

Call to Order – 1:30 pm, October 22, 2014 | SFU Theatre

1. CALL TO ORDER

The Meeting will be called to order by Zied Masmoudi – Vice President Student Services.

2. APPOINTMENT OF THE CHAIR

The members will nominate and appoint a Chairperson for the Annual General Meeting.

MOTION AGM 2014-22-10:01

/

Be it resolved that Chardaye Bueckert be appointed as the chair of the 2014 SFSS Annual General Meeting.

3. ADOPTION OF THE AGENDA AND REVIEW OF MEETING RULES

The meeting will consider the agenda prepared by the Board of Directors. Changes or additions to the agenda may be proposed at this time.

The Chairperson will provide a brief overview of Robert’s Rules of Order, a system of meeting rules and procedures that the Student Society uses for the general meeting.

MOTION AGM 2014-22-10:02

/

Be it resolved that the agenda be adopted as presented.

4. ADOPTION OF MINUTES

The 2013 AGM minutes will be available for consideration by members.

MOTION AGM 2014-22-10:03

/

Be it resolved that the minutes of the October 23, 2013 Annual General Meeting of the Simon Fraser Student Society be adopted.

5. BUILD SFU PROJECT

MOTION AGM 2014-22-10:04

/

- a. *Whereas* The Simon Fraser Student Society (the “Society”) and Simon Fraser University (“SFU”) have agreed to enter into a project (the “Project”) for the construction of a new student union building and stadium on SFU’s Burnaby campus.
- b. *Whereas* a referendum was passed by the members of the Society (the “Members”) on March 22, 2012 in favour of the development of the Project.
- c. *Whereas* the Society will need to borrow money from third parties to fund the development of the Project and is seeking such financing on the best available terms. In order to obtain such funding, the Society may be

required to grant or issue security, in the form of a debenture, promissory note, mortgage, general security agreement or other security instrument, for the repayment of any amount so borrowed.

- d. *Whereas the Society's by-laws (the "By-laws") provide that its directors (the "Directors") may, for the purpose of carrying out the purposes of the Society, borrow, raise or secure the repayment of money and may authorize the issuance of security on the whole or part of the property or assets of the Society, present and future, including Society fees now or hereafter due or payable, except that no debenture shall be issued without sanction of a special resolution.*
- e. *Whereas the Society Act (B.C.) similarly requires that any issuance of a debenture by the Society be approved by the Members by special resolution and permits the Members to grant a general power on the Directors to issue debentures for a period of one year from the date on which such resolution was passed.*
- f. *Whereas it is expedient for the purposes of facilitating the Project and in the best interests of the Society that the Members exercise the authority conferred upon them under Society Act (B.C.) and the By-laws by giving the Directors the authority to borrow such amounts as may be required in order to pursue the Project and to secure the repayment of such borrowing in the manner that the Directors see fit.*

Be it resolved by special resolution that:

1. The Directors are hereby authorized, for a period of one year from the date hereof, on behalf of the Society, to borrow from such persons, firms, corporations, societies, co-operatives, credit unions, trust companies, banks or other lenders as they deem desirable, such amounts as are determined reasonable or necessary by the Directors for the purposes of the Project, on such terms as the Directors may from time to time approve.
2. The Directors are hereby further authorized, for a period of one year from the date hereof, on behalf of the Society, to secure repayment of any and all borrowing in such manner as the Directors consider to be in the best interests of the Society, including, without limitation, by the creation, granting and/or issuance of debentures, promissory notes, mortgages, general security agreements and such other security instruments charging all or any portion of the real or personal property of the Society, all on such terms as the Directors may from time to time approve, without further authorization from the Members.
3. Any two Directors or officers of the Society are hereby authorized to execute on behalf of the Society, under seal or otherwise, any agreement, debenture, mortgage, security agreement or other instrument that such person deems necessary or desirable to effect any borrowing by the Society or to give and perfect any security granted by the Society.

6. SFSS BY-LAWS

MOTION AGM 2014-22-10:05

/

Be it resolved that the following By-law be created and accepted as presented effective October 23rd 2014 onwards:

The Society may not revoke, reduce or otherwise cancel a duly approved student society fee that has been implemented for the purpose of repaying a loan made to the Society or on the basis of which a loan has been made to the Society if the effect of such revocation, reduction or cancellation would be to cause the Society to be unable to repay the loan as it became due.

7. RECEIPT OF REPORT FROM THE BOARD OF DIRECTORS

A report will be presented detailing the activities of the Board of Directors from October 24, 2013 to October 21, 2014.

MOTION AGM 2014-22-10:06

/

Be it resolved that the 2013- 2014 report from the Board of Directors be adopted.

8. RECEIPT OF REPORT FROM THE VP FINANCE

The Student Society VP Finance will provide an overview of the Student Society's finances from October 2013 through October 2014.

MOTION AGM 2014-22-10:07

/

Be it resolved that the 2013- 2014 report from the VP Finance be adopted.

9. RECEIPT OF REPORT FROM THE AUDITOR

The Society's auditor, Tompkins, Wozny, Miller & Co., will provide an overview of the Student Society's audited financial statements.

10. APPOINTMENT OF THE AUDITOR

The auditor responsible for the coming year's audited financial statements will be appointed. The Board of Directors recommends the re-appointment of Tompkins, Wozny, Miller & Co.

MOTION AGM 2014-22-10:08

/

Be it resolved that Tompkins, Wozny, Miller & Co be appointed as SFSS Auditor for the 2014-2015 year.

11. MEETING ADJOURNMENT