



BOARD OF DIRECTORS' MEETING PACKAGE
Association of Part-time Undergraduate Students of the University of Toronto
(APUS)

April 27, 2020
5:00pm
Meeting #8
Virtual Meeting via Zoom

Board of Directors' Meeting #8

Dear Directors of the Board,

The following package includes all the relevant documents in anticipation of the next APUS Board of Directors' Meeting to be held on **April 27 at 5:00 pm** online via Zoom.

Included in this package:

- I. Agenda (page 3 – 6)
- II. Minutes Package (page 7 – 11)
- III. APUS COVID-19 Report (page 12)
- IV. APUS Revised Operating Budget 2019-2020 (attached separately in Excel)

Please feel free to forward any question or concerns via email to me directly.

Sincerely,

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

I. AGENDA

1. Call to Order

2. Approval of Agenda

MOTION Moved: Kearns Seconded: Coggon

Be it resolved that the meeting agenda for Board of Directors' meeting #8 be adopted as presented.

3. Approval of Minutes

MOTION Moved: Froom Seconded: Pyne

Be it resolved that the minutes' package be approved as presented.

- a. Board of Directors Meeting #7 – March 10, 2020

4. APUS COVID-19 Report

5. APUS Revised Operating Budget 2019-2020

MOTION Moved: Froom Seconded: Kearns

Be it resolved that the Board of Directors approve the Revised Operating Budget 2019-2020, as proposed in the addendum; and

Be it further resolved that the Board cause a copy of the Revised Operating Budget 2019-2020 to be sent to the General Meeting for confirmation.

6. Proposed Bylaw Amendment

Whereas APUS Bylaw Article 1.01 (g) defines *Force majeure* as any of the following: an act of God, fire, governmental order, court order, civil disturbance, act of public enemy, embargo, war, work stoppage or labour dispute; and

Whereas APUS Bylaw Section 5 does not explicitly allow for alterations to normal operations of the APUS Board of Directors in circumstances of *Force majeure*; and

Whereas APUS Bylaw Section 4 does not explicitly allow for alterations to normal operations of the Annual General Meeting in circumstances of *Force majeure*; and

Whereas such alteration of normal operations is necessary under circumstances of *Force majeure* and would be in keeping with the spirit and intent of the Bylaws; therefore

Be it resolved that APUS Bylaw Section 4 and Section 5 be amended as follows:

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. **Excepting force majeure**, the Annual General Meeting shall be held no later than March 15. **In the event of**

force majeure, the Board shall set an appropriate date for a Special Annual General Meeting(s) 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.

As per Article 5.04 (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.

[...]

5.04 Election of the Board of Directors

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

(a) The election of Directors shall be held at the Annual General Meeting held during the Winter Term, **excepting force majeure, as noted in 4.03;**

[...]

5.05 Term of Office

The term of office of the Directors shall be from May 1st to April 30th, **excepting force majeure, as noted in 4.03;**

[...]

5.11 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 Annual General Meeting of the Members of the Corporation, and in no case later than April 30, **excepting force majeure, as noted in 4.03.** 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.

7. **Postponement of APUS Annual General Meeting 2020**

MOTION Moved: Kearns Seconded: Pyne

Whereas the APUS Annual General Meeting 2020, previously scheduled for March 13, was postponed due to public health concerns and campus closures amid the COVID-19 outbreak; and

Whereas a virtual Annual General Meeting may be inaccessible for APUS members for many reasons, including access to an internet connection, a working personal computer, childcare or family care responsibilities, ASL interpretation, and/or live captioning; and

Whereas APUS Bylaw 4.03 as amended allows for the rescheduling of the Annual General Meeting in circumstances of force majeure, with the date and time of the rescheduled meeting to be set by the Board; and

Whereas APUS Bylaw 1.01 (g) defines force majeure as any of the following: an act of God, fire, governmental order, court order, civil disturbance, act of public enemy, embargo, war, work stoppage or labour dispute; and

Whereas the circumstances surrounding the COVID-19 outbreak constitute circumstances of force majeure as defined in APUS Bylaw 1.01 (g); and

Whereas APUS Bylaws 10.04 and 10.05 disallow consideration of certain matters, such as referenda on the removal of Executive Officers or fee changes during the spring/summer session; and

Whereas this is in recognition that regular part-time students are frequently not enrolled during the spring/summer session and regular full-time students are temporarily studying part-time during the spring/summer session; and

Whereas the APUS Health and Dental plan schedule also reflects this distinctive nature of the spring/summer session with coverage being aligned with enrolment in the fall/winter session; and

Whereas the University of Toronto administration is currently planning to offer spring/summer “Y” courses in an online format with the expectation that much of the campus will be closed and students absent from the campus during the spring/summer session; and

Whereas it is desirable that regular part-time students have the opportunity to participate in the rescheduled Annual General Meeting; therefore

Be it resolved that the Annual General Meeting 2020 be postponed to the Fall 2020 session.

8. Extension of APUS Board of Directors and Executive Committee Term of Office 2019-2020
MOTION Moved: Froom Seconded: Coggon

Whereas the APUS Annual General Meeting 2020 is being postponed until the Fall 2020 session as a result of extraordinary force majeure circumstances arising from the COVID-19 outbreak; and

Whereas APUS Bylaw 8.03 states that “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”; and

Whereas APUS Bylaw 6.08 states that Executive Committee 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”; and

Whereas APUS Bylaw 5.05 as amended states “The term of office of the Directors shall be from May 1st to April 30th, excepting force majeure, as noted in 4.03”;

Whereas APUS Bylaw 4.03 states that the election of the Board of Directors must take place at the Annual General Meeting; and

Whereas APUS Bylaw 6.01 states that Executive Committee must be elected by and from the incoming Directors elected at the Annual General Meeting; therefore

Be it resolved that the terms of the current Board of Directors be extended until such time as a new Board can be elected at the rescheduled Annual General Meeting in the Fall 2020 session; and

Be it further resolved that the current Executive Committee Officers shall continue to hold office until their successors are elected or appointed and such election is held by the newly elected Directors in the Fall session; and

Be it further resolved that the Speaker shall continue to serve at the pleasure of the Board until the newly elected Board is able to convene to decide upon the appointment or re-appointment of the Speaker.

9. APUS Auditor 2019-2020

MOTION Moved: Kearns Seconded: Froom

Be it resolved that Grant Thornton be appointed as APUS auditors for the fiscal year 2019-2020, pending confirmation by a general meeting as per Article 4.02 (a) (v) of the APUS Bylaws; and

Be it further resolved that the Board be authorized to fix the remuneration of the auditors, pending confirmation by a general meeting as per Article 4.02 (a) (v).

10. APUS COVID-19 Grant

MOTION Moved: Coggon Seconded: Froom

Whereas the APUS Revised Operating Budget at April 30, 2020 currently shows an approximately \$26,000 surplus for the current fiscal year; and

Whereas this current \$26,000 surplus is due in part to cancelled programming and events as a result of campus closures due to the COVID-19 outbreak, and

Whereas the COVID-19 outbreak is creating difficult financial circumstances for students, including APUS members; therefore

Be it resolved that the APUS COVID-19 Grant be created with the surplus from 2019-2020 operating budget, up to \$30,000.

11. Other Business

12. Adjournment

II. MINUTES

a) Board of Directors Meeting #7 – March 10, 2020

In attendance: Jaime Kearns, Susan Froom, Richie Pyne, Jennifer Coggon, Diane Acunna, Sam Wong, Marcel Stevenson, Mussa Marashi

Speaker: Richie Pyne

Staff: Caitlin Campisi

1. Call to Order

The meeting is called to order at 6:29pm.

2. Approval of Agenda

MOTION Moved: Kearns Seconded: Coggon

Be it resolved that the meeting agenda for Board of Directors' meeting #7 be adopted as presented.

Vote carries.

3. Approval of Minutes

MOTION Moved: Froom Seconded: Coggon

Be it resolved that the minutes' package be approved as presented.

a) Board of Directors Meeting #6 – January 31, 2020

Vote carries.

4. CFS and CFS-O Fees 2020-2021

MOTION Moved: Froom Seconded: Kearns

Be it resolved that the Canadian Federation of Students and Canadian Federation of Students-Ontario combined membership fee for 2020-2021 be increased from \$4.10 to \$4.19.

DISCUSSION

Pyne notes that this is increasing with inflation as per the original referenda.

Froom provides background on the Canadian Federation of Students and the Canadian Federation of Students-Ontario, as well as background on the terms of the original referenda to create the levy. She notes that this vote is not required by the original referenda but only by a separate requirement from the University of Toronto administration.

Wong asks to clarify that the only increase for this fee is in line with the Consumer Price Index.

Froom states that the increase corresponds to the Consumer Price Index.

Vote carries.

5. APUS Health & Dental Plan Fees 2020-2021

MOTION Moved: From Seconded: Coggon

Be it resolved that the APUS Health Plan fee be \$72.19 and APUS Dental Plan Fee be \$60.24 for 2020-2021.

DISCUSSION

Froom states that she is recommending keeping the Health and Dental fees the same as the current year for the 2020-2021 year rather than increasing them. She states that we are able to continue to provide the same level of health and dental coverage without needing to increase the fees, and if needed, a small amount could come out of our health and dental surplus.

Froom states that this capacity to maintain our coverage includes our newly increased mental health coverage and increased dental coverage. She notes that our plan also includes access to the Dental Discount Network through the National Student Health Network.

Kearns notes she is pleased that we will be able to continue offering our excellent mental health coverage at the current rates.

Vote carries.

6. APUS Auditor 2019-2020

MOTION Moved: Kearns Seconded: Coggon

Be it resolved that the APUS Board recommend to the membership that Grant Thornton be appointed as APUS auditors for the fiscal year 2019-2020.

DISCUSSION

Kearns states that last year we brought on Grant Thornton as our auditors and they did an amazing job getting everything in order for our audit. She states that they are very helpful and knowledgeable and are finding ways to improve our financial records and financial processes.

She states that our end of fiscal year is coming up in April and so it is time to recommend an auditor for this fiscal year. She states that it is common practice to go with an auditor for 5 years. She states that this past year was our first year with Grant Thornton and therefore she is highly recommending them again for this fiscal year.

Froom states that Grant Thornton also works with many student unions and they were very helpful this year. She agrees with the recommendation.

Stevenson asks regarding costs for the auditor.

Pyne states that allocation of costs for the audit can be found in the APUS Operating Budget which the Board considered at the last meeting.

Kearns states that Grant Thornton has also provided the Board with extremely comprehensive reports this year that we have not had in previous years with other auditors. She states that they are on par with other comparable firms in terms of cost and services.

Vote carries.

7. APUS Donations Policy

MOTION Moved: Coggon Seconded: Wong

Be it resolved that the APUS Donations Policy be amended as appended.

DISCUSSION

Pyne states that the original Policy is on page 11 and the proposed amendment is on page 12.

Coggon provides context for the Donations Policy, which was previously approved by the Board a couple years ago. It lays out the definition of a donation, eligibility criteria, adjudication criteria, etc. She states that in the last year it has come to her attention that it is hard to get funding for Indigenous student initiatives on campus. She provides an example of a recent experience with the Student Life Student Initiative Fund in which funding was not flowing to Indigenous student groups the way it should. She gives the example of the Dandelion Initiative, a group we recently partnered with, that reserve a percentage of their donations for Indigenous groups. Coggon reviews the amended policy and states that it is intended to cover Indigenous initiatives on campus. She states that we are proposing to put aside a certain percentage of our donations budget line for Indigenous initiatives. She will move an amendment to her proposed policy change to make a clear commitment of 25% of the overall donations budget line to be dedicated to Indigenous applications.

Campisi clarifies our usual donation budget line is \$2000 and that this year it was \$1000 due to the Student Choice Initiative.

MOTION to amend
Coggon/Kearns

Be it resolved that 'part of' be amended to read '25%' in the proposed amendment to the Policy.

Froom clarifies that the policy on page 11 is the same except for the one bolded part, and that on page 12 is the new language for Indigenous initiative applications.

Coggon clarifies that intent is to ensure donation requests are properly assessed and if needed they could go to First Nations House for support, for example.

Kearns states that she is in favour of the motion. She states that she did not write this amendment and thanks Coggon for doing so. She states that Indigenous students and Indigenous student clubs are often told that they should only go to Indigenous-specific sources of funding. She explains that in relation to Coggon's experience at the Student Initiative Fund this year, the Indigenous Languages club may not have received any funding if Coggon had not stood up in support of the club, and that there was still pushback. She states that if we are committed to the Truth and Reconciliation Commission's (TRC) recommendation than making Funds available for Indigenous student donation requests is a good initiative.

Coggon states she is still on the Student Initiative Fund and she will make a recommendation to them in a formal way that the TRC recommendations should be used for every application that is related to Indigenous initiatives. She states that this has not been the case in the past and it should be the future. She states that she has already brought it up to Student Life as well.

From asks how Coggon came up with the amount of 25%.

Coggon states that she spoke with Campisi about our budget and the recommendation is generous to ensure that the funds are always set aside and available.

From states that this amendment would demonstrate a commitment to the TRC.

Coggon states that the hope would be that it catches on with other groups.

Stevenson asks about reducing the amount reserved for Indigenous applications and giving more to other groups.

Coggon states that we are on Indigenous land and our histories of colonization and genocide are horrifying and that specificity needs to be respected. She sees a lot of lip service to the TRC at U of T but not a lot of action. She states that Indigenous communities and Indigenous students have survived trauma and endure colonized spaces and that it is important to build up spaces in which decolonizing and Indigenous student support is a priority to build a sense of safety and community. She states that lowering the amount is not the statement that we want to make.

Marashi states that he thinks that Indigenous initiative applications should be getting more than \$500, or 25% of \$2000, but that this is a good start.

Coggon states that Indigenous student groups may still need to put different funding sources together but that we should at least make this amendment and reiterates that we can afford it.

Vote carries.

Main motion

Be it resolved that the APUS Donations Policy be amended as appended.

Pyne states that the amendment has passed and we are back on the main motion.

From asks about non-Indigenous groups who are working on Indigenous initiatives and their eligibility.

Coggon states we would have to be more careful with non-Indigenous groups but that would fit under the eligibility criteria.

Stevenson states that he supports it but that he wants to know about the other 75%.

Campisi states that the donation budget line amount is in the Operating Budget that was considered and approved by the Board at the last meeting.

Froom clarifies that the Donations Policy Stevenson is looking for is on page 11 of the Board package, and that the allocation of the donation budget line is made on an annual level by the Board for the upcoming year.

Campisi clarifies that this Policy is not the budget. She states that the donation budget line represents a very small percentage of our budget. She states that this policy simply sets the criteria for external donation requests received and allocated within that budget line.

Coggon and Froom provide examples of external donations we have given out in the past.

Vote carries.

8. Adjournment

MOTION Moved: Froom Seconded: Wong

The meeting is adjourned at 7:29pm.

Vote carries.

III. APUS COVID-19 REPORT

On March 13, following recommendations from the University of Toronto administration and local public health agencies, APUS closed both our offices and postponed all scheduled programming, events and meetings for the rest of March and April 2020. Out of care and concern for our membership, these closures included our Annual General Meeting, scheduled for the evening of March 13, and our free tax clinics, which were then ongoing. While these were difficult decisions to make at the time, in hindsight, we can clearly see that it was the right choice to make to ensure the safety of our membership and our campus communities.

In addition to communicating these closures to our membership, we also ensured that our APUS staff knew that they would be supported during the campus closures by assuring pay continuity. All of our full-time APUS staff and the APUS Executive quickly transitioned to working remotely to continue offering services, advocacy and support to our members. On March 24, following the Ontario government declaring the mandatory closure of all non-essential workplaces, the University of Toronto administration enacted further campus closures, including all campus libraries. In response, while working remotely, APUS shifted our regular services and advocacy to focus on access to internet, personal computers and academic advocacy for our members. We advocated to the Office of the Vice-Provost Students, the Library Advisory Committee, the Chief Librarian and Governing Council around the importance of internet and computer access for part-time students. We created the APUS Long-Term Laptop Loan Program to help ensure that part-time students who usually use campus libraries are able to finish their Winter semester assignments and exams. As the summer semester will now also be offered online, we are expanding this new program to help part-time students access summer courses.

In other advocacy work, we wrote a joint letter with UTMSU and SCSU to President Gertler asking him to reconsider the cancellation of the Spring 2020 convocation ceremonies. We distributed that letter at a virtual Governing Council meeting and were able to have that decision revisited successfully. We have also been working with CFS-Ontario and other student coalition groups to advocate that the federal government ensure the Canada Emergency Response Benefit includes support for more students. We developed an APUS COVID-19 Resource List, which is constantly updated, with information about finances, food security, mental health, community support and U of T-specific resources for our members.

We are reaching our members through weekly newsletters and APUS social media channels with resources, online programming and services, academic deadlines, and updates from U of T. We are also providing individual academic advocacy by email and phone to our members. The APUS Health & Dental Plan is being administered remotely and we have issued all opt-out cheques for the 2019-2020 year. We are currently working on developing and planning additional services and programming that can be done online or remotely for the summer session. At the end of the day, APUS will always be here to advocate for and support students and push the University of Toronto administration to do so as well. It is what we have always done and always will do.