

# UNION OF B.C. INDIAN CHIEFS BY-LAWS

[LATEST AMENDMENTS JUNE 2019]

## BY-LAWS:

### I. ADMISSION TO MEMBERSHIP

(a) The U.B.C.I.C. shall have the following classes of members:

(i) Full Members

Full Members of the U.B.C.I.C. shall be the Indian Bands in the Province of British Columbia. To be in good standing, a Full Member must have applied to keep their membership active by paying their membership dues for the current fiscal year (ending March 31<sup>st</sup> in any calendar year).

Each Full Member's representative to the U.B.C.I.C. is the elected Chief of the Band unless the Band, by Band Council Resolution, appoints some other member of the Band to be the Full Member's representative to the U.B.C.I.C., in the place of the elected Chief.

(ii) Active Members

To reflect the wisdom of our past generations and our collective obligations to future generations, the following will be elected as Active Members of the U.B.C.I.C.:

- A Women's Representative;
- An Elder's Representative who is at least 60 years old; and
- A Youth Representative between the ages of 19 and 30 years old.

Active Members must be a member of a community which is a Full Member of the U.B.C.I.C. and knowledgeable about the Aboriginal Title, Rights and Treaty Rights Mandate of the U.B.C.I.C.

(iii) Honorary Members

Honorary Members may include the hereditary Chiefs of the Indian Bands in the Province of British Columbia that are acknowledged by their respective bands by band council resolution and are non-voting Members that can attend and participate in U.B.C.I.C. meetings.

(b) To be in good standing, each Full Member shall pay a membership fee to the U.B.C.I.C. depending on their registered Band Membership as follows:

- (i) For members with up to 100 registered Band Members the sum of \$100.00,
- (ii) For members with between 101-300 registered Band Members the sum of \$200.00,
- (iii) For members with between 301-500 registered Band Members the sum of \$300.00,
- (iv) For members with between 501-800 registered Band Members the sum of \$400.00,
- (v) For members with 801 or more registered Band Members the sum of \$500.00.

(c) Active and Honorary Members, appointed or elected according to these By-Laws, are deemed in good standing and not required to pay an annual membership fee.

(d) Each Full and Active Member in good standing of the U.B.C.I.C. shall be entitled to participate in, and vote, at meetings of the U.B.C.I.C.

(e) The Membership List of the U.B.C.I.C. shall be kept confidential and not publicly released. The Executive can decide, at their sole discretion, whether to release a copy of the Membership List in response to the written request of a Full Member. When a person is running for a contested election as a Member of the Executive or an Active Member, they shall be provided with a copy of the Membership List for use solely for purposes of the election.

## **II. CHIEFS' COUNCIL**

(a) There shall be a Chiefs' Council composed of all Full and Active Members in good standing.

(b) The Chiefs' Council shall be the governing body of the U.B.C.I.C. and shall be responsible for implementing the resolutions and policies of the U.B.C.I.C. as determined at the General Meetings. In addition to the authority given by these By-Laws, the Chiefs' Council may exercise all such powers of the U.B.C.I.C. required to be exercised by the U.B.C.I.C. at a General Meeting. The Chiefs' Council shall have full power to give direction and set policies consistent with the Constitution and By-Laws as necessary for the operation of the U.B.C.I.C.

(c) The Chiefs' Council shall meet as often as the business of the U.B.C.I.C. requires, but not less than once every four months.

(d) Notice of a meeting of the Chiefs' Council shall be sent in writing by ordinary mail, facsimile, or electronic mail to every Full and Active Member at least seven days prior to the meeting.

(e) A quorum of Chiefs' Council shall consist of 50% plus one of Full or Active Members in good standing or delegates registered by noon on the first day of a Chiefs Council meeting, and at no time will quorum be less than 15 Full or Active Members.

- (f) The acts and decisions of the majority of Full or Active Members, at a meeting with quorum, are the acts and decisions of the Chiefs' Council.
- (g) Active Members, and one officially appointed representative of each Full Member, may have their expenses for attending meetings of the Chiefs' Council defrayed by the U.B.C.I.C., but otherwise they shall receive no remuneration for their service as members of Chiefs' Council. These amounts, if any, will be set by the Executive Committee on the recommendation of the Executive Director, based on the availability of funds for this purpose.
- (h) Section II(g) shall not prevent or render invalid the appointment or employment of a person who is a Full or Active Member or delegate to a position or in a capacity involving special duties on behalf of, or advice to, the U.B.C.I.C., and the payment to such person of remuneration for such services, in an amount to be fixed by the Executive Committee on the recommendation of the Executive Director.
- (i) The Chiefs' Council shall be responsible for the settlement of any questions or disputes not covered by the By-Laws.

### **III. MEETINGS**

- (a) The Annual General Assembly ("A.G.A.") of the U.B.C.I.C. shall be held either during the Summer or the Fall, and at a time and place to be determined by Chiefs' Council. Special General Meetings may be called by the Chiefs' Council or Executive as required by the Business of the U.B.C.I.C.
- (b) A notice of an A.G.A. or Special General Meeting of the U.B.C.I.C. shall be sent in writing by ordinary mail, electronic mail or facsimile, to every Member at least fourteen days before such meeting.
- (c) At an A.G.A. or Special General Meeting, a quorum shall consist of 50% plus one of the Full and Active Members in good standing of the U.B.C.I.C.
- (d) Each Full Member and Active Member in good standing present at an A.G.A. or Special General Meeting is entitled to cast a vote on all resolutions.
- (e) Participation at A.G.A., Special General Meetings, and Chiefs' Council Meetings will be in person. No provision for electronic participation may be made.
- (f) The Executive Committee and other Committees of the U.B.C.I.C. may, at their discretion, allow for electronic participation in their meetings.

### **IV. PROXIES**

- (a) If the representative of a Full Member is unable to attend an A.G.A., Special General Meeting, or Chiefs' Council meeting, including for voting purposes for the election of Executive Committee or Active Members, the Full Member may appoint someone to act as their proxy.
- (b) An Active Member may not appoint a proxy to act in their place.
- (c) A person may hold only one proxy, and each proxy must be a member of one of the Full Members of B.C. in good standing.
- (d) A proxy cannot be proxied.
- (e) A person may be appointed a proxy for a Full Member by a Band Council Resolution, a letter from the representative of the Full Member, or a form provided by the U.B.C.I.C., officially appointing a person as a proxy.

**V. EXECUTIVE COMMITTEE**

- (a) The officers of the U.B.C.I.C. shall be the President, Vice-President and Secretary-Treasurer, who will form the Executive Committee of the U.B.C.I.C.
- (b) The Executive Committee will be responsible collectively for upholding the Aboriginal Title, Rights and Treaty Rights position of the U.B.C.I.C.
- (c) The Executive Committee will hold office for a term of three years.

(d) The President

The President will: (1) Be the Chief Executive Officer of the U.B.C.I.C.; (2) Represent the U.B.C.I.C. publicly, including at speaking and other engagements; and (3) Support Full or Active Members where requested.

(e) The Vice-President

The Vice-President must be the representative of a Full Member in good standing and will: (1) Stand in the place of the President if he or she is temporarily unable to act, including if the incumbent President runs for re-election; (2) Be available to represent and forward the goals and mandate of the U.B.C.I.C. at speaking engagements and other public engagements; and, (3) Support Full or Active members where requested.

(f) The Secretary-Treasurer

The Secretary-Treasurer must be the representative of a Full Member in good standing and will: (1) Stand in the place of the President if the President is temporarily unavailable to act, and the Vice-President is also unavailable; (2) Monitor the financial situation of the U.B.C.I.C. and assist in fundraising; (3) Provide reports at Chiefs

Council and A.G.A.'s of the fiscal position of the U.B.C.I.C.; and, (4) Support Full or Active members where requested.

(g) Members of the Executive Committee who are representatives of Full Members may appoint a proxy to speak and vote on their behalf as the representative of their community at any meeting of the U.B.C.I.C. where they consider that there may be a conflict between their obligations to the membership of the U.B.C.I.C. and their position on the Executive Committee, and their ability to speak on behalf of, and fully represent their community.

(h) The salary, per diem and compensation for expenses for members of the Executive Committee, if any, shall be determined by Chiefs' Council.

(i) Members of the Executive Committee must not be (1) an undischarged bankrupt; (2) subject to a court ordered mental incapacity finding; or, (3) have convictions for fraud or related offences. In the event that an Executive Committee member becomes an undischarged bankrupt, subject to a court ordered finding of mental incapacity, or is charged with fraud or related offences during the course of their term they will resign immediately.

(j) Members of the Executive Committee must follow the Conflict of Interest and Ethics Policy of the U.B.C.I.C. and make timely and full disclosure of all incidences of Conflict of Interest as required under that policy.

## **VI. ELECTION OF EXECUTIVE COMMITTEE AND ACTIVE MEMBERS**

### **(a) Election of the President**

(i) The President shall be elected by a closed ballot of all Full and Active Members of the U.B.C.I.C. in good standing, at an A.G.A.

(ii) A majority of 60% of voting delegates is required to elect the President. In the event that a majority of 60% is not achieved on the first ballot, the candidate with the least amount of votes will be eliminated from the ballot, and a second ballot will be held. This process will be followed until a President is elected with the required 60% majority. However, if there are only two candidates for the position of President on a ballot, the candidate with the most votes will be declared elected. In the event of a tie where only two candidates are on the ballot, the election will be determined by a coin toss of the Chief Electoral Officer.

(iii) To be eligible for the position of President, a person must be a member of one of the Indigenous Nations of British Columbia.

(iv) Upon election, the President will become a Full Member of the U.B.C.I.C. for the term of their Presidency. Their term will expire at the opening of the A.G.A. where the next election for President will be held.

(b) Election of Vice-President, Secretary-Treasurer and Active Members

(i) The Vice-President, Secretary-Treasurer and Active Members will be elected in a secret ballot by simple majority vote (50% of all votes, plus one) of all Full Members in good standing present at the next Chiefs' Council meeting following the election of the President, and will serve for a term of approximately three years, expiring at the Chiefs Council following the next regularly scheduled election for President.

(ii) Chiefs Council will establish a process and appoint any persons they deem necessary to carry out the election of the Vice-President, Secretary-Treasurer and Active Members.

(iii) Active Members serve a term concurrent with the Vice-President and Secretary-Treasurer and therefore are not eligible to vote in the next regularly scheduled election of Vice-President, Secretary-Treasurer or Active Members.

(d) Chief Electoral Officer

At least five weeks prior to the A.G.A. in an election year, the Executive Committee will appoint a Chief Electoral Officer to oversee the elections of the President, Executive Committee and Active Members.

The Chief Electoral Officer will act as an impartial officer to ensure the fair conduct of the elections and will serve for a term of four weeks prior to the election of President, until the business of the elections are concluded. The Chief Electoral Officer will:

- (i) Distribute nomination forms to all Full and Active Members, receive nominations, and ensure that those nominated are eligible to run;
- (ii) Distribute the names of all eligible candidates to all Full and Active Members, by mail, facsimile or electronic mail, at least two weeks in advance of the elections for each of the positions;
- (iii) Make all administrative arrangements for the elections;
- (iv) Conduct the election by secret ballot(s);
- (v) Report the results of each ballot and call for run-off elections, where necessary; and
- (vi) Appoint assistants, as required, to help with carrying out the election.

(e) Nominations

(i) Starting four weeks before each election (for President, at the A.G.A. at which the election for President is held; for Vice-President, Secretary-Treasurer and Active Members at the Chiefs' Council immediately following the election of the President) and ending at 4:30

p.m. on the day that is two weeks before the election, nomination papers (in the form set by the Chief Electoral Officer) can be submitted to the attention of the Chief Electoral Officer at the U.B.C.I.C.'s Vancouver or Kamloops offices.

- (ii) Nominations for the position of President must be supported by the endorsement of three Full or Active Members in good standing of the U.B.C.I.C.;
- (iii) Nominations for the positions of Vice-President, Secretary-Treasurer or Active Members must be supported by the endorsement of three Full Members in good standing; and
- (iv) Where there is only one candidate nominated for any position that candidate shall be declared elected by acclamation.

(f) Credential Committee and Electors List

The Chiefs in Assembly at the start of each A.G.A. where an election for President is taking place will appoint a Credential Committee, comprised of three Full or Active Members in good standing who are members of three separate Indigenous Nations (and not merely Indian Bands), and are not standing for election.

- (i) A U.B.C.I.C. staff member who is familiar with the membership list will be appointed as a non-voting member to assist the Credential Committee;
- (ii) The Credential Committee shall be responsible for (1) certifying the credentials of Members and eligible proxies to prepare an Electors List of all Full and Active Members in good standing eligible to vote, and (2) interpreting and applying the By-Laws and any elections regulations to resolve any disputes which may occur during elections;
- (iii) The Credential Committee, working with the U.B.C.I.C. staff, will make an on-going Electors List available during the first day of the meeting where the election is to occur;
- (iv) The Credential Committee will receive and consider all protests from people who feel that their names were erroneously excluded from the Electors List. Upon speaking with this person, considering the By-Laws, and conducting any investigations that they think necessary, the Credential Committee will make the final decision as to whether or not this individual's name should be included on the Electors List;
- (v) On the morning of the election, the Credential Committee will provide to the Chief Electoral Officer an Electors List at least 30 minutes before the election is to occur;
- (vi) In the interests of ensuring that all Full and Active Members can vote where they are entitled to do so, the Credential Committee, up until the close of any ballot, may issue to the Chief Electoral Officer a notice that a person's name was erroneously excluded and request that they be allowed to vote;
- (vii) The Credential Committee will continue to act at the Chiefs' Council where elections for the positions of Vice President, Secretary-Treasurer and Active Members are held. If any

member of the Credential Committee is standing for election and not able to act, the remaining members of the Credential Committee will appoint an alternate from amongst the Full Members in good standing present at that Chiefs' Council; and

(g) Chiefs' Council can pass Elections Regulations, not inconsistent with these By-Laws, to govern elections. Notice of the intent to either pass, or amend, Elections Regulations must be sent to all Full and Active Members at least two weeks in advance of the Chiefs' Council meeting at which they are being considered.

#### **VII. RECALL OF MEMBERS OF THE EXECUTIVE COMMITTEE OR ACTIVE MEMBERS**

(a) Members of the Executive Committee or Active Members may be recalled by a Special Resolution with the support of 2/3 (two-thirds) of those Full and Active Members in good standing who vote at a duly called meeting for: (1) failing to perform their duties as outlined in these By-Laws; (2) failing to attend at least three consecutive Chiefs' Council meetings, unless they have a valid medical reason or were attending to the business of the U.B.C.I.C.; or, (3) being the subject of criminal charges (provided that this does not include activities which are done in furtherance of Aboriginal Title, Rights and Treaty Rights).

(b) The Executive Committee member or Active Member facing recall will be given a full opportunity to respond to the allegations before a vote on the recall motion proceeds.

#### **VIII. VACANCIES OF EXECUTIVE COMMITTEE AND ACTIVE MEMBER REPRESENTATIVES**

(a) In the event that a member of the Executive Committee or an Active Member is unable to act; resigns; is recalled; or, in the case of the Vice-President or Secretary-Treasurer, ceases to be the representative of a Full Member, the position shall be filled by a simple majority secret ballot vote (50% of all votes, plus one) of all Full and Active Members in good standing present at the next Chiefs' Council.

(b) The newly elected Executive Member or Active Member will serve a term concurrent with the remainder of the term of the Member that they are replacing.

(c) Nominations for the vacant Executive Council or Active Member position will be taken on the floor of the Chiefs' Council meeting and must be supported by at least two Full or Active Members in good standing.

#### **IX. ELECTIONS APPEAL COMMITTEE**

(a) The Chiefs-in-Assembly on the first day of an Assembly where the election for the position of President is to occur shall appoint an Elections Appeal Committee comprised of three Full or Active Members in good standing who are not standing for election for the position of President and who are members of three separate Indigenous Nations (and not merely Indian Bands).



- (b) Within five working days of the conclusion of the election, any candidate or Full or Active Member in good standing, may file an appeal in writing to the Elections Appeal Committee through the U.B.C.I.C.'s offices, if they allege election irregularities or unfairness.
- (c) Within one week of receipt of the request for review, the Elections Appeal Committee will review the request and may, by majority decision:
  - (i) Decide that there are insufficient grounds to hold a hearing, and affirm the election results; or
  - (ii) Decide that there are sufficient grounds to warrant a hearing, and schedule a hearing to examine the complaint within two weeks of its receipt.
- (d) Each candidate directly involved, as well as any other person who the Elections Appeal Committee deems necessary, will be invited to provide input.
- (e) Upon conclusion of the hearing, the Elections Appeal Committee can
  - (i) Dismiss the appeal if they decide that (1) the complaint is not valid, (2) there is not enough evidence to support it, or (3) that the allegation, if true, did not impact the election result; or
  - (ii) Call for a run-off election if they decide that the complaint is warranted.
- (f) Upon reaching their decision, the Election Appeal Committee will prepare a written report of their decision which will be sent to all Full and Active Members of the U.B.C.I.C.
- (g) Any run-off election called by the Elections Appeal Committee will be held at the next Chiefs' Council meeting, with at least one-month notice being provided to U.B.C.I.C. members, and only those candidates who were on the initial ballot for the contested position will have their names placed on the ballot.

## **X. EXECUTIVE DIRECTOR AND SENIOR MANAGERS**

- (a) The Executive Committee shall hire and determine the tenure and remuneration of an Executive Director and Senior Managers. The Executive Director and Senior Managers shall be the primary manager and senior employees of the U.B.C.I.C. and directed by the Chiefs' Council, Executive Committee and resolutions duly passed by the U.B.C.I.C. membership.
- (b) Within general terms of reference to be laid down by the Chiefs' Council or Executive Committee, the Executive Director, in consultation with Senior Managers for each department, shall hire and determine the tenure, duties and remuneration of all other employees of the U.B.C.I.C. and co-ordinate the activities of all U.B.C.I.C. employees.
- (c) The Executive Director, together with Senior Managers, shall organize the meetings of the U.B.C.I.C. under direction of the Executive Committee, including recommending Chairpersons for all meetings, reporting to, and attending all meetings of the Chiefs' Council and of the Executive Committee.

(d) The Executive Director and Senior Managers of the U.B.C.I.C. must not be (1) an undischarged bankrupt; (2) subject to a court ordered finding of mental incapacity; or, (3) have convictions for fraud or related offences.

## **XI. COMMITTEES**

(a) Prior to the end of each meeting, the Chiefs' Council or Chiefs in Assembly, shall appoint a Resolutions Committee comprised of 3 to 5 Full or Active Members, who will be responsible with the Executive Committee and U.B.C.I.C. staff, for receiving and reviewing resolutions to be presented at the next Chiefs' Council, A.G.A. or Special General Assembly. If a new Resolutions Committee is not appointed prior to the next meeting, the current Resolutions Committee will continue to sit. The Resolutions Committee, working with U.B.C.I.C. staff, will ensure that:

- (i) Resolutions uphold and reflect the Aboriginal Title, Rights and Treaty Rights Mandate of the U.B.C.I.C. and the *United Nations Declaration on the Rights of Indigenous Peoples*;
- (ii) Timelines are set for the receipt of proposed resolutions from Full and Active Members in good standing;
- (iii) There is no duplication or inconsistency between resolutions and encourage parties to reach consensus and submit joint resolutions; and
- (iv) Final resolutions are distributed to all eligible members prior to voting at the Chiefs' Council, A.G.A. or Special General Meetings.

(b) Where the U.B.C.I.C. at the direction of the Chiefs Council is considering amendments to its By-Laws, a Constitution Committee will be created to receive and process requests for By-Law amendments. The Constitution Committee will have between 3 to 5 Full Members, and will consider and propose any amendments it deems necessary or advisable to the U.B.C.I.C.

## **XII. BORROWING POWERS**

The Chiefs' Council may exercise all powers of the U.B.C.I.C. to borrow or raise or secure payment of money, in such a manner and form, at such time or times, in such amounts and upon such terms, as they think fit.

## **XIII. AUDIT OF ACCOUNTS**

The Fiscal year end of the U.B.C.I.C. shall be March 31<sup>st</sup> of each year. The accounts of the U.B.C.I.C. shall be audited and least once a year by an auditor appointed by the Members at the A.G.A.

## **XIV. CUSTODY AND USE OF THE SEAL**

The seal of the U.B.C.I.C. shall be under the custody of the Chiefs' Council and shall not be affixed to any instrument except by authority of a resolution of the Chiefs' Council.

**XV. EXTRAORDINARY RESOLUTIONS AND ALTERATION OF BY-LAWS**

- (a) An extraordinary resolution shall be passed by two-thirds of the Full and Active Members of the U.B.C.I.C. present at a General Meeting or Special Meeting of the U.B.C.I.C. of which notice specifying the intention to propose the resolution as an extraordinary resolution has been given at least one month previous to the meeting.
- (b) The By-Laws and objective of the U.B.C.I.C. may be altered or added to by an extraordinary resolution of the U.B.C.I.C.

**XVI. PREPARATION AND CUSTODY OF MINUTES**

The Executive Director shall be responsible for the preparation of and shall have custody of the Minutes of the meetings of the U.B.C.I.C., the Chiefs' Council, and the Chiefs' Executive Committee. The Executive Director shall have custody of all books and records of the U.B.C.I.C. Public access to the books and records of the U.B.C.I.C. is limited to that required by the *Societies Act*.

**XVII. INSPECTION OF BOOKS AND RECORDS**

The financial books and general records of the U.B.C.I.C. shall be available for inspection by members present at all times during the Annual General Meeting. In addition, the financial books and general records may be inspected at the offices of the U.B.C.I.C. during ordinary business hours by any member upon request being given to the Executive Director at least 48 hours before the inspection.

Should a member of the U.B.C.I.C. have a question or complaint about the financial books and general records of the U.B.C.I.C., such questions or complaint will be forwarded to the Executive Director. If the Executive Director fails to reply within a reasonable time, or alternatively, if the member is dissatisfied with the reply of the Executive Director, they may apply to the Chiefs' Council, who shall appoint a Committee to investigate and report on the question or complaint of the Chiefs' Council and if requested by the member, to the Annual General Meeting.

**XVIII. DISSOLUTION**

If, upon the winding up or dissolution of the U.B.C.I.C. there remains, after the satisfaction of all debts and liabilities, any property whatsoever, the same shall be given or transferred to such other charitable organization in Canada registered as such under the "Income Tax Act", having similar objects to the U.B.C.I.C. as may be determined by the full members of the U.B.C.I.C. at the time of dissolution or, insofar as effect cannot be given to the foregoing provision, to some other charitable organization registered as such under the "Income Tax Act".

**XIX. RULES OF ORDER**

(a) The Chair of each meeting shall be responsible for ensuring that meetings (1) follow the agenda agreed to by the Members; (2) are carried out in keeping with the goals and objectives of the U.B.C.I.C.; and, (3) respect the fact that the membership has come together to address issues of shared concern. Matters should not be addressed at U.B.C.I.C. meetings which are internal disputes within a particular nation or community and do not concern the broader membership.

(b) Robert's Rules of Order shall govern all matters of procedure not covered by these By-Laws.

### **Provisions Previously in the Constitution**

**XX.** The Union of British Columbia Indian Chiefs honours the vision of its founding members, the Indian Chiefs of British Columbia who, with the wisdom and support of the Indian women of British Columbia through the Indian Homemaker's Association of B.C. and B.C. Native Women's Society, came together to protect our Aboriginal Title, Rights and Treaty Rights. This provision is alterable.

**XXI.** The operations of the Society are to be chiefly carried on in the Province of British Columbia.

**DATED** the 6<sup>th</sup> day of May AD 1971

### **SUBSCRIBER**

William David Scow, Box 117, ALERT BAY, B.C., - Judge  
Chief Philip Paul, Box 173, BRENTWOOD BAY, B.C. – Administrator of Vocational Training  
Delbert Guerin, 4077 Staulto Crt., VANCOUVER, B.C. – Longshoreman  
Philip Louie, AHOUSAHT, B.C. – Fisherman  
Forrest Walkem, SPENCE'S BRIDGE, B.C. – Service Station & Motel  
Harry Dickie, Box 449, FORT NELSON, B.C. – Contractor  
Kathryn Teneese, WINDERMERE, B.C. – Housewife  
Sam Douglas, Box 136, ROSEDALE, B.C. – Logger  
Chief Victor Adolph, Box 272, HAZLETON, B.C. – Fisherman  
Chief Herber Maitland, Box 194, KITIMAT, B.C. – Painter  
Douglas Hance, ALEXIS CREEK, B.C. – Chief

### **WITNESS**

Edward David Fulton, PC < QC  
7<sup>th</sup> Floor  
900 West Hasting St.  
VANCOUVER, B.C. – Barrister Solicitor  
Dated the 6th day of May, 1978

Union of B.C. Indian Chiefs  
BY: George Manuel, President