

WE *the* **STAFF**, at the  
UNIVERSITY of GUELPH



BELIEVE *in the* VALUES of

COMMUNITY

INTEGRITY

INCLUSIVITY

TRUST AND THE

PURSUIT OF EXCELLENCE

OUR VALUES REQUIRE the FOLLOWING BEHAVIOUR:

ESTABLISH *an* ENVIRONMENT of **TRUST** THROUGH RESPECT + COOPERATION



FOSTER CONSIDERATE, OPEN, HONEST, + TIMELY **COMMUNICATION**

**LISTEN** + SEEK to UNDERSTAND

**RESPECT** OPINIONS, FEELINGS, + OBJECTIVES



RECOGNIZE + VALUE

**ACCOMPLISHMENTS**

SEEK

**MUTUALLY BENEFICIAL**

OUTCOMES *with an* ENTHUSIASTIC, CONSTRUCTIVE, + FLEXIBLE ATTITUDE

APPRECIATE + HONOUR

**DIVERSITY**



EMBRACE

**LIFELONG LEARNING**



ENCOURAGE

**INNOVATION**



# Welcome!

[Link to online agenda.](#)

Start Time	Topic	Session Length
7:00	<b>Introductions</b>	15 min
7:15	<b>Training Objectives</b> <b>Electronic Meetings</b> <b>Director Manual Overview</b>	5 min
7:20	<b>Conflict of Interest, Confidentiality and Privacy Policy Overview</b>	5 min
7:25	<b>Legislation, Bylaws &amp; Policies</b> <ul style="list-style-type: none"> <li>• The difference between bylaws, policies, and procedures.</li> <li>• Introduction to key legislation that the CSA follows.</li> </ul>	20 min
7:45	<b>CSA Rules of Order</b> <ul style="list-style-type: none"> <li>• Summary overview of the sections within the CSA Rules of Order</li> </ul>	30 min
8:15	<b>BREAK</b>	15 min
8:30	<b>Board Meeting Structure (Agenda Review)</b> <ul style="list-style-type: none"> <li>• How CSA Board Meetings are structured</li> <li>• What to expect from each section within the <a href="#">agenda</a>.</li> </ul>	30 min
9:00	<b>Corporate Resolutions</b> <ul style="list-style-type: none"> <li>• How to make motions and amendments</li> </ul>	30 min
9:30	<b>Roberts Rules</b> <ul style="list-style-type: none"> <li>• Importance of rules of order</li> <li>• Common parliamentary procedures small group activity</li> </ul>	30 min
OPTIONAL 10:00 - ?	<b>AFTER SESSION OPTIONAL FUN</b> <ul style="list-style-type: none"> <li>• Robert's Rules Online Tourney of Champs</li> </ul>	?

1. Get to know each other a little.
2. Be comfortable enough with procedures and rules to participate efficiently and effectively during CSA Board Meetings.
3. Ensure a level playing field in terms of preparation and knowledge for equal or equitable participation at meetings.

## Chair

Cameron Olesen

## Scribe

Sarah Dias

## Policy & Transition Manager (PTM)

Pete Wobschall

## Directors:

- Full name
- Organization represented
- Area of study
- Hometown
- Something everyone might not know about you

# Electronic Meetings

1. Review of pertinent [Not-for-Profit Corporations Act, 2010](#) sections
2. A mock motion
3. In-camera protocol ([CSA Rules of Order](#), Section 6.0. In Camera Policy and Procedures)
4. Arriving late and leaving early
5. When it's appropriate to interrupt (see cheat sheet); and how to do this (Raise Hand)
6. When the Scribe can interrupt
7. Secret ballots

## Can we hold board meetings electronically?

Yes, unless your bylaws say you cannot. ([section 34](#)).

However, the Act says that any phone or electronic tools you use must allow “all participants to communicate adequately with each other during the meeting.” Practically speaking, Directors should only vote by phone or electronically if:

- You can verify the identity of the voter.
- [Your organization] cannot tell how each vote was cast.

[Source](#)



## Not-for-Profit Corporations Act, 2010, S.O. 2010, c. 15

- Directors' meetings

### Directors' meetings

**34** (1) Unless the articles or by-laws provide otherwise, the directors may meet at any place and on any notice that the by-laws require. 2010, c. 15, s. 34 (1).

## Not-for-Profit Corporations Act, 2010, S.O. 2010, c. 15

- Voting by mail or by telephonic or electronic means

Voting by mail or by telephonic or **electronic** means

**67** (1) A corporation may provide in its by-laws for voting by mail or by telephonic or **electronic** means, in addition to or instead of voting by proxy. 2010, c. 15, s. 67 (1).

Same

(2) Voting by mail or by telephonic or **electronic** means may be used only if,

(a) the votes may be verified as having been made by members entitled to vote; and

(b) the corporation is not able to identify how each member voted. 2010, c. 15, s. 67 (2).

## Not-for-Profit Corporations Act, 2010, S.O. 2010, c. 15

- Directors' meetings
- Legal opinion

### Directors' meetings

**34** (1) Unless the articles or by-laws provide otherwise, the directors may meet at any place and on any notice that the by-laws require. 2010, c. 15, s. 34 (1).

*For PTM to cut and paste in shared screen:*

7.10.10. Finance Committee Recommendation

WHEREAS the Front Office is the main hub of activity for the Central Student Association;

WHEREAS the Front Office staff strive to make the office a welcoming, friendly space to which students wish to return;

WHEREAS updating and redesigning the office to reflect the branding and promotional scheme of the CSA will support a cohesive look for our services and programs, present ourselves more appropriately to students and further connect CSA services, programs and representation to one central space;

RESOLVED: That the CSA Office Renovation project, which includes renovations to the CSA Front Office, private offices, and Boardroom, specifically carpet replacement, paint, graphics, window film, replacement room signs, tackboard and window coverings, be approved with a project authorization total of \$35,450.

- PTM to stream (display) motion on screen
- How to Move and Second (like the motion in the Chat)
- Discussion when the question is on the floor - maintaining a Speaker's List using chat .
- Try voting using the 'thumbs up' for yeas and nays

A review in-camera protocol from [CSA Rules of Order](#), Section 6.0. In Camera Policy and Procedures is included in the CSA Rules of Order Director Training session.

# Arriving Late & Leaving Early

Please indicate in chat when you arrive late or leave early.

Always ensure that the meeting still has quorum before you leave!

When it's appropriate to interrupt and how to do this.

[Review cheat sheet](#) for which parliamentary procedures you can interrupt with, and which ones you need to wait to make.



Why the Scribe might need to interrupt a meeting and the process for doing this (verbal interruption).

If a secret ballot is approved, then emails stating a Director's vote will be sent to the PTM directly by each Director and through their UoG email.

# Director Manual Overview

Review the table of contents of the [2020-2021 CSA Director Manual](#).

# Conflict of Interest, Confidentiality, & Privacy Policy

## Not-for-Profit Corporations Act, 2010, S.O. 2010, c. 15

- Consents of directors to be kept (S. 97)

Consents of directors to be kept

(1) A corporation shall keep at its registered office,

(a) the consents to act as a director, in the approved form,

(i) of each individual who is named in the articles as a first director and who is not an incorporator, and

(ii) of each individual who is named in the articles as a first director and who is an incorporator, if the articles are filed with the Director in an electronic format and the consent is required by the regulations; and

(b) the consents to act as a director of each individual who is elected or appointed a director of the corporation. 2017, c. 20, Sched. 8, s. 20 (1).

Review [Conflict of Interest, Confidentiality, and Privacy Policy agreement.](#)

Signed agreements are due by all Directors and Executive to the PTM prior to first Board Meeting on Thurs Sept 3, 2020.

[Temp webpage with docs.](#)

- Legislation, Bylaws, and Policies
- CSA Rules of Order
- Board Meeting Structure (Agenda Review)
- Corporate Resolutions
- Robert's Rules

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