

SOCIETY ACT CONSTITUTION

1. The name of this society shall be the British Columbia Association for Behaviour Analysis - BC-ABA.
2. The purposes of the society are:
 - a. To function in British Columbia, Canada, as the liaison with, and representative of the Association for Behavior Analysis, ABA International.
 - b. To advance behaviour analysis in the province of British Columbia. BC-ABA's interests lie in basic science focusing on principles governing human and nonhuman behaviour (i.e., the experimental analysis of behaviour) as well as applied science focusing on application of those principles for improvement of socially important problems (applied behaviour analysis), and disseminating this information to stimulate interest in and correct misunderstandings of behaviour analysis in the general public.
 - c. To work towards the regulation of behaviour analysis practitioners in British Columbia.

BYLAWS

Bylaws of the **British Columbia Association for Behaviour Analysis – BC-ABA**

PART 1: MEMBERSHIP

1. BC-ABA shall consist of two types of members, Voting members (which includes full, sustaining, and emeritus members), and Nonvoting members (which includes affiliate and student members). Members of both classes are entitled to the rights and privileges of BC-ABA as are appropriate for their membership category.
2. Categories of Voting membership:
 - a. A Full member shall have completed a university or college degree or diploma in a related field. This will include the completion of a post-secondary education in a social science, psychology, health, education, or business-related program, where the expectation upon graduation will involve working with or helping others in a professional manner (such as psychology, behavioural science technology, nursing, social work, education, etc.) and shall be or have been employed in a professional capacity and applying behaviour analytic principles in a human service, educational, health, business or related service for a period of at least one year.
3. Categories of Non-voting members:
 - a. A Student member shall be currently registered in a full time university or college degree or diploma program in a related field (as previously outlined) and provide proof of registration upon request.
 - b. An Affiliate member does not meet the requirements for Full or Student member but is interested in supporting the purposes of BC-ABA.
4. All BC-ABA members have the following responsibilities:
 - a. To obey the bylaws of the organization and the decisions made by the Board of Directors.
 - b. To behave according to the rules for ethical practice as outlined by the BACB Professional and Ethical Compliance Code For Behavior Analysts©.
5. Membership in BC-ABA will be for one calendar year. Membership will be reinstated upon payment of the required dues for the new calendar year.

6. Any member may resign by sending to the Secretary a notice of resignation. Membership may be re-instated by paying the dues for the year in which the reinstatement is requested.
7. The Board of Directors, by majority affirmative vote of all officers, may suspend or expel any member for cause after appropriate notice and hearing.
8. Upon written request signed by a member that has been expelled or suspended and filed with the Secretary of the Board of Directors, membership of such member may be reinstated by majority affirmative vote of all officers.
9. Membership in BC-ABA will be terminated as a result of dissolution of the society.

PART 2: THE BOARD OF DIRECTORS

1. The Officers of BC-ABA shall constitute the BC-ABA Board of Directors, which will fulfill the following functions: President, President Elect, Past President, Member(s) at Large, Secretary, Treasurer, Past Treasurer and Student Representative(s).
 - a. Each officer is entitled to vote as a member of the Board of Directors at such meetings held after the Business meeting in the year of his or her election or appointment.
 - b. The BC-ABA Board of Directors shall serve as the governing body of BC-ABA, and conduct its business at meetings, or by correspondence, and report its actions, or request the membership to take action, at the AGM or by correspondence.
2. All officers must be members of ABA International and the BC-ABA at the time of assuming office or become a member within 2 months of assuming office and maintain membership throughout their term of office. Proof of membership should be forwarded to the BC-ABA Secretary.
3. Each year the voting members shall elect the number of officers necessary to complete the voting membership of the Board of Directors. Those elected assume office at the end of the AGM in the year of his or her election, and hold that office for a two-year term, except Past Treasurer which is a one-year term.
4. No voting by proxy shall be allowed by either members of the Board of Directors to carry out their business or by members of BC-ABA for the purpose of election of the Board or Directors or passage of motions at the Annual General Meeting.
5. The BC-ABA Board of Directors will be composed of a President, President Elect, Past President, Secretary, Treasurer, Past Treasurer, Member(s)-at-large and up to 2 Student Representatives, all of whom may vote equally as Board

Members. The minimum size of the Board is 7 members and the maximum size is 14 members.

- a. The Board by majority affirmative vote may appoint up to 3 additional officers for the term ending at the next AGM at which time they may stand for nomination.
6. No elected officer shall serve more than 2 consecutive terms in the same office.
 7. Any Voting member in good standing shall be eligible for nomination and election to any elective office. Student members may only be elected to the Student Representative position(s).
 8. Every two years the voting members elect a President Elect, who assumes that office at the end of the Annual Business Meeting in the year of his or her election, and succeeds to the office of President at the end of the following Annual Business Meeting. The President holds office for two years, and completes his or her term at the completion of the next Annual Business Meeting. The President holds office for two years and then assumes the position of Past President for an additional two years.
 9. The President shall present a Presidential report at the AGM, preside at all BC-ABA Board Meetings and the AGM, and exercise general supervision over the affairs of BC-ABA.
 10. If the President is unable to preside over a meeting, that responsibility shall fall to the President Elect. If he or she is unable to preside, the Secretary, then the Treasurer respectively will assume the responsibility.
 11. The Treasurer is responsible for the receipt, custody and disbursement of all funds and securities of BC-ABA. The Treasurer shall report on the financial condition of the Association to the general membership at the Annual General Meeting, and shall make interim reports, as necessary, and upon receipt of due notice, to the Board of Directors.
 12. The Secretary shall keep the minutes of all meetings and shall forward the minutes to each Board Member within one month of the meeting.
 13. If any Officer or Student Representative, because of illness, death, resignation, or other reason, cannot perform the duties of the office, the BC-ABA Board of Directors shall be empowered to fill the vacancy until the next AGM, by any method, which in its judgment, will best reflect the goals and purposes of BC-ABA.
 14. Any member of the Board of Directors who is absent from more than 2 meetings without a just cause as determined by the other members of the board, may be replaced.

15. BC-ABA Board members and committee members must declare or be challenged to declare a conflict of interest, and refrain from actions that place the person in the perceived conflict of interest and abstain from voting on BC-ABA Board motions that place the person in a perceived conflict of interest. If there is disagreement about a perceived conflict of interest, the matter will be settled by a vote of the BC-ABA Board with the individual excused from the room.

PART 3: NOMINATIONS & ELECTIONS

1. Each year, the Member at Large – Elections or designate shall forward to all Voting members no less than 30 days before the AGM a nomination ballot for the number of BC-ABA Board Members necessary to complete the elected memberships of the Board of Directors. For each office that appears on the nominating ballot, each Voting member may propose four names and may not nominate the same person for more than one office. The nominee will confirm by letter, fax or by e-mail his or her desire to stand for the position.
 - a. No Voting member may allow his or her name to stand for more than one office.
 - b. After the list of candidates has been determined, Member at Large - Elections or designate shall forward to all Voting members an election ballot, on which the names of the candidates for each office are listed in alphabetical order with a brief biographical description of each nominee, and instructions to vote for the candidate of choice for each office. Board members will be determined by a plurality vote of membership and shall be declared elected at the AGM.
 - c. Vacancies on the Board subsequent to the election will be appointed by the Board.
2. Each year Member at Large – Elections or designate shall forward to all Student Members no less than 30 days before the AGM a nomination ballot for Student Representative. Each Student Member may propose four names for this office. The nominee will confirm by letter, fax, or e-mail his or her desire to stand for the position.
 - a. After the list of candidates has been determined, the Member at Large - Elections or designate shall forward to all Student members an election ballot, on which the names of the candidates are listed in alphabetical order with a brief biographical description of each nominee, and instructions to vote for the candidate of choice. Student members will be determined by a plurality vote of membership and shall be declared elected at the AGM.

PART 4: MEETING OF MEMBERS

1. An AGM shall be held in a place and at a time determined by the BC-ABA Board of Directors within no less than 12 and no more than 15 months of the last AGM. During the AGM, only Voting members may vote on matters brought before this meeting. All motions at the AGM shall require only a simple majority of those present for passage.
2. Members shall be informed of the Annual General Meeting at least 1 month prior to its planned date and time. Notification may be by email or printed format as determined by the Board of Directors.
3. The Board of Directors shall meet not less than four times per year including a business meeting at the Annual General Meeting. Decisions by the Board of Directors will be determined by a simple majority vote of those present, unless the act of a greater number is required by law or these Bylaws.
 - a. A quorum for BC-ABA Board of Directors meetings will be defined as more than 50% of members present. Motions or other business items may be approved by a simple majority vote.
4. The directors may, when they think fit, convene an extraordinary general meeting.
 - a. Notice of a general meeting must specify the place, day and hour of the meeting, and, in case of special business, the general nature of that business.
5. Proceedings at General Meetings
 - a. The proceedings of General Meetings shall be to carry out the business of the Society. The Annual General Meeting may also consider special business.
 - b. Special business is:
 - i. All business at an extraordinary general meeting except the adoption of rules of order and
 - ii. All business conducted at an annual general meeting, except the following:
 - a. The adoption of rules of order;
 - b. The consideration of the financial statements;
 - c. The report of the directors;

- d. The election of directors;
- e. The appointment of the auditor, if requested;
- f. The other business that, under these bylaws, ought to be conducted at an annual general meeting, or business that is brought under consideration by the report of the directors issued with the notice convening the meeting.

PART 5: ADMINISTRATION

1. Annual report

- a. Prior to each AGM, the Treasurer shall submit to the President for the consideration of the BC-ABA Board of Directors, a financial statement for the previous fiscal year and a budget for the current fiscal year.
- b. At the time of submitting the treasurer's report to the BC-ABA Board of Directors, the President will submit a written report on BC-ABA's affairs and activities, including planning activities.
- c. Prior to each AGM, all committee reports should be submitted to the President for the consideration of the BC-ABA Board of Directors.

2. Fiscal Year

- a. The fiscal year of the Association shall be defined as January 1 to December 31.

3. Banking

- a. In this section "Bank" means a chartered bank or trust company that is a member of the capitalized Canadian Deposit Insurance Corporation, designated by the BC-ABA Board of Directors.
- b. The BC-ABA Board of Directors shall designate a bank where a chequing and deposit account shall be maintained for the use, and in the name of BC-ABA, and the Board of Directors shall notify the Secretary of the name, branch and address of said bank.
- c. All money, cheques, and other orders for the payment of money belonging to the Association shall be deposited to the credit of the Association in its bank. All shares and other securities belonging to the Association shall be lodged in the Association's name with its bank.

- d. BC-ABA Board and Committee members shall submit monthly expense and revenue forms to the Treasurer.
- e. BC-ABA Board and Committee members may submit travel claims for business trips in excess of one hundred kilometres round-trip or for cost of BC Ferries (if applicable) or airfare if greater than 600 kilometres as approved by the Board of Directors. The reimbursement rate will be set by the BC-ABA Board.
- f. The BC-ABA Board shall keep and maintain all appropriate corporate documentation which may be audited by a chartered accountant upon resolve of the Board of Directors.

4. Execution

- a. A cheque or other order for the payment of money, and any other evidence of indebtedness, issued by BC-ABA, shall be executed by such persons, and in the manner prescribed by the BC-ABA Board of Directors by resolution.
- b. Any person authorized by the BC-ABA Board of Directors by resolution may endorse any note or draft for collection on account of BC-ABA through its bank or for deposit in the bank, and the BC-ABA Board of Directors may authorize the construction and use of a rubber stamp for this purpose.

5. Representations

- a. BC-ABA members shall not directly or indirectly make any written or oral representation on behalf of BC-ABA, without prior expressed approval of the BC-ABA Board of Directors.

6. Liability

- a. BC-ABA members shall not undertake any project or other activity on behalf of BC-ABA without the prior, expressed approval of the BC-ABA Board of Directors.
- b. The BC-ABA Board of Directors will hold Officer's and Director's liability insurance.

7. Borrowing

- a. In order to carry out the purpose of the society the directors may, on behalf of and in the name of the society, raise or secure the payment or repayment of money in the manner they decide, and, in particular, but without limiting that power, by the issue of debentures.
- b. A debenture must not be issued without the authorization of a special resolution

- c. The members may, by special resolution, restrict the borrowing powers of the directors, but a restriction imposed expires at the next annual general meeting.

8. Directory

- a. The Member at Large - Membership is responsible for compiling and maintaining a directory of the members a) in the form and containing the information the Board of Directors may direct and, b) which the Board of Directors may direct to be published in whole or in part.

9. Publications

- a. BC-ABA shall not issue any publications except: a) for the purposes of providing information and advice to the members of the Association, and b) in a newsletter or similar publication, the contents of which are consistent with the purposes, policies, and resolutions of the Association.
- b. A copy of each circulated issue of a newsletter shall be filed with the Secretary for archival purposes.

PART 6: COMMITTEES

1. The BC-ABA Board of Directors will appoint committees, as it deems necessary.

- a. Committee Chairpersons or designates shall provide a report of activities at each BC-ABA Board meeting.
 - b. A final written report on activities and outcomes must be submitted to the President and to the Secretary or designate for distribution to any interested member in good standing.
 - c. Outgoing Committee Chairs must submit a final written report within 60 days after leaving office.
4. There are standing and ad hoc committees. An ad hoc committee and its chair may be appointed by the President or with the consent of the BC-ABA Board of Directors for a specific and limited purpose and for a specified term, not to exceed two years. All chairs and members of standing and ad hoc committees must be members in good standing of BC-ABA.
5. Committee Chairpersons shall provide a written quarterly report of activities or a report for each meeting of the BC-ABA Board of Directors, whichever is decided by the BC-ABA Board of Directors, to the President for dissemination to the BC-ABA Board of Directors. A final written report on activities and outcomes shall be provided to the President, and the Secretary for distribution to any interested member in good standing.

PART 7: DUES

1. BC-ABA will charge membership dues annually. The amount of these dues, including charges to members will be determined by the BC-ABA Board of Directors.

PART 8: AMENDMENTS

These Bylaws may be amended by a simple majority vote by mail ballot of eligible members or by a majority of those voting members present at the AGM. Periodically the Board of Directors shall review the Bylaws and recommend to the membership any needed changes. Any Voting Member of BC-ABA may recommend Bylaws changes to the BC-ABA Board of Directors. Dated: February 28, 2008

WITNESS(ES)

APPLICANTS FOR INCORPORATION