

Annual General Meeting

Wednesday, April 26, 2023 | 6:00pm-9:00pm

Tecumseh Auditorium and Zoom

Land Acknowledgement

Toronto and Toronto Metropolitan University are in the "Dish With One Spoon Territory." The Dish With One Spoon is a treaty between the Anishinaabe (hoh-dee-noh-shoh-nee), Mississaugas (mi-suh-saa-guh-s) and Haudenosaunee (Ah-nish-ih-nah'-bey) that bound them to share the territory and protect the land. Subsequent Indigenous Nations and peoples, Europeans and all newcomers, have been invited into this treaty in the spirit of peace, friendship and respect.

<https://native-land.ca>

TMSU Equity Statement

Students' union solidarity is based on the principle that all members are equal and deserve mutual respect and understanding. As members of the students' union, mutual respect, cooperation and understanding are our goals. We should neither condone nor tolerate behaviour that undermines the dignity or self-esteem of any individual or creates an intimidating, hostile or offensive environment. It is our collective responsibility to create an inclusive space for discussion and dialogue. All forms of discrimination and harassment will not be tolerated, nor will hate speech rooted in, but not limited to Islamophobia, antisemitism, sexism, racism, classism, ableism, homophobia or transphobia. We all have an obligation to ensure that an open and inclusive space, free of hate, is established.



Agenda:

ITEM ONE: Call to Order

The meeting does not meet quorum. Unofficial meeting is called for 6:19pm.

ITEM TWO: Procedural Business

Land Acknowledgement

Sugunalan provides a land acknowledgment.

Remarks from the Chair

The Chair provides the inclusion statement. The Chair provides an overview of the meeting including new provisions since the meeting did not meet quorum.

Remarks from the President

Gerges provides an overview of her year as the President. She states that students are looking for value in their students' union. She states that the TMSU has had a rough few years. She states that her focus has been cleaning up the governance and operations. She states that the changes that were made this year will not be seen immediately. She states that there are new by-laws, new policies, engaged board members and much more. She states that legal action has been taken against last year's executives and that a statement of claim has been released. She states that it has been a privilege to be the president this year.

MOTION 2023-04-26-01

Be it resolved that the agenda for the April 26, 2023 Annual General Meeting be approved as presented.

Moved: Marina Gerges	Seconded:	Result:
----------------------	-----------	---------

This motion was not able to be voted on.

MOTION 2023-04-26-02

Be it resolved that the minutes for the December 1, 2022 Semi-Annual Meeting be ratified as presented in Appendix A.



Moved: Marina Gerges	Seconded:	Result:
----------------------	-----------	---------

This motion was not able to be voted on.

ITEM THREE: Approval of Audited Financial Statements & Auditors

MOTION 2023-04-26-03

Be It resolved that the Audited Financial Statements for the 2020-2021 & 2021-2022 fiscal year be accepted as presented in Appendix B.

Moved: Spyros Zarros	Seconded:	Result:
----------------------	-----------	---------

This motion was not able to be voted on.

Sothorn states that the 2020-21 audit was provided with a clean audit opinion. He provides a full overview of the audit page by page. He states that the organization has a surplus with a substantial component going to Health and Dental.

Zhou asks why did the premiums increase while a surplus occurred.

The Executive Director provides an update that the numbers provided do not reflect the change in premiums. The number provided is based on the health and dental reserves increasing.

Sothorn states that the premiums collected go into a restricted reserve. He states that as premiums increase so does the reserve.

Zhou asks why costs are jumping so much

Sothorn states that while student numbers increase this means that the premiums also increase as well.

Callaghan asks for a point of clarification.

The Executive Director states that the reserves roll over year after year. She states that these fees are restricted.



Sothorn states that the 2021-22 audit was provided with a clean audit opinion. He provides a full overview of the audit page by page. He states that there were increases in capital expenditures. He states that there were some decreases in revenues and increases in expenses due to a return to campus. He states that there were more issues in conducting the audit. He states that this was identified by both management and audit processes.

Kasam asks about the trusts for the campus groups. They ask if these numbers include any outstanding and disputed balances for student groups.

The Executive Director states that it does not account for anything current because this is based on the previous year and activities from the previous year.

Sothorn confirms that the question would be covered in the 2022-23 audit.

Callaghan asks if there are any concerns from the auditors about the organization not having financial staff at the moment that are related to concerns with previous years.

The Executive Director states that there needs to be financial staff. She states that there are current temporary financial staff members. She states that those members helped compile information for this audit.

Sothorn states that 2021 had a good financial year and that there were issues with 2022 with skills competency. He states that having a staff member will be more effective than having more professional fees build up.

Zhou asks if there is no depreciation for inventory for the year.

The Executive Director states that the issue arose out of Copyrite being closed for the year and that there was no change in inventory.

Sothorn states that the depreciation calculations for Copyrite inventory did not warrant further investigation because the amounts were so small.

Question about whether there are separate funds for refugee funds and student groups.

The Executive Director states that there are separate accounts for many funds. She states that the TMSU does not collect fees for the Student Centre.



MOTION 2023-04-26-04

Be it resolved that BDO be appointed as the TMSU auditors for the 2023-2024 academic year.

Moved: Spyros Zarros	Seconded:	Result:
----------------------	-----------	---------

This motion was not able to be voted on. It will be forwarded to the Board of Directors.

ITEM FOUR: By-law Amendment Package

MOTION 2023-04-26-05

Be it resolved that By-Law One: Interpretation be updated to include the following amendments:

1.4 Books & Registry

1. The Secretary of the Corporation shall maintain the following books and registry:
 - a. Articles of Incorporation, Amendment, or Continuance, that exist from time to time; and
 - b. By-laws in accordance with By-law Twelve (12): By-laws of the Union; and
 - c. Policies in accordance with By-law Eleven (11): Policies of the Union; and
 - d. Meeting minutes and agendas for each meeting of:
 1. General Meetings in accordance with By-law Three (3): General Meetings; and
 2. The Board of Directors in accordance with By-law Four (4): Board of Directors; and
 3. Committee Meetings in accordance with By-law Five (5): Committees and By-law Six (6): Executive Committee; and
 - e. Register of all individuals who are or have served on the Board of Directors, indicating the name and address of each and the respective commencement and the end of their term in office.
2. The books and registry of the Corporation shall be kept by the Secretary of the Board as defined in By-law Four (4): Board of Directors, at the head office of the Corporation.



Moved: J. Callaghan	Seconded:	Result:
---------------------	-----------	---------

This motion was not able to be voted on.

MOTION 2023-04-26-06

Be it resolved that By-Law Four: Board of Directors be updated to include the following amendments:

3.3 Notice

1. Notice for **Semi-Annual** General Meetings and **Annual General Meetings** shall be provided at least forty-five (45) days prior to the meeting date.
2. **Notice for Special General meetings shall be provided at least fourteen (14) days prior to the meeting date.**
3. Notice shall include the date, time and general location of the meeting as well as a website link which includes at least:
 - a. RSVP and pre-registration links;
 - b. Accommodations procedures;
 - c. Corporation By-laws;
 - d. Information and timeline to submit motions; and
 - e. Timeline for additional meeting documentation.
4. Notice shall be sent out to all Members via the Corporation membership email listserv and/or the Office of the Vice-Provost Students.
5. Notice shall be provided to campus media.
6. Reasonable outreach should be provided to advertise notice including but not limited to social media, print media, university platforms and campus media advertisements.

By-law Four: Board of Directors

4.18 Meetings of the Board of Directors - Notice

1. Meetings of the Board of Directors shall be called by the President, ~~or any Vice-President,~~ or upon the direction in writing of two (2) Directors.
2. Notice of meetings of the Board of Directors shall be communicated via email not less than five (5) business days before the meeting is to take place.
3. Meetings of the Board of Directors may be held, without notice, immediately following a General Meeting.
4. Notice of meetings of the Board of Directors shall be provided to campus media.



Moved: J. Callaghan	Seconded:	Result:
---------------------	-----------	---------

This motion was not able to be voted on.

MOTION 2023-04-26-07

Be it resolved that By-Law Twelve: By-laws of the Union be updated to include the following amendments:

1. Amendment Procedure

- a. These By-laws may not be amended except by a two-thirds (2/3) majority vote of a General Meeting.
- b. To be considered at a General Meeting, a proposed by-law amendment must:
 - i. Be submitted to the By-laws and Policies Committee at least thirty (30) days prior to the date of the General Meeting;
 - ii. Be submitted by the By-laws and Policies Committee to the Board of Directors twenty-one (21) days prior to the date of the General Meeting; and
 - iii. Be submitted by the Board of Directors as a General Meeting resolution at least fourteen (14) days prior to the date of the General Meeting.
- c. The By-laws and Policies Committee and Board of Directors are responsible for reviewing the legality and consequences of By-law amendments and practicing their fiduciary duty in recommending By-law amendments.
- d. The By-law mover shall be entitled to motivate their motion at all stages of the amendment procedure.
- e. Unless otherwise stated, By-law amendments come into effect twenty-four (24) hours after the approval by the Members.

2. Access to By-laws

- a. All By-laws shall be available on the Corporation's website and updated within ~~two (2)~~ ~~four (4)~~ weeks of any adoption, amendment and rescindment.

Moved: J. Callaghan	Seconded:	Result:
---------------------	-----------	---------

This motion was not able to be voted on.



MOTION 2023-04-26-08

Be it resolved that By-Law Eight: Elections 8.3.2. be updated to include the following amendments:

1. To be eligible to stand as a candidate in an election, an International Student Director candidate shall:
 - a. Be a Member of the Corporation as set forth in By-law Two (2): Membership;
 - b. Be an international student;
 - c. Be nominated by no less than twenty-five (25) Members ~~with international student status of their faculty;~~
 - d. Complete the requirements of By-law 8.4 Board and Election Training; and
 - e. Submit nomination materials to the Election and Referenda Committee prior to the end of nomination period.

Moved: Gus Cousins	Seconded:	Result:
--------------------	-----------	---------

This motion was not able to be voted on.

ITEM FIVE: General Motions**MOTION 2023-04-26-09**

Whereas, the TMSU has been plagued over the years with a reputation of unprincipled organizational culture, poor fiscal management and stewardship.

Whereas, the current Executive Committee has set the precedent for the TMSU being in the state of reform by the recent passage of the Bylaw Amendment Package during the 2022 Fall General Meeting.

Whereas, the current Executive Committee strived to exceed the threshold for openness, transparency, and accountability regarding the 2022 Bylaw Amendment Package.

Whereas, the TMSU is committed to preserving and strengthening openness, transparency, and accountability with its members.

Be it resolved that an ad-hoc Membership Engagement Committee be created for the 2023-24 year; and



Be it further resolved that the Membership Engagement Committee be tasked with conducting membership engagement exercises with the general membership of the students' union to receive feedback on the TMSU, identify recurring themes and present a report to the Board of Directors; and

Be it further resolved that the committee be established with five voting members: the President and four members Board of Directors; and

Be it resolved that the Board of Directors start prepping for intake and student consultation between May to August 2023; and

Be it further resolved that the committee create an interim report for the Board of Directors to be prepared no later than November 30, 2023 and a final report presented no later than March 29, 2024; and

Be it further resolved that the committee use, but not be limited to, the following forums: interviews, surveys, townhalls and oral or written submissions,

Be it further resolved that the Board of Directors review and develop a strategic plan to address themes raised through the report.

Be it further resolved that the Board of Directors renew the Membership Engagement Committee for the 2024-2025 year should the report and strategic plan be successful.

Moved: J. Callaghan	Seconded:	Result:
---------------------	-----------	---------

This motion was not able to be voted on. The Chair states that this will be forwarded to the Board of Directors.

Callaghan: The reason for this is to continue allowing things that have been happening this year with process. There might be a missed opportunity this year which is membership engagement. We don't have a process like this right now. We are for the students and by the students and I am putting forth this motion of students. This will help members be fully aware and engaged. This will help the process be more visual

Zhou asks the chair to comment on the motion.

The Chair states that they cannot comment on the motion.



Zhou asks the chair or executive to comment on the implementation and costs of the motion.

The Chair states that they cannot answer as they are impartial. They state that a member of the executive can respond.

Spyros states that the chair is only here to chair this meeting - so any questions the execs will have to answer. The motion is about having the members be more engaged and nothing here seem alarming and does not seem as though there is a large costs associated with it.

Marina states that there is almost no cost because this would be a survey and get information from members to better serve them

Zhou states that if there is not further costs then I support this project

ITEM SIX: Remarks from the Executive

President: The president of the TMSU sets the tone for the organization. I was able to familiarize myself and questions the unions past. I hired forensic accountants, hired a Director of Programming and empower other management staff. I appointed new committee members and posted job postings for the External Directors. I am luck yot have learned so much and how to conduct myself and carry out operations process and understand equity process. Problems will occur at TMSU but I know it is important to focus on matter. I loved going to campus group events and having long conversations with students in my office and hear them out. I addressed the internal controls and processes. I came out on the other side stronger than before, I learned that there were only so many situation that i can control. My team and I were able to accomplish a lot. We have new by-laws and this is a huge steps to be open with students. We achieved a monumental year to change RSU to TMSU and shift the focus back to students

VP Education: Personal project that I took on was for the by-law changes that happened last year. I took it onto myself to develop a report for communication and engagement with the membership. We should take advantage of where we are located to have more diverse partnerships. I was a student senator and one of the big things we should do is try to get more students on the senate to make more changes. The big thing I was focused on was doing research on advocacy and campaigns - additional reading weeks, credit/no credit programs etc. Working on our relationship with student



societies and informally show that TMSU is participating in events and is trying to be a real students union. General relationships are getting warmer and I think this is a great step for the upcoming Board. Setting up formal and informal talks with student leaders.

VP Student Life & Events: the events we had was a few more pubs night, we also collaborated with the athletics dept for the homecoming tailgate. We did a bunch of things surrounding the campus groups and creating the locker system. We are trying to communicate better with campus groups. We were unable to hire a financial controller and finance coordinator but we will be hiring them shortly. If you have seen the instagram you will have seen that we have tried our best to make a sense of home when it comes to the events we have this year. I hope that was something that I achieved. I am just coming back from the emergency room and I am not feeling great. We had a few ups and downs but all in all I think the success that we have seen in terms of our events is that we have been able to create a sense of safety where students were able to raise concerns and hold the union accountable. We were also able to create this new feeling of belonging and gave us a sense that we are trying to show people through our events that we are trying to make everyone's perspective shown. One thing I think we have not been able to do this year is making sure that students feel safe when it comes to the general control of the amount of sexual assault that happens on campus. Volunteers have played a great part in the student union this year whether it is in the GFC, ESC street team and all around. One thing I want to say is that the ESC BIPOC center did a great job with black history month and facilitated this great black hair care package. I want to say its been a long semester but i think we had a great time and I'm exhausted and so is everyone else

Update from the Elections and Referenda committee (Kian Rastegar). Refers members to the Special Addendum regarding the TMSU Elections.

Callighan: Is the state of our union strong and is there any sort of general message you would give to exec or members coming in May 1st?

President: When you ask if it's strong I would say its getting better but its not strong. There is a lot of work that needs to be done. The bylaws are words on paper and we need to enforce it. In terms of what would i say to incoming people is that they have a fiduciary duty - their actions represent entire organization. We have to follow these to be safe and for our members. You need to turn you passion into action and integrity



and do right by students. Your fiduciary duty is the most important thing everything else would come after that.

Zhou: When will the budget come out?

Spyros: I was speaking our last years budget. The new exec take position in may 1st. For last year it was supposed to be complete by August 31st, it was not completed and I came in and presented the budget in January. Now the FY is almost finished. The new team needs to come in and jump on the budgeting process immediately and consult the members. They need to work with the controller and coordinator on this. What happened to the budget is how the money is mismanaged. The new team should reach out to the members to decide how they want the funds to be spent

Marina: We are working on a budgeting framework so that we can leave behind a guide. The only reason it was not done in time is because the previous VP Ops resigned in the summer

Blue Sweater: Is there any plans to improve the platform where different groups can find each other

Ozi: We were speaking with a company in which SG's can communicate with each other and have group chats. We will present this to the incoming team. We suggest holding two meetings per semester for student group training.

Blue Sweater: Do you know when we can hear back on that?

Nathan: This is a recommendation for the new team. Our term ends on April 30th so this is a task for them to take on

Ozi: There have been several student group meetings that did take place this semester

Ozi: there is a concert on sunday tickets are selling out quickly so go get your tickets! It's going to be Roy Woods, tickets are only \$20. We do have eczema distress kits and if you're looking for a summer job we are hiring at the moment please look online on our website!



ITEM SEVEN: Other Business

No other business.

ITEM EIGHT: Adjournment

MOTION 2023-04-26-09

Be it resolved that the April 26, 2023 Annual General Meeting be adjourned.

Moved: Marina Gerges	Seconded:	Result:
----------------------	-----------	---------

Meeting is adjourned at 8:03pm.

DRAFT

FOR

APPROVAL

