

# **ANNUAL GENERAL MEETING**

**ASSOCIATION OF PART-TIME  
UNDERGRADUATE STUDENTS**

**APRIL 5, 2019 | 5:00 PM  
563 SPADINA CRES. RM. 236**





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## **APUS Annual General Meeting**

Dear APUS Members,

The following package includes all the relevant documents in anticipation of the adjourned APUS Annual General Meeting to be held on **April 5, 2019 at 5:00 pm** at the APUS North Borden office at 563 Spadina Crescent in Rm. 236.

Included in this package:

- I. Annual General Meeting Agenda for March 15, 2019 (p. 3)
- II. Minutes Package
  - a) April 8, 2018 (p. 4 – 7)
  - b) March 15, 2018 (p. 8 – 10)
- III. APUS Bylaw Amendments (p. 11-15)
- IV. APUS Audited Financial Statements 2017-2018 (p. 1-11)

Sincerely,

Jaime Kearns  
Acting President  
Association of Part-Time Undergraduate Students of the University of Toronto (APUS)  
Local 97 of the Canadian Federation of Students  
president@apus.ca



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**APUS Annual General Meeting**  
**AGENDA**  
**April 5, 2019**  
**(rescheduled from March 15, 2019)**  
**5-6pm**

**1. Call to Order**

**2. APUS Annual Report**

**3. Approval of Minutes**

Motion            Moved: Kearns            Seconded: Froom

Be it resolved that the minutes' package from the 2018 Annual General Meeting be approved.

- a. April 6, 2018
- b. March 16, 2018

**4. Auditor's Report**

Motion            Moved: Kearns            Seconded: Froom

Be it resolved that the auditor's report be accepted as presented.

**5. Receipt of the Audited Financial Statements 2017-2018**

Motion            Moved: Froom            Seconded: Kearns

Be it resolved that the audited financial statements for 2017-2018 be received as presented.

**6. Appointment of the Auditors for 2018-2019**

Motion            Moved: Kearns            Seconded: Froom

Be it resolved that Grant Thornton be appointed the APUS auditors for the fiscal year 2018-2019.

Be it further resolved that the Board of Directors fix the remuneration of the auditors for the 2018-2019 audit.

**7. Ratification of Bylaw Amendments**

Motion            Moved: Froom            Seconded: Kearns

Be it resolved that the Bylaw Amendments as recommended by the APUS Board of Directors and confirmed by the APUS Assembly be confirmed as presented.

**8. Other Business**

**9. Adjournment**



**APUS Annual General Meeting  
MINUTES  
April 6, 2018  
(rescheduled from March 16, 2018)  
Suite 236, North Borden Building**

In attendance: Hai Yan Zhu, Susan Froom, Margaret Ebifegha, Richie Pyne, Jennifer Coggon, Jaime Kearns, Mala Kashyap, Christine Cullen, Kerry Munro  
Staff: Caitlin Campisi  
Speaker: Nadia Kanani

**1. Call to Order**

The meeting is called to order at 5:27pm.

**2. Report of the APUS Executive**

Kanani states that the Report of the APUS Executive was given at the last meeting on March 16. She states that there was a comprehensive discussion that day. Kanani states that folks can provide additional updates or ask additional questions to the Executive.

There are no questions.

**3. Approval of Minutes**

Motion            Moved: Kashyap            Seconded: Froom

Be it resolved that the minutes' package from the 2017 Annual General Meeting be approved.

- a. April 6, 2017
- b. March 16, 2017

*Vote carries.*

**4. Auditor's Report**

Motion            Moved: Froom            Seconded: Kashyap

Be it resolved that the auditor's report be accepted as presented.

**DISCUSSION**

Kanani states that auditor's report was given at the last meeting on March 16 and folks were able to ask questions. She notes the full audited financial statements are included in the meeting package.

Campisi provides an explanation of the audit process and the approval process for the audited financial statements, including at the Board of Directors and the Annual General Meeting. Campisi provides notes from the last meeting on the auditor's report, and reviews the letter to the membership in the independent auditor's report as well as the audited financial statements.

*Vote carries.*



**5. Receipt of the Audited Financial Statements 2016-2017**

Motion            Moved: Kashyap            Seconded: Froom

Be it resolved that the audited financial statements for 2016-2017 be received as presented.

**DISCUSSION**

Kanani states that the audited financial statements are included in the meeting package. She asks if there are any questions or comments.

There are no questions.

*Vote carries.*

**6. Appointment of the Auditors for 2017-2018**

Motion            Moved: Froom            Seconded: Kashyap

Be it resolved that Yale and Partners LLP be appointed the APUS auditors for the fiscal year 2017-2018.

Be it further resolved that the Board of Directors fix the remuneration of the auditors for the 2017-2018 audit.

**DISCUSSION**

Kanani asks if there are any questions.

Zhao asks when Yale and Partners LLP were first appointed as APUS auditors.

Campisi states that to the best of her knowledge that Yale and Partners LLP were first appointed in 2013. She states that this would therefore be their fifth year as APUS auditors and therefore next year we would look to appoint new auditors as a best practice. Zhao states that he is in agreement.

*Vote carries.*

**7. Ratification of Bylaw Amendments**

Motion            Moved: Kashyap            Seconded: Froom

Be it resolved that the Bylaw Amendments as recommended by the APUS Board of Directors and confirmed by the APUS Assembly be approved as presented.

**DISCUSSION**

Froom provides an overview of what the bylaw amendments encompass. Froom states that these amendments bring the bylaws in line with current practice and address discrepancies within the document. For example, the definitions have been amended to reflect commonly used language within the University of Toronto, the APUS Voice Newsletter as our designated publication, and proper names for all three University of Toronto campuses. Froom states that timelines for adjourned meetings were tightened up and that a sunset clause was amended to



ensure resolutions of the Board remain in effect until rescinded. Froom states that budget timelines were updated so the Board will be informed throughout the year. She states that amendments also include correcting typos, mis-numbering, and applying gender neutral language throughout. Froom states that these bylaw amendments have been considered and approved by the Bylaw Review Committee, the Assembly, and the Board of Directors. Froom states that members can ask any questions they might have.

Kashyap states that membership fees have been clarified to ensure accuracy and consistency with current practice.

Coggon asks if the Bylaw Review Committee is now dissolved. Froom states that the Committee was struck by the Board with a mandate to report back by December, at which point the Committee was dissolved. She states that the Board could strike a new Committee at any time.

Coggon asks regarding any outstanding issues for the next year in terms of the Bylaws. Froom states that it is prudent for the incoming Board which will be elected later in the month to strike a new Bylaw Review Committee to deal with outstanding issues. She states that certain issues regarding membership fees, for example, would also require a referendum as per our Bylaws. She states that this would be a decision of the incoming Board. Kashyap states that the scope of the Bylaw Review Committee was to ensure accuracy and consistency with current practices and that the best time to consider additional changes would be in the upcoming year. She states that substantial changes require thorough research. She suggests striking a new Bylaw Review Committee next year.

*Vote carries.*

## **8. Other Business**

Munro states there has been some white supremacist signs on campus recently and asks how APUS would deal with this.

Kanani asks if there is anyone on the Executive would like to speak to this.

Pyne states that white supremacy is present on our campus. He states that APUS has worked with a partner group, the Coalition Against White Supremacy & Islamophobia (CAWSI) to organize against white supremacy and islamophobia. Pyne states that APUS has a strong voice on campus and that if members are interested in this issue we can organize meetings. He states that although we cannot always predict when these actions will take place, we can address them by helping to remove posters and connecting with other groups on campus such as the Black Students' Association.

Kashyap asks Munro for specifics regarding the poster at Woodsworth and possibilities for APUS' engagement. Munro provides clarification regarding the posters at Woodsworth specifically. Kashyap clarifies that APUS' stance is that we are against white supremacy and we have previously passed a motion supporting Coalition Against White Supremacy & Islamophobia (CAWSI). Kashyap states that members can report issues to the Executive and they can then bring these issues directly to the University administration and to departments such as the Anti-Racism & Cultural Diversity Office.

Froom states that there is a Spring Banquet coming up.



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Pyne states that the Spring Banquet will be held on April 27 in the Hart House Debates Room and that it starts at 6pm. He states that tickets are \$10 and members can contact him for tickets. He states that this year's theme is to celebrate 50 years of APUS as an organization and APUS' advocacy. Pyne states that if there are any barriers to access the event please contact him. He states that he hopes to see everyone there.

Pyne thanks everyone for being here and spending time at APUS. He states that he is proud of the work that we have done at APUS and the folks we are privileged to work with. He states that the Spring Banquet this year reflects on our identity and what we have stood for and stand for. He states that the concerns that were brought up today are a good example of our identity at APUS. He states that there are still a lot of barriers for part-time students on campus. He states that he thinks of APUS as a family and that he is happy to have everyone here.

**9. Adjournment**

Motion                      Moved: Froom                      Seconded: Kashyap

The meeting is adjourned at 6:01pm.



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**APUS Annual General Meeting**  
**MINUTES**  
**March 16, 2018**  
Suite 236, North Borden Building

In attendance: Richie Pyne, Mala Kashyap, Susan Froom, Jaime Kearns, Hai Yan Zhu, Margaret Ebifegha, Jennifer Coggon, Jackie Zhao, Christine Cullen

Auditor: Lane Rasmussen

Staff: Caitlin Campisi

Speaker: Nadia Kanani

**1. Call to Order**

The meeting was called to order at 5:30pm.

Kanani states that we do not have quorum. Therefore we will adjourn until April 6, 2018 at 5pm. She states that this is according to our Bylaws. She states that we will still go through items on the agenda for information but we cannot receive reports or vote on motions. Kanani states that we will therefore discuss the APUS Executive Report and the Auditor's Report. She states that the auditor is present and therefore we will begin with the Auditor's Report and then proceed to the APUS Executive Report.

**2. Auditor's Report**

Kanani asks Rasmussen to give the auditor's report.

Rasmussen states that this is an independent auditors' report. He states that common questions auditors receive at annual general meetings include whether there are there any inaccuracies and whether there are any disagreements with management. He states that the auditors found absolutely no problems with the APUS financial statements. He states that the auditors had open access to everything they needed to conduct the audit. He states that if folks have read the financial statements, he will now answer any questions that folks have.

Coggon asks the auditor to turn to page five of the audited financial statements and explain the differences in cash flow between 2016 and 2017.

Rasmussen presents the Statement of Cash Flows. He states that this explains the sources and uses of cash. He states that the difference between 2016 and 2017 pertains to accounts receivable and accounts payable. He states the difference is mostly because of the timing of accounts receivable and accounts payable, or when payments are made and when they are received.

Kanani asks if there are any other questions.

Coggon asks to turn to page ten and examine the differences in management of working capital between 2016 and 2017.

Froom states that much of our revenue consists of restricted student fees that go directly to other student groups as well as direct payment for our health and dental plan premiums. She states that while we receive student fee revenue at certain points in the year through the administration we need to ensure we have enough cash on hand to meet our operational expenses, health and dental





plan payments and restricted student fee disbursements at all times. She states that therefore our cash flow fluctuates throughout the year based on the timing of payments and expenses.

Coggon asks the auditor to clarify whether timing in cash flow accounts for differences from year to year.

Rasmussen states that the timing of cash flow in terms of accounts receivable and accounts payable accounts for differences from year to year.

### **3. Report of the APUS Executive**

Kanani invites the APUS Executive Committee to give their report.

Kashyap states that she focused on certain key areas throughout the year. She states that it is important to have a continued focus. She states that these areas of focus include the University-Mandated Leave of Absence policy and the Ontario Sexual Violence Climate Survey which part-time students were excluded from. She states that she attended meetings of the University of Toronto's Employee Associations and Unions (UTEAU). She states she will continue to work in solidarity with student, faculty and labour unions around equity issues. She states she served on the Council of Athletics and Recreation (CAR) Equity Committee. Kashyap states that she represented APUS on the Council of Student Services (COSS). She states that this year the fee increase vote did not pass, and that the budgets are currently going through the Governing Council cycle. She states that she has had regular meetings with Student Life and the Office of the Vice Provost Students and that all members are welcome to bring issues forward.

Froom stated that the Vice-President Internal portfolio includes finances, record-keeping, human resources, internal operations and services. Froom states that we have just heard from our auditor regarding our financial state and that the audit process went smoothly and that there were no problems. With respect to human resources, she states that most employees are unionized through CUPE 1281, with the exception of our Interim Executive Director who was hired this year. Froom states a Memorandum of Understanding (MOU) with CUPE 1281 allowed the hiring of two part-time students at our Sidney Smith Student Services office. She states that we have adopted three operational policies this year: Executive Committee Responsibilities and Remuneration, Health and Safety, and Workplace Harassment and Violence. She states that it had previously been the case that setting expectations and remuneration for the Executives was done on an annual basis. The Board has made it so that now people know in advance what to expect and what is expected of them. She states that there are thirty-two bylaw amendments in the package. Froom thanks the committee members and staff who worked on these bylaw amendments. In terms of services, she states that we offer many scholarships and bursaries to our members. She states that our tax clinics have expanded this year through a partnership with the UTGSU at the St. George campus and with the SCSU at the Scarborough campus. Froom states our health and dental benefits, including dental care, vision care, and prescription coverage are all expanding which is a good thing. Froom states that she attended CFS and CFS-O meetings, and has been involved with Women's Constituency groups, Students with Disabilities Constituency groups and attended the Organizational Services Development Committee. Froom states she represented APUS on the University of Toronto Library Advisory Committee and the Community Liaison Committee. Froom states that there are plans to have a smudging space at Gerstein Library soon.

Zhao states that the Vice-President External portfolio includes liaising with community and student groups, including the Canadian Federation of Students (CFS). He states that he has been taking a lot of courses and was not able to do as much as other members of the Executive. He states that he



was the primary liaison with CFS and that many APUS members attended and represented part time students well. He states that he attended the CFS-O Executive Committee meetings. Zhao states he worked on the GTA Transit Coalition. He states that APUS had a successful February 1 Provincial Day of Action. Zhao emphasizes that it was especially important since this year was an election year to have a focus on education and access. Zhao states that the Plinko game during the Day of Action was a great way to interact with students.

Pyne states that the VP Events and Outreach portfolio includes coordinating events, outreach, and membership development across all three campuses. Pyne states that APUS has had many events and outreach opportunities this year. Pyne states that he attended the CFS-O Lobby Week and other CFS meetings. He states that he would be happy to answer questions about other duties, for example, that he was COSS Chair as the APUS appointee this year. He states that COSS voted on the Kinesiology and Physical Education, Student Life, and Hart House ancillary fees. Pyne invites folks to participate in COSS next year. Regarding events and outreach, he states that the priority since last year has been focusing on the UTSC campus. He states that we have in the past had more engagement at the UTM and St George campuses. Pyne states that he went out to UTSC to ensure an outreach presence and helped out at a few events which was great. He states that we held our annual events such as Pride Picnic and Caribana Patio Lime. Pyne states that we also had a screening of the film Moonlight and created a space where people can have their identities reflected. Pyne states that not all identities are seen as easily as others on our campus. He wants to create an inclusive atmosphere on campus. He states that we held Orientation events and also outreached throughout the year. He states that he feels he could do more in terms of outreach, and wants to engage our members and make our members aware of what we do here at APUS. He states that APUS is making a move towards making APUS events more accessible to all members, including having mats for mobility devices during outdoor events.

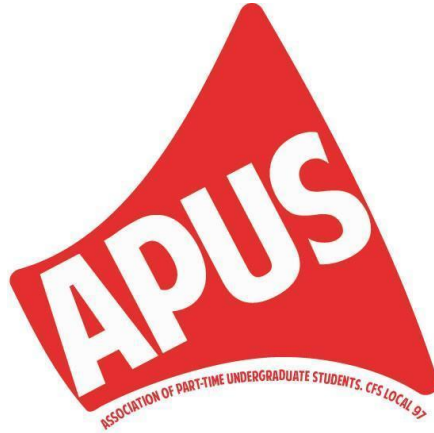
Ebifegha states that as Vice-President Equity she has liaised with the Indigenous Language Centre around Indigenous language signage. She states she has also liaised with Woodsworth College and wants to keep connecting with programming targeting mature students and student parents at Woodsworth. She states that she attended U of T's Anti-Racism & Cultural Diversity Office (ARCDO) meetings including discussions about the University-Mandated Leave of Absence policy. She states she is happy to report that it is not moving forward for now. Ebifegha states that there is an ARCDO conference coming up for students. She states she is working with other student groups to set up partnerships. Ebifegha states students should feel free to ask questions.

Kanani asks if there are any questions for the Executive.

Pyne states he would like to note one more thing. He states he would like to thank all of our staff at APUS. He states that they do a lot of work to make sure that the organization lives and breathes and functions. With respect to his portfolio, Pyne states that our Events and Outreach Coordinator is amazing with design and producing materials. He would like to send out a huge thank you to those folks who may or may not be in the room for the support from staff. Ebifegha states she concurs and notes the upcoming Spring Banquet on April 27 at Hart House. It is APUS' 50th anniversary. Pyne states that it is a semi-formal event but that folks can come as they would like and it would be great to just have people there in the space together.

#### **4. Adjournment**

Kanani thanks all members for attending and participating in this meeting. The meeting is adjourned until April 6, 2018 at 5pm.



## **APUS BYLAW AMENDMENT PACKAGE**

Approved by the APUS Board of Directors  
December 10, 2018

Confirmed by the APUS Assembly  
March 8, 2019



## I. Proposed Bylaw Changes

**Bolded** represents new language

~~Strikethrough~~ represents language to be removed

### **AMENDMENT 1:**

#### 3.03 Membership Fee

(b) Part-time **U**ndergraduate Students age 65 and over not required by the University to remit student tuition payments **and/or incidental fees** shall be exempt from payment of the membership fee.

### **AMENDMENT 2:**

#### 5.01 Powers and Duties of Assembly of Representatives

(iii) Act as a final appeal body in connection with the grievance procedure outlined in ~~Article XV~~ **Article XIV** hereof;

### **AMENDMENT 3:**

#### 6.02 Eligibility

(b) A Director or Officer of the Corporation shall cease to be eligible to remain in such office:

(iv) upon their removal from such office pursuant to Sections 6.08 or ~~8.07-8.08~~ hereof.

### **AMENDMENT 4:**

#### 6.03 Composition of the Board of Directors

(a) **The Board of Directors shall be composed of twelve elected members who shall serve as the Directors of the Corporation.** ~~There shall be fifteen members of the Board of whom twelve shall be elected voting members of the Board of Directors and three shall be ex-officio non-voting Directors;~~

~~(b) The ex-officio Directors shall be comprised of the immediate past president of the Corporation and the two Part-time Student Representatives who shall have been elected to represent part-time undergraduate students on the Governing Council of the University. Ex-officio Directors shall be non-voting, shall have the right to speak and receive notice of meetings, but shall not have the right to participate in in-camera sessions of the Board;~~

**Renumber subsequent clause 6.03 (b)**

### **AMENDMENT 5:**



#### 6.04 Election of the Board of Directors

(c) On or prior to January 31st in each year, the Board ~~shall~~ **may** designate five members of the Assembly to be constituted as a nomination committee which shall be responsible for obtaining nominations of members of the Assembly to stand for election to the Board and to present a report to the March meeting of the Assembly of Representatives regarding such nominees;

#### **AMENDMENT 6:**

#### 6.05 Term of Office

The term of office of ~~the~~ **the** Directors shall be from May 1st to April 30th. ~~except that the two ex-officio Directors holding office by virtue of their being elected to represent Part-time Undergraduate Students on the Governing Council shall serve as ex-officio Directors only during the duration of their elected term to Governing Council.~~

#### **AMENDMENT 7:**

#### 6.07 Voting

All elected Directors shall have one vote at each meeting of the Board. ~~Ex-officio Directors are non-voting.~~

#### **AMENDMENT 8:**

#### 6.13 Meeting Procedure

**The immediate past president of APUS, and the part-time undergraduate student members of Governing Council, as well as** a representative of the student organizations representing part-time undergraduate students at the Scarborough and Mississauga campuses shall be entitled to all of the rights of a member of the Board, save that said representative shall not be entitled to exercise votes, to move or second motions, or to participate in in-camera sessions at Board meetings.

#### **AMENDMENT 9:**

#### 6.22 Conflict of Interest and Interest of Directors in Contracts

Notwithstanding 6.02, no person in the employ of APUS shall serve as a Director or member of the Assembly while they are employed by the Corporation. A person who has been in the **permanent** employ of APUS shall not be eligible to serve as a Director or member of the Assembly within a period of six months after the termination of their employment.

#### **AMENDMENT 10:**



7.01 Indemnity of the Speaker, Directors, Officers and Employees

(a) any liability and all costs, charges and expenses that they sustain or ~~incur~~ **incur** in respect of any action, suit or proceeding that is proposed or commenced against them for or in respect of anything done or permitted by them in respect of the execution of their duties; and

**AMENDMENT 11:**

~~VII.~~ **VIII.** PROTECTION OF DIRECTORS, OFFICERS AND OTHER

~~VIII.~~ **VII.** OFFICERS AND EXECUTIVE COMMITTEE

**Subsequent re-numbering of all clauses in Article 7 and 8**

**AMENDMENT 12:**

8.08 Term of Office and Removal of Officers

(b) In addition to the procedure in ~~8.07 (a)~~ **8.08 (a)**, the Officers may be removed by:

**AMENDMENT 13:**

13.05 Operating Budget

The Finance Committee shall present a proposed Operating Budget to the Directors for their consideration no later than ~~December 1~~ **February 1** of each year. The Operating Budget shall provide revised estimates of income and expenditures to reflect the financial position of the Corporation for the current fiscal year.

**AMENDMENT 14:**

14.01 Grievance Procedures

(a) Any alleged violation of the administration or procedures of this by-law by the Directors or ~~Officer~~ **Officers** may be dealt with by the filing of a grievance by any member of the Corporation. ...

**AMENDMENT 15:**

15.01 Continuity of Assembly, Executive Committee and Officers, **and Board of Directors**

The Class Representatives, and Officers and members of the ~~Executive Committee~~ **Board of Directors** of the Association of Part-time Undergraduate Students elected or appointed pursuant to the Constitution and the By-Laws of the Association of Part-Time Undergraduate Students in effect at the date of the enactment of this By-Law shall be deemed to be the members of the Assembly of Representatives, the ~~officers~~ **Officers** and the members of the Board of Directors, respectively, of the



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Corporation until their successors are elected or appointed pursuant to the provisions of this By-Law.

**AMENDMENT 16:**

15.02 Resolutions

All resolutions passed by the Assembly of Representatives ~~and the Executive Committee~~ **and/or the Board of Directors** of the Association of Part-time Undergraduate Students pursuant to the provisions of the Constitution and the By-Laws of the Association of Part-time Undergraduate Students and in effect at the date of the enactment of this By-Law (provided that such resolutions are not contrary to the provisions of the Act, the Letters Patent or this By-Law) shall be deemed to be the resolutions of the Assembly of Representatives ~~and~~ **and/or** the Board of Directors, respectively, of the Corporation until such resolutions are amended or rescinded pursuant to the provisions of this By-Law.