



Centennial College Student Association Inc.
Special General Meeting
March 13, 2025
Student Centre – Main Events Hall/ Zoom
5:00 PM
A G E N D A

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| 1. Call To Order | A. Adams |
| 2. Land Acknowledgement | TBD |
| 3. Approval of Agenda (M) | A. Adams |
| - BIRT: The March 13, 2025 Special General Meeting agenda be approved. | |
| 4. President's Remarks | A. Adams |
| 5. By-Law Amendments (M) | A. Adams |

Article VIII.4- Proxies

- BIRT: the CCSAI bylaw be amended to add article VIII.4.b&c

b. Proxy Allowance for Indigenous Student Representatives and PAC Representative:

For the purposes of quorum and voting at Meetings of the Members (AGM, SGM), the Indigenous Student Representatives and the Performing Arts Centre (PAC) Representative shall be permitted to carry proxies on behalf of up to ten (10) members in good standing of the Corporation (CCSAI members-at-large). However, these representatives may only exercise voting rights using proxies if the number of active voting Board members falls below six (6). In such cases, their votes shall be cast exclusively in accordance with the proxy instructions received.

c. Definition of Active Board Member

"For the purposes of quorum and voting at Meetings of the Members (AGM, SGM), an active board member is defined as a duly elected or appointed director of the Corporation who is:

- 1) Not on an approved leave of absence as recognized by the Board of Directors; and*
- 2) Currently in office and not serving a suspension or subject to removal proceedings;*

3) *Present at the meeting, either in person, virtually or by proxy, unless otherwise permitted by the bylaws.*

Board positions that are vacant due to resignation, removal, or unfilled elections shall not be counted toward the total number of board members for quorum purposes."

Article V.3 PAC Rep and Indigenous Student Rep addition:

- BIRT: the CCSAI bylaw be amended to add article V.3 which states "there shall be one (1) appointed representative for the Performing Arts Centre (PAC) and Two (2) appointed Indigenous Student Representatives. They will collaborate with the Board of Directors but will be non-voting members and will report to the President".

Article V.4 CGRO addition

- BIRT: the CCSAI bylaw be amended to add article V.4 which states "The Board of Directors shall appoint a Chief Governance Relations Officer (CGRO). The CGRO will be responsible for: leading governance development, policy management, providing guidance on governance best practices and organizational compliance, overseeing governance trainings, policy alignment with CCSAI's strategic goals, evaluating CCSAI's legal and risk management framework, and any other duties as outlined in the CGRO Policy and Job Description as formulated by the Board. The CGRO reports directly to the Board of Directors and is a non-voting member".

Article V.5 The Chair of the Board of Directors

- BIRT: the CCSAI bylaw be amended to add article V.5 which states "The Chair of the Board of Directors shall serve as a distinct role, separate from the President. The Chair is appointed by the Board of Directors from eligible outgoing or previous Board members from who served within the past 2 years; during the final board meeting of the current term. The appointment process, roles and responsibilities of the Chair shall be outlined in the "Chair of the Board of Directors Policy".

Article V.6 Eligibility

- BIRT: Article V.6 of the CCSAI bylaw be amended to "exclude" the Indigenous student representative from the criteria listed under the section.

Article V.6.e Strike

- BIRT: Article V.6.e which reads "Not be enrolled in a cooperative education/placement/internship program for a period of three (3) or more days in the week that would interfere with the board member's ability to perform their duties;" be removed from the CCSAI Bylaws.

Article V.8.k remove student advocates and replace with the Indigenous Student Rep & PAC Rep

- BIRT: Article V.8.k be amended to remove student advocates and replace with the PAC representative and the Indigenous Student Representative.

Article V.8.l

- BIRT: The CCSAI bylaws be amended to add Article V.8.l which states "Performing Arts Centre Representatives and Indigenous Student Representatives must be full time students

at the time of submitting an application and have worked with the CCSAI for at least one (1) year to be eligible to apply”.

Article V.8.m

- BIRT: the CCSAI bylaws be amended to add Article V.8.m which states “Presidential candidates will be required to pass the Vote of Confidence to be considered eligible. If a candidate does not pass the Vote of Confidence, they will be considered ineligible to run for the position of President.”.

Article V.10.g Eligibility of the PAC Rep

- BIRT: the CCSAI bylaws be amended to add Article V.10.g which states “If the Vice President-elect for Story Arts Centre is enrolled at the Performing Arts Centre, a representative from this campus will not be appointed”.

Article V.11 Eligibility for the Indigenous Student Representative

- BIRT: the CCSAI bylaws be amended to add Article V.11 which states “The Indigenous Student Representatives shall be appointed by the Board of Directors upon recommendation from the Eighth Fire”.

Article V.15.a

- BIRT: the CCSAI bylaws be amended to add Article V.15.a which states “If no board member is interested or eligible to run for President by the deadline FULL TIME STUDENTS that are Indigenous Student Representatives or Performing Arts Centre Representatives are eligible to submit an application to run for President – this includes current elected or appointed board members. Those interested must submit an application at least seven (7) business days prior to the close of nominations.

Article V.15.c

- BIRT: the CCSAI bylaw be amended to add Article V.15.c which states “If no board member, Student Advocate, or Indigenous Student Representative, or Performing Arts Centre Representative can fill the role of President, and the position becomes vacant between May 1st – September 30th, the board shall appoint an interim President from among the Vice Presidents within seven (7) business days of the position becoming vacant. The interim President shall serve until the appointment process is completed and a new President is appointed by the selection committee. The appointment process must begin within fifteen (15) business days of the position becoming vacant”.

Article V.15.d

- BIRT: the CCSAI bylaw be amended to add Article V.15.d which states “If no board member, Indigenous Student Representative, or Performing Arts Centre Representative can fill the role of President, and the position becomes vacant between October 1st – December 31st, the role description may be amended to allow for a Vice President to serve as a part-time Interim President The remaining Directors will, in the interim, be recognized as constituting quorum”.

Article V.15.e

- BIRT: the CCSAI bylaws be amended to add Article V.15.e which states “If no board member, Indigenous Student Representative, or Performing Arts Centre Representative can fill the

role of President, and the position becomes vacant after January 1st, the position shall remain vacant and be filled through the general elections”.

Article V.18a&b

- BIRT: Article V.18a&b of the CCSAI bylaws be amended to add the Performing Arts Centre representative, Indigenous student representative and the College Representative to the Vote of Confidence (VoC) process.

Article VII.3- Strategic Plan

- BIRT: The CCSAI bylaws be amended to add Article VII.3 which states “The Board of Directors must develop and implement a five (5)-year strategic plan. The strategic plan will define the Board and organization’s vision, long-term goals, and overall direction of the organization.
 - a. Minor changes to the strategic plan can be implemented if approved by majority vote at a meeting of the Board (Governance and Full Board Meeting) as outlined in section 2.0 of the Policy Review Policy;
 - b. No Board shall discontinue the use of the strategic plan unless by majority vote at a Board meeting, when the plan is due to expire;
 - c. The Strategic Plan will be renewed every five (5) years. Only at the end of this five-year period, can a Board vote to discontinue the use of the strategic plan or make substantial changes to be implemented. In the 5th year of the strategic plan, the Board, under the direction of staff, will begin the renewal process, creating a new strategic plan, if necessary.

Article VII.4 - Board Action Plan

- BIRT: The CCSAI bylaws be amended to add Article VII.4 which states “The strategic plan will be used to develop an annual Board action plan. This action plan will outline specific steps to be taken to achieve short-term goals.
 - a. The annual action plan must be developed in alignment within the framework of the five (5)-year strategic plan, the annual action plan must be approved before the last business day in July;
 - b. Minor and substantial changes to the action plan can be implemented if approved by majority vote at a meeting of the Board (Governance and Full Board Meeting) as outlined in section 2.0 of the Policy Review Policy;
 - c. The President and Executive Director/CEO’s evaluations will include a portion pertaining to the annual action plan.

Article VI.a Separate the Chair from the President

- BIRT: Article VI.a be amended to state “The Chair of the Board of Directors shall be the appointed chair as per Article V.5”.

Article IX.2 Adding Standing Committees

- BIRT: the CCSAI bylaws be amended to add Article IX.2, which allows for the creation of standing committees. The amendment reads “The Board of Directors shall establish Standing Committees to assist in fulfilling the Association’s mission and objectives.

a). These committees shall function as advisory bodies to the Board and shall report regularly on their activities. Each standing committee shall operate under terms of reference approved by the Board of Directors, which shall outline the committee's purpose, responsibilities, and decision-making authority".

6. Adjournment (M)

A. Adams