

**2023 Referendum Questions**

**Referendum Question # 1 – KPMG**

*Do you support the selection of KPMG as the auditors for the Students' Union for the 2022/2023 fiscal year?*

**Referendum Question # 2 – Grand River Transit U-Pass**

*Do you support the renewal of Grand River Transit’s Universal Transit Pass (U-Pass) Program with the Students’ Union**for unlimited use of GRT buses and ION trains?*

*Effective September 1, 2023, the U-Pass Fee would be assessed at $113.30 per term, with an annual increase of no more than 5% until August 2025.*

**Referendum Question # 3 – Ontario Not-for-Profit Corporations Act**

In order to become compliant with the now implemented Ontario ***Not-for-Profit Corporations Act***,do you support the following set of required language changes to the Students’ Union Constitution?

* Change all references from the “*Corporations Act*” to the “*Not-for-Profit Corporations Act*.”
* Change all references from “*Annual General Meeting*” to “*Annual Meeting*,’ and from “*Special General Meeting*” to “*Special Meeting*.”
* Amend Article II, Section 2 subsection “c” from “*Nominate and second candidates for the Board of Directors*” to “*Nominate candidates for the Board of Directors*.”
* Amend Article III, Sections 6 & 7 to change the “*Annual Meeting*” or “*Special Meeting*” member notice period from a minimum of 15 days and 30 days to a minimum of 10 days and a maximum of 50 days.
* Amend Article III, Section 12 to include that each member has the right to exercise their vote at an “*Annual Meeting*” or “*Special Meeting*” through telephonic or electronic means if the corporation makes such means available.
* Change all references in Section 6 from “*he or she*” to “*A person*” or “*their*.”
* Amend Article IV, Section 6 “*A Director shall be automatically removed*,” subsection “b” from “*If he or she is found by a competent authority to be of unsound mind*” to “*a person who has been found under the Substitute Decisions Act, 1992 or under the Mental Health Act to be incapable of managing property*.”
* Amend Article IV, Section 6 “*A Director shall be automatically removed*,” by adding a subsection “*A person who has been found to be incapable by any court in Canada or elsewhere*.”
* Amend Article IV, Section 6 “*A Director shall be automatically removed*,” subsection “d” from “*If he or she enters into bankruptcy*” to “*A person who has the status of bankrupt*.”
* Amend Article VII, Section 1 subsection “a” to include that the Chief Governance, who shall serve as Chair of the Board, must also be a director.
* Amend Article IX Section 1 subsection “b” from “*Carry out the duties as would a reasonable person in the circumstances*” to “*exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances*.”
* Amend Article IX Section 1 subsection “c” from “*Comply with the Corporations Act, its regulations, any amendments to the Act or its regulations, all other applicable laws, the Letters Patent, and the By-Laws of the Corporation*” to “*Comply with this Act and the regulations, and the corporation’s articles and bylaws*.”

**Referendum Question # 4 – Director Vacancy**

*In order to become compliant with the now implemented Ontario* ***Not-for-Profit Corporations Act****, do you support removing Article V, Section 7, “The Board of Directors shall not have the ability to appoint any member of the Corporation to the Board of Directors,” and adding Article IV Section 7, subsection “b” “III” indicating that “A quorum of directors may fill a vacancy among the directors”?*

**Referendum Question # 5 – Annual Meeting**

*In order to become compliant with the now implemented Ontario* ***Not-for-Profit Corporations Act****, do you support the following changes to how the Students’ Union holds its Annual Meetings, which beginning in 2024 will directly follow the Students’ Union elections?*

* *Amend Article III Section from “Each member of the Corporation will have the opportunity to vote for any candidate standing for election” to “Each member of the Corporation will have the opportunity to elect the Board of Directors.”*
* *Amend the quorum requirement for Annual, Special, or General Meetings in Article III Section 18 from 10% to 50 members of the Corporation.*
* *Delete Article III Sections 19 and 20, which direct the use of the Single Transferable Vote and Optional Instant Runoff voting systems as going forward these requirements will be stipulated in the Students’ Union’s Policy Manual governance rules.*