1. MEETING COMES TO ORDER

The meeting was called to order at 5:20

a. Appointment of Chair

BIRT the UTGSU Board of Directors appoints Justin Patrick as Chair for this meeting.

Moved: F. Krannich  Seconded: A. Moghadam  Result: Carries

b. Land Acknowledgement and Equity Statement

The equity statement and land acknowledgment were recited and agreed with.

c. Adoption of the Agenda

BIRT the UTGSU Board of Directors approves the meeting agenda for November 30, 2023 as presented or amended.
Moved: F. Krannich Seconded: Z. Tawhidi

Result: Carries with Friendly amendment

**Friedemann K.** clarified the obligation to discuss all items passed in the assembly meeting, referring to the previous meeting on Tuesday, November 28th. Additionally, a friendly amendment was proposed by **Friedemann K.** to add the “Appointment of Equity Officer” after the discussion of the agenda.

d. **Appointment of Equity Officer**

BIRT the UTGSU Board of Directors appoints Gadfly Stratton as Equity Officer for this meeting.

Moved: F. Krannich Seconded: A. Moghadam Result: Carries

e. **Seating of Guests and Media**

BIRT the UTGSU Board of Directors moves to seat all guests with speaking rights, limiting their speaking time to 30 seconds each.

Moved: F. Krannich Seconded: A. Moghadam Result: Carries

The meeting progressed to the agenda item regarding the seating of guests and media. Participants were invited to introduce themselves, and the following individuals identified themselves:

- **Songhi Bak**, a Master’s student in the Department of Nutritional Science, running for the Chief Returning Officer position.
- **Corey Scott**, the new Executive Director, providing a comprehensive introduction detailing 15 years of experience in student unions.
- **Emma Livingstone**, the Graduate Bureau Chief at the Varsity, introducing herself and her role.
- **Fatemeh Eskandary** introduced herself as a biomedical engineering PhD student and the minute taker.

f. **Adoption of Meeting Minutes**

BIRT The UTGSU Board of Directors approves the meeting minutes from the special and the regular Board of Directors meeting on September 28, 2023.

Moved: F. Krannich Seconded: C. Rodgers Result: Carries

2. **UNFINISHED BUSINESS**

a. **OISE GSA course union restoration**
Whereas the OISE GSA was disbanded from the list of UTGSU recognized and funded course unions in 2019.

Whereas there is considerable interest in restoring the OISE GSA as a funded course union of the UTGSU.

Whereas the OISE GSA previously received $57,527.65 (first UTGSU head grant) plus $43,324.01 (second UTGSU head grant) = $100,851.66 according to their approved 2018-2019 budget, which is consistent with the amount from previous years.

Whereas constituent graduate course unions within OISE currently receive a portion of the OISE GSA’s previous funds.

Be it resolved that the OISE GSA return to the UTGSU as a recognized course union as per 5.1.2 “A Course Union shall be recognized by the Board of Directors when a motion proposing such recognition has been approved by a simple majority of Board of Directors members then present.” The OISE GSA shall receive funding according to policy O 1.12.1, an amount equal to the difference between their previous annual funding (approximately $100k) minus the amounts now provided to the constituent graduate course unions within OISE.

Be it further resolved that the BOD look into ensuring other faculty/department course union funding keeps up with the increase to be provided for OISE with OISA GSA reinstatement.

Moved: C. Rodgers Seconded: No seconder Result: N/A

Justin P. recused themselves and Freidemann K. took over as vice chair for items 2A, 2B and Item 9.

The item failed to receive a seconder. Motion dies on the floor.

b. Course Union Funding Increase

Be it resolved UTGSU course union funding be increased to 65% of fees paid by the course union into the UTGSU (*Note- the precise increase amount is certainly open to negotiation)

Moved: C. Rodgers Seconded: No seconder Result: N/A

Justin P. recused themselves and Freidemann K. took over as vice chair for items 2A, 2B and Item 9.

Chris R. asked if the motion could be referred to the Finance Committee.

Zoya. T. states that head grants are not the purview of the Finance Committee.
Friedemann K. states that the main motion would need to be moved and seconded.

The item failed to receive a seconder. Motion dies on the floor.

c. Summer Gym Membership

Whereas the current SGS summer gym bursary only provides approximately 50% of the summer gym membership cost reimbursement for the UofT Athletic Centre and Goldring Centre.

Be it resolved that the UTGSU BOD task finance committee (and VP Finance in particular) with investigating the creation of an additional bursary to cover the difference in summer gym membership cost for the Athletic Centre and Goldring Centre not covered by the existing SGS summer gym bursary. Finance committee + VP Finance will determine if the task is sufficiently viable with existing funds.

Moved: C. Rodgers       Seconded: F. Krannich        Result: Carries

Chris R. presented the motion, emphasizing the historical context of gym subsidies for UTGSU members. He highlighted the previous referendum that resulted in subsidies for SGS gym memberships, covering 100% of the fee for fitness centers and 50% for Hart House. Chris R. proposed extending this subsidy to cover 100% of fees for both facilities, aligning with SGS policies.

Amir M. motions to refer the discussion to the finance committee for further investigation, but it was withdrawn after it was identified that the motion requests the bursary be created through the Finance Committee.

Lynne A. expressed concerns about funds not being utilized during COVID and proposed an investigation to allocate surplus money to committees and caucuses.

Zoya T. clarified that surplus funds from committees and caucuses were not budgeted items and mentioned plans within the finance committee to create policies for allocating surplus support.

MOTION TO EXTEND

Be it resolved that the meeting be extended to 7:30pm.

Moved: F. Krannich       Seconded: A. Moghadam        Result: Carries

d. UTGSU fees opt out

Whereas the UTGSU does not currently provide an “opt-out” for students who do not voluntarily wish to be members
Whereas it is unreasonable to force graduate students to be members of the UTGSU against their will

Be it resolved that the UTGSU amend bylaw “2.3 Termination of Membership - A person’s Membership in the UTGSU is automatically terminated upon the occurrence of any of the following events:” to add 2.3.2 Upon the formal notice provided by the member to the UTGSU Board of Directors that they wish to resign their membership, not dependent upon their enrollment status in SGS (e.g., the member may leave the union while still being a registered and enrolled graduate student at UofT). Students who resign their membership in the UTGSU will receive their health, dental and all other previously mandatory and non-mandatory UTGSU fees they pay in the UTGSU refunded to them until such time as the UofT Governing Council officially certifies their resignation of UTGSU membership, and as such cancels all their UTGSU fees

Moved: C. Rodgers Seconded: No seconder Result: N/A

The item failed to receive a seconder. Motion dies on the floor.

e. Listserv access

Be it resolved that the listserv of UTGSU members be provided to all members of the UTGSU Board of Directors

Moved: C. Rodgers Seconded: No seconder Result: N/A

The item failed to receive a seconder. Motion dies on the floor.

f. UTGSU lease & operations

Whereas the UTGSU long ago (~30 years ago) leased the UTGSU pub space at 24 Bancroft to the current manager/operator of the pub premises.

Whereas it would be prudent to review the situation, lease status, and other arrangements regarding the UTGSU pub

Be it resolved that the UTGSU BOD task the executives, and particularly VP Finance with reviewing the status of the UTGSU pub its lease, arrangements, and relationship with current manager/operator.

Moved: C. Rodgers Seconded: F. Krannich Result: Carries with friendly amendments

Chris R. asks about the financial arrangement and lease details of the UTGSU Pub, especially for new members.

Zoya T. suggested focusing on the VP Finance rather than the finance committee for updates. A friendly amendment was made to concentrate on the VP Finance
Lynne A. provides historical context, including the existence of a building management subcommittee before December 2021. It was suggested to revert to similar language and recreate an equivalent body within the executive.

Lynne A. raised a point of personal privilege, expressing concerns about building compliance with the Ontario Accessibility Act. They mentioned alternative plans that required UGH support. The member requested more time for guests to provide additional information. The board granted more time and expressed understanding of the importance of the matter.

3. MOTIONS PROPOSED BY ASSEMBLY MEETING ON NOVEMBER 28, 2023

Friedemann K. presented three motions proposed by the assembly meeting on November 28, 2023. All three motions shared the same header, focusing on calling for a by-election at an AGM. The motions involved appointing individuals to interim positions and calling for elections. Friedemann K. also clarified that the word "shall" in the motions did not imply a legal binding sense but rather indicated the assembly's request for the board to consider these motions. The board would have the discretion to decide how to proceed with these motions.

a. Appointment of Interim Executive Officer

Be it resolved that the following motion be served to the Annual General Meeting:

WHEREAS section G2.16.6 of the UTGSU’s Policy Handbook states that: “Notwithstanding the above, vacancies on the Officers of the Union shall be filled at the discretion of the Board of Directors, under Bylaw 7.3.”

WHEREAS the UTGSU By-laws address Executive Officer vacancies at section 7.3;

WHEREAS a by-election may prove impractical in certain circumstances;

WHEREAS section 142 of the Canada Not-for-Profit Corporations Act permits the appointment of officers by the board of Directors;

BE IT RESOLVED THAT: The Directors amend section 7.3 of the UTGSU Bylaws by adding the following provisions:

7.3.4 If a by-election for a vacant Executive Officer position has not been held before the calling of the annual meeting of the Members, the Board of Directors may appoint a Director to fill a vacant Executive Officer position.

7.3.5 Any interim appointment under 7.3.4 shall be approved by the membership at an annual meeting of the Members.
Moved: J. Krannich  Seconded: A. Moghadam  Result: Carries

The Board discussed the motion regarding the appointment of interim executive officer positions. Chris R. expressed support for the idea but raised concerns about the proposed timeline for the election. He suggested amending the timeline to align with the normal prescribed timeline for such elections, extending the voting period beyond the AGM. However, the motion to amend failed due to a lack of a seconder.

The board proceeded to vote on the original motion, which passed with a two-thirds majority.

b. Appointment of Interim Directors

Be it resolved that the following motion be served to the Annual General Meeting:

WHEREAS section G2.16 of the UTGSU’s Policy Handbook addresses by-elections for directors;

WHEREAS the UTGSU By-laws address Director vacancies at section 4.4;

WHEREAS a by-election may prove impractical in certain circumstances;

WHEREAS Part 9 of the Canada Not-for-Profit Corporations Act permits the election of directors at an annual meeting of the members;

BE IT RESOLVED THAT:

The Directors amend section 4.4 of the UTGSU Bylaws by adding the following provisions:

4.4.8 If a by-election for a vacant Director position has not been held before the calling of the annual meeting of the members, the UTGSU members may elect directors at the annual meeting of the Members to fill any vacancy on the board of directors.

4.4.9 The Board of Directors may implement any necessary action or procedure, not otherwise written in the Policy Handbook or the Bylaws, to ensure the election process at 4.4.8 takes effect.

BE IT FURTHER RESOLVED THAT:

The Directors amend section 4.4 of the UTGSU Bylaws by amending the following provisions:
4.4.6 the remaining Directors shall hold a by-election amongst the individuals referred to in Paragraph 4.4.3 herein in accordance with the UTGSU’s Policy Handbook or, if a by-election for a vacant Director position has not been held before the calling of the annual meeting of the members, section 4.4.8 f these Bylaws;

4.4.7 if a vacancy is filled under sections 4.4.6 or 4.4.8 of these Bylaws, the individual appointed or elected to fill such vacancy shall serve for the remainder of the term.

Moved: A. Moghadam Seconded: J. Liang Result: Carries

C. Members in Bad Standing

Be it resolved that the following motion be served to the Annual General Meeting:

WHEREAS Article 10 of the UTGSU Bylaws address issues of discipline for Directors and Officers; The Directors amend Article 10 of the UTGSU Bylaws by adding the following provisions:

BE IT RESOLVED THAT:

10.5 Discipline of a Member by the Board of Directors

10.5.1 The Board of Directors shall have right to discipline any Member on the following grounds:

10.5.1.2 violating any provision of the Articles, Bylaws or written policies of the UTGSU;

10.5.1.3 carrying out any conduct which may be detrimental to the UTGSU as determined by the Board in its sole discretion; or

10.5.1.4 for any other reason that the Board of Directors in its sole and absolute discretion considers to be reasonable, having regard to the purpose of the UTGSU.

10.6 Procedure for Discipline

10.6.1 Upon 15 days' notice to a Member, the Board of Directors may pass a motion authorizing disciplinary action for any of the reasons set out in section 10.5.1.

10.6.2 The notice shall set out the reasons for the proposed disciplinary action. The member receiving the notice shall be entitled to give the Board a written submission opposing the disciplinary action or termination 5 days before the end of the 15-day period. The Board of Directors shall consider the written
submission of the member before making a final decision regarding disciplinary action.

10.6.3 If written submissions are received, the Board of Directors will consider such submissions in arriving at a final decision and shall notify the Member concerning such final decision within a further 10 days from the end of the 15-day period.

10.6.4 The Board of Director’s decision shall be final and binding on the member, without any further right of appeal.

10.7 Sanctions

10.7.1 The Board of Directors may impose any of the following sanctions on a Member:

10.7.1.1 provide a written reprimand; and

10.7.1.1 place the Member in Bad Standing with the UTGSU.

BE IT FURTHER RESOLVED THAT:

The Directors amend sections 4.2 and 7.2 of the UTGSU Bylaws by adding the following provision:

4.2.6 not be a Member in Bad Standing with the UTGSU.

7.2.5 a Member in Bad Standing with the UTGSU shall not qualify to be an Officer.

Moved: F. Krannich    Seconded: A. Moghadam    Result: Tabled

Chris R. expressed reservations about the motion, emphasizing the need to avoid sweeping powers that could be easily abused in the future. Specifically, he pointed to the potential misuse of the motion to strip members of their electoral rights at the arbitrary discretion of the board. Chris R. also drew attention to a proposed change in the motion, referencing section 10.5.1.3 regarding contact deemed detrimental to the organization. He cautioned against giving the board unchecked authority in determining what constitutes detrimental conduct.

MOTION TO TABLE

Be it resolved that the motion be tabled to the January 2024 Board of Directors Meeting.

Moved: F. Krannich    Seconded: Z. Tawhidi    Result: Tabled

Noted Abstentions: J. Liang and A. Moghadam

4. BY-ELECTIONS AT THE AGM
WHEREAS the Board of Directors currently only has 3 Directors and 25 vacant seats,

BIRT a by-election be held at the upcoming UTGSU AGM on December 7, 2023 in accordance with UTGSU Bylaw 4.4.8,

BIFRT following Bylaw 4.4.9,

1. ... be appointed as CRO for this by election following UTGSU Bylaw 4.4.9,

2. Simply Voting shall be used to facilitate the voting process,

3. the nomination period shall be between December 1, 2023 1.00 pm and December 6, 2023, 11.59 pm,

4. the election shall be held during the AGM ,and there shall be no campaigning period,

5. the nomination form for the annual elections shall be used and candidates shall be required to collect signatures of 15 Members supporting their nomination,

6. Policies G2.2.3,G2.2.5, G2.3 shall take effect,

7. no campaigning shall be allowed, however the candidates shall get the possibility to submit a statement together with the nomination form,

8. candidates shall not be able to claim reimbursement of any election related expenses,

9. candidates shall get a 30 second time period to introduce themselves to the AGM.

10. Members attending the AGM shall have the opportunity to ask questions to the candidates

Moved: F. Krannich   Seconded: A. Moghadam    Result: Motion Split

Chris R. expressed concerns about items 4 and 7, particularly the prohibition of campaigning and the restriction to hold the election only at the AGM. Chris R. proposed potential amendments or a split of the motion to address specific concerns.

Chris R. also raised concerns about the accessibility of the voting process, particularly given the limited timeframe for the election. The point was made that the exclusion of a significant number of graduate students might occur if the voting window is too short.

Friedemann K. provided clarifications on certain points. He mentioned that the new version of the motion allows for campaigning. Additionally, the voting period is specified to be from December 7th at 7 PM to December 7th at 11:59
PM. Simply Voting, a platform provided by the University of Toronto, will be used to facilitate the voting process.

**Chris R.** proposed a amendment to extend the voting time window from 5 hours to either 24 or 48 hours, citing concerns about the brief duration. This amendment was later separated into a distinct motion.

**Lynne A.** asks if the Directors are being elected divisionally as it is against the Articles of Incorporation.

**MOTION TO SPLIT**

Be it resolved that the voting time be separated from the remainder of the motion.

Moved: C. Rodgers   Seconded: A. Moghadam   Result: Carries

**SPLIT MOTION - Main Motion**

BIRT a by-election be held at the upcoming UTGSU AGM on December 7, 2023 in accordance with UTGSU Bylaw 4.4.8,

BIFRT following Bylaw 4.4.9,

1. … be appointed as CRO for this by election following UTGSU Bylaw 4.4.9,

2. Simply Voting shall be used to facilitate the voting process,

3. the nomination period shall be between December 1, 2023 1.00 pm and December 6, 2023, 11.59 pm,

... [Split motion] ...

5. the nomination form for the annual elections shall be used and candidates shall be required to collect signatures of 15 Members supporting their nomination,

6. Policies G2.2.3, G2.2.5, G2.3 shall take effect,

7. no campaigning shall be allowed, however the candidates shall get the possibility to submit a statement together with the nomination form,

8. candidates shall not be able to claim reimbursement of any election related expenses,

9. candidates shall get a 30 second time period to introduce themselves to the AGM.

10. Members attending the AGM shall have the opportunity to ask questions to the candidates
Friedemann K. provided additional logistical information, stating that the University of Toronto, in collaboration with SimplyVoting, is prepared to provide the necessary resources for the election. However, it was noted that three weeks’ advanced notice is required to set up the system.

**SPLIT MOTION - Amended Part 4**

4. the election shall be held during the AGM between December 7th at 7 PM, to December 8th at 11:59 AM, and there shall be no campaigning period.

Moved: F. Krannich Seconded: A. Moghadam Result: Carries

Noted abstentions: A. Moghadam

Chris R. expressed concerns about the short voting period proposed in the original motion (5 hours). He emphasized the importance of allowing sufficient time for a democratic process and proposed extending the voting window to 24 hours or even 48 hours.

Friedemann K. explained the logistical challenges, including the need to verify candidate information, signatures, and the closing down of organizational processes after December 8th. The aim was to have the election results finalized and ratified by the board within a week.

Jady L. asks if it is possible to extend the timeframe.

C. Scott states that it is possible but that the Board will have less time to approve.

Amir M. states that the Board can also ratify the following week if more time can be given to the by-elections.

Lynne A. states that 48 hours should be provided to encourage a longer voting period.

Friedemann K. proposed a friendly amendment to extend the voting period from December 7th, 7 PM, to December 8th, 11:59 AM (originally December 7, 11:59 AM), providing approximately 15 hours for voting. This was seen as a compromise to address concerns about the short window.

Amir M. and Chris R. suggested authorizing the Chief Returning Officer (CRO) to extend the voting period if voter turnout falls below a certain threshold. Amir M. stressed the need for the voting period to align with the existing bylaws for fairness.

5. **FINANCIAL BUSINESS**

a. Audit FY 2023
b. **Surplus Report, Fiscal Year 2023**

Be it resolved that the fiscal year 2023 surplus report as presented.

Moved: Z. Tawhidi  Seconded: J. Liang  Result: Carries

**Zoya T.** informed the board that the surplus report and budget report had been shared with the directors. The surplus report covered the allocation of funds for various awards and activities based on the previous year's surplus. The report highlighted a gap in allocation due to internal issues with the exact team of the GCDF.

**Zoya T.** mentioned plans for working on policies for award renewals and making them more efficient in the new year.

**Chris R.** raised a question about the surplus for the health and dental administration fund, seeking clarification on the budgeted versus actual spending and plans for allocation.

**Zoya T.** explained that the administration fund includes estimates from the graduate office, and detailed information on health and dental administration could be obtained from Shane, who works with a third party.

c. **Budget, Fiscal Year 2024**

Be it resolved that the fiscal year 2024 budget be approved as presented.

Moved: Z. Tawhidi  Seconded: A. Moghadam  Result: Carries

**Zoya T.** presented the operational budget for fiscal year 2024. Key points included an increase in union revenue, adjustments in staff expenses due to new hires, and changes in pub expenses.

Discussion points included concerns about the significant increase in health and dental premiums. Plans were mentioned to address negotiations with service providers in the coming year.

Further discussion on health and dental premium increases and plans to negotiate with service providers. Mention of creating a committee to assess student care.

6. **EXECUTIVE COMMITTEE REPORTS**

**Zoya T.** provided updates on various activities over the last month, including meeting with auditors, receiving the audit for the last year, presenting the proposed 2024 budget, and holding finance committee meetings. Also mentioned involvement in donation request reviews, legal counsel meetings, and contributions to the ED hiring process.
Friedemann K. shared experiences as the interim vice president in charge of meetings, board preparation, and discussions on potential by-elections. Also mentioned communication with levy groups interested in holding a referendum and the upcoming AGM.

Jady L. highlighted participation in interviews, discussions with legal counsel, and involvement in decisions related to levy groups and the UTGSU submission.

Amir M. Addressed primary responsibilities as the VP Academics. He discussed engagements with the university administration on student funding, housing, and supervisor-related matters. Also, mentioned individual advocacy issues, collaboration with UTGSU, and efforts to address food insecurity among graduate students.

**MOTION TO RECEIVE REPORTS**

Moved: A. Moghadam  
Seconded: Z. Tawhidi  
Result: Carries

7. **APPOINTMENT OF CRO**

Discussion focused on the appointment of the Chief Returning Officer (CRO). The speaker provided information about the CRO hiring process for the upcoming AGM and the annual general election in March.

The By-Elections Chief Returning Officer (CRO), Songhee B., briefly introduced herself. She emphasized her impartiality and commitment to monitoring the voting process fairly. As a graduate student in the Department of Nutritional Science, she highlighted her lack of affiliation with any of the board members or the UTGSU.

8. **EXECUTIVE DIRECTOR HIRING**

Information was shared regarding the recent executive director hiring process, highlighting the review of candidates and the successful appointment of a new executive director.

9. **OISE GSA REINSTATEMENT**

Justin P. recused themselves and Freidemann K. took over as vice chair for items 2A, 2B and Item 9.

Jady L. overviewed the key steps for the reinstatement of OISE GSA were outlined, including the submission of formal letters expressing disaffiliation from UTGSU and the establishment of a robust financial reporting structure. It was emphasized that these changes should be incorporated into the OZGSA Constitution, and a new memorandum of agreement with UTGSU should be drafted.

Jady L. states that on November 16, 2023 there was a meeting with executives of the Departmental Student Associations (DSAs) and OISE GSA. After careful consideration and discussion, the executives of both the DSAs and OISE GSA have now requested to reaffiliate OISE GSA with UTGSU.
Jady L. suggested a formal letter, jointly signed by all executives of the Departmental Student Associations (DSAs), expressing their decision to disaffiliate from UTGSU. This letter should also include an agreement for the OISE GSA to reaffiliate with UTGSU. Additionally, a separate letter signed by OISE GSA executives is required, clearly stating their intent to reaffiliate with UTGSU as a course union under GSU By-law #5. The effective date for this re-affiliation is set for September 1, 2024.

Jady L. stated that a robust financial reporting structure and system must be established by OISE GSA to ensure transparency and accountability. This structure and system, outlining mechanisms for regular financial reporting to UTGSU, including income, expenditures, and any other relevant financial information, will be formally incorporated into the OISE GSA constitution. A copy of the updated constitution, reflecting these changes and the recommendations in the “2018-2019 Financial Audit of the Ontario Institute for Studies in Education Graduate Students' Association (OISE GSA)” letter shall be attached to the re-affiliation documentation.

10. OTHER BUSINESS

Amir M. proposed a change in the approval process for motions related to members in bad standing. He suggested that, instead of being solely approved by the board of directors, these motions should undergo a general membership vote during the Annual General Meeting (AGM). Amir emphasized the importance of addressing the critical issue of members in bad standing through an equitable and democratic approach in the organization's bylaws. Despite facing resistance from the executive team for such deliberation during the AGM, Amir M. requested that future motions on this matter be approved exclusively through a general membership vote for increased democratic participation.

11. ADJOURNMENT

Be it resolved that the meeting be adjourned.

Moved: Z. Tawhidi Seconded: A. Moghadam Result: Carries

Meeting adjourned at 7:12pm

Meeting chair: Justin Patrick
Meeting secretary: Fateme Eskandary