



APUS Bylaw Amendment Package

Approved by the APUS Board of Directors
October 5, 2016

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I. Summary of Changes

The proposed amendments seek to ensure accuracy of the APUS bylaws with respect to APUS' membership definition and location of our head of office.

The proposed amendments further seek to remove the concept of honorary membership.

The proposed amendments further seek to remove references to the Governing Council, and its policies.



II. Proposed Bylaw Changes

Amendment #1:

Add the following clause (c) to 1.01 Definitions

(c) “Association of Part-time Undergraduate Students” means the Association of Part-time Undergraduate Students of the University of Toronto.

And re-alphabetize subsequent clauses of 1.01.

Amendment #2

Replace four with three in 1.01(d)(i):

- (d) "Part-time Undergraduate Students" means all students registered at the University in a program of part-time study and who are not registered in the School of Graduate Studies.
- (i) in the case of undergraduate students in the Faculty of Arts and Science, students enrolled in less than ~~four~~ **three** full course equivalents;

Amendment #3

Moved clause (o) to the end of 1.01 and re-alphabetize.

- (o) all words used in this by-law and defined in the Act shall have the meanings given to such words in the Act.

Amendment # 4:

Replace 100 St. George St. with 563 Spadina Crescent:

2.01 Head Office

Until changed by by-law, the head office of the Corporation shall be in the City of Toronto, in the Municipality of Metropolitan Toronto, in the Province of Ontario, at ~~100 St. George St.~~ **563 Spadina Crescent** or at such other locations within the City of Toronto as the Board may from time to time determine by resolution.

Amendment #5

Repeal article 11.06 and renumber the remainder of Article 11.

11.06 Approval by Governing Council

An amendment repeal or re-enactment of Articles III or XI, or Sections 4.01, 5.03, 6.03, 6.04, 6.05, 8.01, 8.07, 11.06, 13.03, 13.08, or 13.12 of this by-law shall be effective only upon approval thereof by the Governing Council.



Amendment #6

Strike current article 13.01:

13.01 General Guidelines

The Corporation shall at all times consider and to the greatest extent applicable adhere to the appropriate guidelines for accounting and financial procedures set forth in the "Financial Guidelines for Student Societies" approved and amended from time to time by the Governing Council.

and replace with:

13.01 General Guidelines

The Corporation shall at all times consider and to the greatest extent applicable adhere to generally accepted accounting principles. Directors shall act with diligence, fiduciary care and in the best interest of the Corporation.

Amendment #7

Amend article 13.08 as follows:

13.08 Borrowing

The Board of Directors may from time to time:

- (a) borrow money on the credit of the Corporation; or
- (b) charge, mortgage, hypothecate or pledge all or nay of the real or personal property of the Corporation including book debts, rights, powers, franchises and undertakings to secure any securities or any money borrowed, or other debt, or any other obligation or liability of the Corporation.

Notwithstanding the foregoing, the Corporation shall not:

- (i) ~~without the approval of the Governing Council,~~ borrow money other than from chartered banks or trust companies provided that such restriction shall not apply to purchase money obligations; or
- (ii) borrow money which is not fully repayable during a term of one year or less, unless approved by a resolution passed by two-thirds of the Directors present and voting.

Amendment #8

Amend article 13.12 as follows:

13.12 Financial Statements

The Corporation shall comply with the financial statement requirements of the Act, which are applicable to the Corporation. Notwithstanding the generality of the foregoing, the Corporation shall cause to be prepared the following financial statements:

- (i) Balance Sheet;
- (ii) Statement of Income and Expenses;
- (iii) Statement of Accumulated Equity;
- (iv) Statement of Change in Financial Position.



The financial statements of the Corporation and the auditor's report thereon shall be published and made available for distribution to members of the Corporation in accordance with the provisions of Section 4.01 hereof ~~and shall be filed with the Governing Council and the University's Internal Auditor not later than six months following the end of the Corporation's fiscal year.~~

Amendment #9

1. Repeal article 3.03:

~~3.03 Honourary Membership~~

~~Upon nomination by the Board and confirmation by resolution passed by a majority of vote of the members of the Assembly of Representatives present and voting at the meeting of the Assembly during which such matter shall be considered, any person may be made an honorary member of the Corporation. Honourary members shall be exempt from the provisions of Section 3.04 and shall not be entitled to notice or to exercise votes at meetings of members. Honourary members will be welcome to attend any special events upon invitation.
Re-number remainder of article 3 accordingly.~~

2. Amend article 4.04 as follows:

4.04 Persons Entitled to be Present

The only persons entitled to attend an annual meeting of members of the Corporation shall be the Speaker, those entitled to vote thereat, the Directors and Officers of the Corporation, ~~Honourary Members~~, the auditor of the Corporation and others who, although not entitled to vote, are entitled or required under any provisions of the Act, the letters patent or the by-laws of the Corporation to be presented at the meeting. Any other person may be admitted only on the invitation of the Speaker of the meeting or with the consent of the meeting.