

SPECIAL GENERAL MEETING

September 30, 2020 / 7:00 p.m. / Convened through video conference

MINUTES

Minutes of the University Neighbourhoods Association (UNA) Special General Meeting (SGM) held online Wednesday, September 30, 2020, at 7:00 p.m. It was noted that had the meeting been in-person, it would have regularly met on the unceded traditional territory of the Musqueam people.

ATTENDANCE:

Richard Watson (Chair)
Tor Album
Bill Holmes
Carole Jolly
Jane Kang
Terry Mullen
Murray McCutcheon
Kalith Nanayakkar

ALSO PRESENT:

Sundance Topham, Chief Administrative Officer (CAO)
Kim Campbell – Raincoast Ventures
Kelsey Guenette – Raincoast Ventures

Call to Order

Chair Watson called the meeting to order at 7:00pm. and welcomed residents to the SGM.

A. Introduction to the Special General Meeting**1. Purpose of the Special General Meeting**

Chair Watson reviewed the meeting procedures, noting that per Bylaw 4.4, a quorum is 10 members and therefore quorum was achieved.

The Chair thanked residents for making time to join the meeting, and for taking an interest in the UNA community. The Chair reviewed the purpose of the meeting to consider two special resolutions proposing that the current UNA Bylaws and UNA Constitution be replaced with a new set of Bylaws and Constitution. The Chair then introduced the UNA Board of Directors.

Sundance Topham, (CAO) provided housekeeping information regarding voting methods.

2. Motion to Adopt the Agenda

MOVED THAT the agenda be accepted.

CARRIED

ABSTAINED Carole Jolly, Tor Album

B. Discussion

- Terry Mullen provided history on the Bylaw Working Group, highlighting proposed amendments to the Bylaws, to:
 - Eliminate the positions for University of British Columbia (UBC) and Alma Mater Society (AMS) appointed directors on the UNA Board, so that all directors are elected
 - Permit UBC to appoint two UNA members who have the right to attend and participate in Board meetings, including closed and in-camera meetings, except when a matter is under consideration where UBC could have an adverse interest to the UNA; in addition, one of these members has the right to attend and participate in meetings of the UNA's Finance and Audit Committee
 - Increase the number of elected directors to six, with the authority for the Board to further increase the number to seven
 - Increase the term of office for directors to three years from the current term of approximately two years
 - Reduce the number of consecutive terms a director may serve to two, except when there are fewer candidates for an election than the number of positions to be filled; also, eliminate the Board's discretion to allow one further term
 - Require elections for all directors to be held every three years, commencing 2021
 - Require the election in an election year to be held after the Annual General Meeting (AGM) in that year and by the end of November of that year
 - Require the AGM for a year to be held within six months after the UNA's fiscal year-end
 - Update and improve the provision for directors' stipends
 - Eliminate the provision for the expulsion of UNA members and add a provision stating that a member may not be disciplined or expelled.
- Bill Holmes provided history on the Constitution Working Group, highlighting proposed amendments, to:
 - Represent the interests of residents generally
 - Take positions on matters relating to land use and development on the UBC campus that the UNA considers to be in the best interest of residents to the local areas and designated buildings and to present those positions to UBC and other entities
 - Provide services for the local areas and designated buildings (as defined in the Bylaws) similar to the services provided by a municipality
 - As requested by the Board of Governors, and agreed by UNA, that the UNA Board will act as an Advisory Board
 - Promote a university-town community that supports and enhances the academic mission of UBC and that recognizes the interest of students who are an integral part of the UBC community.

Question and Answer Period

Participants were invited to offer questions/comments (Q/C) regarding the Bylaws, Constitution, and voting, which prompted the following responses (R) by UNA Board Members:

Q/C: What is AMS? (clarification needed)

R: AMS is the Alma Mater Society of the University of British Columbia – Vancouver. It is the student government body for UBC undergraduate students.

Q/C: What are the consequences to a UNA director if they do something illegal?

R: Any illegal action is a matter for the police to deal with. Societies have rules that allow them to expel/discipline their members, and UNA sees itself as moving toward a municipal-like entity and the expulsion of someone for views that they hold that are not consistent with a move in this direction – we would hold those powers for other mechanisms. Expulsion from the UNA is equivalent to removing a person's vote and that is a pretty extreme measure in any democracy. It would seem inappropriate to do this.

Q/C: Can you provide more background that explains why the proposal is in such a strong position of eliminating UBC appointed director positions? Were there serious consequences of having UBC appointed directors in the past?

R: UBC has played a supportive role in this process, recognizing the importance of evolving the UNA governance to support a growing community. The value of democracy is what this is about. There have been instances in the past where the majority of elected directors voted one way, but the minority was supported by appointed directors and carried the day. And that seemed un-democratic to see that happen. Those instances were few, but they did occur, so this is a further reason the UNA is moving to an all-elected Board.

Q/C: How does the UNA determine the interests of the residents and the interests of students?

R: It comes down to ensuring that whatever UNA deals with, we consider the interests of the residents on those lands as well as the students that could be living on those lands and commuting, essentially engaging with the UNA areas in those neighbourhoods, keeping in mind that students come here to study. If these Bylaws and Constitution pass tonight, the AMS will have a representative able to participate and voice the interests of the students. Our hope is that there will be more consultation with residents to find out what their interests are. Townhalls are a good way to do that, as well as online consultation. Anyone who is a UNA resident is welcome to run for a director position on the Board. We think this is the best vehicle to represent our residents. Students, if they are residents, are able to run for a voting seat on the Board. Another way in which residents and/or students can express their interests, is at our monthly Board meetings. We have a place in the agenda "Presentations", where you can voice your issue and it will be heard.

Q/C: How does the UNA Bylaw process impact how the Wesbrook Village landscape will be protected in the future, i.e. more residential buildings or more trees being protected, etc.?

R: Most municipalities have two major responsibilities that the UNA does not have. First, the ability to tax its members, and second, the ability to control or dictate land use policy. The question of land use/development is becoming more and more contentious. This is an area that the Board is moving toward, more representative and democratic, and where the Board can act as an advocate on behalf of the residents.

Q/C: About how many people are eligible to become members of UNA? Does UNA form committees to work on positions for representation to UBC or other levels of government?

R: Currently, there are approximately 12,000 eligible to become members. You must be over 18 years old to become a member and to vote. Yes, UNA forms committees to work on positions for representation to UBC or other levels of government. There is more work underway in the UNA Strategic Plan to develop more committees that report to the Board to help support the Board in its decision-making moving forward.

Q/C: Does each of the five neighbourhoods have a guaranteed seat on the Board?

R: No. This has been discussed at some length. It was decided there would be a bylaw stating that there would be no more than three members from one neighbourhood on the Board.

Q/C: How does the UNA prevent a vocal individual or small group from using the UNA to advance a parochial position?

R. The notion that one person's opinion is not important enough to pay attention to, that is something that is unacceptable. Everyone's voice is important. There are voices that are loud and continuous but even so, we need to hear them. If someone does not speak up about something, how will we know about it? The role of the Board is to assess the issue and determine if there is a problem that needs fixing. The Board will not decide to proceed on something just because one person has been vocal.

Q/C: Can UNA vote about rental policies? Currently there are limited amounts of units that can be rented out and the wait time is long. Which committee could I ask about this issue?

R. This is outside of scope of Bylaw discussion, but worth some clarification. This is a strata question and UBC Property Trust manages all rentals in this area.

Q/C: Thank you for addressing the leaf blowers and noise air pollution.

R. Thank you for the encouragement.

Q/C: Can we add a bylaw that bans gas-powered landscaping tools by the year 2022?

R. This is not in the current bylaw package. The noise bylaw is made by the UBC Board of Governors, proposed by UNA. UNA does not have any jurisdiction about what noise can be made anywhere unless it is property for which UNA is responsible to maintain in which case UNA can hire contractors that are silent gardeners.

Q/C: As previously mentioned, Section 34 of the University Act states that the University may, at its discretion, choose to appoint an Advisory Board. In what capacity would this Advisory Board be operating? What would be the methods of appointment? Would a Terms of Reference be drafted? Would it have any influence whatsoever over land use planning decisions on the university campus?

R. The Neighbour's Agreement does acknowledge UNA as an Advisory body to the UBC Board of Governors. In addition, this is also referenced in the proposed Constitution as one of its purposes. This role has not been used much, possibly down the road it could be used more.

Q/C: What sort of input is there above and beyond the Development Board permits? How do we express our interests?

R. The Development Permit Board does have, for specific applications, committees that form for each one, and UNA does have representatives on those committees.

Q/C: What are the financial implications to the changes of the Bylaws and Constitution?

R. There would be additional insurance costs borne by UNA as a result of the proposed Bylaws and Constitution being passed tonight. The Insurer has said if there is no UBC appointed directors on the UNA Board, they will no longer provide insurance coverage. UNA will be asked to bear the cost of insurance on the community centers. There is also a new joint task force established to further look into the longer term sustainability of the UNA finances and how UBC can help accommodate those costs. There is also work on the way to look at the taxation issues eluded to earlier and certain fees that are currently paid for by service levies. The goal for both parties is to promote and create a financially sustainable UNA going forward.

C. Online voting began at 7:30 pm and ended at 9:00 pm

D. Voting Results

The Chair thanked everyone for voting and to the directors and staff for all their work. Results will be published on the UNA website as soon as they are available.

E. Motion to Adjourn

**Motion to conclude the meeting at 9:00 pm.
CARRIED**

ABSTAINED Carole Jolly, Tor Album

DRAFT