

October 3, 2005

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**Re:** Legitimacy of KSA Special General Meeting on September 29, 2005

Dear Mr. Browning,

This is an official request for:

1. a formal investigation into the legitimacy of the Special General Meeting (SGM) held by the Kwantlen University College Student Association (KSA) on Thursday, September 29, 2005 at Noon in the Surrey Campus Conference Center;
2. an official written report, summarizing all information gathered as a result of your investigations, to be published and distributed to all appropriate persons by no later than the next regular meeting of Council; and
3. a statement within the official written report on whether or not the SGM was legitimately held under the current requirements for conducting Special General Meetings under the Society Act of BC as well as the KSA's Bylaws, Regulations and Procedures.

There are a number of concerns with regards to the SGM that a number of students including myself have, outlined as follows:

1. **Improper Notice of Meeting:** Article 3(8)(a) and (b) of the KSA By-laws requires Notice of a General Meeting be given to members of the Society by:

“affixing posters, no less than fourteen (14) clear days before the date of the General Meeting, no smaller than 8 ½ by 11 inches, on each of the Kwantlen University College campuses, provided however that each such campus shall receive no less than twenty-five (25) such posters which must be affixed in conspicuous places around the campus; *and*

the placement of an advertisement, no less than fourteen (14) clear days before the date of the General Meeting, within the student newspaper or such other recognized campus media as determined by Council.”

At the August meeting of Council, a Two-thirds (2/3) Resolution was passed to hold a Special General Meeting on Thursday, September 29, 2005. However, in spite of this motion being passed, it does not appear that proper notice was given as outlined above.

As reported to you in a message left on your cell by me on Monday, September 26, 2005, it did not appear that twenty-five (25) posters had been posted on the Richmond Campus. At that time, I noted that the same case most likely held true for the other satellite campuses, although I could not personally attest to this, as I do not attend those campuses. The only campus that seemed to receive any kind of proper, heavy advertising for the SGM as required by the Bylaws was the Surrey Campus.

Further, at no time in September did any advertisement for the SGM ever appear in the Kwantlen Chronicle, which is the only Campus Wide publication accessible to the Society membership. Also, at no time did Council ever identify any other campus media as being an appropriate substitute. In the past, Council has ruled media such as the Student Association’s Official Website as being appropriate substitute.

There was a news article questioning what would be discussed at the SGM appearing in the September 26, 2005 issue of the Chronicle, but it is not a stretch to reason that a news article would not constitute an official advertisement as required by the Bylaws.

And even if another person or body within the Student Association had decided on or created another forum of media for fulfilling this requirement, it cannot be in order because of the fact that Council did not determine appropriate alternative(s) for what constitutes campus media. Finally, it is also important to note that the Society’s website was down throughout all of September, up until the afternoon before the SGM.

I believe that Langley Campus Representative Laura Anderson tried to raise these concerns regarding the legitimacy of the SGM upon the meeting's Call-to-Order, but as can be seen by watching the video of the event, her protests were ignored and even mocked by the Chair.

I personally believe that more than enough time was given between the passing of the Resolution to call an SGM and the actual date of the SGM to ensure that the stipulations of Article 3 (8) were met. Article 3 (7) further calls on the Director of Operations to call or even postpone a General Meeting to "the earliest possible date that would comply with this article and allow the full notice period, as required by these Bylaws, to occur during days when Kwantlen University College is holding regularly scheduled classes."

Given the above irregularities, I would call into question the legitimacy of the SGM held on September 29, 2005. As such I would submit that the motions passed at the SGM were not even in order, due to the lack of proper notice given for the SGM.

2. **Improper Conduct of Meeting as per the Parliamentary Authority given Under the KSA Bylaws:** Article 25 (1) of the KSA Bylaws states that:

"The rules of order prescribed in the latest edition of Roberts Rules of Order shall apply at all meetings of the Society, to the extent of their consistency with the Act, these Bylaws and the Regulations."

Following this Bylaw, there are two main issues that present themselves in regards to this point:

- a. **No debate allowed:** At numerous times throughout the meeting (from the point when the meeting was called to order to the point when the motion to approve "Bill RAF2K5" was put forward) calls by the membership for debate as well as questions in regards to the reasons for the meeting and the motions being put forward were repeatedly ignored by the Chairperson.

"Bill RAF2K5" seems to further outline and highlight the intention of the Reduce All Fees Party to not allow debate or amendments to the SGM's agenda or motions, by stating on page 20: "Please Note: The approval or defeat of this *bill* shall be deemed to be in its **entirety** as intended by its creators. In no way shall it be altered or amended" (20).

[RONR (10<sup>th</sup> ed.), p. 41, l. 5-30] and [RONR (10<sup>th</sup> ed.), pg. 42, l. 1-4] outline the rules for debate, which were in no way followed at the KSA SGM on September 29, 2005.

- b. **Improper taking of the vote:** From viewing the video, it is very clear that the Chairperson, in regards to the vote, misled the membership in attendance at the meeting.

In addition to no debate being permitted, the Chairperson confused the issue at hand, stating (and I paraphrase) that “the real reason everyone came was to win prizes.” And as such, he asked that all those who were in favour of the motion and for moving onto the handing out of prizes to raise their hands. Some people raised their hands, but many did not.

Furthermore, the Chairperson failed to ask for those who were opposed to the motions or those who would abstain from the motions. [RONR (10<sup>th</sup> ed.), p. 43, l. 8-25] specifically require that “The chair must always call for the negative vote, no matter how nearly unanimous the affirmative vote may appear.”

Finally, there seemed to be no procedure in place to tally those people who actually voted in favour and who voted against the motions that were on the table. At many large, general assembly meetings that I have attended in the past, on important votes (where a certain number of people are required to vote in favour to ensure the passage of a motion), usually there are volunteers spread out across the room whose sole purpose would be to quickly count and record the number of hands raised in a particular section. Anywhere from ten to twenty-five people could have been assigned to various sections of the conference center on September 29, 2005 to quickly record the number of people in favour of the motion within a very short period of time. This was not done. As such, there is no guarantee that Two-thirds (2/3) of the people present actually voted in favour of the tabled motions.

The minutes of the SGM as typed out onto the screen in real-time at the SGM show the motions as being carried. As such, based on the above irregularities, I would call into question the legitimacy of the motions and propose that they were not in order as they were not properly debated or voted on.

3. **Improper Notice of Motion to Remove Membership Rights:** As you know, there were two motions put forward to the Membership at the SGM. The first was to adopt a new set of Bylaws, and the second was

to remove the society membership rights of Laura Anderson, Steven H. Lee, Rigel Vincent and Kristina Kearly.

Article 3 (9) of the KSA Bylaws states that:

“Notice of a General Meeting must... in the case of special business, state the General Nature of that business.”

The posters that were distributed for notice of the General Meeting stated that the general nature of the meeting was to consider a number of Bylaw changes being put forward by the KSA.

Furthermore, [RONR (10<sup>th</sup> ed.), p. 90, l. 16-19] states that: “...only business mentioned in the call of a special meeting can be transacted at such a meeting.” At the August meeting of Council, when the motion to hold an SGM in September was moved, the purpose stated in the motion was to simply put Bylaw changes forward to the membership.

It's important to also note that Article 3 (9) also states that:

“The accidental omission to give notice of a General Meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that General Meeting.”

Normally, this could justify improper notice of certain motions. However, Article 2 (9) is very specific in stating that:

“A Member may be expelled by a Special Resolution of the Members passed at a General Meeting. The notice of a Special Resolution for expulsion must be accompanied by a brief statement of the reasons for the proposed expulsion. The member who is the subject of the proposed resolution for expulsion must be given an opportunity to be heard at the General Meeting before the Special Resolution is put to a vote.”

and I would submit that this would be a case of a specific rule overriding a general rule. Article 2 (9) requires that notice be given, regardless of the provisions in Article 3 (9) and because at no point was any notice of the removal of membership rights given, the motion would not be in order.

Taking Article 2 (9) further, at no point were any real reason(s) given for the proposed expulsions of Ms. Anderson, Mr. Lee, Mr. Vincent or Ms. Kearly. A very generalized statement was included in “Bill

RAF2K5” (the document that was distributed in limited quantities at the SGM), stated that the motion was put forward:

“by KSA Council members fearing that interference from certain individuals who’s views do not accurately reflect the will of the electorate (that’s you) will *continue* to hinder the democratic process and the duties of the duly elected members of Council” (Bill RAF2K5, Page 2).

This statement precludes the fact that myself and Ms. Anderson are also duly elected members of Council, with a duty under Article (7) (3) (iv) of the KSA Bylaws to “represent the concerns and issues of their campus to Council” as well as to “uphold the Constitution, Bylaws, Regulations and Policies of the Society” as per Article 2 (6).

It is my opinion that this motion, as well as the proposed changes to the Bylaws as put forward under “Bill RAF2K5” serves to effectively silence and remove all opposition to the Reduce All Fees party, granting it unlimited power and authority to all areas of KSA jurisdiction, effectively removing all safeguards that have been setup to ensure that the Society is run in an ethical manner that is respectful of the student’s money.

Aside from this, normally, Article 2 (9) would allow for members who are facing expulsion to raise points of debate as part of a defense against the proposed expulsion, but as can be seen by the video, no debate was allowed to occur by the Chairperson of the SGM on September 29, 2005.

As such, based on the above arguments, it is my belief that the motion to remove the society membership rights of Laura Anderson, Steven H. Lee, Rigel Vincent and Kristina Kearly was not in order and its apparent passing should be of no effect.

4. **Unavailability of “Bill RAF2K5” to those in attendance:** There were limited copies of “Bill RAF2K5”, a package distributed in limited copies at the SGM containing two motions, the first serving to amend the Bylaws and the second seeking to remove the society membership rights of Laura Anderson, Steven H. Lee, Rigel Vincent and Kristina Kearly.

Aaron Takhar stated in the meeting (and I paraphrase from the video recorded of the event) that: “this 200 page package has been available in the KSA office for weeks now.” If this was true, the availability of the 21-page package was not well advertised in the notice given for the meeting.

Furthermore, at no time was the package available for viewing either online, or at the Richmond Campus of the KSA. I would further venture that it is doubtful that the package was available for viewing on either the Langley or Newton campuses, even if it was only available for viewing at anytime at the Surrey Campus.

In the past, the KSA has displayed the complete agenda package via an overhead projector onto a large screen. A simplified agenda did appear on a large screen in the Conference Center, but the complete “Bill RAF2K5” was not displayed in this manner.

I believe the Executive Board of the Kwantlen Student Association has poorly handled the organization of this Special General Meeting and the errors that have been made are a clear form of maladministration on the part of the Society, which cannot be allowed to go unchecked.

Again, it is my wish that the Ombudsperson formally investigate the above allegations and produce a formal written report reflecting such investigation as well as a statement pertaining to whether or not the SGM was legitimately held under the current requirements for conducting Special General Meetings under the Society Act of BC as well as the KSA’s Bylaws, Regulations and Procedures.

I will also be providing you copy of video footage that was shot during the SGM by students Lisa Coan, Christine McLellan and Johnny Woo.

Respectfully submitted,

Steven H. Lee, [REDACTED]