

Attendance

Present

Adelle Vickery
Soung Tse Bong
Puneet Natt
Aryn Caun
Jennifer Capello
Harris Bronsch
Vera Kazakone
Heather Smith
Nathan Buckley
Stephane Hamade
Jia Xue
Daria Vela
Chloe Potovszky
Nicholas Godsil
Kevin Law
Christopher Luc
Drew Cutton
David Birnbaum
Brendan O'Hanlon
Kevin McNamara
Phil Parrott
Natalie Kula
Christina Barna
Rameez Haslani
Robin Drukker
Brendon Duloik
Dominik Chlobowski
Jasmeet Kaur
Amanda Montiro
Kathryn Wettlaufer
Matthew Medinca
Laure Harrison
Dari Singh Sinarain
Ryan Campagnola
Gertriole Omon
Juliana Gonzalez
Eansoo Ahn
Seimet Pasopalak
Jimi Terpstra
Brad Krane
Krsitina Zelko
Sivakumaran Sivanthan
Jessica Smith

Proxy

Johanne Lan

Karl Kliewer

Victoria York
Sean Duncan

Melissa Thomas

Ashley Moraes

Justin Pascoualini
Luke McIntosh
Jesse McGinnis
Elizabeth McFaul
Rebecca Wroe
Chanakya Ramdev
Pratik Patel
Devin Drury
Ryan Balagbagan
Matt Colphon
Chang Alexis Lin
Brendan Berlingieri
Suzanne Burdett
Ben Cornish
Christi Hudson
Laura Warr
Shikha Jagwani
Greg Plester
Nadine Thbeh
Adam Garcia
Natasha Pozega
Scott Pearson
David Collins
Shane Lawrence
David Lee
Jonathan Ho
Prashant Patel
Jose Idrobo
Ahrad Rafael
Jaspus Tam
Jaqueline Martinz
Andrés Fuentes
Ushatini N.
Nadine Pinto
Elizabeth Bate
Sacha Foster
Annamaria Reda
Patrick Mikolajczak
Nicole (Kai) Jiang
Cody Bechberger
Joshua Kalpin
Karcie LeBlanc
Dylan Dowling
Lucas Hudson
Shiping Shen
Olivia Godwin

Taylor Kerstens

Hannah Zaretski

Anthony Duffy

Reinier Lakham
Joseph Kinsella
Zach Waterford
Alexander Kelly
Anthony Clark
Aaron Te
Crisina Belbeck
Niru Gidla
Maaz Yasin
Sean Hunt
Joanna Cotarlea
Chen Wes
Shane Creighton-Young
David Lanqun
Ignacio Ruiz
Lauren Stephenson
Julie Sturgeon
Mark Karanhamer
Koral Sandhu
Richevel Mack
Megan Heesalees
Patrick Pow
Sophie Twarhs
Wieslaw Sak
Jenna Hamming
Uhre Burns
Jasmine Wong Leckoy
Andrej Boban

Katherine Kelly

Haneen Abuseir

Cheryl Pflug
Igor Prelic

Continuation of the March General Meeting

Call to Order 4:52

1. Approval of Minutes

Motion: BIRT the minutes from the March General Meeting be approved.

Elizabeth Bate and Stephane Hamade

Motion: Table the approval of the minutes for October. Sean Hunt

Motion Carried Unanimously

2. Amendment to the Bylaws Sean Hunt

Motion: BIRT these amendments to the bylaws, 8a, 8b, 8c, and 8d, are approved.

Motion: To amend 8a to go from 5 at large to 3 at large members. David Collins

David Birnbaum: I would like to speak against this, I believe it is good to have more at large members.

David Collins: To keep the body effective, my research said that 7 was an ideal number.

For: 38 Against: 48 Abstentions: 0 – Motion Fails

Motion: Amendment 8a to read as follows:

The Board of Directors shall be comprised of the President and ten (10) full members of the Corporation, who shall not be the Executive. Additionally, the General Manager shall serve as an ex-officio non-voting resource member. No individual may hold multiple seats on the board.

Each Director at the time of their appointment and throughout their term of office must be a full member of the Corporation. Directors must be at least eighteen (18) years of age and not bankrupt, as per Section (23) of the Not-for-Profit Corporations Act.

The Directors, other than the **President**, shall be elected at the March General Meeting to hold office for the subsequent year.

In the event of a vacancy among the elected Directors, including due to the failure of the March General Meeting to elect a full **ten (10)** Directors, the Board of Directors may appoint a replacement from the ~~Councillors~~ or the full members, ~~as the case may be~~.

The Secretary of the Board shall be chosen from the voting members of the Board, by the Board.

In the absence of the Chair or secretary, the Board may temporarily appoint

another Director in their stead. Jesse McGinnis, Annamaria Reda

Jesse McGinis: This creates more opportunities for students to be involved. It also adds the secretary of the board and allows the meeting to happen if the chair or secretary are not available.

Matt Colphon: Has this change gone through ratification by BPP and through the lawyer?

Jesse McGinnis: It has been looked at by both bodies in the past.

Natasha Pozega: The lawyer was under the impression that these changes had already been made.

Motion: Amend to remove references to the Not-for-Profit Corporations Act.
Natasha Pozega and Jesse McGinnis

Motion Carried Unanimously

David Collins: This has not been vetted through the other elected parts of the organization. We need to have a quick meeting to engage people and not have curve balls thrown at us.

Sean Hunt: The amendment that we are discussing right now, would implement a significant change to the structure of the organization. We should not make the board ten members elected at large, this would mean that we have two arms of the federation with nothing in common. Only the president would overlap. I think we should have an overlap of the exec and some members of Student's Council. The way we currently have the organization the president does not have the power over the VPs, but this gives the president a step up. They would no longer be able to make proposals to the board.

Unknown Member: How does the executive report to the board if the executive is on the board?

Sean Hunt: First, because they do not always get along. Second, right now it is a slim majority for students, and that is why I made an amendment to add more students to the board.

Joshua Kalpin: I am for this motions on the basis that the current board structure contains the executive. They should have a presence, but should not be able to just say we are doing fine when the board is supposed to be overlooking the executive.

Adam Garcia: Part of how to do responsible governance and transparency is to look at best practices. We don't actually know if making these changes would be effective. There has also been a lack of consultation.

Dani Singh: I think we should vote against this because we voted for these exec and we shouldn't remove them from the board because they have their ideas and they wont be able to influence things if they are not on the board.

Natasha Pozega: I am against this because the two things we are looking at are accountability and transparency. I think board should be holding the exec

accountable and I would like them to be doing that. I don't see this solving our transparency issue, this will take away four out of the five channels flowing from the organization to students.

Jesse McGinnis: The concern with exec not being able to participate on Board, they would still be need to reply to questions from the Board. Laurier also operates under a similar model, Mac as well. There are other school that do operate under this model.

Stephane Hamade: When will these changes come into effect?

Jesse McGinnis: Immediately

Matt Colphon: I have some concerns with this. WLUSU had an operating loss and their GM left. The purpose of the Board is not necessarily to hold the exec accountable, it is to look after the interest of the Corporation.

Elizabeth McFaul: It should help transparency. Would like to correct the WLUSU comment, the cause of their financial troubles was not their governance model.

Sean Hunt: What if the losers of the exec election get elected to board?

Chair: We are now going to go to a vote, but I want to make sure everyone understands it.

Unknown Member: how would the exec get things done?

Chair: The exec would bring items to the Board and they would approve them or not.

Pratik Patel: I am a little confused; we are doing this to make things more transparent. There is still transparency now because you are allowed to go to a board member.

Point of order: The question was called and he is making a statement.

For: 42 Against: 73 Abstentions: 1(Luke McIntosh) - Motion Fails

For: 53 Against: 47 Abstentions: 4 - Motion Carries

Motion: BIRT 8b, 8c, and 8d, are approved.

Sean Hunt: This makes it so the President is not necessarily Chair of the Board of Directors. First off I think the president already has many things to do and having a neutral chair will make it easier to challenge the executive. It should also give a better atmosphere to have a neutral chair and will give him more freedom to bring things to Board.

Annamarie Reda: Does this allow the President to be elected as the Chair of the Board?

For: 58 Against: 8 Abstentions: 14 (Chanakya Ramdev, Prashant Patel) - Motion Carries

Motion: Move to elect two directors to fill vacancies on the Board. Sean Hunt and David Birnbaum

Chair: My understanding is that this is out of order. No notice provided, we have been advised by the lawyer that we should not move forward with this.

Elizabeth McFaul: I would like to challenge the chair. Notice has been provided through the motion that would add the positions. Anyone reading the motion would know that there might be positions opened up.

Chair: I am going to take this to the executive who are my boss.

David Collins: Because this structure was implemented after the Board was elected we cannot retroactively change the Board. So it should not take effect until next year. That is on the advice of our lawyer.

Luke McIntosh: If this comes into effect immediately, people might have the chance to run for the seats at Student's Council.

Jesse McGinnis: According to the corporation's act a General Meeting is allowed to change the structure of Board, it is in Article 285.1 of the Corporations Act.

Chair: On the advice of the Executives I would prefer to move forward.

Point of Order: The Chair was challenged.

Alexander Kelly: My concern is that putting this forwards no one would know about it and it wouldn't be that transparent.

Elizabeth Bate: In favour of the Chairs decision, our bylaws give our Board the chance to elect someone at their next meeting. Also our elections procedures for council and board say that vacancies need to be posted for 7 days.

Joanna Cortarlea: I have seen election posters around campus but I still think the notice isn't sufficient.

David Birnbaum: Those posters are for council elections. Since this is a continuation of the march general meeting more than enough notice was provided. I was elected there and we are now just having more elections in the same meeting.

Unknown Member: We can argue about the technicalities, but having the election today would be an incredibly sneaky thing to do. We should all agree that there was notice.

Pratik Patel: In favour of the chair, we should give our peers the opportunity to run. It was an option that this might not pass.

Elizabeth McFaul: I would like to bring up one point, by having elections later whoever the new student members are will nto have the opportunity to run for the Chair position.

Adam Garcia: the decision was made on the advice of our lawyer, we should want our corporation to listen to a professional.

Kevin McNamara: The remainder of the Board of Directors seats, were elected by less students than are here now.

Sean Hunt: The chairs ruling should be overruled because our bylaws allow the

General Meeting to elect for vacancies.

David Collins: Our lawyer says that it doesn't matter if we are in the March General Meeting but the date that it is today. It states that we should be electing people for next year.

Jesse McGinnis: Just wanted to highlight what Sean said. If we do not elect people today, it will be up to the 9 board members instead of the 100 or so here. I believe electing today would be more democratic.

For: 55 Against: 45 Abstentions: 2 (Luke McIntosh) Chairs Ruling Upheld

3. Motion to Adjourn

Motion: Adjournment. Brad, David Collins

Motion Carries

Adjournment at 6:21