MINUTES
Board of Directors Meeting # 2
July 15, 2026 – 6:00 pm
Microsoft Teams

Attendance – July 15, 2026

Board of Directors			
At-Large Representatives (Elected)		**Present / Regrets**	**Arrived / Departed**
Vacant	College of Arts		
Vacant	College of Arts		
Ahmed Khamis	College of Biological Science	Present	
Zohair Pervez	College of Biological Science	Present	
Vacant	College of Computational, Mathematical, and Physical Sciences		
Vacant	College of Computational, Mathematical, and Physical Sciences		
Michael Spurek	College of Engineering	Regrets	
Areeb Zahir	College of Engineering	Present	
Muhammed Asif	College of Social and Applied Human Sciences	Present	
Laiba Baig	College of Social and Applied Human Sciences	Present	
Ayesha Tanzeel	Gordon S. Lang School of Business and Economics	Present	a: 6:05pm
Vacant	Gordon S. Lang School of Business and Economics		
Hannah Gregory	Ontario Agricultural College	Present	
Bronwyn Barber	Ontario Agricultural College	Regrets	
Vacant	Ontario Veterinary College		
Vacant	Ontario Veterinary College		
Member College Government Representatives (Appointed)		**Present / Regrets**	**Arrived / Departed**
Jonah Greenhut	College of Arts Student Union	Present	
Ryan Toft	College of Biological Science Student Council	Present	
Noel Johnston	College of Computational, Mathematical, and Physical Sciences Student Council	Present	
Vacant	College of Social and Applied Human Sciences - Student Alliance		
Vacant	Lang Students' Association		
Reese Fletcher	Student Federation of the Ontario Agricultural College		

Vacant	Central Veterinary Student Association		
Student Organization Representatives (Appointed)		**Present / Regrets**	**Arrived / Departed**
Vacant	Indigenous Student Society (ISS)		
Vacant	Guelph Black Students Association (GBSA)		
Ellie Mendelovitz	Guelph Queer Equality (GQE)	Regrets	
Adam Venter	Guelph Resource Centre for Gender Empowerment and Diversity (GRCGED)	Present	
Amanda Rinoa Parco	International Student Organization (ISO)	Regrets	
Oliver Hughes	Interhall Council (IHC)	Present	
Vacant	Guelph Campus Co-op		
Val Hodgkinson	Ontario Public Interest Research Group (OPIRG)	Present	
Nate Broughton	Student Senate Caucus		
Vacant	Board of Governors		
Executive (Ex-officio, Non-voting)		**Present / Regrets**	**Arrived / Departed**
Emilie Dudgeon	President	Present	
Sydney Hooper	Vice President Internal	Present	
Kennedy McGregor	Vice President Academic	Present	
Ash Ames	Vice President External	Present	

Staff	Position
	Chair
Colleen Bovay	Policy & Transition Coordinator
	Scribe

Guest	Affiliation

Note: If a Member arrives after the Call to Order, their arrival time (a) is shown above.
If they leave before Adjournment, their departure time (d) is shown.
If no time is shown in the column, they were present for the entire meeting.

Summary of Resolutions

MOTION: that Kennedy McGregor be appointed Chair pro tem for the duration of this meeting.

Motion Carried

MOTION: That the CSA Board of Directors Meeting # 2 on July 15, 2026, be adjourned at 6:53pm.

Motion Carried

MINUTES
Board of Directors Meeting # 2
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Agenda – July 15, 2026

2.0	**Call to Order**	
2.1	**Land Acknowledgement** Sydney Hooper	
2.2	**Adoption of the Agenda** 2.2.1 Approve the Agenda 2.2.2 Declarations of Conflicts	
2.3	**Ratifications and De-Ratifications** 2.3.1 De-Ratify Student Senate Caucus Representative 2.3.2 De-Ratify Student Federation of the Ontario Agricultural College	
2.4	**Comments from the Chair** 2.4.1 Introductions and Pronouns	
2.5	**Approval of Past Minutes** 2.5.1 Meeting # 1 – June 3, 2026	
2.6	**Executive Committee Minutes** 2.6.1 Meeting # 1 – May 14, 2026 2.6.2 Meeting # 2 – May 25, 2026 2.6.3 Meeting # 3 – June 3, 2026 2.6.4 Meeting # 4 – June 8, 2026 2.6.5 Meeting # 5 – June 15, 2026 2.6.6 Meeting # 6 – June 22, 2026 2.6.7 Meeting # 6a – June 22, 2026	
2.7	**Executive Updates** 2.7.1 President – July 15, 2026 2.7.2 VP Internal – July 15, 2026 2.7.3 VP Academic – July 15, 2026 2.7.4 VP External – July 15, 2026	
2.8	**Director Reports**	
2.9	**CSA Service Update and Report** 2.9.1 FoodBank Year-End Report 2025-2026	
2.10	**Committee Updates and Reports** 2.10.1 Summary of Committee Appointments	
2.11	**Business** 2.11.1 Presentation from the President re. Organizational Structure 2.11.2 Appoint Directors to Elections and Referendum Committee 2.11.3 Appoint Director to Student Health and Dental Plan Committee	

	2.11.4 Appoint Director to CSA/GSA Transit Committee 2.11.5 Approve Updated Finance Committee Terms of Reference 2.11.6 Member's Motion: Notice: Suspension of Hiring Policy for Interim Business Manager Hiring 2.11.7 Member's Motion: Receive Document	
2.12	**New Business** 2.12.1	
2.13	**Announcements**	
2.14	**In Camera Session** 2.14.1 Approval of In-Camera Minutes – June 3, 2026 2.14.2 Member's Motion: Role of the Policy and Transition Coordinator 2.14.3 Member's Motion: Executive Officers Conduct 2.14.4 Member's Motion: Appointment of Directors	
2.15	**Adjournment**	

Minutes – July 15, 2026

2.0 Call to Order

The meeting was called to order at 6:04pm.

MOTION: that Kennedy McGregor be appointed Chair pro tem for the duration of this meeting.

Moved: Sydney Hooper, VP Internal
Seconded: Jonah Greenhut

The VP Internal noted that this is being motioned as the regular Chair is unavailable tonight.

Motion Carried

2.1 Land Acknowledgement

Member Sydney Hooper, VP Internal, presented the following Land Acknowledgement:

Thank you all for being here. As we gather tonight, I would like to take a moment to acknowledge the land on which the University of Guelph is situated. Although we may be joining tonight's meeting from various lands across Canada (and beyond), we all share the University land. This land is the traditional, unceded, treaty lands of the Mississaugas of the Credit, and the Between the Lakes Purchase.

As student leaders and staff members with a role in governance, it is our responsibility to uphold the principles of the Dish with One Spoon wampum- to share in our common resources and commit to maintaining and sharing in those resources equitably. It is also our duty and Mandate to contribute to a positive atmosphere of acceptance, inclusion, belonging, and safety on campus – for Indigenous students as with all students.

We ask that you take some time to reflect on this, and what we can do to work towards reconciliation at the University, in our communities, and beyond.

2.2 Adoption of the Agenda

2.2.1 Approve the Agenda

MOTION: That the agenda for the CSA Board of Directors Meeting # 2 on July 15, 2026, be approved as printed and distributed.

Moved: Noel Johnston
Seconded:

Member Pervez requested confirmation of the authority that the current chair is presiding, noting Bylaw 1 section 4.14.1 and its' requirements for appointment of the chair. He noted that under section 4.14.2, if the chair is not ratified then the President or other Director may serve as chair. He requested confirmation of the ratification of the chair, and if the ratification did not occur, he requested for the Board to appoint a chair before proceeding.

The VP Academic, as Chair, inquired if the member wished to appoint a different unratified chair.

He requested that if there is not a ratified chair currently, for the board to appoint a executive or board member to be chair.

The VP Academic, as Chair, noted that the June 3 meeting was conducted by the existing chair, who was unable to attend the meeting tonight. She explained that the Board has already motioned and approved her to be chair of this meeting.

Member Pervez inquired which authority or bylaw they are appointed as chair under.

Members of the executive explained that the VP Academic was appointed chair under bylaw 1 section 4.14.2, as previously approved at this meeting.

Member Pervez requested a motion to reconsider the chair.

The PTC noted that for a motion to reconsider, a member who was on the prevailing side of the vote would have to be the one to motion to reconsider.

Member Asif recommended doing the vote again for transparency, as he believed that a number of members were not actively in the meeting when it occurred, as not everyone voted in favour or against.

The VP Internal noted that once you're present on the call and the meeting has been called to order, it's expected that you're present and paying attention.

Member Asif noted that as there was no roll call, there was no way to know if they were in the meeting.

The VP Academic, as Chair, noted that there was no roll call vote requested for the motion. She asked if any members on the prevailing side of the vote would like to motion to reconsider.

MOTION: to reconsider the motion to appoint a chair.

Moved: Laiba Baig
Seconded: Zohair Pervez

Member Pervez proposed an amendment to the motion to put himself forward to be chair for the meeting.

The VP Academic, as Chair, noted that the amendment wouldn't be appropriate for this motion to reconsider. She explained that if a revote occurs and removes her as chair, then the board would appoint a new chair afterwards.

As clarification, the PTC explained that members are currently voting on whether to reconsider the vote. If you vote in favour, you're voting to reconsider the motion to appoint the VP Academic as chair. If this motion passes, we will revote on the motion to appoint the VP Academic.

Member Pervez requested a roll call vote for this motion.

In favour: Zohair Pervez, Areeb Zahir, Ayesha Tanzeel, Laiba Baig, Muhammad Asif, Ahmed Khamis

Opposed: Noel Johnston, Jonah Greenhut, Adam Venter, Hannah Gregory, Oliver Hughes, Val Hodgkinson, Ryan Toft

Member Pervez raised a point of order to request a ruling to identify which persons are being counted towards quorum and who is permitted to vote. He noted Rules of Order section 1.1.3 and stated appointed representatives must be ratified at a board meeting before being counted for quorum. Under Bylaw 1 section 4.8.1.1, a directors term begins May 1 or the time they are ratified. He believes that the validity and the voting record of the ratification on June 3 was disputed by the majority of the directors.

The VP Academic, as Chair, noted that the June 3 meeting is not under discussion currently.

Member Pervez requested a ruling on what grounds the non-ratified members are being allowed to be counted for quorum and voting as directors are disputing the vote.

The VP Academic, as Chair, noted that all members present are ratified, and asked the PTC to confirm. The PTC confirmed that all members are ratified.

Member Pervez inquired what corporate record is being relied upon. The VP Academic, as Chair, noted the June 3 minutes.

Member Pervez noted that the minutes are not yet approved and they are disputed.

The PTC explained that the approval of the minutes is not pertinent. The ratification motion was called as having carried by the board chair at our last meeting. If there were concerns about the validity of that motion or if enough members voted or how members voted, the time to call that was when it occurred at the meeting. The chair can be verbally heard on the recording stating seeing none after asking for any opposition or abstentions, which is the record that we have. It was not requested as a roll call vote, so we do not have a record of which way each member voted or the vote count. For our purposes, every member who was ratified at the last meeting is a ratified member along with the elected representatives.

Member Pervez requested a ruling on the matter and challenged the ruling of the chair on the ratification motion. He requested for the acting chair to make a ruling.

The VP Academic, as Chair, called for a 5-minute recess, to return at 6:30pm.

Following the recess, The VP Academic, as Chair, brought forward and read the full ruling from the minutes of a previous dispute on July 13, 2022 regarding the ratification of appointed directors.

Whenever the bylaws of an organization are called into question, it is a matter of grave import because violation of such bylaws can constitute a failure of fiduciary responsibility to the organization and may even result in legal action taken for the violation. At such times, action should not be taken frivolously or in haste. It is in this spirit, that when the issue of qualification for membership on the Board was raised, I as the presiding officer recommended that the Board table its activities until a well-researched and sufficient examination of the bylaws could be produced, hopefully to the satisfaction of the members of the Board as well. In my examination, the report provided by the Policy and Transition Manager at the meeting of the Board of Directors on the 15th of June met this standard.

When again a further issue of membership on the Board was raised despite the aforementioned report, I had once more recommended the Board table its activities so that a sufficient analysis could be conducted of how to proceed. Tonight, I can say that after review and much deliberation, I must respectfully inform the Board that you do not have a right to choose members elected or appointed to this Board. That right lies solely with the electorate and the member organizations of this union as outlined in our bylaws. The bylaws are clearly written and I quote:

Bylaw 4.2.6: All ‘Member College Government Representatives’ shall be one (1) person appointed by each member college and having been elected through a recognized internal election process. This person must hold a position on the member college government. An appointed "Member College Government Representative" shall have a vote on the Board of Directors and shall be counted for quorum.

Bylaw 4.2.7: A "Student Organization Representative" is appointed by the member organization. This person must be an undergraduate and hold a position on the member organization council/board and shall report any policies or actions as will be desired between the CSA and the member organization. An appointed "Student Organization Representative" shall have a vote on the Board of Directors and shall be counted for quorum.

Bylaw 4.7.1: At all times, every Director shall:
a) be at least eighteen (18) years of age;
b) not have the status of bankrupt; and
c) be a member of the CSA.

The only power the Board has to object to the addition of appointed member is if an appointed member does not meet one of these explicitly delineated criteria. Any attempt to deny membership otherwise will constitute a violation of this organization’s bylaws and will be ruled out of order as such.

Member Pervez noted that this is a matter of the minutes and what the records of the corporation show. He noted that the bylaws apply across the organization for executives and directors. Bylaws and policies must be followed throughout. He has concerns about policies being followed, such as the deadline for agenda submissions as members have had items refused based on noted practices and the need for motions to be workshopped. He also noted the bylaw for ratification of the chair and whether a chair was ratified at the time of the last meeting, as they are supposed to be ratified at the first meeting of the term. He noted that the job posting for the board chair has opened and closed multiple times and inquired why this was not completed previously.

The VP Academic, as Chair, informed member Pervez that his 3-minute speaking time had elapsed.

MOTION: 10 additional minutes of speaking time for member Pervez.

Member Pervez motivated for additional speaking time to specifically go over these violations and potential breaches of policy.

Moved: Zohair Pervez
Seconded: Muhammad Asif

Motion Defeated

Member Pervez raised the same point of order if these members whose ratification was disputed at the first board meeting allowed to vote on these motions.

The VP Academic, as Chair, referred to the ruling explained from 2022. She explained that it is not up for discussion whether appointed members are ratified, because they are.

Member Pervez requested a ruling from the chair on whether the members are allowed to vote.

The VP Academic, as Chair, ruled that the members are ratified and are allowed to vote.

MOTION: to challenge the chair.

Moved: Zohair Pervez
Seconded: Muhammad Asif

The VP Academic, as Chair, asked the PTC for clarification on whether she leaves the meeting at this time.

The PTC explained that for a motion to challenge the chair, the chair would step out so that it can be discussed. She advised for the President to step back in as chair to dispense with the motion.

The President, as Chair, asked for any discussion on the motion to challenge the chair.

Member Greenhut motivated that the board should continue with the VP Academic as chair for the meeting as she has preparation to fulfill the role. He is considering a motion to adjourn as we have not accomplished any items yet and this is not productive. He reminded members that they are responsible for getting to the motions that are key to the continued success of the organization.

Member Baig agreed that all members want to move forward with the meeting but motivated that the matters being raised are worth considering. She is not motivating for the VP Academic to be or not to be chair, but would like the board to consider the points raised by member Pervez.

Member Asif stated that the objection raised by member Pervez is relevant to the lawful constitution of the board, and if the board is not lawfully constituted, then any business conducted would not be lawful. He noted that per Bylaw 1 section 4.17.3, the minutes are considered draft until approved by the board, which has not yet occurred, and they contain a material error of fact. His own vote was mis-recorded, as he opposed the motion to ratify. It is a jurisdictional defect and directors derived their purported authority from a resolution founded upon that disputed vote, disputed record, and under bylaws cited, a director requires and retains office only through the lawful appointment and ratification procedures prescribed by the CSA's governance documents. Every director is under an affirmative obligation pursuant to several sections to uphold the bylaws, act objectively, fairly, and impartially, and discharge their duties in accordance with applicable legislation. The directors whose appointments are directly impugned possess a direct and immediate personal interest in the disposition of this issue.

Member Greenhut raised a point of information and noted that the member referred to a factual misunderstanding in the minutes. He inquired where the factual error is located as from his recollection, there was not a roll call vote for motion, which is the only way that the specific votes would be noted in the minutes.

Member Asif noted that there being no votes in opposition to the motion reflected in the records shows that the records are mistaken, as there was at least one vote against the motion from himself.

The President, as Chair, clarified that the record does not reflect the number of votes in either direction, only that the motion carried. The President, as Chair, also reminded members that this current discussion is to vote on the challenge of the chair, and asked members to stay on topic.

Member Asif motivated that his points are relevant as he's discussing the legal status of the appointed directors. He believes that the remedy is to conduct a fresh ratification vote. Refusing such a remedy, despite actual notice of a material factual dispute, serves no legitimate governance objective and exposes the corporation and the disputed appointed to legal scrutiny.

The VP Internal referred to ONCA section 45.1. They noted that this states a director who is present at a meeting of the directors or of a committee of directors is deemed to have consented to any resolution passed or action taken at the meeting unless the director's dissent is entered in the minutes of the meeting, the director requests that his or her dissent be entered in the minutes of the meeting, the director gives his or her dissent to the secretary of the meeting before the terminated, or the director submits his or her dissent immediately after the meeting is terminated to the corporation. If members would like their dissent noted, they have missed their opportunity. Multiple members now intending to dissent were present, and even if they weren't present at the time of the vote, they were made aware that the vote was taking place when the agenda was sent.

MOTION: to adjourn the meeting.

Moved: Noel Johnston
Seconded: Val Hodgkinson

Motion Carried

Meeting adjourned at 6:53pm.

2.2.2 Declarations of Conflicts

No conflicts of interest were declared.

2.3 Ratifications and De-Ratifications

No ratifications or de-ratifications were considered.

2.4 Comments from the Chair

No Comments from the Chair were received.

2.4.1 Introductions and Pronouns

No introductions were given.

2.5 Approval of Past Board Minutes

No past Board Minutes were considered.

2.6 Executive Committee Minutes

No Executive Committee Minutes were received.

2.7 Executive Updates

No Executive Updates were received.

2.8 Director Reports

No Director Reports were received.

2.9 CSA Service Update and Report

No CSA Service Updates or Reports were received.

2.10 Committee Updates and Reports

No Committee Updates or Reports were received.

2.11 Business

No Business was considered.

2.12 New Business

No New Business was considered.

2.13 Announcements

No Announcements were made.

2.14 In Camera

No In-Camera Session was held.

2.15 Adjournment

MOTION: To adjourn the meeting.

Moved: Noel Johnson
Seconded: Val Hodgkinson

Meeting adjourned at 6:53pm.

Motion Carried

Approved by the Board of Directors **Date: July 29, 2026**

Signed: ______________________________ Date: ____________________

Christopher Yendt
Board Chair

Signed: ______________________________ Date: ____________________

Colleen Bovay
Policy & Transition Coordinator