

  
T.K. SPARKS

## VERNON STUDENTS' ASSOCIATION – OKANAGAN COLLEGE CONSTITUTION

1. The name of the society is the Vernon Students' Association – Okanagan College.
2. The purposes of the Association are:
  - a. to direct, coordinate and promote the activities of the students attending Okanagan College (Kal Campus - Vernon);
  - b. to promote artistic, literary, educational, social, recreational, charitable and athletic activities for the advancement of the interests of its members;
  - c. to represent students, receive and address student concerns, and investigate problems and decisions that affect students;
  - d. to serve as a medium of communication between the students attending Okanagan College (Kal Campus - Vernon) and the governing bodies of Okanagan College;
  - e. to advocate on behalf of the students attending Okanagan College (Kal Campus - Vernon), and to ensure the rights of students are protected.
  - f. to provide a wide variety of services to its members. The Association shall strive to provide excellence and quality of service at all times, and shall continue to enhance the quality and scope of these services.
  - g. to serve as the umbrella organization to coordinate and support the student groups that make up civic life at Okanagan College (Kal Campus - Vernon), while providing services to strengthen the educational, cultural, environmental, political and social conditions of the membership.
  - h. to act as the official voice of all students attending Okanagan College (Kal Campus - Vernon) and as a liaison between them and the College.
  - i. to act in the best interests of its membership as a whole.

# Vernon Students' Association – Okanagan College

## By-Laws

### BY-LAW I – INTERPRETATION

1. All references to the plural shall include the singular, and singular the plural. All references to the masculine shall include the feminine and feminine the masculine.
2. A “member in good standing of the Association” is defined as those persons who have satisfied the requirements of By-Law II.
3. “Student Representative positions” shall be those student council positions for which all members, in good standing of the Association, may vote and run.

### BY-LAW II – MEMBERSHIP & FEES

1. All students of Okanagan College (Kal Campus - Vernon) shall be members of the Vernon Students' Association – Okanagan College.
2. All members shall agree to uphold and abide by the Constitution and Bylaws of the Association
3. A member of the Association shall be:
  - a) any student who has been assessed, by the Association, the appropriate membership fee for the current college semester;
  - b) any student who is registered for at least one credit course at Okanagan College (Kal Campus - Vernon);
  - c) any student who is registered in a trades program, in a Continuing Education program resulting in a Certificate, in the Adult Academic Career Preparation program and in the International Students program.
4. Membership in the Association shall cease when a member:
  - a) fails to register in at least one credit course at Okanagan College (Kal Campus - Vernon) for the following registration period in their program of study;
  - b) on his/her death, or in the case of the dissolution of the Association;
  - c) is expelled by special resolution of the members passed at a general meeting:
    - a. Notice of the proposed special resolution for expulsion shall be sent to the member, who is the subject of such resolution, by registered mail at least two (2) weeks prior to the meeting at which the resolution is to be voted upon. Such notice shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion.
    - b. The member, 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, whereby the majority vote determines the outcome.

- d) is no longer a student in good standing of Okanagan College
- 5. Membership fees shall be set according to a special resolution, as per the Society Act of BC, subject to a regularly or specially convened general meeting or a referendum of the Association. Fees are collected by Okanagan College at time of registration, and membership fees are non-refundable.
  - a. The membership fees described in Section 5. of this Bylaw may be adjusted each August 1 by the percentage change in the Canadian Consumer Price Index during the previous calendar year, as determined by the elected members.
- 6. In the event that a full-time employee of the Association registers for a course with Okanagan College (Kal Campus - Vernon), he/she shall be entitled to all the rights and privileges of membership with the exception of holding office.
- 7. A member of the Association who becomes a part-time employee of the Association or a part-time employee who becomes a member of the Association shall be entitled to all the rights and privileges of membership with the exception of holding office.
- 8. A member has the right to vote and participate in special general meetings, annual general meetings and referenda in accordance with the provisions of the Society Act of BC.
- 9. A member has the right to appeal and/or grieve any action and/or decision of executive council, student council or the Association in person and/or in writing.
- 10. A member has the right to run and be elected for a position of the executive council or student council of the Association providing they satisfy the requirements of Bylaw IX Elections and Appointments.

#### BY-LAW III – COMPOSITION OF STUDENT COUNCIL

- 1. The governing body of the Association shall be known as the Student Council and shall be empowered to make all decisions and take all actions on behalf of the Association.
- 2. The Student Council shall be composed of the following:
  - b. The executive officers as described in BY-LAW IV The Executive Council
  - c. One (1) Human Rights Representative
  - d. A maximum of three (3) Student Representatives
  - e. The General Manager of the Association (ex-officio, non-voting)
- 3. No member of the Association may hold more than one (1) position on Student Council.

4. The members of the Student Council shall be members in good standing with the Vernon Students' Association – Okanagan College during their tenure of office, subject to BY-LAW II – MEMBERSHIP.

#### BY-LAW IV – THE EXECUTIVE COUNCIL

1. The Executive Council shall composed of the following Executive Officers:
  - a. President
  - b. Vice President, Internal
  - c. Vice President, External
  - d. Vice President, Education
  - e. Vice President, Student Services
  - f. Executive Assistant
  - g. The General Manager of the Association (ex-officio, non-voting)
2. It shall be the responsibility of the Executive Council, under the direction of the Student Council, to administer the Association on a day-to-day basis.
3. The Executive Council shall be empowered to exercise any and/or all powers and discretions vested in the Student Council, save and except;
  - j. the power to amend, repeal or adopt policy
  - k. the power to pass or amend the annual operating budget
4. The Executive Council may not amend or contradict the will of the Student Council.
5. Decisions of the Executive Council shall be subject to review and/or reversal by the Student Council.
6. Minutes of the meetings of the Executive Council shall be kept and distributed to the Student Council, and be made available to the membership.

#### BY-LAW V – INDIVIDUAL RESPONSIBILITIES AND POWERS OF THE EXECUTIVE COUNCIL

1. The President shall:
  - a. Enforce the due observance of the Society Act of British Columbia, these bylaws, and any policies or regulations which are passed from time to time by the Executive Council.
  - b. Conduct all Executive Council meetings and conduct them in an acceptable manner.
  - c. Have the power to convene the Executive Council meeting at any time.
  - d. Act as a spokesperson for the Association in a manner not inconsistent with policies set out by the Student Council.

- e. Act as a signing authority of the Association.
  - f. Be charged with ensuring that all directors' carry out these duties assigned to them.
  - g. Chair and coordinate the activities of the Executive Council.
  - h. Act on behalf of the Executive Council where action is immediately necessary and cannot wait until the next meeting of the Executive Council; provided that such action is reported as soon as possible at the next regular meeting of the Executive Council.
  - i. Shall co-sign all financial statements or reports made to the Executive Council and the members.
  - j. Recommend, in cooperation with the General Manager, hiring, salary changes, or termination of all salaried employees.
  - k. Help prepare the budget.
  - l. Act as the employee liaison.
  - m. Ensure the continued operation of the Association during the summer months.
  - n. Shall undertake all other duties usually falling to the office of the President as the Vernon Students' Association – Okanagan College sees fit.
  - o. The President may delegate such of his/her duties as he/she deems fit to employees or other members of the Association.
2. The Vice President Internal shall:
- a. Be responsible for the financial administration of the Association.
  - b. Account for all monies belonging to the Association.
  - c. Act as a signing authority of the Association.
  - d. Review payment of all expenses incurred by the Association or its agents.
  - e. Ensure that budgeted allocations are reasonably adhered to.
  - f. Help prepare the annual budget

- g. Review daily and weekly banking which includes bank deposits and petty cash withdrawals.
  - h. Prepare, in cooperation with the General Manager, a detailed financial report for the Annual General Meeting.
  - i. The Vice President Internal may delegate such of his/her duties as he/she deems fit to employees or other members of the Vernon Students' Association – Okanagan College.
- 3. The Vice President External shall:
  - a. Be responsible for assuming all external communications and Campus Life duties.
  - b. Assume all responsibilities of the President in the case of resignation, impeachment or death of the President.
  - c. Replace other Vice Presidents in the case of resignation, impeachment or death.
  - d. Attend all Campus Life Committee Meetings and assume responsibility for external relations.
  - e. Act as a student observer to Okanagan College Board Meetings.
  - f. Represent students with respect to Campus Recreation issues.
  - g. Act as a signing authority of the Association.
- 4. The Vice President Education shall:
  - a. Be responsible for representing all of the educational or academic concerns of students attending Okanagan College (Vernon Campus).
  - b. Act as the student observer on all student grade appeals.
  - c. Act as the official representative to external educational organizations.
  - d. Attend Okanagan College Board Meetings and any other meetings that pertain to the quality of education at Okanagan College (Vernon Campus).
  - e. Monitor legislation at all levels of government that affects students.
  - f. Monitor tuition fee levels.
- 5. The Vice President Student Services shall:
  - a. Be responsible for the administration of all the services which the Association provides to the students at Okanagan College (Vernon Campus).

- b. Act as the official liaison with other recognized groups such as clubs, special interest groups, etc.
  - c. Be responsible, in cooperation with the General Manager, for introducing, upgrading or altering the services provided by the Association, such as: Housing Registry, Employment/Job Bank, Used Textbook Store, Student Food bank, Student Health and Dental Plan and Games equipment.
  - d. Represent those students, whose concerns do not fall under the jurisdiction of other Executive Council Members.
- 6. The Executive Assistant shall:
  - a. Be responsible for the records and files of the Association.
  - b. Prepare, in cooperation with the General Manager and the President, the agendas for the Executive Council meetings and the Student Council meetings, and distribute the agendas to all members of the applicable Council.
  - c. Record minutes of the Executive Council and the Student Council meetings.
  - d. Distribute all minutes of meetings to all Council members within forty-eight (48) hours of any meeting.
  - e. Be the custodian of all original minutes.
  - f. Ensure that all records are kept in the Vernon Students' Association – Okanagan College office at all times.
  - g. Act as a signing authority of the Association.
  - h. Review, in cooperation with the General Manager, the insurance of the Association annually.
  - i. Maintain, in cooperation with the General Manager, an accurate list of all current members of the Association.
- 7. The General Manager shall:
  - a. Provide leadership and oversight for the VSAOC Executive Council and all VSAOC staff.
  - b. Provide leadership and oversight for establishing and maintaining VSAOC presence in the community.
  - c. Be a non-voting member of the Executive Council and the Student Council.
  - d. Focus on long term planning and visionary leadership within the VSAOC and community.

- e. Ensure VSAOC Policies and Procedures, VSAOC Constitution, WCB standards, Provincial regulations pertaining to the not for profit society, risk management requirements and general facility safety standards are met and followed by the VSAOC and all staff.
  - f. Provide and ensure continuity of the VSAOC functions, services and operations from year to year
8. Each member elected to the Executive Council shall be paid an honorarium as determined by the Honoraria Policy.
  9. Each member elected to the Executive Council shall keep accurate records and files concerning his/her activities and responsibilities.

#### BY-LAW VI – COLLECTIVE RESPONSIBILITIES AND POWERS OF THE EXECUTIVE COUNCIL

1. The Executive Council shall:
  - a. Meet at least every two (2) weeks
  - b. Be familiar with, and comply with the provisions of the Society Act of BC
  - c. Have signing authority for the Association
  - d. Have the power to alter, modify or set aside any action not covered by the constitution or its by-laws, or policies of the Association
  - e. Have the authority to hire and dismiss employees

#### BY-LAW VII – POWERS AND RESPONSIBILITIES OF THE STUDENT COUNCIL

1. The Student Council shall be the governing body of the Association.
2. The Student Council shall:
  - a. Present an annual budget to the members at an Annual General Meeting.
  - b. Have the power to amend, repeal or adopt policy of the Association.
  - c. Assist with all services and events undertaken by the Association.
  - d. Assist with promoting all events and services provided by the Association.
  - e. Meet at least every two (2) weeks.

#### BY-LAW VIII – INDIVIDUAL RESPONSIBILITIES OF THE STUDENT COUNCIL

1. The Human Rights Representative shall:
  - a. Be responsible for representing human rights issues for all students attending Okanagan College (Vernon Campus).
  - b. Represent students on issues of discrimination on the basis of irrelevant personal characteristics that include but are not limited to race, national or ethnic origin, colour,



religion, sex, gender identification, age, mental or physical disability, language, sexual orientation or social class.

- c. Represent students on issues of harassment, sexual harassment or poisoned and hostile environments.
  - d. Initiate study groups, bring in guest speakers, help organize clubs that deal with social and environmental issues.
  - e. Be aware of Okanagan College's Human Rights Policy and shall inform the student body of this policy.
  - f. Report any infractions of the Okanagan College Human Rights Policy to the Okanagan College Human Rights Officer, or in the case of persons under the age of nineteen (19), contact the Ministry of Children and Family Development.
2. The Student Representatives shall:
- a. Be responsible for keeping the Student Council informed as to the wants and needs of the student body.
  - b. Be responsible for assisting the Student Council with campaigns and services.
  - c. Represent the membership as a whole.
  - d. Be responsible for assisting with promoting events and services
  - e. Assist with all Association events
  - f. Be active in Association Committees
3. Each member elected to the Student Council shall be paid an honorarium as determined by the Honoraria Policy.
4. Each member elected to the Student Council shall keep accurate records and files concerning his/her activities and responsibilities.

#### BY-LAW IX – ELECTIONS AND APPOINTMENTS

1. The general elections for Executive Council and Student Council positions shall take place no later than March 31<sup>st</sup> of any given year.
2. Any member of the Association may let his/her name stand as a candidate for an Executive Council or Student Council position given the following requirements are met:
  - a. He/she is in good standing with Okanagan College.
  - b. He/she has not previously served two (2) elected terms as an Association Executive Council or Student Council member.
  - c. He/she maintains registration in a minimum of three (3) courses at Okanagan College (Vernon Campus).

3. All elected individuals must remain members in good standing of the Association throughout their mandate.
4. The term of the elected members of the Executive Council and the Student Council shall be from May 1<sup>st</sup> to April 30<sup>th</sup> of each calendar year.
5. The Association shall maintain an Electoral Committee which becomes active three (3) weeks prior to all elections and by-elections. The Electoral Committee shall:
  - a. Ensure that all elections occur in the manner prescribed by the Society Act of BC and this Constitution.
  - b. Decide on the form of the ballot.
  - c. Decide how and when the procedure will take place
  - d. Give sufficient notice to all members.
  - e. Post eligibility conditions and nomination/campaigning procedures one (1) week prior to the opening of nominations.
6. Members may vote only once for each position.
7. Members must provide identification and appear on the official voting list prior to voting.
8. The nominee receiving the majority of votes will be declared duly elected.
9. Each nominee may appoint a scrutineer to oversee the counting of ballots.
10. A nominee may request a recount of votes cast within seventy-two (72) hours of the Electoral Committee's announcement of the election results.
11. The Electoral Committee is responsible for counting all ballots cast.
12. The Student Council may resolve to hold a by-election to fill any of its vacant positions.
13. The Student Council may, by resolution, appoint an active member of the Association to fulfill the duties of any vacant office.

#### BY-LAW X – RESIGNATION, IMPEACHMENT OR ABANDONMENT

1. If an Executive Council or Student Council director resigns his/her office or otherwise ceases to hold office, the remaining directors shall either appoint a member to take the place of the former Executive or Student Council member, or adopt the status quo clause herein.

2. If adopted by the Student Council, the status quo clause will be stated as, “the present Student Council will remain the same until the beginning of the next semester”. At the beginning of the next semester, the Student Council may vote again on where to adopt the clause for that semester. The status quo clause must be passed by a two-thirds (2/3) vote of the Student Council.
3. The Student Council shall have the power to impeach any member of the Student Council who violates the By-laws of this Constitution, and/or the policies and procedures of the Association, or who fails to fulfill the responsibilities of office.
4. A vote of impeachment shall be a two-thirds (2/3) vote at a specially convened Student Council meeting.
5. In the event of impeachment, the Student Council can adopt the status quo clause, appoint from the existing council, or call a by-election in a time period determined by the Student Council.
6. If a member of the Student Council is on academic probation his/her position within the Council is to be reviewed. The Student Council can either suspend or terminate the Council member in question from his/her position.
7. A Student Council member who misses two (2) consecutive council meetings or four (4) meetings over the whole of their term, without justifiable cause will be considered to have abandoned their position.
8. A vote to remove an individual from a position for reasons of abandonment of position shall be two-thirds (2/3) vote at a specially convened meeting of the Student Council.

#### BY-LAW XI – CONFLICT OF INTEREST

1. Notwithstanding the provisions of the rights of members, any member of the association, including members of the Executive Council or the Student Council, shall not speak or vote on any matter of the association where a conflict of interest exists; this shall include, but is not limited to, the following:
  - a. An appeal and/or grievance where the person is directly involved.
  - b. A financial matter where the member is directly involved, especially matters pertaining to grant/loan allocations.
2. If a member of the Association feels that he/she is in a conflict of interest, the individual must express the conflict of interest at the meeting, prior to the discussion where the conflict exists.
3. If a member is unsure whether a conflict exists, he/she must express the possible conflict prior to the discussion and a majority vote may be required to resolve the issue.
4. If a member believes that another member is involved in a conflict of interest, that member must identify the individual perceived to be in conflict. The individual may speak on whether or

not he/she feels that a conflict exists. If the issue cannot be resolved, a simple majority vote of the Student Council may be required to resolve the issue.

#### BY-LAW XII – POLICY HANDBOOK

1. The Student Council, in cooperation with the General Manager, shall establish a Policy Handbook containing the policies, regulations and procedures of the Student Council and the Association.

#### BY-LAW XIII – MEETINGS

1. There shall be four (4) kinds of Meetings of the Association:
  - a. The Annual General Meeting shall:
    - i. Be held every February
    - ii. Be advertised no less than two (2) weeks in advance on 11"x17" paper posters, which shall include the proposed agenda, any special resolutions, time and place of the meeting, on six (6) or more bulletin boards about the Vernon Campus.
    - iii. Be governed by a simple majority of votes cast, except where the provisions of the Society Act of BC or the bylaws require otherwise.
    - iv. Restrict voting to bona fide members of the Vernon Students' Association – Okanagan College. Each member is entitled to one vote. In order to exercise his/her vote at the Annual General Meeting, the member must be present at the meeting at the time the vote is put, and no votes by proxy shall be allowed. Each member will be required to identify himself/herself by his/her student identification card. In the event that a student identification card is not available, the student shall present documentation to indicate registration and membership in the Association.
  - b. Special General Meetings shall:
    - i. Be called by a two-thirds (2/3) vote of the Student Council
    - ii. Be called by the presentation of a petition duly signed by five per cent (5%) of the members of the association requesting such a meeting.
    - iii. Be advertised as per the requirements for advertising the Annual General Meeting.
  - c. Executive Council Meetings shall:

- i. Be held at least every two (2) weeks.
    - ii. Have a quorum of one member more than fifty per cent (50%) of the Executive members, and the decisions of the Executive Council shall be governed by a simple majority, save and except where the bylaws require a larger majority.
    - iii. Any member of the Executive Council can call emergency Executive Council Meetings.
  - d. Student Council Meetings shall:
    - i. Be held at least every two (2) weeks.
    - ii. Have a quorum of one member more than fifty per cent (50%) of the Student Council members, and the decisions of the Student Council shall be governed by a simple majority, save and except where the bylaws require a larger majority.
    - iii. Any member of the Student Council can call emergency Student Council Meetings.
2. Robert's Rules of Order shall govern the proceedings of all official meetings of the Association in so far as they do not contravene any part of the constitution, these by-laws or policy of the Association.

#### BY-LAW XIV - PROCEEDINGS OF THE STUDENT COUNCIL

- 1. Shall meet regularly and hold such special meetings as may be required.
- 2. Shall be familiar with and comply with the provisions of the Society Act of BC.
- 3. Shall receive, budget, administer and audit, or have audited all monies, properties and securities of whatever nature that may be placed in the custody of or that may become the property of the Association.
- 4. Shall be the recognized medium of communication between the Association and its members and:
  - a. Okanagan College Administration
  - b. All certified bargaining units
  - c. General Public
  - d. Okanagan College Board and its committees
- 5. Must seek approval of any capital expenditure in excess of seven thousand five hundred dollars (\$7500.00) by a majority of members at a General Meeting or legitimate referendum.
- 6. Shall be required to exercise an annual mandatory review along with a full membership referendum in order to form, or remain in any external organization that requires a portion of

Vernon Students' Association – Okanagan College fees to be paid as dues or fees. This clause is unalterable.

7. Shall have the authority to hire and select staff person(s).

#### BY-LAW XV – REFERENDA

1. In addition to Annual and Special General Meetings, the members may vote on resolutions concerning the business of the Vernon Students' Association by means of a referendum, in accordance with the provisions of the Society Act of BC.
2. Resolutions may be put to referendum by a simple majority vote of the Student Council, except where prohibited in these By-Laws, or upon presentation of a petition to the Student Council which contains the proposed resolution and the signatures of thirty per cent (30%) or more of the members of the Association.
3. Upon presentation of a duly signed petition for referendum to the Student Council, the Student Council must resolve to hold a referendum on the proposed resolution(s) within the following two (2) weeks.
4. Referenda are called in the same manner as Special General Meetings.
5. The referenda shall be conducted in a democratic way and shall include at least one (1) independent scrutineer.

#### BY-LAW XVI – FINANCES

1. The fiscal year of the Association shall be from September 1<sup>st</sup> to August 31<sup>st</sup> of each calendar year.
2. Association fees shall be as determined by By-Law II, article 5.
3. In order to carry out the purpose of the Association, the Student Council may, on behalf of and in the name of the Association, raise or secure the payment or repayment of money in the manner they decide, and, in particular but without limiting the foregoing, by the issue of debentures.
4. No debentures shall be issued without the sanction of a special resolution.
5. The members may, by special resolution, restrict the borrowing powers of the Student Council, but a restriction imposed expires at the next Annual General Meeting.

#### BY-LAW XVII – CONSTITUTIONAL AND BY-LAW AMENDMENTS

1. The Constitution and By-Laws may be amended only by a special resolution of the Association at a properly called Annual General Meeting, or Special General Meeting pursuant to By-Law XIII, Article 1 (a) and (b) Meetings.
2. A special resolution amending the Constitution shall require a two-thirds (2/3) majority of votes at the meeting.
3. Notice of a proposed amendment shall be given in accordance with the By-Laws providing for due notice of an Annual General Meeting and of any Special General Meeting. If a Special General Meeting is initiated by a petition for the purpose of an amendment of the Constitution or By-Laws, the text of the proposed amendment shall be delivered in the same manner pursuant to By-Law XIII Meetings.

#### BY-LAW XVIII – RECORDS

1. The official minutes of meetings of the Executive Council and the Student Council shall be kept in the Association office. They shall be open to all members of the Association.
2. The official books and records of the Association shall be kept in the Association office.
3. The official books and records of the Association may be inspected by members in good standing of the Association at the Association office during normal office hours.

#### BY-LAW XIX – COMMITTEES

1. The Student Council shall adopt and maintain committee terms of reference which shall include:
  - a. Membership of the committees
  - b. Roles of the committees
  - c. Selection process for the committees
2. All committees shall act only as an advisory body to the Student Council except in cases where the Student Council specifically empowers a committee to act on the Association's behalf.
3. Each committee must have at least one (1) Student Council member to act as a communication liaison between the committee and the Student Council.
4. The Student Council may establish ad-hoc committees from time to time to deal with specific issues.
5. Minutes of all committee meetings must be kept and be included on the agenda for information at the next regular Student Council meeting.
6. The following shall be standing committees of the Association:
  - a. Constitutional Review Committee

- b. Finance Committee
- c. Policy and Procedure Committee

#### BY-LAW XX – LEADERSHIP

1. All Association endeavours shall be undertaken with full respect for human dignity and without discrimination on the basis of irrelevant personal characteristics that include but are not limited to race, national or ethnic origin, colour, religion, sex, gender identification, age, mental or physical disability, language, sexual orientation or social class.
2. The Association commits to demonstrating leadership in matters of human rights, social justice and environmental protection. The association shall be mindful of the direct and indirect effects corporations, businesses and organizations have on their social, political, economic and environmental surroundings.
3. The Association commits itself to groups, programs and activities that are devoted to the well being of a group disadvantaged because of irrelevant personal characteristics that include but are not limited to race, national or ethnic origin, colour, religion, sex, gender identification, age, mental or physical disability, language, sexual orientation or social class. This provision was previously unalterable.

#### BY-LAW XXI

1. The Association shall be carried on with no profit accruing to its members and any operating surpluses shall be used to further the purposes of the Association. This provision was previously unalterable.
2. Upon the winding-up or dissolution of the Association, any assets remaining after the satisfaction of its debts and liabilities shall be given or transferred to a Canadian organization or organizations promoting objectives similar to those set out in paragraph two herein, as may be decided by the members of the Association at the time of winding-up or dissolution. This provision was previously unalterable.