



Notice of Annual Meeting and General Meeting to be held on Tuesday, March 18, 2008, 5:15 p.m.

Nipissing University Student Union ("NUSU") will be holding an Annual Meeting and General Meeting (the "Meeting") on March 18, 2008 at 5:15 p.m. at The Wall. If you are a registered student at Nipissing University and have paid your student union fee then you are eligible to vote at the Meeting.

Please bring your student card. In order to make sure that you are eligible to vote, meeting organizers will check your student card before you are allowed to enter the meeting. Registration will begin at 4:00 p.m. on Tuesday, March 18, 2008.

Agenda

The Agenda for the Meeting is:

1. Motion to appoint Chairperson and Secretary of the Meeting
2. Adoption of:
 - (a) Corporate By-Law 1
 - (i) Motion to approve and accept Corporate By-law 1 in its entirety.
 - (b) Financials
 - (i) The financial statements of NUSU for the year ended April 30, 2007 will be laid before the members.
 - (ii) The report of the Auditor will be received.
 - (iii) Motion to appoint Collins Barrow Chartered Accountants as auditor's of NUSU until the next annual meeting of Members and authorizing the Board to fix the auditor's remuneration.
3. Close Meeting

The Effect of the Motions

By-Law No. 1

In 2007, NUSU engaged legal counsel to review NUSU's corporate governance package. NUSU's legal counsel was of the view that the governance package was deficient in a variety of areas and proposed a revised By-law ("Corporate By-Law 1") which would replace NUSU's corporate governance package and provide new rules under which NUSU would operate. On April 17, 2007, Corporate By-Law 1 was adopted by NUSU's board of executives. Since this original adoption, further input regarding Corporate By-Law 1 was received, and based on these comments, Corporate By-Law 1 was amended. Corporate By-law 1, as amended, was adopted by the current board of director's of NUSU on February 28th, 2008.

A full version of Corporate By-law 1 is available on the NUSU website at: <http://www.nusu.com/content.asp?fileid=nusu+bylaws>. Hard copies of Corporate By-law 1 can also be picked up at the NUSU Central Office during business hours. A black lined version of Corporate By-law 1 illustrating the amendments that were made based on the recent input can be found on the NUSU website as well.

Corporate By-law 1 provides a set of rules under which NUSU, an Ontario not-for-profit corporation, would operate. Key elements of Corporate By-law 1 include:

- (a) A five person board of directors: The board of directors is responsible for the management of NUSU. The board of directors is made up of the four student elected officer's of NUSU and the General Manager of NUSU. The General Manager's vote at director's meetings will be limited to administrative and financial matters only.
- (b) The expansion of Delegate positions: Thirteen (13) Delegates will act as a conduit to provide student input to the NUSU board of directors. Delegate meetings are to take place at least every month and are open to all students of Nipissing University. Delegates will bring matters of concern directly to the board of directors.
- (c) The creation of student members and representative members: The By-law will create student members and representative members of NUSU. Student members will be all registered students of Nipissing University that have paid their student union fee. Student members will be entitled to vote for the elected officers and delegates and in any NUSU referendum.

Representative members will include the board of directors and the elected delegates. These representative members will vote and act on behalf of the student members at future annual meetings of NUSU and at future general meetings of NUSU.

As certain elements of Corporate By-law 1 require different levels of membership approval, Corporate By-law 1 will remain effective in its current form if it is confirmed by at least two-thirds of the votes cast, in person or by proxy, at the Meeting.

If Corporate By-law 1 is not approved at the Meeting, then NUSU will revert to the By-laws previously in place. It is not clear which previous set of By-laws has been validly enacted (there are multiple possibilities). A legal review would be required to determine what set of by-laws, if any, would properly take effect in these circumstances.

Financials

Collins Barrow Chartered Accountants, the auditors of NUSU will provide their report on NUSU at the Meeting and will table the financial statements of NUSU for the year ended April 30, 2007. Copies of the auditor's report and the financial statements are available on the NUSU website at: <http://www.nusu.com/content.asp?fileid=club+1>. Hard copies of the auditor's report and financial statements can also be picked up at the NUSU Central Office during business hours.

You will then be asked to vote to appoint Collins Barrow Chartered Accountants as the auditor of NUSU for the current financial year and to authorize the board of directors of NUSU to fix the auditor's remuneration.

Meeting Rules

To keep the meeting to a reasonable length, the Chairperson may limit the length of debate on resolutions. Therefore, ask questions about the resolutions beforehand. Your questions can be directed to NUSU's elected officers as well as NUSU's Delegates. More information resources are listed on the NUSU website: <http://www.nusu.com/>.

The Meeting will follow a set of rules called "Robert's Rules of Order". This is meant to keep things running smoothly. Discussion during the meeting should be orderly, polite, and to-the-point. The Chairperson is in charge of enforcing this, and running the meeting overall. Some of the basics of "Robert's Rules":

The process for each resolution ("motion"):

(1) Someone will "move" (propose) the resolution. (2) Someone will second the resolution. (3) The Chairperson will state the resolution. (4) The assembly will discuss the resolution. (5) The assembly will vote on the resolution. The resolution to approve Corporate By-Law 1 is a "special resolution" under the *Corporations Act* (Ontario), and therefore will require confirmation by at least two-thirds of the votes cast, in person or by proxy, at the Meeting to pass. The resolution to appoint the auditor requires a majority of the votes cast, in person or by proxy, at the Meeting to pass.

To make a comment:

Go to the microphone at the front of the meeting room, and then wait for the Chairperson to acknowledge you. Try to keep your comment short, polite, and bring up points that no one else has already made.

To ask a question (for clarification on something that has been said):

You don't need to wait for your turn on the speaker's list. Go to the front of the meeting room and loudly call out "point of information". Wait for the Chairperson to acknowledge you and then ask your question.

If you can't hear, or have similar problems:

You don't need to wait for your turn on the speaker's list. Go to the front of the meeting room and loudly call out "point of privilege." Wait for the Chairperson to acknowledge you and then explain the problem.

If you think that the Chairperson isn't following the rules properly:

You don't need to wait for your turn on the speaker's list. Go to the front of the meeting room and loudly call out "point of order." Wait for the Chairperson to acknowledge you and then explain the problem.

To vote:

If you agree with the resolution, raise your hand when the Chairperson says "all in favour". If you disagree with the resolution, raise your hand when the Chairperson says "all opposed". Make sure you raise your hand high in the air so that it is easily visible to the people counting votes. Leave your hand up until you are sure it has been counted or until you are told you can put it down.

Enjoy the Meeting!