



**BOARD OF DIRECTORS'
MEETING MINUTES**

**Association of Part-time Undergraduate Students of the University of
Toronto (APUS)**

**February 24, 2022
6:00 - 8:00PM
Virtual over Zoom**

Meeting #7

MINUTES From Board meeting #7 - February 24, 2022

Attendance: Jaime Kearns, Dianne Acuna, Susan Froom, Jennifer Coggon, Andrew Kesik, Shanti Dhore, Marcel Stevenson, Annie Antonenko

Staff: Linda Tsang

Speaker: Corey Scott

1. Call to Order

The meeting is called to order at 6:13pm

0. Land Acknowledgement

The Land acknowledgement is read by Scott written by Kearns.

0. Introduction and Access Needs

Everyone introduces themselves, confirms their preferred pronouns, and any access needs they have to participate in the meeting

0. Approval of agenda

MOTION Moved: Froom Seconded: Coggon

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

Motion carries

0. Approval of board meeting #6

MOTION Moved: Kesik Seconded: Kearns

Be it resolved that the minutes from Board Meeting #6 be adopted as presented

Motion carries

6. Business arising from minutes

No business

7. CFS fee increase

MOTION: Moved: Acuna Seconded: Kearns

Be it resolved that the fee for the Canadian Federation of Students be increased to 4.8% per semester from \$4.22 to \$4.42

DISCUSSION

Kearns states that yearly increase is based on the Dec over Dec CPI increase as per a prior referendum

Froom: The reason that the board is voting on this today is because this will go to UofT governance cycle to confirm that the board is approving it.

Motion Carries.

8. Proposal for health and dental fee increase

MOTION Moved: Acuna Seconded: Kearns

Be it resolved that APUS fees health plan be increased by 3% from \$75.80 to \$78.07 Fall term and Winter Term.

Be it Further resolved that the APUS Dental plan not increase for the 2022-2023

DISCUSSION

Kearns: Had a meeting with Corey Grist from CFS to discuss health and dental coverage. Will have increases that we want to implement based on student feedback. Health component: APUS' commitment to covering the cost of mental health component, is built into our initial numbers. Currently, vision is only \$100 per coverage period, we want to increase it to \$150. Recommending 3% increase since we didn't know until today what the actual numbers would be.

Stevenson asks what changes are being made to the benefits?

Froom states that a 3% increase in order to maintain and expand benefits looks good and wants to know if the dental plan will remain the same? Does that give us the same benefits as last year or will it change at all?

Kearns says the cost of dental will remain the same but we're increasing the cap from \$700 from \$800 per year.

Antonenko asks if the amount per semester or is it for the whole year? And how does it work for students who only attend part of the year?

Kearns informs that it is per term, fall and winter term is paid individually. Part time students who are only in fall for example will have coverage from Sept to Dec. If a student is enrolled in fall and winter, then the charge is x2.

Acuna states that when we were looking at these numbers, one of the things we needed to take into account are inflation rates. So even if it's the same number of students, the prices we need to pay will still go up.

Stevenson asks about prescriptions? What are we covered for?

Kearns states we were looking at this as well. We would like to increase prescription from \$1500 per year to \$2000/year with 20% co-pay. So, the 3% increase balances itself out - we're committed to covering the cost of the mental health component, but we want to increase services that we're providing, mainly glasses, possibly medication. We are still working on that as it has not been finalized.

Scott wants to clarify if it is a range or are we locking in the 3%?

Kearns states we want to lock in 3%.

Froom clarifies that we only do this vote once a year - what we're voting on now will affect what students will pay in September 2022. Also, mental health coverage, my understanding is 20 sessions at \$125 per session, also Beacon mental health online and also GSC is offering something else that is new. [Tsang types into chat: Inkblot and Pocket Pill] CFS was paying attention to the disability caucus for raised issues.

Coggon asks if this will affect the family add-on rate?

Froom states the amount that the family co-pay sets is decided upon by APUS, doesn't go through university affairs board or council so were not voting on that part, just the compulsory fee component.

Motion Carries

9. By-law amendment

Scott reminds everyone of your fiduciary duties as board members. Looking at whether this process was followed, my understanding is that all bylaw amendments have been submitted in time. Duty of care to information. Do you understand the bylaws and given the necessary consideration for the bylaws that are presented and are asking questions? Everyone agrees and the meeting proceeds.

Acuna's proposed bylaw changes

1. Creating table of contents,
2. Eligibility

MOTION TO DIVIDE THE TWO AMENDMENTS:

Moved: Froom Seconded: Acuna

Motion Carries

1. Be it resolved that a Table of Contents be created Creating table of contents
 Moved: Acuna Seconded: Kearns

Acuna says that we don't have a table of contents, and this will make it easier to reference different sections.

Motion Carries

2. Eligibility

Be it resolved that Bylaw V, Board of Directors, Article 5.02, Eligibility be amended from:

Eligibility

(i) if at any time they shall become of unsound mind or be found by any court of competent jurisdiction to be mentally incompetent;

To read instead:

Eligibility

(i) not have been declared incapable under the laws of a Canadian province or territory, or by a court in a jurisdiction outside Canada;

Moved: Dianne

Seconded: Kearns

DISCUSSION

Acuna states that she found the wording when it came to eligibility outdated and considering that we are for mental health awareness want to change the wording.

Motion to amend: to strike the first three words “not have been” and replace with “if at any time they shall be”

Moved: Froom

Seconded: Coggon

Froom motivates by saying “Director or officer shall cease to be eligible to be in office - if at any time they ...” Embracing the intent of motion but clarifying the grammar.

Froom: Original: “A director or officer of the corporation shall cease to be eligible to remain in such office...”

And should continue “if at any time they shall have been declared incapable under the laws of a Canadian province or territory, or by a court in a jurisdiction outside Canada.”

Scott clarifies Susan's amendment is typographical, to make the sentence flow. So right now we're voting on wording. Not a change to the proposal. After this, we'll go back to the main motion of changing the language of “unsound mind”.

VOTE on amendment: *Motion Carries*

Coggon asks where the modernized wording is being taken from? And is it in alignment with the Not for profit Act. (ONCA)

Acuna said yes, it was taken from corporationscanada.ic.gc.ca.

Coggon asked if we get feedback in the future about preferred wording from disability experts and legal experts?

Acuna said if anything changes, we should be able to amend it. Clarify: Not for profit corporations in the directors section. It's unfortunately a requirement even if it's discriminatory.

MOTION AS AMENDED: *Motion carries.*

Break - back at 7:20pm

Motion to separate Bylaw amendments presented by Froom and Kesik

MOTION: Moved: Kearns Seconded: Froom

Motion Carries

Bylaw amendment 1 - definition of "session" - [see pdf]

MOTION: Moved: Froom Seconded: Kesik

Froom: Clarifying things that arose out of the last round of bylaw amendments that still need a bit of housekeeping. Need to clarify what is meant by "session" - bylaws only speak of two sessions - winter and summer. This just clarifies what we mean when we say winter session which is basically fall-winter (Sep - Apr).

Motion to send bylaw to general meeting:

Motion Carries

2. Bylaw amendment - definition of speaker

MOTION: Moved: Froom Seconded: Kesik

Froom: Clarifying motion. Speaker is actually described in bylaw 8 - clarified that it's the speaker who is elected for the entire year, or interim speaker chosen by the exec committee. So speaker, interim speaker, and president should be third down.

Motion Carries

3. Bylaw amendment - regarding timing of proxies

MOTION: Moved: Froom Second: Kesik

DISCUSSION

Froom motivates Proxies: when we have one of our 3 general meetings, members are unable to attend and they can then proxy their vote to vote on their behalf. With proxies, come direction in which way to vote. We only allow one proxy per person. Under current bylaws, the proxy shall cease to be valid after the expiration of one month. This has caused problems: someone could receive the proxy before they receive the motions, and the other thing that could happen is that if we do not get quorum, then they're adjourned for 3-5 weeks, which means there is difficulty of interpretation. Does proxy carry to the second general meeting? By making it 14 days, the motions will have already gone out and after an adjourned meeting, will not carry to the next general meeting.

Dhore asks a question about 14 days. 14 days before the meeting, I understand, but what's the purpose for having it 14 days after the meeting - won't be valid for the next general meeting. Maybe the proxy should only be valid until the date of that meeting. It's not explicit and we should state that

Froom states that is the intent and is captured in amendment. No value of proxy after the meeting is over.

Kearns asks a point of information - proxy before the meeting can only be deposited 48h to the secretary, but can collect proxy ahead of that.

Scott replies that proxies are a major thing coming up for amendment for ONCA so APUS may have to look at this again in the next 2 years.

Kearns makes a motion to have this bylaw amendment sent to go to a bylaw review committee to rewrite with feedback from here.

Motion to strike an Ad-hoc committee.

MOTION: Moved: Kearns Seconded: Coggon

Kearns motivates. As we are coming to the end of the meeting, this needs more time to consider and to make changes, it would be wise to strike a committee that would be co-chaired by VP Internal and president, with up to 4 board members. The committee will report back by the next board meeting, no later than April 30. I think that this is a great discussion that we just don't have time for today, with board members and executives on the committee it will give a fair representation.

Dhore asks if the rest of the bylaw amendments are going to the committee?

Scott confirms.

MOTION: Moved: Kearns Seconded: Coggon

Froom has a point of personal privilege: What time is the divestment workshop slated to begin?

Scott informed that it is set for 7:45 on the agenda .

Kearns motion to omnibus 3-7 bylaw motions to the Adhoc committee.

MOTION: Moved:Kearns Seconded: Coggon

Froom states she is speaking in support of this, the motions all deserve a good discussion, board members can decide and to empower exec.

Kearns said that we can open it up to the board and have 2-4 members. It will be up to the board to submit their names.

Kesik stated that we need a longer look at this, in support of the committee. Can I nominate myself?

Coggon double checks CFS motion (fee motion) most important and time sensitive?

Kearns says Bylaw 6 seems to be time sensitive. Perhaps address that one here now and remove it from the omnibus?

Froom concurs, and motions to remove amendment 6 to vote on the amendment.

MOTION: Moved: Froom Seconded: Coggon

Motion carries.

Bylaw Amendment 6 -

MOTION: Moved: Froom Seconded: Kearns

Froom Clarifies motion- right now the term of office is May 1 - April 30 or until their successor is elected or appointed. The practice has always been the later of the two. So that's what I'm proposing.

To change the bylaw to say "whichever comes later"

Vote Carries

NOTE: Fee increase vote - university uses the word session and not semester

Corey Scott leaves meeting at 7:50pm

Leila Tjiang enters the room at 7:50pm.

10. Divestment workshop with Leila Tjiang from LEAP ends at 8:30pm.

<https://apus.ca/wp-content/uploads/2022/02/Divestment-101-for-APUS.pdf>

MOTION to adjourn: Moved: Acuna Seconded: Froom

Motion Carries

Meeting adjourned at 8:32pm.