

## **QUEER ONTARIO SPECIAL GENERAL MEETING**

Wednesday, April 18, 2012. 6:00 - 6:30 pm. Room 204 at The 519 Community Centre, Toronto.

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Present: Nick M., Alana B., Vince R., John W., Richard H., Dianne M., Casey O.,  
Martin O., Andrew F., Davina H.

Regrets: Rob T., AJ L., Susan G.,

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### **1. GREETINGS**

Nick is Chair. Martin is minute-taker.

Nick welcomes everyone. Everyone introduces themselves. Welcome, everyone!

### **2. ASSIGN TIMEKEEPER**

Nick asks if anyone would like to be our timekeeper. Dianne volunteers to be timekeeper. Thanks go out to Dianne for volunteering.

### **3. AGENDA REVIEW + APPROVAL**

The agenda cannot be amended at a Special General Meeting; therefore, it remains as-is.

### **4. CHAIR'S REMARKS**

Nick notes that the amendments presented were requests and recommendations made to the Steering Committee at the Queer Ontario Annual General Meeting (back in November of 2011), plus other items that the Steering Committee felt would be necessary to clarify the language in the Queer Ontario bylaws. Some changes, like the one calling for a consideration of volunteer hours towards Participating Membership, are also being put forward to make membership more accessible to individuals who cannot attend our meetings.

### **5. STEERING COMMITTEE DECISION RE: 'CONFLICT OF INTEREST'**

*Background:* At the AGM, we were asked to clarify what 'conflict of interest' means when it comes to Section 505(b) of the Queer Ontario Bylaws (Discipline and/or Removal).

*Steering Decision:* We have decided to define 'conflict of interest' in strictly fiduciary terms since this is the legal definition of the term. We understand that there are broader definitions for the term 'conflict of interest' -- such as those related to the holding of another position that may compromise an individual's ability to serve in the best interest of the organization -- but we feel these other possibilities have been adequately outlined in the other offending behaviours outlined in Section 505.

There appear to be no major objections to this definition or explanation.

Therefore: Motion to accept this definition. Dianne moves. Alana seconds.  
 Vote: None opposed. No abstentions. Unanimous approval.  
 Outcome: The motion is carried.

## **6. STEERING COMMITTEE DECISION RE: 'A QUEER ONTARIO GATHERING'**

*Background:* This clarification was also made of us at our Annual General Meeting.

*Steering Decision:* We have decided to define a Queer Ontario 'gathering' as "any informal gathering by Queer Ontario members and other interested participants that has not been previously communicated by the organization." This would include, for example, the informal gatherings that usually take place in the lobby of the 519 Community Centre after each Monthly Meeting, which are not formally advertised or planned, but which constitutes an informal gathering of Queer Ontario members. This may also include an unofficial gathering of Queer Ontario members at an event where a number of Queer Ontario members have been individually invited.

There appear to be no major objections to this definition or explanation.

Therefore: Motion to accept this definition. Alana moves. Richard seconds.  
 Vote: None opposed. No abstentions. Unanimous approval.  
 Outcome: The motion is carried.

## **7. STEERING COMMITTEE DECISION RE: THE INCREASE OF AT-LARGE MEMBERS FROM 2 TO 4, WITH EARMARKS**

*Background:* A request was made of us at our AGM to look into the possibility of increasing the number of at-large members from two to four. The idea was that an increase in the number of at-large members would result in a greater geographic diversity of the members within the Steering Committee.

*Steering Decision:* We have agreed to increase the number of at-large positions, as requested, but felt that this would only work if we specifically earmarked these two additional positions for individuals outside of Toronto. Therefore, we have decided that we would increase the number of at-large members from two to four provided that these two new positions are earmarked for individuals living outside of Toronto. If no one from outside of Toronto comes forward to fill these positions, then these positions will remain vacant.

There appear to be no major objections to the proposal.

Therefore: Motion to accept the increase of at-large members from two to four, with earmarks. Vince moves. John seconds.  
 Vote: 1 Abstention. None opposed. All others in favour.  
 Outcome: The motion is carried.

## **8. MOTION TO UPDATE THE MEMBER-AT-LARGE BYLAWS, AS OUTLINED IN BYLAW AMENDMENT 1**

*Background:* The membership's approval of the increase in at-large members will inevitably affect the Queer Ontario bylaws governing the election of at-large members. This includes a change to the number of total electable at-large members from two to four, and the addition of a clause communicating the geographic conditions placed on the extra two. This affects Bylaw 803 (Members-at-Large), Bylaw 701 (General Assembly Composition and Authority) and Bylaw 801 (Steering Committee Composition and Authority), as outlined in Bylaw Amendment 1 [Appended]

There appear to be no major objections to this amendment.

Therefore: Motion to accept Amendment 1. Dianne moves. John seconds.  
 Vote: No abstentions. None opposed. Unanimous approval.  
 Outcome: The motion is carried.

## **9. MOTION TO ACCEPT AMENDMENT 2: INCLUSION OF VOLUNTEER HOURS TOWARDS PARTICIPATING MEMBERSHIP**

*Background:* This amendment is intended to clarify the language governing Participating Membership [Section 501] so that a person's mere "interest" in contributing to the planning or execution of Queer Ontario initiatives is changed to an "actual" contribution to the planning or execution of Queer Ontario initiatives. This will allow volunteer hours (six) to be counted towards Participating Membership, which is unavailable under the current wording of the bylaw.

We have also decided to include a clause (iv) indicating that a combination of up to six hours of volunteer time and meeting time will be considered towards Participating Membership to ensure that that is clear as well.

*Discussion:* Alana asks if the clause indicating that Participating Membership will be limited to "any person living in Ontario" will remain as-is. Martin assures that it will, since it is very important to the provincial focus of our Membership. This assurance is well received.

Therefore: Motion to accept Amendment 2. Alana moves. John seconds.  
 Vote: No abstentions. None opposed. Unanimous approval.  
 Outcome: The motion is carried.

## **10. MOTION TO ACCEPT AMENDMENT 3: REMOVAL OF THE "AND/OR CONTRIBUTES" CLAUSE IN THE E-MEMBERSHIP DEFINITION**

*Background:* This amendment is being tabled because the clause indicating that a person remains an e-member if they have "contributed to Queer Ontario initiatives but are not compelled to

register as a member of Queer Ontario" is redundant, since registration as a member of Queer Ontario is a pre-condition to becoming a Queer Ontario member. This amendment will also help solidify the logical definition of an e-member to encompass anyone who follows us via one of our online channels.

There appear to be no major objections to this amendment.

Therefore: Motion to accept Amendment 3? John moves. Alana seconds.  
Vote: No abstentions. None opposed. Unanimous approval.  
Outcome: The Motion is carried.

## **11. MOTION TO ACCEPT THE PROPOSED RENUMBERING OF THE BYLAWS**

*Background:* This amendment is being proposed to make it easier for individuals to locate and reference our bylaws. That is: using numbered clauses instead of full paragraphs (as our bylaws are currently written) will make it easier to distinguish points and reference a specific clause without have to read through otherwise irrelevant text.

There appear to be no major objections to this amendment.

Therefore: Motion to accept the proposed renumbering of the bylaws.  
Diane moves. Alana seconds.  
Vote: No abstentions. None opposed. Unanimous approval.  
Outcome: The motion is carried.

## **12. ADJOURNMENT**

The meeting was completed a 1/2 hour earlier than planned. Nick thanks everyone for coming out and participating in these discussions. The meeting is adjourned by unanimous approval.

[Appended: The Proposed Bylaw Amendments]

**AMENDMENT 1:  
Adding a clause that counts volunteer hours towards Participating Membership**

*We propose the addition of a clause counting volunteer hours towards the Participating Membership [Section 501], as a way to make it easier for individuals who cannot attend or participate in Queer Ontario meetings to become Participating Members. Therefore...*

We propose a change from:

Participating membership... may be granted to any person living in Ontario who:

- i. has filled out the official QUEER ONTARIO registration form; and
- ii. has an interest in contributing to the planning or execution of QUEER ONTARIO initiatives; and
- iii. has participated in person or by other means in at least three (3) QUEER ONTARIO meetings per year, which need not be monthly meetings and need not be consecutive.

To:

- i. has filled out the official QUEER ONTARIO registration form; and
  - ii. has contributed six (6) hours to the research, writing, planning, or execution of one or more QUEER ONTARIO initiatives per year; or
  - iii. has participated in person or by other means in at least three (3) QUEER ONTARIO meetings per year, which need not be monthly meetings and need not be consecutive; or
  - iv. has engaged in a combination of (ii) and (iii) for a total of six (6) hours.
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**AMENDMENT 2:  
A clarification of one of the qualifications for E-Membership**

*To avoid any ambiguities or confusion, we suggest that the 'planning or execution of Queer Ontario initiatives' clause be clarified in the description of the E-Membership [Section 501]. Therefore...*

We propose a change from:

Electronic membership or e-membership, which permits members to attend all meetings and participate in discussion but not engage in decision-making or voting, may be granted to any person who follows or subscribes to QUEER ONTARIO's QO-News, social and/or electronic media and/or contributes to the planning or execution of QUEER ONTARIO initiatives but is not compelled to register as an official member of QUEER ONTARIO.

To:

Electronic membership or e-membership, which permits members to attend all meetings and participate in discussion but not engage in decision-making or voting, may be granted to any person who follows or subscribes to QUEER ONTARIO's QO-News, social and/or electronic media, or would otherwise be eligible for Participating Membership, but is not compelled to register as an official member of QUEER ONTARIO.

**AMENDMENT 3:  
A change in the number of At-Large Members from 2 to 4.**

*If our proposal to increase the number of At-Large Members from 2 to 4 is accepted (with the two new positions being specifically earmarked for individuals living outside of Toronto), then we will need to change all clauses in the Bylaws making references to the number of At-Large Members. This affects:*

**1. Bylaw 803 (Members-at-Large):**

“The General Assembly may elect up to ~~two~~ **four** individual members-at-large to the Steering Committee all of whom must be participating members in good standing of QUEER ONTARIO. Two of these at-large positions shall be specifically earmarked for participating members residing outside of Toronto. Each of these members-at-large shall have voting status on the Steering Committee.

**2. Bylaw 701 (General Assembly Composition and Authority):**

“The General Assembly shall be entitled to elect annually up to ~~two~~ **four** members-at-large to the Steering Committee, in accordance with by-law 803.”

**3. Bylaw 801 (Steering Committee Composition and Authority):**

“The Board of Directors, from this point forward known as the Steering Committee, shall consist of the chairs of each of the standing committees, ~~two~~ **four** members-at-large elected by the General Assembly to represent the individual members -- as specified in bylaw 803 -- and the Coordinators.