

SOCIETY ACT Constitution

1. Name of the Organization

The name of the organization is Trans Alliance Society, herein after referred to as TAS.

2. Purposes

TAS is a not-for-profit organization that primarily serves the transgendered community of British Columbia.

TAS shall endeavour to:

- i. Provide varied forums and resources to assist in the personal development, growth, and contact of its members with the transgendered community; and
- ii. Promote knowledge and understanding of trans culture in all its diversity; and
- iii. Build a sense of community and make contact with other organizations or individuals sharing similar objectives that may benefit or further the objectives of TAS; and
- iv. Work toward removing all forms of barriers that negatively impact the transgendered community.

Neither TAS nor its members shall be presumed to provide a counseling service, unless such a service has been specifically identified as being made available.

TAS shall at all times promote the harmony and equitable treatment of all people.

3. Code of Ethics

All personal information pertaining to members shall be deemed confidential, unless a member gives their permission for its release.

A member shall not disclose confidential information pertaining to another member without explicit written permission to do so.

A member shall not publicly advance or engage in any form of oppression: including but not limited to racial, cultural, religious, language, gender, disability or sexual.

No member shall speak on behalf of, or attempt to represent TAS, without authorization of the Steering Committee.

Each member agrees to comply fully with the provisions expressed in TAS's Bylaws.

This provision is alterable.

4. Understanding

The members of TAS do voluntarily agree to advance the harmony and support of one another without displaying prejudice. We shall endeavour to create an energetic, diverse, and understanding community where individuals are free to express and develop their personal growth while respecting the needs of others to do the same. Through the promotion of common-interest forums and other resources we strive to remove the barriers and promote the education of all peoples and governing bodies that affect us.

To achieve these ends we have adopted a set of Bylaws which respects the diversity of our members, especially their right to privacy and which provides an orderly framework for TAS and its meetings. Our statement of Purposes sets the perspective of the member within TAS, and of TAS within the larger world. The obligations of members to one another to achieve harmony within TAS, are expressed in a Code of Ethics. This Code emphasizes the right to privacy of members, their right to be free from abuses of power by other members, and their obligations to extend the same acceptance of others as they expect of themselves.

This provision is alterable.

Trans Alliance Society

Articles of Bylaws

Article 1, Interpretation

- 1.1 All references shall include both the masculine and feminine, and all references herein to the plural shall include the singular and vice versa.
- 1.2 All references to “trans” shall include anyone who has a gender identity that is different than their birth sex, and/or expresses their gender in ways that contravene societal expectations of the range of possibilities for men and women. This may include, but is not limited to, people who self-identify as transgendered, intersex, Two Spirit, crossdressers, transsexuals, bi-gendered, pan-gendered, genderqueer, androgynous, third gender, female and male impersonators, and drag kings/queens, as well as people whose perceived gender or anatomic sex may conflict with their gender expression (such as masculine-appearing women and feminine-appearing men).
- 1.3 All references to "transgendered community" shall include, but not be limited to trans, trans-allies, and significant others, regardless of sexual orientation or practice, chosen or born gender, race, religion, language, disability or culture.
- 1.4 A member "in good standing" shall be defined to be a member who has paid their current annual membership dues or any other subscription or debt due and owing by them to the society and they are not in good standing so long as the debt remains unpaid.
- 1.5 In these Bylaws, unless the context otherwise requires:
 - i. “Act” means the Society Act of the Province of British Columbia from time to time in force all amendments to it; and
 - ii. “Board” means the Steering Committee of the Society for the time being acting with the authority of the constitution of the Society and these Bylaws; and
 - iii. “director” means a person who is either elected or appointed to the Steering Committee in accordance with these Bylaws; and
 - iv. “term” means the time between the Annual General Meeting and the next AGM; and
 - v. “registered address” of a member means where they can be contacted by mail, as recorded in the register of members.

Article 2, Membership

- 2.1 Membership is open to anyone willing to adhere to TAS’s Constitution.
- 2.2 There shall be three (3) types of membership, namely: Individual-Trans, Individual-Ally, and Group.
- 2.3 An Individual-Trans Member is a self-identified trans person. An Individual-Trans Member shall have full voting rights and be encouraged to fully participate in all aspects of TAS, including being eligible to hold a position as an elected Director/Officer.
- 2.4 A Group Member is a not-for-profit group or organization that has as part of its mandate a key component that addresses trans or transgendered interests. By special invitation from the Steering Committee, a Group Member, in good standing, may be asked to appoint one (1)

person to represent the group's or organization's interests as an appointed Director on the Steering Committee. This representative shall have full voting rights (one, and only one vote) and be encouraged to fully participate in all aspects of TAS.

- 2.5 An Individual-Ally Member is an individual who does not self-identify as trans. They shall have full voting rights and be encouraged to fully participate in all aspects of TAS. Individual-Ally Members are eligible to be a Director on the Steering Committee, if appointed as a representative of a Group Member.
- 2.6 A new member shall not be eligible to vote at a General Meeting or to hold elected office, but shall have all the other rights of membership, for a qualifying period of thirty-one (31) days following the first payment of their membership dues. This qualifying period shall not apply to the renewal of a lapsed membership.
- 2.7 A person may apply to the Secretary for membership in TAS, or may mail in a membership form and dues.
- 2.8 The annual membership dues are on a sliding scale of \$0-\$30 per year. Any change to this must be approved by the membership at a General Meeting.
- 2.9 A person shall cease to be a member of the society:
 - i. by delivering their resignation in writing to the Membership Committee Chair of the society by mail; or
 - ii. on their death or;
 - iii. on being expelled; or
 - iv. on having been a member not in good standing for three (3) consecutive months.
- 2.10 A member may be expelled by a special resolution of the membership passed at a General Meeting. The notice of special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion. The person who is the subject of the proposed resolution for expulsion shall be given an opportunity to be heard at the General Meeting before the special resolution is put to a vote.
- 2.11 To prevent possible compromise of confidentiality, it is in the interest of each member to keep the Secretary informed of changes to their name and/or mailing address.
- 2.12 All TAS members shall receive a copy of these Bylaws.

Article 3, Steering Committee (Directors) and Officers

- 3.1 The Steering Committee shall not be fewer than three (3) Directors/Officers. The balance of the Steering Committee will be made up of Group Member representatives.
- 3.2 The daily functions of the Society, in accordance with these Bylaws, shall be conducted by the Officers comprised of Steering Committee Chair, Secretary, and Treasurer.
- 3.3 The AGM will hold separate elections for each of the three (3) Officer positions.
- 3.4 Except for those Directors who have been appointed during the term, all elected directors shall serve on the Steering Committee for one (1) term before standing for re-election.

- 3.5 On leaving office, a Director shall surrender all TAS books, records, official files and assets to their successor.
- 3.6 Any Director who fails to be present at three (3) consecutive meetings of the Steering Committee shall be deemed to have resigned as a Director.
- 3.7 Upon notification that the Group Member's representative has been deemed to have resigned from the Steering Committee, the Group Member shall be asked to appoint a new representative.
- 3.8 The Steering Committee may appoint any eligible member of the Society to fill any elected Director/Officer vacancy for the balance of the term. The membership shall vote on whether or not to approve the appointment at the next General Meeting.
- 3.9 The Steering Committee may from time to time appoint individuals to carry out a specific service. These individuals:
- i. shall be TAS members in good standing; and
 - ii. once no longer providing this service, they must turn over any books, records, official files and assets, in their possession, to the Steering Committee.
- 3.10 The duties of the Steering Committee Chair shall be:
- i. to prepare agendas and preside as Chair at all Directorship meetings and General Meetings of the Society; and
 - ii. to supervise all the other Directors in the execution of their duties; and
 - iii. to oversee all activities of the Society; and
 - iv. to report on the activities of the Steering Committee to the membership at each General Meeting; and
 - v. to oversee the gathering and dissemination of information to members of the Society and to the general public.
- 3.11 The duties of the Secretary shall be:
- i. to record the minutes (resolutions) at all Directorship meetings and General Meetings of the Society; and
 - ii. to maintain all records and correspondences of the Society in good order, and to permit only authorized access to such records; and
 - iii. to issue notices of meetings of the Society; and
 - iv. to oversee an up-to-date monthly register which to include the individual's name, mailing address, the type of membership, the status of dues paid.
- 3.12 The duties of the Treasurer shall be:
- i. to keep accurate records of all the Society's financial transactions, as necessary to comply with the Society Act, and to permit only authorized access to such records; and
 - ii. to make a report on the state of TAS finances at each General Meeting; and
 - iii. to oversee all aspects of fundraising activities.
- 3.13 Steering Committee meetings shall be held quarterly, with Officers' meetings being called as needed. Additional meetings (emergency meetings) may be called by the Chair, or by any two (2) Directors.

- 3.14 The presence of three (3) Directors shall constitute a quorum for all Director meetings. All resolutions stemming from Officers' meetings must be approved by the Steering Committee, prior to their implementation.
- 3.15 No Director shall participate in a vote of the Steering Committee on a matter that has been declared a conflict of interest, unless they are permitted to vote by a majority decision of the Directors.
- 3.16 The Directors may, at their discretion, hold meetings in-camera.

Article 4, Other Committees

- 4.1 Other committees (committees that are not directly part of the Steering Committee structure) may ask to be recognized as a Committee of TAS in writing stating the purpose of the Committee. If accepted by the Steering Committee, the new Committee shall appoint an individual to keep the Steering Committee informed of the Committee's work.
- 4.2 Except for the representative, the members of these committees need not be members of TAS.

Article 5, Financial

- 5.1 The Officers may, from time to time, open or close bank accounts in the name of TAS as deemed necessary.
- 5.2 Cheques and other financial instruments drawn on such accounts shall require the signatures of any two (2) Officers.
- 5.3 There shall be a fiscal year established at the discretion of the Steering Committee.
- 5.4 Any financial decision that would put TAS in a deficit position shall be referred to a General Meeting of the membership for approval, by special resolution. A debenture must not be issued without the authorization of a special resolution, and the members may, by special resolution, restrict the borrowing powers of the Steering Committee, but a restriction imposed expires at the next AGM.
- 5.5 The members of the Steering Committee and Committee Chairs, shall receive no remuneration for service to TAS.

Article 6, Books and Records

- 6.1 The term "Books and Records" shall comprise minute books, ledgers, and other working documents.
- 6.2 Except for confidential personal information, all Steering Committee members and Committee Chairs, shall have unimpeded access to all Books and Records of TAS. These Books and Records shall be available at any reasonable time.
- 6.3 Except for confidential personal information, the Books and Records of TAS may be inspected by any member in good standing upon giving notice. The time and place for such inspection

shall be mutually agreeable to the requester and the person in charge of said Books and Records.

Article 7, General Meetings

- 7.1 General Meetings of the members of TAS may be called by the Steering Committee.
- 7.2 While all people are welcome at General Meetings, only members in good standing who have been members for more than 31 days are eligible to vote.
 - 7.2.1 Whether membership is held by an individual or a group, each member has only one vote. An individual member who is also a group representative may only have one vote.
- 7.3 Quorum required for voting at a General Meeting shall be not less than seven (7) members eligible to vote or one-third (1/3) of the membership eligible to vote, whichever is the lesser.
 - 7.3.1 Only those members present, in person and not by proxy, shall be counted in deciding whether quorum exists.
 - 7.3.2 If quorum is not obtained, another meeting shall be announced and held within thirty (30) days, at which time those members present shall constitute quorum.
- 7.4 Written notice of a General Meeting shall be sent to all members at least thirty (30) days prior to the meeting date.
 - 7.4.1 Should a General Meeting be postponed due to lack of quorum, the General Meeting convened to address those issues that were tabled only requires fourteen (14) days notice.
 - 7.4.2 Should a General Meeting be called for the purposes of a Recall Election, only fourteen (14) days notice is required.
- 7.5 The TAS General Meeting Guidelines shall apply to all General Meetings.
- 7.6 Voting shall be by a show of hands, or by secret ballot (if secret ballot is requested by a voting member). A request for secret ballot is not open to discussion or to vote.
- 7.7 A minimum of one General Meeting will be held in the spring of each calendar year, and shall be deemed the Annual General Meeting.
 - 7.7.1 The order of business at the Annual General Meeting shall be:
 - i. Introductions;
 - ii. The Chair takes up to 15 minutes to explain the TAS General Meeting Guidelines;
 - iii. Review of the minutes from the previous Annual General Meeting, identification of required amendments, and a vote on their approval;
 - iv. Business arising from the minutes;
 - v. Reading of correspondence;
 - vi. Steering Committee Chair's report;
 - vii. Secretary's report;
 - viii. Treasurer's report;

- ix. Reports from Committees;
- x. Elections Officer is chosen, nominations for Officer positions are taken, and if necessary an election for Officer positions (Secretary, Treasurer, and Chair) are held;
- xi. New and Unfinished business;
- xii. Adjournment.

Article 8, Election of the Directors/Officers

- 8.1 Elections for Officer positions shall be held at the Annual General Meeting. This portion of the Annual General Meeting shall be chaired by the Elections Officer.
 - 8.1.1 The position of Elections Officer will be filled by a TAS member who is not intending to run for one of the Officer positions and who volunteers for the position. Their appointment will be confirmed by a 2/3 majority vote.
 - 8.1.2 The Elections Officer may appoint, at their discretion, others to assist them with the election. Assistants must not be intending to run for one of the Officer positions.
- 8.2 The Elections Officer shall seek candidates by reading the title of the position and asking for people to nominate candidates.
 - 8.2.1 Members can nominate themselves or another person.
 - 8.2.2 Candidates must self-identify as trans, must be a member in good standing, and must have been a member for more than 31 days.
- 8.3 If more than one valid candidate is nominated for any of the Officer positions, an election shall be held.
 - 8.3.1 Votes shall be cast by secret ballot.
 - 8.3.2 The Elections Officer shall appoint two scrutinizers to count ballots. These scrutinizers need not be members of TAS.
 - 8.3.3 Candidates with a majority of votes shall be declared elected.
 - 8.3.4 In the event of a tie vote, an immediate runoff ballot shall be cast where only those candidates that were tied are placed on the runoff ballot. If only two candidates are running and there is a tie vote, the Elections Officer shall declare that the Steering Committee be responsible to either split the position or appoint one of the candidates to fill the vacancy.
- 8.4 In the event that an election is not necessary, the Elections Officer shall declare all nominated candidates to be acclaimed.
- 8.5 If there are no candidates for a position, the Elections Officer shall declare that the Steering Committee be responsible to appoint individuals to fill the vacancies for the term.

Article 9, Resignation or Removal of a Steering Committee member

- 9.1 A member of the Steering Committee shall inform the committee of their intent to resign their position.
- 9.2 Any or all Steering Committee members, whether elected or appointed, may be removed from office by a Recall Election.
- 9.3 A Recall Election may be called by a petition showing cause why the individual(s) should be recalled, and signed by at least 10 percent (10%) of the members of TAS.
- 9.4 A Recall Election shall be held within fourteen (30) days of presentation of the petition, and shall be held at a duly announced General Meeting.
- 9.5 A Recall Election shall require a quorum needed for a General Meeting in order that the vote be considered valid.
- 9.6 A Recall Election shall be Chaired by the Elections Officer or by someone approved by a simple majority (51%) of members present.

Article 10, Resignation or Expulsion of Members

- 10.1 A TAS member may voluntarily resign without notice at any time.
- 10.2 A request from a resigning member to remove personal information from TAS personal files shall be acted upon by those individuals holding such files.
- 10.3 TAS shall not be required to refund any balance of dues to a resigning member.
- 10.4 Membership may be withdrawn for cause from any member by a two-thirds (2/3) majority of those votes cast at a General Meeting duly called provided that:
 - i. the member is notified in writing no less than thirty-one (31) days in advance of the vote; and
 - ii. they are provided with a statement from the Steering Committee showing cause; and
 - iii. such a member shall be entitled to bring to the meeting a representative, who need not be a member of TAS, to assist in their defense.
- 10.5 A member expelled shall be entitled to a refund of the un-expired portion of their membership dues.
- 10.6 For the protection of TAS, a request from a member expelled that personal information be removed from TAS files, need not be acted upon.

Article 11, Amendments to Bylaws

- 11.1 Any motion to repeal or amend the Bylaws of TAS shall require:
- i. Notice of Motion of changes to the Bylaws be duly issued in writing to all members of TAS not less than fourteen (14) days prior to the date of the General Meeting at which the particular motion is to be seconded; and
 - ii. That the motion receive a three-quarters (3/4) majority vote of those present.
- 11.2 Such amendments to the Bylaws shall not be enforced or acted upon until its acceptance by the registrar as being in compliance with the Act, and notice of the amendments have been duly issued in writing to the members of TAS.

Article 12, Error or Omission in Notice

- 12.1 Notices to members shall be sent to their last registered mailing address or given to them personally.
- 12.2 No error or omission in giving notice of any General Meeting shall invalidate any decisions taken at that meeting.
- 12.3 The Steering Committee shall correct, as soon as possible, any errors or omissions in notifications and reports.

Article 13, Dissolution

- 13.1 Upon dissolution of TAS and after the payment of all debts and liabilities, the remaining assets of TAS shall be distributed to a charity operating within Canada, the said charity to be designated by a resolution of the Steering Committee.