Federation of Students
BOARD OF DIRECTORS
March 14, 2017, SLC 1106

Present: Alexander Wray (Chair), Sacha Forstner (Secretary), Brian Schwan, Christos Lolas, Deanna Priori, Sarah Wiley, Tomson Tran, Tristan Potter.

Phone-In: Jana El Khatib.

Absent: Caleb Voskamp, Fatema Boxwala, Suzanne Burdett (non-voting).

Guests: Andrew Clubine, Antonio Brieva.

CALL TO ORDER
The regular meeting of the Board of Directors assembled at 16:00 in SLC 1106. Alexander Wray, Chair of the Board, took the chair, and Sacha Forstner acted as secretary on behalf of Vice President Internal Deanna Priori. The Chair verified the meeting was properly constituted in accordance with the Corporation’s bylaws, policies, and procedures, that due notice had been given to all members, and that a quorum was present.

The Chair called the meeting to order at 16:05.

I. EXECUTIVE UPDATES

Vice President Education Wiley
The Research and Policy Officer has been hired, and is expected to start work on the 27th of March. OUSA GA was a success, ultimately passing three policy papers. The Advocacy Strategy Plan will be coming forward in the further business of the present meeting.

Vice President Internal Priori
Feds on Tour is underway, focused on promoting the Annual General Meeting. Volunteer Appreciation Night is approaching, and tickets are sold out. Executive transition is underway.

Vice President Operations and Finance Schwan
Work with BDO in conjunction with the General Manager is taking up a lot of time. Staff evaluations have been completed and sent to HR for review. The Bombshelter Pub is preparing for St. Patrick’s Day, and also now serves craft beer.
Draft budgets are to be expected from all departments close to the end of March.

President Lolas
In addition to participating in key staff evaluations, meetings have been held with IT to discuss Board support. Preparation for transition and the General Meeting is taking a lot of time. In conjunction with the VP Education, work is in progress on a formal structure for the Advocacy coalition.
The Orientation budget is pending approval by the Orientation Steering Committee, and will come to the Board for final approval in April.
II. CHANGES TO BOARD PROCEDURE

Board raised from the table a motion by Forstner and Lolas to approve the new Board Procedure 14, as presented.

Forstner briefly identified key changes that had been made to the draft procedure based on the feedback received at the March 7th meeting. Schwan identified concerns with the potential for discontinuity embedded in the procedure, and expressed a desire to spend more time studying and considering its contents.

Schwan and Wiley move to table the motion to the April meeting of the Board. Carried.

III. FEE INCREASE

Board heard a motion to approve a $0.50 per student per term increase to the Federation of Students fee beyond the standard Consumer Price Index increase, subject to ratification at the General Meeting of March 29, 2017 in accordance with Section 4 of the Bylaws.

Priori and Schwan.

Priori presented the final draft of her proposal, which outlined all items for which the revenues generated by the increase would be used, both in terms of aggregate cost and in terms of net-increase per student per term per item. Board was provided with statistics regarding the current workload of the Clubs Manager, as evidence supporting the need for a part-time assistant.

Debate ensued on the motion. Directors noted the need for a long-term fee strategy, and that approving an increase in the absence of such a strategy would be inappropriate. Directors discussed the difference between funding as a problem solution and funding as convenience, and noted that the proposed Service Coordinator honorarium increases and part-time Clubs Assistant were proposals rooted in identified problems.

Forstner and Priori move to amend the motion to reduce $0.50 to $0.35.

Forstner indicated that the $0.35 would allow sufficient funds for the Service Coordinator honorarium increases and the hiring of the part-time Clubs Assistant, but would forego the remainder of the proposal.

Debate ensued on Forstner’s amendment. Directors expressed concerns that the amendment amounted to a nickel-and-dimen of the Campus Life Department, and that a broader funding allotment would allow the Department to serve students more effectively. Other directors expressed reservations that the current campus climate was not friendly to fee increases, and advised greater restraint.

The question was called on Forstner’s amendment, and it carried.
The question was called on the primary motion, and it carried.

IV. ANNUAL GENERAL MEETING AGENDA

Board heard a motion to approve the agenda for the Annual General Meeting of March 29, 2017, as presented, subject to the understanding that the ratification of the $0.35 fee increase would be inserted as item 10.

Lolas and Priori.

Lolas presented the draft agenda for the Annual General Meeting, which would include routine fee increases and the Board-approved fee increase, ratification of bylaw amendments and election results, the presentation of the audit and appointment of the auditors, and one member-submitted proposal.

Schwan suggested removing item 4, appointment of the auditors, on the grounds that new auditors would not be appointed for Fiscal 2016.

The Chair found Schwan’s suggestion to be friendly, and deemed it adopted.

Wray and Forstner move to amend the proposed agenda by shifting the member’s motion on CECA to the spot following ratification of the bylaws. Carried.

Forstner noted that the numbering and core structure of the bylaws was out of step with the Board approved version. The Chair committed to correcting the bylaws to the board-approved version prior to the General Meeting.

Lolas and Forstner move to amend Article 8.2. of the revised bylaws by inserting new text into clause (1), striking clause (2.1), and splitting clause (1) after the first sentence, and renumbering accordingly, such that the final text of the section would display as follows:

(1) Voting members shall include the Executive, Councillors from each constituency, and the president, or designate selected in accordance with Procedure, from each constituency Society, provided that no two voting Society representatives on Council are representing the same constituency.

(2) No individual may hold multiple seats on Council.

(3) Non-voting members shall be:
   1. The Chair of the Board.

The question was called on Lolas’ bylaw amendment, and it carried unanimously.

The question was called on the primary motion, and it carried.

Board heard a motion to task the executive to publish the second notice for the meeting.
Forstner asked for an update on the development of a “Report to the Membership” previously tasked to the Executive and the Chair. Lolas affirmed that an update would be provided, and the Board held a brief discussion about the form and content of such a report.

Wray and Schwan. Carried.

V. MANAGEMENT LETTERS AND DRAFT RESPONSES

Schwan presented the auditors’ management letters for Fiscal 2015, and the draft responses to the letters.

The Board was provided with an in-depth overview of the contents of the letters and the draft responses for the Corporation, as well as the letters and responses for the audits of the Mathematics Society and the Pharmacy Society. Schwan noted that the draft response for the Corporation incorrectly responds to the auditors’ concern about approval of minutes by specifying it as a Society concern, and promised to correct the response accordingly.

Directors asked questions regarding the monitoring of Society finances and budgets. Schwan explained that the Societies are monitored by his office and by the Accounting Department, and that approval of Society budgets is delegated to Society councils via the Societies Agreement. Directors noted that the management letters referred to Society Councils as Boards, and expressed concern about the potential that Society Councillors might be bearing liability on behalf of the Corporation. The possible need for improved risk management within the Societies was raised.

Directors discussed the management letters’ comments regarding administration and records. It was agreed that it would be important to build cultures and training for good administrative record-keeping moving forward.

Schwan noted that the draft response to the Engineering management letter was not included due to an administrative failure to provide Engineering with the letter in the first place. The relevant draft response will be provided to Board once it is ready.

Board heard a motion to receive the management letters and approve the draft responses as presented, subject to the corrections noted during Schwan’s presentation.

Schwan and Wiley. Carried.

VI. RESCHEDULING OF APRIL MEETING

Lolas raised concerns about the timing of the April regular meeting, in light of the planned schedule for Executive Transition.

Board heard a motion to reschedule the next regular Board meeting to April 18th 2017 at 16:00.

Lolas and Priori. Carried.
VII. ADVOCACY STRATEGIC PLAN

Board heard a motion to adopt the Advocacy Strategic Plan, subject to the Federation of Students Long Range Plan, as presented.

Wiley and Priori.

Wiley presented the draft strategic plan for Feds Advocacy, providing the Board with an overview of the anticipated campus and political climate in the next three years, and identifying ten core focus areas for the President and VP Education portfolios in that time. Wiley further noted that future reviews of the plan should be expected to coincide with updates to the Long-Range Plan, in order to ensure institutional cohesiveness.

Discussion ensued on the proposed plan. Directors expressed their thanks to Wiley for preparing the plan, but noted specific concerns, specifically the lack of action statements, limited evidence of a clear link to the Long-Range Plan, and the lack of a clear implementation plan. Further discussion ensued surrounding the core purpose of the document, specifically whether its purpose was to be a plan with a roadmap, or a vision statement about key advocacy needs in the near future.

Forstner and Lolas move to amend the motion to read:

Resolved, Board accepts the Vision Statement on Advocacy as presented, pursuant to the Federation of Students Long Range Plan; and

Further Resolved, Board authorizes the Vice President, Education to make changes to the Vision Statement not affecting the substance of the Statement itself.

The question was called on Forstner’s amendment, and it carried.

The question was called on the primary motion as amended, and it carried.

VIII. OTHER BUSINESS

Schwan informed the Board that the draft procedure on risk management was complete, and would be circulated to all directors for review following the meeting.

IX. CONFIDENTIAL SESSION

Having concluded all business on the regular agenda with no further business arising, it was moved that Board enter confidential session.

Lolas and Forstner. Carried.

All guests were asked to leave the room. Board enters confidential session at 17:40.