

UWSA Board of Directors

Meeting #13

Our mandate: "To serve, represent and advocate for students."

MEMBERS OF THE BOARD (EX-OFFICIO, NON-VOTING):

- Board Facilitator Sami Pritchard
- Board Chair Mohamed Mahmoud
- Board Minute-taker Ahmed Abdallah
- President Jeremiah Bowers
- VP Student Advocacy Arop Plaek Deng
- VP Student Services Ahmed Abdallah
- VP Finance & Operations Sahibjot Grewal
- General Manager Maria Hamilton (Board Observer)
- Society Presidents Various (Board Observer)

MEMBERS OF THE BOARD (14):

Advait Desai	Schulich School of Medicine & Dentistry Rep.	Paramjot Gogia	Science Rep.
Amber Tazzman	Education Rep.	Petar Bratic	Business Rep.
André Ducharme	Business Rep.	Biane Deghaiche	Senator
Jasleen Dayal	FAHSS Rep.	Lena Sleiman	Senator
Kevinprecious Fawehinmi	International Students' Rep.	Linden Crain	Senator
Mohamed Mahmoud – late 6:50pm	Engineering Rep.	Mohammad Hannan Sadar	Senator
Nyusha Samiei	Law Rep.	Quessia Mugabo	Senator

ITEM DISCUSSION

ACTION

1.0 Call to Order – 6:10pm

2.0 Land Acknowledgment

We acknowledge that the land on which we gather is the unceded and traditional territory of the Three Fires Confederacy of First Nations, comprised of the Ojibway, the Potawatomie, and the Odawa. This territory is covered by the Upper Canada Treaties. Today, this meeting place is still the home to many Indigenous peoples from across Turtle Island and we are grateful to have the opportunity to work on this land.

3.0 Chair's Business

3.1 E-Meeting Etiquette

3.2 Appointment of Board Minute-taker

MOTION TO APPROVE

BIRT Ahmed Abdallah be appointed as the Minute-Taker

Moved: Amber Tazzman / **Seconded:** Linden Crain **(CARRIED)**

4.0 Unfinished Business Discussion

5.0 Approval of the Agenda* Approval

6.0 Approval of the Minutes* Approval

6.1 March 30th, 2020

7.0 Business Arising from the Minutes/Action Items

8.0 Presentations to the Board Information

8.1 COVID-19 Update J. Bowers

- Spoke on a petition UWSA released advocating for more compassionate grading options for students. Received a huge and immediate response from students. Unfortunately, the University did not budge on their previous grading options released and WUFA was not opposed of it entirely but was not directly advocating. Other faculty members are making specific accommodations for individual students or their courses. Arop Plaek Deng and Jeremiah Bowers will be doing live/pre-recorded FAQ on social media to support students with questions. Also, a discussion was brought up that the University may delay the start of the Fall 2020 Semester.

8.2 2020-21 Preliminary Budget S. Grewal

- The preliminary budget was presented and discussed by the VP Finance and Operations Sahibjot Grewal.

8.3 GPC Recommendation – Exec Signing Authority J. Bowers

8.4 GPC Recommendation – Calling of Meetings J. Bowers

8.5 GPC Recommendation – AGM Quorum J. Bowers

MOTION TO MOVE IN-CAMERA

BIRT the meeting goes in-camera to discuss the budget with the Executives, Facilitator, General Manager and Herman Dayal (incoming UWSA President).

Moved: Petar Bratic / **Seconded:** Hannan Sadar **(CARRIED)**

MOTION TO MOVE OUT OF IN-CAMERA

BIRT the meeting goes out of in-camera

Moved: Paramjot Gogia / **Seconded:** Andre Ducharme **(CARRIED)**

9.0 Proposed Motions Approval

9.1 2020-21 Preliminary Budget Approval BOD200406-9.1

MOTION TO APPROVE

BIRT the preliminary budget for the 2020-21 fiscal year be approved.

Moved: Amber Tazzman / **Seconded:** Paramjot Gogia **(CARRIED)**

Petar Bratic and **Paramjot Gogia** abstained

9.2 GPC Recommendation – Exec Signing Authority BOD200406-9.2

- This is the first discussion on the motion so this will be further discussed and voted on at the next meeting.

9.3 GPC Recommendation – Calling of Meetings BOD200406-9.3

- This is the first discussion on the motion so this will be further discussed and voted on at the next meeting.

9.4 GPC Recommendation – AGM Quorum

BOD200406-9.4

- This is the first discussion on the motion so this will be further discussed and voted on at the next meeting.

10.0 Reports

Information

10.1 Operations Committee

10.2 Standing Committees

10.3 Ad-hoc Committees

11.0 New Business

Discussion

12.0 Question Period

Information

13.0 In-Camera

14.0 Adjournment

Approval

MOTION TO ADJOURN

BIRT the meeting of the Board be adjourned at 8:01pm.

Moved: Paramjot Gogia / **Seconded:** Amber Tazzman

(CARRIED)

Please carefully review the 'starred' (*) consent agenda items. As per the April 5th, 2018, meeting, 'starred' items are deemed non-controversial items and therefore will not be discussed during a scheduled meeting unless a member specifically requests that a 'starred' agenda item be 'un-starred' and therefore open for discussion/debate. This can be done any time before (by forwarding the request to the minute-taker/chair) or during the meeting. By the end of the meeting, agenda items which remain 'starred' (*) will be deemed approved or received.

Item: **9.1 (2020-21 Preliminary Budget)**

MOTION:

BIRT the preliminary budget for the 2020-21 fiscal year be approved.

Item For: **Approval**

Forwarded by: **Finance Committee**

Rationale:

- There are two phases of the budgeting process: phase 1 is the *preliminary budget* and phase 2 is the *final budget*.
- The preliminary budget is intended to ensure that departments have the resources to continue their operations as they were done in the previous year. The preliminary budget is reviewed by the Finance Committee and presented for approval to the outgoing Board.
- The final budget process occurs after May 1st of each year with further consultation from the incoming coordinators and executives. New initiatives are reviewed during that process as well. In the new term, the approved preliminary budget will be reviewed by the Finance Committee for review/recommendations and then presented to the Board for final approval.

Item: **9.2 (Bylaw Change: Executive Signing Authority)**

MOTION:

BIRT the Board of Directors amend By-Law 140.01(b) to replace “the second Friday of April” with “April 30th.”

BE IT FURTHER RESOLVED THAT this By-Law amendment revert to “the second Friday of April” at 12:00 AM on May 1st, 2020.

Item For: **Approval**

Forwarded by: **Governance & Policy Committee**

Rationale:

- As per By-Law 140.01(b), the current signing authority for the President and Vice President Finance & Operations ends on the second Friday of April, which is April 10th, 2020.
- Due to the onset of COVID-19, these are extraordinary circumstances wherein there remain a number of urgent matters requiring the signing approval of the Executives. It should also be noted that two permanent staff members (the General Manager and Finance Manager) do have signing authority; however, the Executive Policy outlines that certain documents have the Executives as principal signatories.
- Many of these urgent matters have been delayed due to all organizations, including those with whom we are undertaking agreements, now having to prioritize COVID-19. Nonetheless, these are matters that can and should be addressed with due consideration within the month of April, rather than rushed to meet the deadline of this Friday, April 10th, 2020.
- This is only a temporary emergency measure and will revert to the language “second Friday of April” at the beginning of the 2020-21 term.
- **In order to make this change, the Board must follow the process outlined in the recently amended By-Law 130.01. This calls for the motion to be read at the first meeting, then read again, discussed and voted on at the second meeting. Upon the advice of legal counsel, we have requested that the Board hold two back-to-back meetings in order to pass this amendment, given the circumstances.**

Item: **9.3 (Bylaw Change: Calling of Meetings)**

MOTION:

BIRT the Board of Directors amend By-Law 60.03(a) to read the following (changes highlighted):

- a) Meetings of the Board will be called by the Chair/Facilitator, Minute-taker, **President, or upon the direction in writing to any of the aforementioned by four Directors.**

Item For: **Approval**

Forwarded by: **Governance & Policy Committee**

Rationale:

- Currently, only the Chair/Facilitator or Minute-taker can call meetings of the Board. There was a tabled motion at AGM 2020 that would've allowed for a certain number of Directors to call Board meetings. Further, there was discussion by the Operations Committee to also propose that the President be allowed to call Board meetings, as already happens in the event of the absence/incapacity of the Chair, Facilitator and Minute-taker.
- After much discussion, the GPC determined that "four" (4) Directors would be sufficient for an obligatory request to be made of the presiding officer. The Board could have anywhere from 10 to 30 Directors. This number prevents the process from being abused by only a handful of Directors.
- Note: This does not grant Directors the ability to call meetings, aside from the process that currently exists. This grants a group of Directors the ability to require that the presiding officer (i.e. chair, minute-taker, or President) call the meeting.
- **In order to make this change, the Board must follow the process outlined in the recently amended By-Law 130.01. This calls for the motion to be read at the first meeting, then read again, discussed and voted on at the second meeting. We requested that the Board hold two back-to-back meetings in order to pass this amendment, given the circumstances.**

Item: **9.4 (Bylaw Change: AGM Quorum)**

MOTION:

BIRT the Board of Directors amend By-Law 40.09 to read the following (changes highlighted):

The A Quorum for the transaction of business at any meeting of Members ~~shall not be less than~~ **is fifty (50)** members, whether present in person or by proxy.”

Item For: **Approval**

Forwarded by: **Governance & Policy Committee**

Rationale:

- Since at least 2017, there have been historical challenges to maintaining a 75-person quorum at the Annual General Meeting, despite creative measures and initiatives to retain quorum.
- After discussion, the GPC decided that 50 members is a reasonable balance between ensuring there is an adequate number of Members present and being able to conduct business.
- **In order to make this change, the Board must follow the process outlined in the recently amended By-Law 130.01. This calls for the motion to be read at the first meeting, then read again, discussed and voted on at the second meeting. We requested that the Board hold two back-to-back meetings in order to pass this amendment, given the circumstances.**