail ballot or develop a secure online voting system, tabulate and inform the membership of the results. The new

Director shall assume office immediately and complete the term of office for which they are elected.

Article 7: To be eligible to assume and maintain office, an individual must meet the terms of membership stated in Bylaw III. If, after assuming office, a Director no longer meets these terms, they must resign their position.

Article 8: The Directors shall have control over the affairs of the society and their powers are limited to the following:

To make purchases below \$2000

To make decisions that support the betterment of the Association

To support membership

Article 9: Any Director, upon majority vote of all Board members in good standing, or upon majority vote of association members in good standing, may be removed from office for not upholding the purpose of the Association.

Article 10: Directors are expected to attend all meetings of the Association and its Board, except in circumstances beyond the control of the absent Director.

Bylaw IX: Amendments

Article 1: The Bylaws may be rescinded, altered, or added to by a “special resolution” as defined in the Societies Act.

Article 2: Special resolution will be conducted with representatives from member institutions in attendance at the Annual General Meeting, at the Fall Business meeting, or in the event of a mail, email or online voting ballot, a majority of the votes cast by the membership of the Association. Only one vote shall be recorded from each member institution represented at the Annual General Meeting or Fall Business Meeting, or in the event of a mail, email or online voting ballot, one vote per member shall be recorded. Proxy votes from member institutions will be accepted at the Annual General Meeting or Fall Business Meeting.

Article 3: Any member institution of the Association may propose amendments to the bylaws. Such proposals by a member institution or Director shall be made in writing, endorsed by at least three other member institutions of the Association, and submitted to the President of the Association at least 30 days prior to the Annual General Meeting for presentation to the membership.

Bylaw X: Elections

Article 1: The President-Elect, Secretary, Communications Coordinator, Corporate Sponsorship Director and Treasurer shall be elected at the Annual General Meeting of the Association.

Article 2: The LEAD Conference Co-Chair shall be elected annually during the Fall Business Meeting.

Article 3: The Past-President shall submit a slate of nominees for the offices of President Elect (vis-à-vis President), Secretary, Communications Coordinator, Corporate Sponsorship Director and Treasurer, at the Annual General Meeting of the Association. The voting representative from any member institute may make additional nominations from the floor at the Annual General Meeting.

Article 4: The same will be done for the LEAD Conference Co-Chair position at the Fall Business Meeting.

Article 5: To be elected, a candidate must receive a majority of the votes cast by (the) institutional representatives at the Annual General Meeting (or the Fall Business Meeting as described in Article 2).

Article 6: In the event of a tie between two or more candidates for one Board position, the current President Elect, President and Past President will each cast one vote to break the tie. In the event that one of the above Board members feels they cannot cast an objective vote, either the Secretary or Treasurer (whichever is not being run for that year) will cast a vote instead.

Article 7: Directors shall be installed at the Annual General Meeting or Fall Business Meeting of the Association and shall serve until their successors are installed.

Article 8: Directors shall be elected for two- or three-year terms.

Section 1: The President-Elect shall be elected for three years (one-year as President-Elect, one-year as President, one year as Past-President).

Section 2: The LEAD Conference Co-Chair shall be elected for two years (one as LEAD Conference Co-Chair and one year as LEAD Conference Chair).

Section 3: Treasurer, Communications Coordinator, Corporate Sponsorship Director and Secretary shall be elected for a two-year term. The Secretary and Corporate Sponsorship Director shall be elected in odd years and the Treasurer and Communications Coordinator shall be elected in even years.

Article 9: No member may serve as an elected Director more than two full consecutive terms in any one office.

Bylaw XI: Duties of the Board of Directors of the Association

Article 1: The President shall:

Section 1: Preside over all meetings of the Association.

Section 2: Preside over all meetings of the Board.

Section 3: In consultation with the Board, state those goals for the Association which they intend to pursue during their term of office and share with members at the beginning of their term of office.

Section 4: Present a report outlining the state of the Association at the Annual General Meeting of the Association.

Section 5: Represent the Association at meetings to which the Association is invited.

Section 6: Fulfill all duties necessary to ensure that the Association meets the expectations presented in its bylaws.

Article 2: The Secretary shall:

Section 1: Carry on the record keeping of the Association.

Section 2: Record, transcribe and distribute the minutes for all meetings of the Association.

Section 3: Record and transcribe the minutes of Board meetings as well as all other official meetings of the Association as designated by the President.

Section 4: Act as the liaison between the Board of Directors and the host institution for the Fall Business and Annual General Meetings of the Association.

Section 5: Be responsible for changes and updates to the Bylaws, including a yearly review, to bring forth changes, if any, to the Annual General Meeting.

Section 6: Prepare and distribute the agendas for the Annual General and Fall Business Meetings of the Association.

Article 3: The Treasurer shall:

Section 1: Be the guardian of all funds accruing to the Association.

Section 2: Maintain a record of all income/expenses.

Section 3: Ensure proper control of all funds, which may accrue to the Association.

Section 4: Furnish a report to the Annual General and Fall Business Meetings.

Section 5: Ensure that all Association members pay their dues in accordance with Bylaw IV.

Section 6: Pay all bills in a timely manner.

Article 4: The President-Elect shall:

Section 1: Assume the duties of the President in the latter's absence or in the event of their resignation.

Article 5: The LEAD Conference Chair shall:

Section 1: Chair the Student Leadership Conference Committee.

Section 2: Recommend to the Board a date, time, and place for the annual Student Leadership Conference.

Section 3: Budget and plan the Student Leadership Conference.

Article 6: The LEAD Conference Co-Chair shall:

Section 1: Assist the LEAD Conference Chair in the planning of the LEAD Conference.

Section 2: Assume the duties of the LEAD Conference Chair in the latter's absence in the event of their resignation

Article 7: The Communications Coordinator shall:

- Section 1: Be the official correspondent of the Association and carry on its required correspondence.
- Section 2: Manage the content and methods of the Association's communication on a regular basis in order to keep members updated (e.g. website, list-serve, Instagram, etc.).
- Section 3: Assess the effectiveness of the Association's communications tools.

Article 8: The Past-President shall:

- Section 1: Coordinate the annual election process for the Board of Directors.
- Section 2: Assist the President and President-Elect in the overall leadership of the organization.
- Section 3: Coordinate all awards of the Association.

Article 9: The Corporate Sponsorship Director shall:

- Section 1: Coordinate all correspondence with corporate partners and exhibitors who are interested in the Association.
- Section 2: Plan and coordinate the corporate partner and exhibitor program at the Annual General Meeting, Fall Business Meeting and LEAD Conference on behalf of the Association.
- Section 3: Work in conjunction with the Communications Coordinator to coordinate vendor advertising in the newsletter and RLPA event communications (i.e. communications related to the Annual General Meeting, Fall Business Meeting and LEAD Conference).
- Section 4: Ensure corporate members receive benefits appropriate to their membership category.
- Section 5: Develop plan to recruit new corporate members.
- Section 6: Educate general membership and corporate membership on each other's needs throughout the year and at Association events.
- Section 7: Work with the Past-President to troubleshoot any challenges that corporate members are experiencing.

Article 10: The Northwest Association of College and University Housing Officers (NWACUHO) Director of Canadian Membership:

Section 1: Sit on the Board as non-voting, ex-officio board members at the regular activities of the Board, and at the discretion of the President, for the purpose of facilitating communication between NWACUHO and RLPA. They are not to vote, propose motions, or act as seconds for motions, nor are they able to stand in as Chair or contribute towards quorum. In the interest for our members, they may participate in discussion on Board agenda items beyond the scope of their report at the discretion of the President or Chair of the Board meeting.

Article 11: Meeting Documentation

Section 1: To promote transparency between the Board of Directors and the membership of the Association, all Board meeting minutes will be released for review to the Association within 30 days of the Board meeting and accessible from the Association's website via a linked Google Drive. If an Association member wishes to receive clarification on a Board decision or comment, a written request may be submitted via email to the Association Secretary. Requests will be answered within 30 days of the written request.

Article 12: Awards and Scholarships

Section 1: The Board of Directors are responsible for calling for nominations and submissions for Association and Association-affiliated Awards and Scholarships, as necessary.

Article 13: Conflicts of Interest

Section 1: A Director is considered to have a conflict of interest if they have existing or potential business; or are in any other position that could impair, or reasonably appear to impair, unbiased judgment in the exercising of their position's duties and the purpose of the Association.

Section 2: Whenever a Director holds a conflict of interest in any matter coming before the Board of Directors, the Director affected shall

fully disclose the nature of the interest to the Board and withdraw from voting on the matter.

Section 3: The Board of Directors will determine the recipients of the awards or scholarships based on the established criteria. If a Board member has a conflict of interest either personally or through association with their institution, the Board member will be expected to act in good faith and abstain from voting during the selection process. Should a vote not be possible due to abstention, a vote will be proposed to the membership, in order to ensure fair process.

Article 14: Standard Operating Procedures

Section 1: The Board of Directors are responsible for maintaining a set of standard operating procedures for the Association. These standard operating procedures are proposed, reviewed and updated at the Annual General Meeting and the Fall Business Meeting.

Section 2: Operating procedures related to spending shall be approved at the Annual General Meeting or the Fall Business Meeting prior to implementation.

Section 3: Notwithstanding Article 14, Section 2, the Board may, at its discretion, adopt interim operating procedures subject to review at the next meeting of the Association.

Bylaw XII: Borrowing Powers

Article 1: For the purpose of carrying out its objectives, the Association may borrow, raise or secure the payment of money in such a manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the Association, and in no case shall debentures be issued without the sanction of a special resolution of the Association.

Bylaw XIII: Auditing

Article 1: The books, accounts, and records of the Treasurer shall be audited at least once each year by two members of the Association assigned by the membership. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the

Annual General Meeting of the Association. The fiscal year of the Association shall be February 28th to February 27th of the following year.

Article 2: The books and records of the Association may be inspected by any member of the Association at the Annual General Meeting or at any time upon giving reasonable notice and arranging a time satisfactory to the Director or Director having charge of the same. Each member of the Board shall at all times have access to such books and records.

Bylaw XIV: Effective Date

These Bylaws shall take effect upon its ratification by two-thirds majority vote of member institutions present at an Annual General Meeting.

Article 1: The Bylaws are not effective until filed with Corporate Registry.

Article 2: The rules contained in Robert's Rules of Order (revised) shall govern the proceedings of the Association, except in such cases as are covered by the Bylaws adopted by the Association.