



ASSOCIATION OF PARTTIME UNDERGRADUATE STUDENTS

# ANNUAL GENERAL MEETING

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Friday, March 13, 2020 | APUS Board Room  
563 Spadina Crescent, 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 APUS Annual General Meeting to be held on **March 13, 2020 at 6:00 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 13, 2020 (p. 3-4)
- II. Minutes Package
  - a) April 5, 2019 (p. 5 – 9)
  - b) March 15, 2019 (p. 9 – 13)
- III. APUS Bylaw Amendments (p. 14-30)
- IV. APUS Audited Financial Statements 2018-2019 (p. 1-10) (attached in PDF)
- V. APUS Board of Director Nomination Package and Election Guidelines (attached in PDF)

Sincerely,

Jaime Kearns  
President  
Association of Part-Time Undergraduate Students of the University of Toronto (APUS)



**APUS Annual General Meeting**

**AGENDA**

**March 13, 2020**

**6:00pm – 8:00 pm**

**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 2019 Annual General Meeting be approved.

- a. April 5, 2019
- b. March 15, 2019

**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 2018-2019**

Motion            Moved: Froom            Seconded: Kearns

Be it resolved that the audited financial statements for 2018-2019 be received as presented.

**6. Appointment of the Auditors for 2019-2020**

Motion            Moved: Kearns            Seconded: Froom

Be it resolved that Grant Thornton be appointed the APUS auditors for the fiscal year 2019-2020.

Be it further resolved that the Board of Directors fix the remuneration of the auditors for the 2019-2020 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 be confirmed as presented.

**8. APUS Board of Director Elections 2020-2021**

- a. Review of APUS Election Procedures
- b. Election of Directors registered in Faculty of Arts & Science St George campus (6)
- c. Election of Director registered in University of Toronto Mississauga campus (1)
- d. Election of Director registered in University of Toronto Scarborough campus (1)
- e. Election of Directors at-large (4)



- f. Motion to ratify results
- g. Motion to destroy ballots

**9. Other Business**

**10. Adjournment**



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**APUS Annual General Meeting**  
**MINUTES**  
**April 5, 2019**  
**(rescheduled from March 15, 2019)**

**In attendance:** Susan Froom, Jaime Kearns, Christine Cullen, Maria Teresa Ciufu, Diana Opolski, Karen Burrows, Mala Kashyap, Richie Pyne, Samuel Wong, Paul Wigle, Jennifer Coggon

**Staff:** Caitlin Campisi, Najja Fatima

**Speaker:** Nadia Kanani

**ASL Interpretation:** Tala Jalili, Scout Huston

**1. Call to Order**

The meeting is called to order at 5:12pm.

Everyone introduces themselves and states their access needs. Kanani provides a review of accessibility for the meeting, including live captioning and ASL interpretation. She asks members to introduce themselves and state their access needs.

**2. APUS Annual Report**

Kearns states she is the APUS Acting President, thanks everyone for coming and states that it has been a wonderful year at APUS. She states that we are here to serve part-time and mature students and giving voice to those who are often neglected. She states that we have been around for 50 years and just celebrated our 50th anniversary. She states that we will present our services, operations, events and programming, and campaigns and advocacy.

Froom states she is the APUS Vice-President Internal and provides an overview of our services. She states that one of our largest services is our Health & Dental plan. Our Health & Dental plan is through Green Shield Canada, the largest not for profit insurance company. She states that new benefits this year include oral contraceptives and mental health services. It would not be an APUS AGM if she did not mention the Dental Discount Network, which allows students to access 100% dental coverage for most services. She states that we just finished the tax clinic today and that is a great free service for students. She states that at our Sid Smith office, we have the APUS Study Space and Lounge which offers the most affordable printing on campus as well as free coffee, tea, and a microwave. She states that this year we launched our new and restructured bursary program in honour of our 50th anniversary. We now offer the following bursaries: APUS General Bursary, APUS Access Bursary, APUS Indigenous Student Bursary, APUS Black Student Bursary, APUS Queer and Trans Student Bursary, Jovita Nagy Bursary (for UTM & UTSC students), Marija Hutchison Bursary (for TYP and Academic Bridging students). She states that we recently conducted an APUS Services' Survey where we also received great feedback from our members and we have already implemented better dental coverage as a result of this survey.

Pyne states that our programming this year has included, our Pride Pop-Up, our Caribana Patio Lime, Queer Orientation: Plant Pot Painting Party in collaboration with LGBTOUT, APUS Part-Time and Mature Student Orientation, and outreaching at many events on campus during Orientation season. He states that we are able to discuss the realities of being part time and mature students on campus and have resources available.



Coggon states that we celebrated our 50th anniversary in November 2018. She states that we co-hosted a Literary Night Open House at North Borden, and opened up our archives in the boardroom to allow visitors to see the history of student activism reflected in the archive. She hands out copies of our 50th anniversary magazine, Part-Time and Proud: 50 Years of Student Activism. She notes that the visuals came from our archives. She states that we also had a 50th birthday celebration with popcorn, caricatures, cake and desserts at Sid Smith. We were happy to celebrate the determination and strength of folks who founded APUS back in 1968.

Pyne states that during the exam period we participate in exam jams with ASSU and CFS-O and we host de-stressors. He states that during these destressors we give out care packages and talk about mental health. He states that we hosted an affordable 5 Buck Lunch at Hart House with Students for Barrier Free Access. He states that we also hosted a Ninth Floor Documentary Screening, which highlights the forgotten history of a Black student occupation at Sir George Williams University in the 1960s which lead to the creation of University Ombudsperson offices. He states that we run Cupcakes and Chill, which is a weekly programming series where we do puzzles and eat cupcakes and take a break.

Kearns states that she will now talk about our campaigns and advocacy. She states that APUS speaks at Governing Council, U of T's highest governing body, whenever possible. She states that we spoke out against UMLAP many times as it was problematic for our members. She states that we sit on many committees including the Council on Student Services, Hart House Board of Stewards, Council on Athletics and Recreation, the Library Student Advisory Committee, and the Community Liaison Committee. She states that From loves the Library Student Advisory Committee. She states that we are the proud Local 97 of the Canadian Federation of Students. She states that we go to their general meetings, both in Ontario and nationally. She states that we bring motions forward and do a lot of advocacy work for students across Ontario and nationally. She states that as an Indigenous student, she has been able to participate in the Circle of First Nations, Metis, and Inuit students national and provincial meetings, and that APUS has been instrumental in bringing Indigenous students into that space. She states that we work with UTGSU, UTMSU, and SCSU in solidarity on issues across U of T. She states that we co-organized an all-candidates debate for the provincial elections. She provides a review of the recent cuts to post-secondary education and highlights how the cuts will affect our members. She states that food banks, drop in centres and many services offered for students by students are at risk. She states that the changes to OSAP will make it harder for our members to access post-secondary education. She states that APUS took the lead for the St George student walkout as part of our Tell Them No campaign, which was part of a province wide walkout. She states that there was a lot of media and it was well-attended. Pyne states that we were also able to highlight marginalized students' voices and give a platform to the folks that will be most impacted by these changes. Kearns states that just yesterday she spoke out at Governing Council against these cuts.

Opolski notes that the Mature Students Association is up and running again and provides members with contact information.

From states that we are a membership-driven organization. She states that our governance structure includes the Board, the Assembly and Annual General Meeting. She states that our Bylaws are available online and explain our structure in detail.



Kearns states that APUS has a wonderful team this year, and she wants to thank the Executive Committee and give a special shout out to all our staff. She states that we are an amazing team and thanks everyone again.

She states that we are also planning our Spring Banquet on Friday April 26 at 6:30pm at the Multi Faith Centre. She states that tickets are \$5 until April 15 and that this ends the APUS Annual Report.

Kanani thanks the Executive for their 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

*Vote carries.*

**4. Auditor's Report**

Motion                      Moved: Kearns                      Seconded: Froom

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

Kanani states that the auditor was present at our previous meeting on March 15 and gave his report then. She states that unfortunately he could not be here tonight and asks Campisi to review the auditor's report from March 15.

Campisi reviews the notes from March 15 in which the auditor provided a review of the audited financial statements for the fiscal year 2018, including the statement of financial position, statement of cash flows, and notes to the financial statements.

*Vote carries.*

**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.

Kanani states that the audited financial statements were discussed at the last meeting.

Froom states she can answer any questions from members.

Pyne states that the audited financial statements are legitimate.

*Vote carries.*



**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.

Kearns states that as discussed at our Annual General Meeting last year, we have been with our current auditor for five years and the membership discussed best practices of changing auditors. She states that we therefore did research to find a new auditing firm. She states that the Board is recommending Grant Thornton as our new auditors for 2018-2019. She states that they have a lot of experience with not-for-profits.

Froom states that Grant Thornton is very familiar with student unions and that they are a good choice for APUS.

*Vote carries.*

**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.

Froom states that there are a series of bylaw amendments which start on page 12 on the AGM package. They have been approved by our Board of Directors and confirmed by our Assembly. There are 16 amendments and they are grouped together in categories, many of which are typographical errors and renumbering. Amendment 1 is in regards to students ages 65 and over in order to make sure that they are still APUS members. Amendment 9 makes a small substantial change that allows non permanent employees to run for the Assembly and the Board. She states that this would allow part-time student info clerks who are hired on contracts to get involved with APUS following their employment. She states that the next three amendments have to do with ex officio status on our Board. She states that we have 12 voting directors on our Board. There are also Board members with no voting rights but speaking rights, and these are part-time student governors, APUS past president and representatives of SCSU and UTMSU. She states that we are not changing what these folks can do only their titles. She states that she is happy to answer questions.

Pyne states that he is in favour of the Bylaw amendments.

*Vote carries.*

**8. Other Business**

Coggon states that the Mature Students Association is looking for new mature student members and to get in contact with them.





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Campisi states that there were recently announced cuts to elementary and secondary education that may affect many of our members.

**9. Adjournment**

MOTION      Moved: Kearns      Seconded: Cullen

The meeting is adjourned at 6:09pm.



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**APUS Annual General Meeting  
MINUTES  
March 15, 2019**

**In attendance:** Susan Froom, Jaime Kearns, Christine Cullen, Sam Xu, Doug McLeod, Gajathayini Sanmugaratnam, Malia Robinson, Ken Mills, Mala Kashyap, Jennifer Coggon

**Staff:** Caitlin Campisi, Najia Fatima

**Speaker:** Nadia Kanani

**Auditor:** Lane Rasmussen

**ASL Interpretation:** Tala Jalili, Scout Huston

**1. Call to Order**

The meeting is called to order at 5:29pm. The Speaker states that we will reschedule the Annual General Meeting for April 5 due to the fact that we have not achieved quorum for this meeting. She states that it is still valuable for us to go through the items for information on the agenda and share space together. Kanani provides a review of accessibility for the meeting, including live captioning and ASL interpretation. She asks members to introduce themselves and state their access needs.

Everyone introduces themselves and states their access needs.

Kanani states that we will begin with the presentation of the annual report from the Executive Committee, and then we will hear the auditor's report.

**2. APUS Annual Report**

Kearns states that she is the APUS Acting President, and provides a brief year in review and an introduction to APUS and our history of fighting for the rights of part-time students since 1968. She states that she is proud to note that this year marked 50 years of activism at APUS.

Froom states she is the APUS Vice-President Internal and provides an overview of our services. She states that one of our largest services is our Health & Dental plan. She states that our Health & Dental plan is affordable, popular, and includes health, dental, vision, and travel insurance. She notes that students can access up to 100% coverage if they use a dentist on the Dental Discount Network for many services. She states that we also offer free Tax Clinics in partnership with the UTGSU and offer volunteer opportunities for students which includes training and recognition from the CRA. She states that at our Sid Smith office, we have the APUS Study Space and Lounge which offers the most affordable printing on campus as well as free coffee, tea, and a microwave. She states that this year we launched our new and restructured bursary program in honour of our 50th anniversary. We now offer the following bursaries: APUS General Bursary, APUS Access Bursary, APUS Indigenous Student Bursary, APUS Black Student Bursary, APUS Queer and Trans Student Bursary, Jovita Nagy Bursary (for UTM & UTSC students), Marija Hutchison Bursary (for TYP and Academic Bridging students). She states that we have gotten very good feedback from our members about the new bursary program. She states that we recently conducted an APUS Services' Survey where we also received great feedback from our members and we currently in the process of implementing many of their recommendations.



Kearns states that we also offer a series of programming and events throughout the year. She states that in June, we hosted a Pride Pop-Up, and in August we hosted a Caribana Patio Lime event outside in front of our office with food, music and a caricature artist. She states that in September, we focused on Orientation outreach, including the Mature and Transfer Student Welcome, the APUS Part-Time and Mature Student Orientation, and the Queer Orientation Plant Pot Painting Party. We also co-hosted the Literary Night Open House here at North Borden.

From notes that the Literary Night Open House was part of our 50th anniversary celebration, where we opened up our student activism archives to visitors. She states that we also launched a publication, Part-Time and Proud: 50 Years of Student Activism, our 50th anniversary magazine which includes a wonderful collection of memories from our long history. She states that it highlights our advocacy for part-time students but also speaks to the whole concept of part-time study. She states that we also hosted a Birthday Party in our Sid Smith office, with an open house, balloons, caricatures, birthday cake and popcorn.

Kearns states that we also participated in Exam Jams with CFS-Ontario and ASSU during the exam period. She states that we gave out Take a Break packages to students. She states that we also hosted a 5 Buck Lunch at Hart House with Students for Barrier-Free Access. She notes that we hosted a Ninth Floor Documentary Screening as part of Black History Month to highlight this forgotten history of student organizing. She states that in January, we also piloted Cupcakes and Chill, every Wednesday in our Sid Smith office. She states that we are working on a 1000 piece puzzle with our members. The series is really popular and we will be continuing it for the rest of the semester.

From states that we also do a lot of advocacy for students. We advocate for students, particularly part-time students, at the U of T, provincial, and federal government level. She states that we have spoken at a lot of Governing Council meetings. We particularly spoke out against the University-Mandated Leave of Absence Policy (UMLAP), which is a new U of T policy where students who are in distress can be mandated out of the university without their consent. She states that we were able to get some amendments to the policy made out of this advocacy. She states that we also against the smoke-free policy because of the lack of consultation with student groups, and the need for designated smoking areas, which were put in place. We also meet regularly with the Office of the Vice-Provost Students and bring up a variety of concerns that affect part-time students.

Kearns states that although UMLAP passed, we are very much still advocating against the policy and supporting our members who are concerned. From states that we are continuing to monitor this situation and the promises that were made to us about how it would be implemented.

From states that there are a number of U of T committees on which APUS has a seat, including the Council on Student Services, Hart House Board of Stewards, Council on Athletics and Recreation, the Library Student Advisory Committee, and the Community Liaison Committee. APUS representatives to these committees speak to the needs of part-time students.

Kearns states that we are the proud Local 97 of the Canadian Federation of Students, and that with our membership there is a lot that we can access. She states that we were able to attend CFS National meetings in June and November and Ontario meetings in January and August. We moved motions including around dependent care funding, accessibility within meeting spaces, and in support of comprehensive harm reduction strategies. These motions passed and



everyone was in favour. We also attended the CFS Ontario Skills Symposium. Kearns states that she also attended Federal Lobby Week and spoke to federal oversight on post-secondary education and the removal of 2% cap on the Post-Secondary Student Support Program for Indigenous students. She states that she and Froom also attended Provincial Lobby Week which was interesting after the recent cuts to post-secondary education were announced. She states that they spoke against the cuts to OSAP. She also attended the Circle of First Nations, Metis, and Inuit students national and provincial meetings.

Froom states we hosted a provincial election debates for local candidates with UTGSU and CFS-Ontario. She states that along with other student unions, we hosted sexual violence policy student-led consultations. She states that we are also doing work on campus with the \$15 and Fairness U of T Chapter to support our members who are also workers. She reviews our donations from this past year as well as statements we have released.

Kearns provides a summary of the recent cuts to post-secondary education announced by the Ontario government in January, including cuts to OSAP and the Student Choice Initiative. She states that we are deeply concerned about the impact of the cuts on access to post-secondary education, particularly for marginalized students, and that we are fighting back. She states that these cuts will not only affect U of T students but also those at smaller institutions that rely heavily on government funding. She states that a 10% tuition cut without a corresponding investment in public funding to universities could lead to larger class sizes, reduced student services and job insecurity for workers on campus. She states that the cuts to OSAP include the elimination of the 6-month interest-free grace period after graduation and an increase to loans and less grants. She states that the Student Choice Initiative targets us as student unions, and that she is worried about its effect on food banks and drop-in centres that serve marginalized students.

Kearns states that we've had a lot of dialogue around these cuts with our members, our Board and our Assembly. She states that a message that came up during that dialogue was Tell Them No. She states that if U of T says no to implementing the cuts, then other smaller institutions can follow suit. She states that we met with the OVPS at a joint meeting with the other student unions to deliver this message. She states that we are working with other student groups on a Tell Them No campaign, for example, we hosted a Letter Writing party with Students for Barrier-Free Access. She states that we have also attended rallies and protests at Queen's Park with student groups from across the province. She states that on March 20, we will be organizing a Student Walkout on the St. George campus called We The Students Say No. We are asking U of T students, staff and faculty in asking the U of T administration to say no to implementing the cuts. There will be breakfast and banner-making, a solidarity rally, and a march to Simcoe Hall. Froom notes that the cuts have not yet been finalized by the U of T administration or by the province, so this is the time to be advocating.

Froom states that we are a membership-driven and student-led organization which includes, our Class representatives, Board members, Executive Committee and the Annual General Meeting.

Kearns states that this is her first year on the APUS team, and it has been the most exciting and thrilling year for her. She states that the APUS team is amazing and that our year reflects that. She states that our team includes our Executive Committee, Mala Kashyap, Susan Froom, Jaime Kearns, Richie Pyne, and Jennifer Coggon. She states that they have all worked hard, and that the amazing APUS staff have been right there with them. She thanks Campisi, Sivarajah, Berry,



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Fatima and everyone else. She thanks everyone for listening to the report and states that she looks forward to another absolutely wonderful year next year.

**3. Auditor's Report**

Rasmussen provides a review of the audited financial statements for the fiscal year 2018, including the statement of financial position, statement of cash flows, and notes to the financial statements. He explains the process for auditing non-profits such as APUS. He states that APUS is in good shape in terms of cash flow and financial position. He states this should help us deal with the recently announced cuts. He states that in the course of conducting the audit, there were no issues found and the process was smooth. He states that his team had access to all the information they needed to produce the audited financial statements. Rasmussen exits.

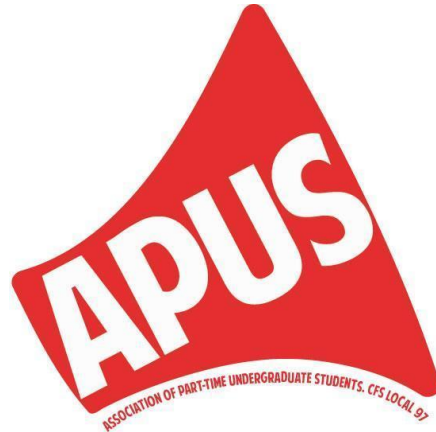
**4. Other Business**

Kanani asks if there is any other business or questions.

Froom encourages members to come out on March 20 for the Student Walkout. Coggon reminds members that they can also sign a petition asking the government to not make the proposed cuts.

**5. Adjournment**

The meeting is adjourned at 6:23pm until April 5, 2019 at 5pm.



## **APUS BYLAW AMENDMENT PACKAGE**

Approved by the APUS Board of Directors  
July 24, 2019  
January 16, 2020



## I. Proposed Bylaw Changes

**Bolded** represents new language

~~Strikethrough~~ represents language to be removed

### **Amendment 1:**

#### I. INTERPRETATION

##### 1.01 Definitions

~~(b) "Assembly" shall refer to the Assembly of Representatives as constituted in accordance with the provisions of Article V hereof;~~

*[Renumber subsequent clauses]*

(l) "Non-business day" means Saturday, Sunday and any other day that is a holiday as defined in the Interpretation Act (Ontario) **the University is closed. Any day that is not a "non-business day" is a "business day";**

~~(o) "Representatives" shall refer to members elected to the Assembly in accordance with Article 5.03 herein;~~

*[Renumber subsequent clauses]*

### **Amendment 2:**

#### 3.03 Membership Fee

(c) In addition to the amount authorized in the foregoing provisions of this Section 3.03, the membership fee shall include one dollar per session designated for the support of the Ontario Public Interest Research Group-Toronto ("OPIRG") for so long as the Corporation remains affiliated with OPIRG. The Board ~~and the Assembly~~ **and the General Meeting** may, by resolution, direct that the Corporation shall cease to be affiliated with OPIRG, in which event such one additional dollar per session shall cease to form part of the membership fee and any amount collected and not previously remitted to OPIRG shall be applied for such purposes as the Board and ~~Assembly~~ **the General Meeting** may direct.

(d) In addition to the amount authorized in the foregoing provisions of Section 3.03, the membership fee in the Fall-Winter Session in 2017-2018 shall be \$119.32 for the APUS health plan and \$99.56 for the APUS dental Insurance Plan. The Board ~~and the Assembly~~ **and the General Meeting** may, by resolution, direct that the Corporation shall cease to operate the Plan, in which event such fee shall cease to form part of the membership fee. The Board ~~and Assembly~~ **the General Meeting** shall have the authority to decrease this fee, or to make increases to the fee described herein, provided that such increases shall be subject to a yearly maximum increase of no more than ten percent (10%).

### **Amendment 3:**

**Note:** Amendment 3 seeks to strike current Articles IV and V in their entirety and replace them with new Article IV as written below. This amendment seeks to amalgamate the role and responsibilities of the



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Annual General Meeting (Article IV) and the Assembly (Article V) under the new General Meetings (new Article IV). New language has not been bolded and language to be removed has not been included in strikethrough. Please see the existing Bylaws for the current Article IV and V to be removed. The text below seeks to amalgamate and incorporate the substance of both Articles IV and V.

#### IV. MEMBERS

##### 4.01 General Meetings of the Members of Corporation

There shall be at least three General Meetings of the Members of the Corporation per annum, one in each of the Fall Term, Winter Term and Summer Session. The General Meetings shall be held at such date, time and place on or in the vicinity of the University campuses as the Board may from time to time determine. Additionally, a General Meeting shall be called upon written petition to the Speaker signed by at least 10% of the members of the Corporation. The petition shall indicate the purpose for which the meeting is to be called.

General Meetings shall not be held during the first three weeks of the Fall Term, Winter Term or Summer Session. General Meetings shall be held no later than the commencement of the final exam period of the Fall Term, Winter Term or Summer Session.

##### 4.02 Purpose and Powers of General Meetings of the Corporation

(a) The General Meeting shall serve as the supervisory body representing the interests of the members of the Corporation in the ongoing affairs of the Corporation and shall:

- (i) Advise, counsel, supervise and guide the Board in the fulfilment of its duties;
- (ii) Elect the members of the Board of Directors in each year in accordance with the provisions of Article VI hereof;
- (iii) Act as a final appeal body in connection with the grievance procedure outlined in Article XIV hereof;
- (iv) Confirm, or refer back to the Board such decisions of the Board by simple or special majority as expressly provided for in these by-laws;
- (v) receive the financial statements and the auditor's report thereon, appoint auditors for the ensuing year, and authorize the Board to fix the remuneration of the auditors;

(b) The General Meeting shall make all determinations and take all action in exercise of its powers by or pursuant to a by-law or resolution passed at a meeting of the General Meeting at which a quorum is present.

##### 4.03 Annual General Meeting

The General Meeting of the Members of the Corporation in the Winter Term shall be deemed the Annual General Meeting at which the membership shall receive the financial statements and the auditor's report thereon, appoint auditors for the ensuing year, authorize the Board to fix the remuneration of the auditors, and elect the Board for the ensuing year. The Annual General Meeting shall be held no later than March 15.

As per Article 6.04 (b) notice of the Annual General Meeting at which the Election of the Board of Directors is to be held shall be given to members at least one month prior to the proposed date thereof.

At least fourteen days before the annual meeting, the Corporation shall cause a copy of the balance sheet and statement of income and expenses, extracted from the Corporation's financial statements and





the auditor's report thereon to be published in the designated publication. Copies of the complete financial statements shall be made available for inspection at the St. George campus and at the Scarborough and Mississauga campuses. Notice of the date, time and place of the annual meeting of members of the Corporation shall be given to the auditors in writing at least fourteen days before the meeting.

#### 4.04 Notices

Notices of the date, time and place of the General Meetings shall be given to members by publication in the two consecutive issues of the designated publication next preceding the meeting. If the designated publication is not then published, notice shall be given by posting of notices in public places on each of the University campuses, at locations designated by the Board. In no case shall notice of the General Meetings be less than fourteen (14) days. Notice of a General Meeting shall state the general nature of the business that is to be transacted thereat.

Additionally, an agenda, published under the authority of the Board, which sets forth the items of business to be discussed at the meeting shall be made publicly available no less than fourteen days prior to the meeting. Any matter not on the agenda published prior to the meeting may not be introduced unless the introduction thereof be agreed to by two-thirds of the members present and voting in person or by proxy.

#### 4.05 Speaker and Secretary

The Speaker of the Corporation, or in their absence, the President, or in their absence, a designate from the Executive Committee shall be Speaker at the General Meetings and, if none of the said officers be present within fifteen minutes after the time appointed for holding the meeting, the persons present entitled to vote shall choose a Speaker from amongst themselves. The Vice-President Internal of the Corporation shall act as Secretary at the General Meetings or, if the Vice-President Internal of the Corporation be absent, the Speaker of the meeting shall appoint some person, who need not be a member, to act as Secretary of the meeting.

#### 4.06 Persons Entitled to be Present

The only persons entitled to attend General Meetings shall be the Speaker, those entitled to vote thereat, the Directors and Officers of the Corporation, 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.

#### 4.07 Quorum

A quorum for the transaction of business at General Meetings (pursuant to Section 4.01 hereof) shall be 25 members of the Corporation of whom at least 13 shall be present in person. If a quorum is not present within half an hour after the time appointed for the General Meeting, then the meeting shall be adjourned to a date being not less than three weeks nor more than five weeks from the date of the initial meeting and to such time and place as may be appointed by the Speaker. Notice shall be given of such adjourned meeting by publication in the issue of the designated publication preceding the date of the adjourned meeting by at least one week. Such notice shall specify the purpose for which the meeting was originally called. At such adjourned meeting, the members present in person or represented by proxy may transact the business for which the meeting was originally called and there shall be no



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quorum requirement for the purposes of properly constituting such adjourned meeting as an annual meeting of members.

#### 4.08 Right to Vote

At General Meetings each member of the Corporation shall be entitled to one vote. The status of a person as a member of the Corporation shall be established by presentation of a valid student identity card or by such other means as may be determined by the Board.

#### 4.09 Scrutineers

At each meeting of members one or more scrutineers who need not be members of the Corporation may be appointed by a resolution of the meeting or by the Speaker to serve at the meeting.

#### 4.10 Proxies

Every member entitled to vote at a meeting of members may by means of a proxy appoint another member, as his nominee to attend and act at such meeting in a manner, to the extent and with the power conferred by the proxy. The proxy shall be in writing executed by the member or his attorney authorized in writing and shall conform with the requirements of the Act. The proxy shall cease to be valid after the expiration of one month from the date thereof. The proxy shall be deposited with the Speaker of the meeting before any vote is cast under its authority, or before such earlier time, not exceeding 48 hours (excluding non-business days) preceding the meeting as the Board may fix by resolution. No member may carry more than one (1) proxy.

#### 4.11 Show of Hands

Subject to the provisions of the Act, any question at General Meetings shall be decided by a show of hands unless a poll thereon is required or demanded as hereinafter provided. Upon a show of hands every member who is present and entitled to vote shall have one vote. Whenever a vote by show of hands shall have been taken upon a question, unless a poll thereon is so required or demanded, a declaration by the Speaker of the meeting that the vote upon the question has been carried by a particular majority or not carried and an entry to that effect in the minutes of the meeting shall be *prima facie* evidence of the fact without proof of any number or proportion of the votes recorded in favour of or against any resolution or other proceeding in respect of the said question and the result of the vote so taken shall be the decision of the members upon the said question.

#### 4.12 Polls

On any question proposed for consideration at General Meetings and whether or not a show of hands has been taken thereon the Speaker may require, or any member entitled to vote on a question may demand, a poll thereon. A poll so required or demanded shall be taken in such manner as the Speaker shall direct. The requirement or demand for a poll may be withdrawn at any time prior to the taking of the poll. Upon a poll each member present shall be entitled to that number of votes provided by the by-laws and the result of the polls so taken shall be the decision of the members upon the said question.

#### 4.13 Casting Vote

In case of an equality of votes at any General Meeting either upon a show of hands or upon a poll, the Speaker appointed pursuant to Article 9.01 shall not be entitled to a second or casting vote and the resolution shall be deemed to be defeated. However, a member acting as Speaker pursuant to Article 4.05 shall retain the right to vote.



#### 4.14 Adjournment

The Speaker presiding at any General Meeting of the Members of the Corporation may, with the consent of the meeting, decide to adjourn the meeting from time to time and from place to place.

*[Renumber subsequent Articles]*

### **Amendment 4:**

#### VI. BOARD OF DIRECTORS

##### 6.01 Powers and Duties of Directors

The Board of Directors shall manage or supervise the management of the affairs of the Corporation and without limiting the generality of the foregoing, the Board shall:

- (a) carry out all the decisions of the ~~meetings of the Assembly of Representatives~~ **General Meetings of the Members of the Corporation;**
- (b) employ such staff as it deems necessary and determine and review their terms of employment;
- (c) establish standing and special committees according to the provisions of Article XVI and appoint the chair thereof for such purposes as may be determined by the Board and terminate any special committees when their purpose has been fulfilled;
- (d) authorize the reimbursement of the reasonable expenses incurred by the Directors and Officers of the Corporation in carrying out their duties including their attendance at meetings of the Board, its standing or special committees and the ~~Assembly of Representatives~~ **General Meetings of the Members of the Corporation;**
- (e) authorize the reimbursement of the reasonable expenses incurred by members of the Corporation engaged in projects approved by the Board;
- (f) set the Budgets of the Corporation in accordance with Article XIII.;
- (g) determine the election guidelines for election to ~~the Assembly of Representatives and to the Board of Directors~~, and the election of the Officers;
- (h) elect the Officers from the members of the Board;
- ~~(k)~~ **(i)** set policy for the Association of Part-time Undergraduate Students.;
- ~~(j)~~ **(j)** be voting members of the ~~Assembly of Representatives~~ **General Meetings of the Members of the Corporation.;**
- (k) Members of the Board of Directors shall be deemed to be Members of the Corporation throughout their terms.**



The Board shall make all determinations and take all action in exercise of its power or pursuant to a by-law or resolution passed at a meeting of Directors at which a quorum is present. Directors shall act with diligence, honesty and good faith in the best interest of the Corporation. Directors shall report on the activities of the Board ~~on a regular basis to the Assembly of Representatives to the~~ **General Meetings of the Members of the Corporation.**

#### 6.02 Eligibility

(a) Each Director and Officer shall be a ~~Part-Time Undergraduate Student and a member of the Assembly of Representatives~~ **Member of the Corporation** during the session in which their election is held.

*[6.02 (b) remains as is]*

#### 6.03 Composition of the Board

(a) The Board of Directors shall be composed of twelve elected members who shall serve as the Directors of the Corporation.

(b) The elected Directors shall be elected by the ~~Assembly~~ **Annual General Meeting** from and amongst the members of the ~~Assembly~~ **Corporation** in accordance with the following:

(i) 6 Directors shall be members who are registered in ~~Woodsworth College;~~ **the Faculty of Arts and Science, St. George campus;**

(ii) ~~2 Directors shall be members who are registered in any of Innis, New, St. Michael, Trinity, University or Victoria Colleges;~~

~~(iii)~~-(ii) 1 Director shall be a member who is registered in University of Toronto Mississauga Campus;

~~(iv)~~ (iii) 1 Director shall be a member who is registered in University of Toronto Scarborough Campus; and

~~(v)~~ (iv)-~~2~~ **4** Directors shall be directors at large.

#### 6.04 Election of the Board of Directors

Elected Directors shall be elected by and from amongst members of the ~~Assembly~~ **Corporation** as follows:

(a) The election of Directors shall be held at the ~~meeting of the Assembly held during the month of March of each year~~ **Annual General Meeting held during the Winter Term;**

(b) Notice of such meeting shall be given to members of the ~~Assembly~~ **Corporation** at least one month prior to the proposed date thereof;

(c) On or prior to January 31st in each year, the Board may designate five members of the ~~Assembly~~ **Corporation** to be constituted as a nomination committee which shall be responsible for obtaining nominations of members of the ~~Assembly~~ **Corporation** to stand for election to the Board and



to present a report to the ~~March meeting of the Assembly of Representatives~~ **Annual General Meeting** regarding such nominees;

(d) Notwithstanding the nominations proposed by the nominating committee contemplated by paragraph (c) hereof, any eligible member of the ~~Assembly~~ **Corporation** may, upon presentation of a written nomination form signed by five members of the ~~Assembly~~ **Corporation** and prior to the time when the meeting shall be called to order shall be eligible to stand for election to the Board;

(e) Directors shall be elected from and amongst the constituencies set forth in Section 6.03 above and shall be elected by the ~~plurality~~ **majority** of the votes cast in a secret ballot. **Should no candidate achieve a majority in the initial round of voting, the candidate with the least votes shall be dropped from the balloting and voting shall continue in this manner until a single candidate attains the majority of votes cast.**

*[Articles 6.05, 6.06, 6.07 remain the same]*

#### 6.08 Removal of Directors

(a) Any Director may be removed from their position on the Board by resolution approved by at least 2/3 of the remaining Directors to the effect that such Director has failed to attend ~~three~~ **two** consecutive meetings of the Board and/or have missed ~~more than 80% of the Board and Assembly meetings~~ **two (2) General Meetings of the Members of the Corporation**, without, in the opinion of the Board, reasonable cause for such absence and/or has in the opinion of the Board failed to properly perform all or any part of the duties allotted to them as a Director.

(b) Any elected Director may also be removed from their position by resolution approved by at least 2/3 of the ~~members of the Assembly of Representatives present and voting~~ **General Meeting of the Members of the Corporation**, to the effect that such Director has failed to properly perform all or any part of the duties allotted to them as a Director. Notice of a resolution to remove a Director must be signed by ~~25% of the members of the Assembly~~ **10% of the members of the Corporation** and be given fifteen days (excluding non-business days) prior to the ~~Assembly meeting~~ **General Meeting** where such resolution will be considered.

(c) Any such removed Director shall receive written notice of their removal.

(d) Any Director removed under Section 6.08 (a) shall be entitled to object to their removal by referring the issue to the Grievance Officer in accordance with the provisions of Article XIV hereof within one week from the date of receipt of written notice of their removal.

(e) In the event that any such objection to the removal of a Director is not made within the time period allotted therefor or upon a final determination pursuant to the grievance procedure that such removal was authorized, then such removal shall be final and binding and the remaining Directors shall be authorized to fill the vacancy created by such removal in accordance with the provisions of 6.09.

#### 6.09 Vacancy

Any vacancy of an elected Director on the Board of Directors shall be filled by ~~appointment made by the remaining Directors from amongst the members of the Assembly provided that any such appointment shall maintain the representation of constituencies contemplated by Section 6.02 hereof.~~ **election at the next General Meeting of the Members of the Corporation.**



No such vacancy created by the removal of an elected Director in accordance with Section 6.08 shall be made until such removal shall have become final and binding.

*[Article 6.10 remains as is]*

#### 6.11 Joint Meeting

A meeting of the Board of Directors shall be called no later than forty-five days after the election of the Directors by the ~~Assembly~~ **Annual General Meeting of the Members of the Corporation**, and in no case later than April 30. At such Board meeting, both incoming and outgoing directors shall be entitled to be present; outgoing directors shall be entitled to exercise votes on all matters excepting the election of officers; and incoming Directors shall be entitled to exercise their votes only in connection with the election of officers.

*[Article 6.12 remains as is]*

#### 6.13 Meeting Procedure

Subject to the letters patent and by-laws of the Corporation, Robert's Rules of Order, Newly Revised shall be the rules of procedure of meetings of the Board.

Unless otherwise expressly provided herein, ~~or by resolution of the Assembly~~, the Board shall conduct its meetings by such rules of order as are considered just and expedient for the transaction of the business before the Board meeting, save that the Speaker may, at their discretion, invoke Robert's Rules of Order Newly Revised to expedite the transaction of Business.

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~~ **attend and speak at all meetings of the Board** but shall not be entitled to exercise votes, to move or second motions, or to participate in in-camera sessions at Board meetings.

*[Articles 6.14, 6.15, 6.16, 6.17, 6.18, 6.19, 6.20, 6.21 remain as is]*

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

Subject to the provisions of the Act it shall be the duty of every Director of the Corporation who has, directly or indirectly, any material interest in any material contract or transaction to which the Corporation or a subsidiary thereof is or is to be a party, other than a contract for remuneration as a Director, Officer or employee, to disclose their interest in such contract or transaction in accordance with the requirements of the Act and to refrain from voting in respect thereof at any meeting of the Board of Directors, and any Director so disclosing their interest will not be counted as being present at the meeting for the purpose of determining whether a quorum is present at the time a vote is taken in respect of the contract or transaction in which they have disclosed their interest.

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. Subject to the occurrence of Force majeure, no Director or Officer may apply for a position of employment with the Corporation while they are serving as a Director or Officer or for a period of six months after the Director or Officer has completed their mandate.

No member of the board of directors or agent of any organization receiving membership fees collected under Section 3.03 may serve as a Director or Officer of the Corporation.

#### **Amendment 5:**

### VII. OFFICERS AND EXECUTIVE COMMITTEE

#### 7.02 Powers and Duties of the Executive Committee

The Executive Committee shall carry out all decisions of meetings of the Board or ~~Assembly~~ **General Meeting**, and shall have such specific powers and duties as are provided in this by-law or as may be delegated to it from time-to-time by the Board of Directors.

*[Remainder of Article 7.02 remains as is]*

*[Article 7.03 and Article 7.04 remain as is]*

#### 7.05 Vice-President External

Without limiting the generality of the foregoing in Section 8.02, or the ability of the Board from time to time to vary, add to or limit the powers and duties of any of the officer, the Vice-President (External) shall:

- (i) in the absence of the President, perform all duties of the President
- (ii) be responsible for representation of the Corporation in provincial and national student organizations; including the Canadian Federation of Students and Canadian Federation of Students-Ontario
- (iii) Along with Vice-President Events and Outreach be responsible for community outreach and liaising with other students and student/community organizations and their representatives on and off campus
- (iv) liaise with all student unions at the University of Toronto, including part-time student representatives elected at the University of Toronto Mississauga Students' Union and Scarborough Campus Students' Union
- (v) work with other executive members to organize campaigns, including campaigns on education, according to the mandate of APUS and as directed by the Executive, Board and ~~Assembly~~ **General Meeting**
- (vi) work with other executive members to implement the campaigns of the Canadian Federation of Students and Canadian Federation of Students – Ontario

#### 7.06 Vice-President Events and Outreach



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Without limiting the generality of the foregoing in Section 8.02, or the ability of the Board from time to time to vary, add to or limit the powers and duties of any of the officer, the Vice-President Events and Outreach shall:

- (i) be responsible for organizing social and membership development events, including orientation events for the Corporation
- (ii) coordinate the outreach and membership recruitment initiatives of the Corporation
- (iii) coordinate outreach across all campuses of the University of Toronto
- (iv) coordinate outreach with the APUS ~~Class Representatives~~ **Board** and volunteers
- (v) along with the Vice-President External, liaise with campus groups at the University of Toronto

#### 7.07 Vice-President Equity

Without limiting the generality of the foregoing in Section 8.02, or the ability of the Board from time to time to vary, add to or limit the powers and duties of any of the officer, the Vice-President Equity shall:

- (i) work to improve the status of mature students, students with disabilities, student parents and other marginalized groups at the University
- (ii) work with other executive members to organize campaigns on part-time student issues, including but not limited to, access to education, childcare, transit, housing, tuition fees, and systemic discrimination in accordance with the mandate of APUS and as directed by the Executive, Board and ~~Assembly~~ **General Meeting**
- (iii) liaise with equity-seeking campus groups and APUS levy groups
- (iv) liaise with the equity offices at the University of Toronto
- (v) along with the Vice-President Events and Outreach organize events promoting social justice and equity

#### 7.08 Term of Office and Removal of Officers

(a) Officers shall hold office from May 1st in each year until April 30th of the following year or until their successor is elected or appointed. The Board may pursuant to a two-thirds vote of the Directors present and voting, remove at its pleasure any officer of the Corporation and appoint a substitute from among its members in their place.

(b) In addition to the procedure in 7.08 (a), the Officers may be removed by:

- ~~i) resolution approved by at least 2/3 of the members of the Assembly of Representatives present and voting to the effect that such Officer has failed to properly perform all or any part of the duties allotted to them as an Officer. Notice of a resolution to remove a Officer must be signed by 25% of the members of the Assembly and be given fifteen days (excluding non-business days) prior to the Assembly meeting where such resolution will be put or;~~





ii) i) requisition of not less than 500 members of the Corporation requiring the Directors to hold a referendum with respect to removal of members of the Executive Committee. No more than 250 members from any one college or faculty shall be counted for the purpose of determining the number of requisitioners. Such a requisition shall be signed by the requisitioners and contain each requisitioners' student number and may consist of several documents in like form, each signed by one or more requisitioner. Within twenty-one days (excluding non-business days) of the receipt of such a requisition at the head office of the Corporation, the Directors shall cause a referendum to be held in accordance with the provisions of Section 11.04 hereof. Officers shall be deemed removed from office as an Officer, but not as a Director, by a majority of votes cast in such referendum. An Officer who has been removed from office pursuant to this section may not stand for re-election.

*[Article 7.09 and Article 7.10 remain as is]*

#### **Amendment 6:**

#### **IX. SPEAKER**

##### **9.01 Appointment of Speaker**

The Board of Directors, upon the recommendation of the Executive Committee, shall appoint a Speaker of the Corporation who shall preside at meetings of ~~the Assembly of Representatives~~, the Board of Directors, and at the ~~annual meeting~~ **General Meetings** of members.

*[Remainder of Article 9.01 remains as is]*

##### **9.02 Powers and Duties**

*[Remainder of Article 9.02 remains as is]*

(b) in a manner which permits such meetings to proceed fairly and efficiently. The Speaker shall rule on procedural matters arising at meetings of ~~the Assembly of Representatives~~, the Board of Directors, and at the ~~annual meeting~~ **General Meetings** of members of the Corporation. The Speaker shall also serve as Grievance Officer in accordance with the provisions of Article XIV hereof.

In the absence of the Speaker, an Interim Speaker may be chosen by the Executive Committee. In the absence of either the Speaker or Interim Speaker, the President, or in their absence, a designate of the Executive Committee, shall be Speaker at meetings of the ~~Assembly of Representatives~~, Board of Directors, or at the ~~annual meeting~~ **General Meetings** of members of the Corporation, or as otherwise provided in this by-law.

##### **9.03 Term**

The Speaker shall serve at the pleasure of the Board from May 1st to April 30th in any year, **or until a new speaker is appointed.**

#### **Amendment 7:**

#### **XI. AMENDMENT OF BYLAWS**



**Note:** Strike the text below.

#### 11.01 Procedure

~~The Board may by resolution passed at a meeting of the Board enact, amend or repeal any by-laws not contrary to law, the Act or Letters Patent that regulate the affairs of the Corporation. The Board shall submit any such amendment, repeal or enactment of any by-law of the Corporation, except for amendments to Section 3.03, to the Assembly at the next meeting of the Assembly. The members of the Assembly may, at such meeting, by resolution passed by two-thirds of the members of the Assembly present and voting at such meeting, confirm, reject or amend such by-law, amendment or repeal. Notice of a meeting of the Assembly called to consider such resolution shall, in addition to the other requirements imposed by the by-laws be given as follows:~~

~~(a) Notice of the full text of the proposed by-law or amendment shall be given to each member of the Assembly at least 14 days prior to the date of the meeting called to consider the same.~~

~~(b) A summary of the proposed by-law or amendment shall be published in the designated publication at least 14 days prior to the date of the proposed meeting called to consider the same and the full text thereof shall be available without cost to any member of the Assembly upon request at the offices of the Corporation.~~

**Note:** Replace with the text below.

#### 11.01 Procedure

**The Board may by resolution passed at a meeting of the Board enact, amend or repeal any by-laws not contrary to law, the Act, or Letters Patent that regulate the affairs of the Corporation except for amendments to Article 3.03 which may be amended pursuant to Articles 11.03 and 11.04.**

**A by-law passed by the Board and a repeal, amendment or re-enactment thereof, is effective only until the next Annual General Meeting. The Annual General Meeting may, by resolution passed by two-thirds of the members present and voting in person or by proxy, confirm, reject, or amend such by-law, amendment, re-enactment or repeal. Should the Annual General Meeting vote to reject the new By-law, repeal, amendment, or re-enactment, then it shall cease to have effect at and from that time. In that case, no new By-law of the same or like substance has any effect until confirmed at a subsequent Annual General Meeting.**

**Notice of a meeting of the Annual General Meeting called to consider such resolution shall, in addition to the other requirements imposed by the by-laws be given as follows:**

**(a) Notice of the full text of the proposed by-law or amendment shall be given to each member of the Corporation at least 14 days prior to the date of the meeting called to consider the same.**

**(b) A summary of the proposed by-law or amendment shall be published in the designated publication at least 14 days prior to the date of the proposed meeting called to consider the same and the full text thereof shall be available without cost to any member of the Corporation upon request at the offices of the Corporation.**

#### 11.02 Requisition of By-Law



Twenty-five percent (25%) of the members of the Board, ~~or twenty-five percent (25%) of the members of the Assembly,~~ or 500 members of the Corporation, with no more than 250 from any one college or faculty, (as evidenced by a petition in writing signed by such 500 members) may requisition the Directors to call a meeting of the Board for the purpose of approving any enactment, amendment or repeal of a by-law contemplated in Section 11.01 hereof and upon deposit of such requisition, the Board shall forthwith call a meeting of Directors for the purposes set forth in such requisition.

Where the Board does not within 21 **business** days from the date of the deposit of the requisition call and hold such meeting and pass such enactment, amendment or repeal and thereafter call a ~~meeting of the Assembly~~ **General Meeting** for the purposes of confirming the same in accordance with the provisions of 11.01 hereof then any of the requisitioners may call a ~~meeting of the Assembly~~ **General Meeting** for the purposes of passing the enactment, amendment or repeal of the by-law as set forth in the requisition and such meeting shall be held within 60 days from the date of the initial deposit of the requisition.

A ~~meeting of the Assembly~~ **General Meeting** called by the requisitioners in accordance with the foregoing provisions shall be called as nearly as possible in the same manner as are provided for in Section 12.01 hereof. Where a by-law or resolution is passed at a ~~meeting of the Assembly~~ **General Meeting** called in accordance with the foregoing, either as set out in the requisition or as varied at such ~~meeting of the Assembly~~ **General Meeting**, it is as valid and effective as if it had been passed at a meeting of Directors duly called, constituted and held for that purpose and confirmed at a ~~meeting of the Assembly~~ **Annual General Meeting** duly called, constituted and held for that purpose. Any approval at such meeting of the ~~Assembly~~ **General Meeting** shall require the votes of at least two-thirds of the members of the ~~Assembly~~ **General Meeting** present and voting on the matter **in person or by proxy**. Unless at the meeting called by the requisitioners the amendment, enactment or repeal of the by-law is rejected by the ~~Assembly~~ **General Meeting**, then the requisitioners shall be reimbursed for all reasonable expenses incurred by them by reason of the failure of the Directors to act in accordance with the provisions of the foregoing. Where the enactment, repeal or amendment of a by-law, in respect of which a meeting of Directors is requisitioned under this section is not passed or confirmed at a ~~meeting of the Assembly~~ **General Meeting**, no requisition for a meeting of Directors in respect of a similar by-law or resolution shall be made for a period of at least two years.

The Board shall have the authority to amend any motion to bring it into conformity with law and this By-Law, provided that the intention of the motion shall not be substantially altered.

The Board shall have the authority to refer any motion approved under this section to the members of the Corporation for approval in a referendum in accordance with the provisions of Section 11.04.

*[Articles 11.03 and 11.04 remain as is]*

#### 11.05 Timing of Confirmation

Notwithstanding anything hereinbefore contained to the contrary, no ~~meeting of the Assembly of Representatives~~ **General Meeting** or a referendum to be held in accordance with Section 11.04 shall be held between the last scheduled day of classes in April and the last scheduled day to officially add or drop F and Y courses in September in any year for the purpose of confirming and amendment, re-enactment or repeal of the by-laws of the Corporation.



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11.06 Effective Date

~~A by-law, amendment or repeal of a by-law shall be effective when confirmed by the Assembly General Meeting unless the approval of members of the Corporation is required pursuant to Section 11.03 in which case the by-law, amendment or repeal shall be effective only upon confirmation thereof by members pursuant to Section 11.04 hereof.~~

**Amendment 8:**

XII. NOTICES

12.01 Method of Giving

Any notice, communication or other document to be given or sent by the Corporation to a Director, ~~a member of the Assembly or Officer,~~ **Member of the Corporation**, or auditor of the Corporation under any provision of the letters patent or by-laws of the Corporation or the Act, shall be sufficiently given if it is:

*[Remainder of Article 12 remains as is]*

**Amendment 9**

XIII. FINANCIAL MATTERS

13.07 Approval of Budgets

The Preliminary, Operating and Revised Operating Budgets shall be approved by a majority vote of the members of the Board present and voting at a meeting of the Board.

Notwithstanding this provision, the Board may revise any budget at any time. To the extent that such decision revises or amends the expenditures or provides for new expenditures, shall be approved by a two-thirds vote of the Board present and voting at a meeting of the Board.

The Board shall cause a copy of the Preliminary, Operating, and Revised Operating Budgets to be sent to the ~~Assembly~~ **General Meeting**.

13.08 Interim Reports

The Corporation shall cause to be prepared and presented to the Board and to the ~~Assembly~~ **General Meeting** reports from the most recent fiscal period ending, on the Corporation's financial position consisting of:

*[remainder of Article 13.08 remains as is]*

*[Articles 13.09, 13.10, 13.11, 13.12, 13.13 remain as is]*

13.14 Access to Records, etc.

All financial records, budgets, auditor's reports and minutes of proceedings of the Board, ~~Assembly~~ **General Meeting** or committees thereof, shall be made available for examination by any member of the Corporation provided however, no information or material shall be made available if such



information would be deemed confidential or protected under legislation of Ontario or Canada or which would otherwise be protected by common law.

#### 13.15 Transfer Payment to Suburban Campuses

A transfer payment based on the Corporation's fees paid by members at the suburban campuses may be made to the student organizations representing part-time undergraduate students at these campuses. The amount of the transfer payment shall be determined by resolution of the Board and the ~~Assembly~~ **General Meeting**. The recipient student organizations shall be accountable for the expenditure of these funds in terms of the scope and purpose of the Corporation and shall provide audited financial statements not later than six months following the end of their fiscal year.

#### **Amendment 10:**

#### XIV. GRIEVANCE PROCEDURE:

##### 14.01 Grievance Procedures

*[Article 14.01 a, b. and c. remain as is]*

(d) If the matter cannot be resolved in the above manner, then a ~~meeting of the Assembly~~ **General Meeting** must be called within thirty days of the meeting referred to in (c) above.

(e) At this ~~Assembly meeting~~ **General Meeting**, one authorized representative from each side shall present their case and answer any questions from the floor.

(f) The resolution of the issue shall be decided by majority vote of the ~~Assembly of Representatives present at the meeting~~ **General Meeting**.

#### **Amendment 11:**

#### XV. TRANSITIONAL PROVISIONS

##### 15.01 Continuity of ~~Assembly~~, Executive Committee and Officers, and Board of Directors

The ~~Class Representatives, and~~ Officers and members of the 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 and the members of the Board of Directors, respectively, of the Corporation until their successors are elected or appointed pursuant to the provisions of this By-Law.

##### 15.02 Resolutions

All resolutions passed by the Assembly of Representatives, **General Meeting** 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



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provisions of the Act, the Letters Patent or this By-Law) shall be deemed to be the resolutions of the Assembly of Representatives, **General Meeting** 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.

**Amendment 12:**

XVI. COMMITTEES

16.02 Special Committees

The Board or the Assembly **General Meeting** may from time to time establish special committees for such purposes as the Board or the Assembly **General Meeting** may determine at the time of establishment. The powers, duties and membership of special committees shall be determined by the Board or the Assembly **General Meeting**, as the case may be, provided that such special committees shall cease to exist at the end of the fiscal year, unless renewed by the Board.