1. Meeting Comes to Order

The Chair calls this meeting to order at 5:43 pm, as quorum has been established.

The Chair reviews meeting procedure, format of meeting, equity statement and motions on the agenda.

**Motion 22-12-06: BIRT that the Members of the UTGSU Annual General Meeting appoint Sandhya Mylabathula as Chair of the 2022 UTGSU AGM. Moved by Lily Z; seconded by Jesse VV. MOTION CARRIES with oppositions and abstentions.**

a. Equity Statement (Commitment) - Page 2

The Chair requests volunteers to read out the Equity Statement.

b. Introduction of Guests
Matthew J. introduces himself as a lawyer of UTGSU, providing governance support.

c. Adoption of Agenda (Discussion & Decision)

The Chair goes through the agenda outline for this evening’s meeting.

Kolby Z-H. proposes an amendment to the agenda to add a new member motion. The Chair advises that this be an amendment to an existing member’s motion.

Adam H. says there is no opportunity to seat guests for speaking rights.
The Chair says that it was not in the agenda as there was one guest Matthew.

Avinash moves to amend the agenda and ask that a Director report be added. Seconded by Jesse V.V. Sandhya says it will be added after 3. All agree to vote for amendment.

**MOTION 22-12-06: BIRT the Members of the UTGSU Annual General Meeting adopt the AGM 2022 meeting agenda as presented or amended. Moved by Lily Z; seconded by Jesse V.V..** MOTION CARRIES with oppositions and abstentions.

c. **Introductions and Rules of Order (Information) - Page 3**

d. **Approval of Minutes from the 2021 AGM (Discussion & Decision) - Page 4**

**MOTION 22-12-06: BIRT the Members of the UTGSU Annual General Meeting approve the minutes from the 2021 AGM meeting. Moved by Danielle, K.; seconded by Adam, H.** MOTION CARRIES with oppositions and abstentions.

Owen wants to know who can vote on this motion.

The Chair says that if you did not attend the meeting please abstain, in terms of approving the minutes. If you were in the meeting, vote as you wish.

2. **Reports**

a. **Executive Committee Report (Information)**

Executive Officers share their reports.

Sarah A. informs of her resignation as VP internal.

Lynne A. wants an update on the status of the VP External position which is currently vacant. When can members expect to see the Board of Directors filled? The second question is an update about the Board of Appeal.
Danielle K. says the Executives have been diligently trying to get a CRO hired to
organize a by-election as they recognize it’s imperative. There is a motion included in the
agenda that will provide further information on this point.

Chair reminds members to wait until they are recognized before speaking.

Lwanga M. provides the contact for Lynne to connect regarding the Board of Appeal.

b. Standing Committees, Ad-hoc Committees, and Caucuses (Information)
Nothing to report.

c. CUPE 3902 (Information)
Lily Z. introduces Clara, Communications and Recording Secondary. Regarding an
update on Health Care, reduction proposals have come to a positive resolution.

d. Motion to Receive Reports (Decision)

MOTION 22-12-06: BIRT that the Members of the UTGSU Annual General
Meeting receive all reports under Item 2. Moved by Jesse V.V., seconded by Owen.
MOTION CARRIES with oppositions and abstentions.

3. Financial Business

a. Audited Financial Statement FY 2021-20223 (Discussion & Decision)

The Chair introduces item 3a.

Lwanga M. introduces the Vice President of Finance to give a report.

Neelofar A. passes this to the President.

Jesse VV. would like to move a subsidiary motion, to lay this item on the table to the next
members meeting. Seconded by Adam H.

Matthew J. wants to make clear before we pass this to the next members meeting. What is
the auditing period? Does it end in April 2022?
Danielle K defers the question to Neelofar.

Neelofar A. comments that it was to August 31, 2022.

Danielle K. urges Neelofar to give the explanation because it is her portfolio, saying that we should not have to push off the approval of these statements and there are ramifications for doing so.

Jesse VV. confirms this item could come back on the table at any time during this meeting but laying it on the table may give people more time to prepare to present.

Lwanga M. is willing to do a quick report in interest of time.

Jesse V.V. is rescinding the subsidiary motion. There is no need to table the motion if there is a presentation that is going to be given.

Lwanga M. gives a two-minute report.

Neelofar A. says if there are any questions that she and Lwanga can respond.

Chris R. asks why the President presented the report, not the VP Finance.

The Chair explains there was some confusion.

Matthew reminds everyone that under the Act, annual statements merely need to be placed before the membership.

EXECUTIVE MOTION 22-12-06: BIRT the Members of the University of Toronto Graduate Students’ Union receive the Audited Financial Statement for the UTGSU as prepared by MNP LLP for the fiscal year 2021 - 2022. Moved by Katheryne. M., seconded by Kolby, Z-H. MOTION CARRIES with oppositions and abstentions.

b. Appointment of Auditors for FY 2022-2023 (Discussion & Decision)

Danielle K. says that we need to appoint auditors for the following year to go smoothly.
EXECUTIVE MOTION 22-12-06: BIRT the Members of the University of Toronto Graduate Students' Union appoint MNP LLP as the auditors for the 2022 - 2023 fiscal year and pay them remuneration. Moved by Jesse VV., seconded by Alex L. MOTION CARRIES with oppositions and abstentions.

4. Board of Directors Reports

Sandhya asks the Board of Directors to give their two-minute report.

Avinash M. mentions the first thing is that he doesn’t believe the meeting has reached everyone in the actual student body as only 50% of the people who registered were actually in the meeting. Technical issues should be solved. Secondly, at the previous Board meeting, there were issues with seating guests. Any guest that is a student should be able to join the meeting without any opposition.

Jesse VV. says that this organization’s Board is one of the most dysfunctional boards he has seen. We have 20,000 students and we struggle to get 100 to come to an online meeting. We had very few people run for positions. If you want a student union, and a student union to do things for you, please run.

Adam H. says that he attempted to raise issues of Officer conduct during the November Board meeting, which led to some tension in the space.

Lwanga M. Point of Order, no personal opinion please.

Chair reminds Adam H. not to use time to express personal opinions which are not relevant to this particular meeting.

Alia A. M. Point of Personal Privilege. When people interrupt and raise their voices it can be difficult for members with listening issues to hear properly.
Chris R. says both parties were quite heated just now, why was a warning given to Adam H. and not additionally applied to the President?

Lwanga M. states that all his comments were directed to the Chair.

Chair responds to say the issue was with regards to raising the voice of a member.

Whereas her comment on being respectful to others, was towards all members here and not one person.

5. Bylaw Amendments—Page 24

Jesse V.V. Point of order. These bylaw amendments are not in order to be discussed.

Chair mentions she is going to speak this and address this. As noted, these are moved by or provided by the Executive Committee, rather than the Board of Directors since the BOD is not fully functional at this time.

Danielle K. calls in Matthew J. to respond.

Matthew J. understands the concern and explains we are permitted to go ahead with these proposed amendments. We can vote on it tonight. Any corporate legislation allows any shareholders to make bylaw amendment proposals. Suggests that the Chair holds a vote to accept these proposals to deal with tonight.

Jesse V.V. Point of order. This is unworkable within the constraints of the act and the bylaws.

Sandya: Your point of order is taken.

Matthew J. explains that a group of members, Directors and Executive Officers can go forth with addressing these proposals.

Lynne A.: Point of order. Do we have quorum?
Jesse V.V.: Point of order. Per the Act, starting quorum is sufficient.

Lynne A. recommends to defer the discussion to the Board of Directors to approve and implement immediately.

Chair reminds everyone that there are 3 minutes left for discussion.

Jesse V.V. says that how the Board of Directors honorarium is structured in this proposal was presented without talking to the Board about it first.

Adam H. says regarding compensation that this change may improve participation on the Board but Adam thinks it should go back to the Board of Directors for decision.

Kolby Z-H speaks in favor of these amendments, saying that we really need seats on the Board of Directors to be filled which is why these amendments are needed. The Board members who have spoken have made efforts over the past few Board meetings to prevent us from filling the seats.

Jesse V.V. Point of order.

Chair asks Kolby Z-H to refrain from that line of discussion.

Adam H. Point of Personal privilege. Is that a strike?

Chair says Yes, it is a strike.

Danielle K. is speaking in favor. This has been brought to the Board before but meetings are often not quorate. Decisions are not being made solely by the Executive, that is why this is coming to the membership for a decision.

Jesse V.V. asks for Point of Information.

Alia A. Point of Order. Alia did not hear Kolby Z-H’s point due to someone interrupting and would like the comments repeated.
Jesse V.V. asks which of the bylaw amendments make access to the Board of Directors easier?

Danielle K. says that it opens committees to members.

Chris R. asks whether a simple majority is required.

Jesse V.V. says that bylaw changes are 2/3rds majority.

Matthew J. says that it is not a fundamental change to your rules or to your bylaws, so legally speaking only an ordinary resolution is required.

**Executive Motion:** BIRT the members of the University of Toronto Graduate Students' Union approve the proposed bylaw amendments. Moved by Jesse V.V., seconded by Adam H. MOTION CARRIES with oppositions and abstentions.

**6. Motions by Members - Page 27**

Received: 11-13-2022

Chair rules this first motion out of order because the AGM is not the mechanism in which to address this issue, and this is about a specific person which is not in order for an AGM.

Adam H. Point of order. Why is the motion to terminate my membership out of order?

Chair explains that the AGM is not the mechanism in which to address this issue, and motions targeting a specific individual are not to be entertained during an AGM as per our bylaws.

Danielle K. Point of Information. This would need to be taken up with the University, due to University policy.

Chris R. Point of Information. Were amendments passed at previous AGM regarding this topic?
Chair responds that the provision was not approved by the university governing council, so further questions can be directed to them.

**Member Motion: WHEREAS Adam Hill has prevented the UTGSU from functioning as intended, BIRT that his membership in the UTGSU be terminated. Motion is ruled out of order.**

Chair introduces the second member motion.

Danielle K. Point of Information. The Board meeting dates for the full year have been posted on the website and this has been communicated a number of times with the Board. What does adequate notice therefore entail?

Avinash M. says that the 2 weeks notice to add something to the agenda should be easily amended by the Board rather than being voted down.

Lwanga M. Point of Order. If a motion is voted down we must expect the will of the Board.

Chair says that this answer was regarding agendas and not attendance.

Avinash M. says there is also an issue with Board members not attending but is not sure who is at fault for this.

Danielle K. says that the sentiment is fair. The executives are open for further suggestions.

Chair confirms it should be clarified what adequate notice means.

Adam H. says that 2 weeks notice for the agenda has been previous practice.
Chair recognizes that the wording may not be entirely clear to some, in terms of what adequate notice entails.

**Member Motion:** WHEREAS Board of Directors meetings have consistently had poor attendance, and it has become an issue about reaching quorum for decision-making purposes, BIRT that the Executive commit to adequate notice for future meetings and reaching out to specific directors to attend meetings, so that the union can function as intended. Moved by Avinash M., seconded by Danielle K. MOTION CARRIES with opposition and abstention.

Chair notes that someone in the chat has said quorum is lost.

JesseV.V. Point of order. Starting quorum is sufficient for an AGM. This is not a thing that can happen in an AGM.

Matthew J. asks what have we done in the past?

Chair says that someone is suggesting we have always adjourned when we lose quorum.

Lynne A. says that the last AGM is an example.

Chair says with this knowledge we would now adjourn.

Jesse V.V. Point of Order. Our bylaws do not say anything about losing quorum so we should follow the Act.

Chair says that previous practice should be taken into account.

Chris R. Point of Order. Chris is seeking to move a motion to extend the meeting by half an hour and proceed.
Lwanga M. says that we have lost quorum in the past and have adjourned.

Jesse V.V. Point of order. This is our first AGM under a new Act, so we can operate differently.

Equity Officer says to represent students fairly and equitably we would need to adjourn at some point, because otherwise only a handful of students would be making decisions, and in our bylaws the number is 100 people to make decisions at an AGM.

Chair would like to rule to adjourn this meeting but will first entertain the motion to extend.

BIRT the meeting is extended by half an hour. Moved by Chris R. and seconded by Avinash M. MOTION FAILS with majority.

Meeting is adjourned by the Chair at 8:20 pm.

Chair ________________________  
Sandhya M

Secretary ________________________  
Duyen Can