



**DURHAM COLLEGE STUDENTS INCORPORATED  
BOARD OF DIRECTORS MEETING MINUTES  
October 20, 2021**

***The Sixth Meeting of the Fifth Board of Directors of the Durham College Students Incorporated met on October 20, 2021 at 5:30 p.m. via videoconference.***

**Fifth Board of Directors**

Present:	Christine Kozminski	External Director
	Taneisha Jordon	Class A - Health and Social Services
	Rebecca Beaulieu	Class F – Hospitality and Horticultural Science
	Aneri Pandya	Class G - Business, Information Technology and Management (arrived 5:14 p.m.)
(non-voting)	Jenna Peace	Executive Chairperson and Chief Elected Officer
	Faris Lehn	General Manager
	Charles Wilson	Operations Manager and Secretary of the Board of Directors
	Joshua Reece	Financial Controller
(other)	Ryan Gentle <i>at 6:00 p.m.)</i>	Member elect for Class B of the Membership ( <i>left at 6:00 p.m.)</i>
	Yvonne Armstrong	Board Observer ( <i>left at 6:00 p.m.)</i>
Absent:	Akashkumar Radadiya	Class E - Science and Engineering Technology ( <i>disqualified at 6:15 p.m.)</i>

**CALL TO ORDER**

The meeting was called to order at 5:36 p.m.

**ADOPTION OF THE AGENDA**

**RESOLUTION 2021-06-01**

**Moved by: Director Taneisha Jordon**

**Seconded by: Director Rebecca Beaulieu**

***That the agenda for the Sixth meeting of the Board of Directors be adopted.***

**-CARRIED (2021-06-01)**

**DECLARATION OF CONFLICT OF INTEREST**

No Conflicts of Interest were declared.

**ADOPTION OF THE MINUTES OF THE PREVIOUS MEETING**

**RESOLUTION 2021-06-02**

**Moved by: Director Christine Kozminski**

**Seconded by: Director Taneisha Jordon**

***That the minutes of the meeting of the Board of Directors held on September 30, 2021 be adopted.***

**-CARRIED (2021-06-02)**

**MOTIONS**

**Annual General Meeting date**

**RESOLUTION 2021-06-03**

**Moved by: Director Rebecca Beaulieu**

**Seconded by: Director Christine Kozminski**

***That resolution 2021-05-04 be rescinded.***

**-CARRIED (2021-06-03)**

**RESOLUTION 2021-06-04**

**Moved by: Director Taneisha Jordon**

**Seconded by: Director Christine Kozminski**

***That the Date of the Annual General Meeting be set as January 19, 2021 with voting being opened from January 17, 2021 at 9:00 a.m. until January 20, 2021 at 3:00 p.m.***

**-CARRIED (2021-06-04)**

## **REPORT OF THE EXECUTIVE CHAIR AND GENERAL MANAGER**

The Report of the Executive Chair and the General Manager were presented.

## **REPORTS OF THE STANDING COMMITTEE**

### **RESOLUTION 2021-06-05**

**Moved by:** *Director Christine Kozminski*

**Seconded by:** *Director Aneri Pandya*

*That report of the Standing Committee Meeting held on October 13, 2021 be adopted.*

**-CARRIED (2021-06-05)**

## **STATEMENTS OR QUESTIONS BY MEMBERS**

Statements were made and questions were asked by members.

## **A MATTER OF PRIVILEGE**

The Secretary of the Board, in the name of the Standing Committee, sought leave to rise on a matter of privilege. The Chair granted leave for the Secretary of the Board to rise on a matter of privilege.

The Secretary of the Board, in the name of the Standing Committee, noted that the proper functioning of the Board of Directors has been impeded by the continued absence of the member designate for Class E of the membership (Science and Engineering Technology). The Secretary of the Board informed that in the opinion of the Standing Committee this was a prima facia breach of privilege.

The Chair sought advice from the Secretary of the Board in his role as the Parliamentarian on this matter. The Secretary of the Board advised that there was no provision dealing with a matter of Privilege under the Board Procedural Policy, therefore the Secretary of the Board advised that the expression of parliamentary contained in Robert's Rules of Order (12<sup>th</sup> edition) would be authoritative on the matter. Under Robert's Rules of Order: Newly Revised (12<sup>th</sup> edition) a matter of privilege can be either individual or effecting the assembly, and in this case can relate to the conduct of the officer and members of the Board of Directors in regard to continued disruption to the proceedings of the Board.

The Secretary of the Board also advised under section 4.7 of the Board Procedural Policy any discipline of an officer or director of the corporation must take place in closed session. The Secretary of the Board also confirmed that according to the direction of the Standing Committee, the Secretary of the Board has discussed the matter with Board's Solicitor.

The Chair found that a prima facia case of privilege existed.

**RESOLUTION 2021-06-P01**

**Moved by: Director Christine Kosinski**

**Seconded by: Director Tanisha Jordon**

**That the board of Directors now proceed to a closed session in accordance with section 4.7 of the Board Procedural Policy and to review legal advice on that matter of privilege subject to the Solicitor Client Privilege.**

**-CARRIED (2021-06-P01)**

The Board met in closed session to deal with the mater of privilege.

In the course of the closed session the following resolutions were considered:

**RESOLUTION 2021-06-P02**

**Moved by: Director Tanisha Jordon**

**Seconded by: Director Aneri Panya**

**That the Notice Requirements of the Board Procedural Policy be suspended, and the Board of Directors deal now with motions relating to the advice of the Corporation's Solicitor on the matter of privilege.**

**-CARRIED (2021-06-P02)**

**RESOLUTION 2021-06-P03**

**Moved by: Director Tanisha Jordon**

**Seconded by: Director Rebecca Beaulieu**

**That Section 6.9 (a) of By-law number 1 be amended as follows:**

**6.9 (a) (i) The term of office of the Directors shall be one year, beginning on May 1 and ending on April 30 the following year, provided that a Director shall continue to hold office until a successor is duly elected pursuant to the By-Laws, and unless the Director is disqualified under these By-Laws from being a Director or is otherwise removed or resigns in accordance with these By-Laws.**

**(ii) Notwithstanding subsection (i) should a Director be absent for more than three (3) consecutive Board of Directors' meetings without being authorized to do so by a resolution of the Board of Directors, then that Director shall be deemed to have resigned from their office.**

**-CARRIED (2021-06-P03)**

**RESOLUTION 2021-06-P04**

**Moved by: Director Tanisha Jordon**

**Seconded by: Director Rebecca Beaulieu**

**That Section 6.6 (a) be rescinded and replaced as follows:**

**"a person who is not a Member of the class which they were elected by"**

**-CARRIED(2021-06-P04)**

The Board then returned to the matter of privilege raised by the Secretary of the Board of Directors, in the name of the Standing Committee.

The Chair, after submissions from the Secretary of the Board and others found that the privileges of the Board has been breached. The Chair decided that the matter was urgent enough to warrant immediate consideration.

**RESOLUTION 2021-06-P05**

**Moved by: Director Tanisha Jordon**

**Seconded by: Director Rebecca Beaulieu**

***That the Board of Directors, after consulting with legal counsel, declare that Akashkumar Radadiya is disqualified from his office of Director for Class E of the Membership comprising Science and Engineering Technology effective October 21, 2021, and directs the Secretary of the Board and the Executive Chair to arrange for a membership meeting to appoint a new member from that class.***

**-CARRIED (2021-06-P05)**

**RESOLUTION 2021-06-P06**

**Moved by: Director Aneri Padya**

**Seconded by: Director Rebecca Beaulieu**

***That the Board now resumes an open session.***

**-CARRIED (2021-06-P06)**

The Secretary of the Board presented that a matter of privilege was discussed in closed session and four resolution were carried. The Secretary of the Board sought consent to have the resolutions published in the minutes of the meeting, the Board agreed.

**VACANCY IN THE MEMBERSHIP**

The Secretary of the Board informed the Board of a vacancy in the membership due to the disqualification of Akashkumar Radadiya by resolution of the Board of Directors number 2021-06-P05 dated October 20, 2021.

## **NEXT MEETING**

Board of Directors                      November 24, 2021  
Standing Committee                    November 10, 2021

## **ADJOURNMENT**

RESOLUTION 2021-06-06

***Moved by:     Director Rebecca Beaulieu***

***Seconded by: Director Rebecca Beaulieu***

***That the meeting now adjourn to November 24, 2021 or the call of the  
Chair.***

***-CARRIED (2021-06-06)***

The meeting adjourned at 6:20 p.m.