



THE FIRST MEETING OF THE FOURTH BOARD OF DIRECTORS OF DURHAM COLLEGE STUDENTS
INCORPORATED

May 15, 2020 at 1:00 p.m.

Video conference

1. Call to Order
2. Overview of the election process
3. Special order constituting the meeting:

Explanatory note

~~Subclause (a) moves the appointment of the External Director up to so that the external director can vote throughout the proceedings.~~

Subclause (b) uses a ranked ballot for the appointment of the Managing Director, to prevent multiple rounds of balloting for that position, as is the case when the Board gathers in person for this election. However, if no candidate receives a two-thirds majority, a final ballot will be required.

Subclause (c) uses a ranked ballot for the appointment of the Deputy Chairperson, to prevent multiple rounds of balloting for that position, as is the case when the Board gathers in person for this election. There is no requirement for at 2/3rds Majority as is the case of the appointment of the Managing Director.

Subclauses (d) and (e) establishes the protocols for the appointment of the Standing Committee, and leaves one seat until the fall when the remaining vacant seats are filled.

Subclause (f) provides for the appointment to external committees.

Subclause (g) provides for the traditional greetings on behalf of the Board to various bodies.

Subclause (h) provides for the appointment of the Secretary of the Board.

Subclause (i) provides for the interrupting of proceedings at 2:00 p.m. in order to proceed directly to a closed session due to availability of the legal counsel.

RESOLUTION 2020-01-01

That notwithstanding the Rules of Order and Procedure or Usual Practice, the Board shall proceed as follows:

- a) ~~*The Board shall immediately proceed to the appointment of the External Director, and if necessary, an electronic ballot will be taken in accordance with clause (b), however:*~~
 - i) ~~*the words "two thirds majority" shall be replaced with "majority" and subclause (iii(d)) shall not be applicable;*~~
 - ii) ~~*the resolution referred in subclause (iv) shall be resolution 2020-01-01; and*~~
 - iii) ~~*the office "Managing director" shall be replaced with "External Director".*~~

- b) the Board shall proceed immediately to the report of the Secretary of the Board regarding members seeking the office of Managing Director according to the usual procedure, and then proceed to an electronic ballot. The balloting shall proceed as follows:**
- i) the ballot shall be a ranked ballot with “1” indicating the members first choice, and “2” indicating the members second choice and so on, until the member has ranked all the candidates or no longer wishes to vote for a candidate. The ballot shall be open for 10 minutes or until all the directors have voted.**
 - ii) The Secretary of the Board shall count the number of first preferences recorded on the ballots for each candidate, and, if a candidate has received a two-thirds majority of first preferences, at which point the Secretary of the Board shall announce the name of elected candidate.**
 - iii) If, after the count referred to in sub clause (ii) of this order, no candidate has received a two-thirds majority of first preferences, the Secretary of the Board shall:**
 - (a) eliminate the candidate who received the least number of first preferences from any subsequent counts and in all subsequent counts, treat each second or lower preference as if it were a first preference for the next highest candidate in the order of preference who is not eliminated; and**
 - (b) repeat the process of vote counting described in subclause (a) until one candidate has received a two-thirds majority of first preferences, at which point the Secretary of the Board shall announce the name of elected candidate.**
 - (c) in the event that no candidate has a two-thirds majority of the votes casted, a second ballot shall be taken and between the two candidates with the most votes casted, and a majority of the votes casted shall determine the results, and the Secretary of the Board announce the name of the elected candidate.**
 - iv) Upon the results being announced, resolution 2020-01-03 shall be deemed to be moved, seconded, read, debated, and carried with a two thirds majority of the total votes casted.**
- c) upon the appointment of the Deputy Chairperson, the elections shall proceed in the manner described in clause (b), however:**
- i) the words “two-thirds majority” shall be replaced with “majority” and subclause (iii(c)) shall not be applicable;**
 - ii) the resolution referred in subclause (iv) shall be resolution 2020-01-04; and**
 - iii) the office “Managing director” shall be replaced with “Deputy Chairperson”**

- d) *two members be elected to the Standing Committee now and one at a board meeting in the month of October 2020.*
- e) *appointments to the Standing Committee shall be handled as follows:*
- i) *nominations do not have to be seconded;*
 - ii) *if more than two candidates are nominated, then the elections shall proceed in the manner described in clause (b), however:*
 - i) *the words “two-thirds majority” shall be replaced with “majority” and subclause (iii(c)) shall not be applicable;*
 - ~~ii) *iii)*~~ *subclause (iv) shall not apply; and*
 - ~~iii) *iv)*~~ *the office “Managing director” shall be replaced with “Member of Standing Committee”*
 - ~~iv) *v)*~~ *The vote shall deferred to the same time as the vote for external committees.*
 - iii) *Upon the conclusion of the nominations of all committee, resolution 2020-01-05 shall be called and the question shall be put without debate.*
- f) *appointments to external committees handled as follows:*
- i) *nominations do not have to be seconded;*
 - ii) *if more candidates are nominated than the number of student which can sit on that committee, then the elections shall proceed in the manner described in clause (b), however:*
 - i) *the vote for all committees shall be taken together;*
 - ii) *the words “two-thirds majority” shall be replaced with “majority” and subclause (iii(c)) shall not be applicable;*
 - iii) *subclause (iv) shall not apply; and*
 - iv) *the office “Managing director” shall be replaced with “Member of ____ Committee”*
 - iii) *Upon the conclusion of the nominations of all committee, resolution 2020-01-06 shall be called and the question shall be put without debate.*
- g) *the greetings of the Board be extended by the Secretary of the Board in the form established by tradition.*
- h) *that Charles Wilson be appointed as Secretary of the Board.*
- i) *the Chair shall interrupt proceedings at 2:00 p.m. and proceed directly to item 12 on the agenda, and upon the disposal of that item, the agenda shall continue at the point where it was interrupted at 2:00 p.m.*

~~4.~~ Election of the External Director

~~RESOLUTION 2020-01-02~~

~~That _____ be appointed as External Director of Durham College Students Inc.~~

5.4. Election of the Managing Director

RESOLUTION 2020-01-03

That _____ be appointed as Managing Director of Durham College Students Inc.

6.5. Election of the Deputy Chairperson

RESOLUTION 2020-01-04

That _____ be appointed as Deputy Chairperson of the Board of Directors of Durham College Students Inc.

7.6. Election to the Standing Committee

RESOLUTION 2020-01-05

That _____ and _____ be appointed to the Standing Committee of Durham College Students Inc.

8.7. Appointment to External Committee (Subject to confirmation)

List of External Committees:

Academic Council	2 seats
College Council	4 seats
DC/DCSI joint Advisory Committee	1 seat MUST BE DIRECTOR
Student Conduct and Appeals Committee	1 seat
Ancillary Fees Protocol Committee	1 seat
Healthy Campus Taskforce	1 seat

RESOLUTION 2020-01-06

That:

- 1) _____ and _____ be appointed to the Academic Council of Durham College of Applied Arts and Technology;**
- 2) _____, _____, _____, and _____ be appointed to the College Council of Durham College of Applied Arts and Technology;**
- 3) _____ be appointed to the DC/DCSI joint Advisory Committee of Durham College of Applied Arts and Technology;**
- 4) _____ be appointed to Student Conduct and Appeals Committee of Durham College of Applied Arts and Technology;**
- 5) _____ be appointed to the Ancillary Fees Protocol Committee of Durham College of Applied Arts and Technology;**

**6) _____ be appointed to the Healthy Campus Taskforce of Durham College of Applied Arts and Technology;
For a term of May 1, 2020 to April 30, 2021 or until replace by resolution of the Board of Directors.**

9-8. Adoption of the Agenda

RESOLUTION 2020-01-08

That the agenda for the first meeting of the fourth board of directors held on May 15, 2020 be adopted.

10-9. Declaration of Conflict of Interest

11-10. Adoption of Minutes of the previous meeting

RESOLUTION 2020-01-09

That the minutes of the Board Meeting held on April 23, 2020 be adopted.

12-11. Motions

RESOLUTION 2020-01-10

That Faris Lehn, Jenna Peace, Charles Wilson, and [name of managing director] be appointed as signing officers for all bank account held at Royal Bank of Canada, and further that they be empowered to bind the corporation in all contracts, promissory notes, deeds and other documents which shall from time to time require to be enacted, executed or done in the name of Durham College Students Incorporated and in accordance with the by-laws and policies of the Corporation and subject to instructions from the Board of Directors.

13-12. Senior Manager Reports
General Manager's Report

14-13. Closed session

RESOLUTION 2020-01-11

That the Board now proceeds to a closed session to deal with matters which are:

- (a) a matter which is regarding litigation or potential litigation which the solicitor client privilege applies in accordance with section 4.2 (e) and 4.3 (f) of the Board Procedural Policy;***
- (b) a matter which is regarding a position, plan, procedure, criteria, or instruction to be applied to any negotiation carried on or to be carried on by or on behalf of the DCSI which is subject to the Solicitor-Client Privilege in accordance with section 4.2 (f) and (g) of the Board Procedural Policy.***

RESOLUTION 2020-01-12

That the Board resumes an open session.

15-14. Statements or Questions by Members

16-15. Next Meeting

May 21, 2020 at 1:00 (Training with Durham College)

[17-16.](#) Adjournment

RESOLUTION 2019-01-17

That the board do now adjourn to May 21, 2020 or to the call of the chair.