

REPORT REGARDING BY-LAW AMENDMENTS

PART I - BY-LAW CHANGES REQUIRING RATIFICATION

Since the last Membership Meeting, the Board of Directors used their authority to amend the by-laws of Durham College Students Incorporated and the Board of Directors presents these amendments to the membership for ratification.

External Directors

Section 6.8 of the By-laws was amended by adding subsection j as follows:

- (j) The External Director shall not be a member of the Corporation at the time of appointment and for the duration of their term of office.

The Role of the Executive Chair

Section 8.7 of the By-laws was amended as follows:

8.7 (a) The Chairperson position shall be shall be part-time, up to 25 hours a week, except from:

- (i) the first day in May until the Second Friday in May;
- (ii) the third Monday in August to the second Friday in September and
- (iii) the first day of operations in January to the second Friday in January where the position will be 37.5 hours a week.

(b) The Chairperson shall be paid vacation and other leave as outlined in the Non Union Manager and Corporate Officers Renumeration Policy.

The Tie Breaking Vote of the Executive Chair

Section 7.9 of By-Law number 1 was rescinded and replaced as follows:

7.9. (a) In the event of a tie at the Board of Directors on a vote which is

- (i) a final disposition of a matter; and
- (ii) not regarding the position of the Chair,

the Chair shall break the tie in any manner which the chair considers proper.

(b) In the event of a tie at the Board of Directors on a matter which is not the final disposition of a matter, the Chair shall break the tie in a manner which the

chair believes would allow the Board the opportunity for further debate and exploration on the matter.

(c) in the event of a tie at the Board of Directors on a matter which is regarding the position of the Chair, the motion has failed.

Time Commitment of the Managing Director

Section 8.7 of By-Law number 1 was rescinded and replaced as follows:

11.7 The Managing Director position shall be part-time, up to 15 hours a month, from June 1st to May 31th of every year.

Powers of the Management Committee

Section 10.2 (a) was rescinded and replaced as follows:

10.2 (a) Subject to Section 10.2(c), the Management Committee shall have the following powers:

(i) To act in place of the Board in dealing with financial business with respect to matters involving amounts less than \$50,000, except in circumstances which, in the opinion of the majority of the Management Committee, warrant the calling of a special meeting of Board;

(ii) To act in place of the Board in dealing with other routine business of the Corporation, except the following circumstances, which warrants a determination by the Board:

(a) Entering into any binding agreement for a duration of more than six (6) month and\or an amount of \$50,000.00;

(b) Any other financial obligations mentioned in the Financial Administration Policy;

(c) Determining the positions of the Corporation regarding the Operating Agreement with the College

(iii) To act in the place of the Board in entering into binding agreement of up to the amount of \$75,000 where the Board:

(i) anticipated the expense; and

(ii) authorized the Management Committee to enter into agreement.

(iv)Such other powers as may be specifically delegated by the Board by way of Special Resolution.

Composition of the Board of Directors

Section 6.5 of the by-laws be amended as follows:

6.5 (a.1) The members of the Board, each a Director, shall be:

- (i) one (1) Director elected by Class A Members.
- (ii) one (1) Director elected by Class B Members.
- (iii) one (1) Director elected by Class C Members.
- (iv) two (2) Director elected by Class H, D and E Members.
- (v) one (1) Director elected by Class F Members.
- (vii) one (1) Director elected by Class G Members.
- (viii) one (1) External Director appointed by the Board.

(a.2) If at any time the total number of Directors elected is less than five (5) Directors and attempts to fill the vacancy has not succeeded, then the Directors may call a meeting of the Members may appoint two additional Directors-at-large based on an application process of interested Members, regardless of the class.

(a.3) The Board of Directors shall review the composition of the Board no later than December 31, 2023.

(a.4) Subsections (a.3) and (a.4) are repealed on January 1, 2024.

PART II – CORRECTIONS MADE TO THE BY-LAWS

A number of correction and editorial changes were made to the by-laws. These are not substantive changes and therefore these amendments are presented for information only.

Section 3.3(b) of the By-laws was corrected as follows:

(b) The conditions for each Membership Class follows:

- (i)The Class A members shall be enrolled in the Faculty of Business at Durham College.
- (ii)The Class B members shall be enrolled in the Faculty of Health Sciences at Durham College.
- (iii)The Class C members shall be enrolled in the Faculty of Media, Art and Design at Durham College.
- (iv) The Class D members shall be enrolled in the Faculty of Skilled Trades, and Apprenticeship at Durham College.
- (v)The Class E members shall be enrolled in the Faculty of Science and Engineering Technology at Durham College.
- (vi) The Class F members shall be enrolled in the Faculty of Hospitality and Horticulture at Durham College.

(viii) The Class G members shall be enrolled in the Faculty of Social and Community Services at Durham College.

(ix) The Class H members shall be enrolled in the Faculty of Liberal Studies at Durham College.

PART III – SPENT AMENDMENTS MADE TO THE BY-LAWS

Interim Board Composition

The Board of Directors amended section 6.12 of the by-laws as follows:

6.12 (a) The Directors of the Corporation which held office on June 19, 2022 continues to hold office notwithstanding section 6.6 (a) of the By-laws.

(b) The following positions on the Board of Directors is deemed to be vacant, and subject to election in the fall of 2022:

(i) Director from the School of Business;

(ii) Director from the School of Health Sciences (HS);

(iii) Director from the School of Skilled Trades & Apprenticeship (STA);

and

(iv) for any member which resigns or is disqualified for their office before September 15, 2022, unless that member is enrolled in the Science, Engineering & Information Technology.

(c) Section 6.12 is repealed on April 30, 2023 or on a date to be set by the Board of Directors.

Respectfully Submitted,



Charles Wilson, B.A. (Hons), M.P.A.
Secretary of the Board