



KSA Annual General Meeting

Thursday, March 31, 2021 @ 1pm

The KSA Annual General Meeting will be held online this year.
Visit kusa.ca/agm for the official meeting link.

Meeting Agenda

1. **Acknowledgment of Territories**
2. **Review of Meeting Procedures**
3. **Adoption of the Agenda**
4. **Student Union Building Debenture Authorization (Page 2)**
5. **KSA Bylaw Revisions**
 - a. Councillor Non-Attendance (Page 3)
 - b. Removal of Committees from the Bylaws (Page 3)
 - c. Council Orientation (Page 4)
6. **Reception and Approval of the KSA's Audited Financial Statements for 2021**
 - Be it resolved that the KSA's audited financial statements for 2021 be approved as presented
7. **Appointment of the Auditors for 2022**
 - Be it resolved that Tompkins Wozny LLP be re-appointed as the KSA's auditors for 2022
8. **Annual KSA Services Report**
9. **Reports of the KSA Executive Committee, and KSA Executive Director**
10. **Introduction of KSA Council for 2022 – 2023**
11. **Other Business**
12. **Adjournment**

The current KSA Constitution is available at:

http://www.kusa.ca/documents/KSA_Constitution.pdf

The current KSA Bylaws are available at:

http://www.kusa.ca/documents/KSA_Bylaws.pdf



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Student Union Building Debenture Authorization

Whereas the members of the Kwantlen Student Association (the "KSA") approved a student society fee in September 2009 for the purpose of developing and operating a new Student Union Building (the "SUB");

Whereas the KSA will be required to borrow money and enter into financing arrangements to fund the development of the new SUB;

Whereas the Societies Act and KSA Bylaws require a special resolution of the membership to authorize the KSA and its board of directors ("KSA Council") to borrow money and enter into certain financing arrangements;

BE IT RESOLVED, as a special resolution by a majority of not less than two-thirds of the members present and entitled to vote at the annual general meeting of members of the Society, duly called and validly constituted, that:

1. The KSA is authorized to borrow money from a third party in amounts determined reasonable or necessary by KSA Council for the development of the new SUB on such terms and conditions as KSA Council may see fit and approve;
2. The KSA is further authorized to secure repayment of such borrowing in a manner KSA Council considers to be in the best interests of the KSA, including by the creation, granting and issuance of debentures, promissory notes, mortgages, general security agreements and such other instruments charging all or any portion of the real or personal property of the KSA, on such terms as KSA Council may see fit and approve;
3. Two signing officers of the KSA appointed by KSA Council, one of which must be the Executive Director or the Financial Controller, are authorized to negotiate, settle, execute, grant, issue, and deliver on behalf of the KSA any agreement, debenture, mortgage, security agreement or other instrument that KSA Council deems necessary or desirable to effect any such borrowing by the KSA or to give and perfect any security granted by the KSA; and
4. The general power conferred on KSA Council by this special resolution to enter into the above described financial arrangements shall expire at the next Annual General Meeting to be held no later than March 31, 2023.



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Councillor Non-Attendance

Be it resolved, as a special resolution, that the Bylaws, Article 6, Clause 5, be replaced with the following:

5. A Councillor who has missed two meetings of Council during their term of office, without appointing a proxy or submitting regrets that are accepted by Council, will be sent a warning letter.
6. A Councillor who has missed three meetings of Council during their term of office, without appointing a proxy or submitting regrets that are accepted by Council, may be removed from office by a Resolution of Council. Notice of the motion to remove a Councillor from office must be given to the Councillor facing removal and to all other members of Council with the notice of the meeting pursuant to Article 11, Clause 3(c).
7. For the purposes of this Article, a Councillor
 - (a) who is 30 minutes late (or more) for a meeting of Council, or
 - (b) who leaves the meeting sooner than
 - (i) two hours following the scheduled time of the meeting or
 - (ii) the meeting's adjournment, shall be deemed to have missed that meeting.
8. Council shall adopt Regulations:
 - (a) defining under what circumstances it is acceptable for a Councillor to submit regrets; and
 - (b) articulating the process by which regrets shall be accepted or rejected.
9. A Councillor who is removed from office pursuant to this Article may not run for office for one year following their removal.

Removal of Committees from the Bylaws

Be it resolved, as a special resolution, that the Bylaws, Article 13 be repealed and replaced with the following:

Article 13 – Committees

1. The standing committees of Council shall be:
 - a. the Executive Committee;
 - b. the Governance Committee;
 - c. the Internal Committee;
 - d. the Finance & Operations Committee; and
 - e. any other standing committee(s) stipulated in the Regulations.
2. Council shall adopt Regulations, not inconsistent with these Bylaws, concerning the composition, powers, duties, and responsibilities of all committees.



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Council Orientation

Be it further resolved, as a special resolution, that the Bylaws be amended by inserting the following Article as Article 12 and re-numbering the subsequent Articles:

Article 12 – Council Orientation

1. An official Council orientation session shall be held for all Councillors-elect, and persons who are appointed pursuant to Article 9, Clause 5(d), within two months after their election, by-election, or appointment. If one or more persons are unable to attend this orientation session, a make-up orientation session shall be organized within one month following the initial orientation session, and thereafter at the discretion of the Society. In the event that the Society fails to hold an official Council orientation session in accordance with this clause, clauses 2 and 3 shall not apply to the person(s) in question.
2. Any person who has been elected or appointed to Council must complete an official Council orientation session.
3. If a person who has been elected or appointed to Council has failed to complete an official Council orientation session within three months of the commencement of their term of office, the person shall not receive any compensation from the Society until they have completed an official Council orientation session (including a Councillor honorarium under Article 9, clause 13 and an Executive stipend under Article 13 clause 13), and any compensation that would be payable to them shall be forfeited.

Be it further resolved, as a special resolution, that the Bylaws, Article 13, clause 3 (Executive Committee) be amended by adding a new sub-clause (j), to read:

- (j) organize official Council orientation sessions for all persons who are elected or appointed to Council, in accordance with Article 12.

Be it further resolved, as a special resolution, that the Bylaws, Article 1, clause 1 be amended by inserting the following definition after sub-clause (q) and re-lettering the subsequent definitions:

- (r) “official Council orientation session” means a mandatory orientation session(s) for new members of Council organized by, or under the authority of, the Executive Committee.