Federation of Students
BOARD OF DIRECTORS
May 30, 2016, SLC 1106

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

Absent: Fatema Boxwala, Jana El Khatib, Suzanne Burdett*(non-voting)

*Excused

CALL TO ORDER AND BOARD TRAINING

The Regular Meeting of the Board of Directors assembled at 19:00 in SLC 1106. In the absence of an elected Chair, President Christos Lolas took the Chair Pro Tempore, and Vice President Internal Deanna Priori acted as Secretary. The Chair verified that 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.

Prior to calling the meeting to order, the Chair provided training to all Board members. Information was provided regarding: the constitution of the Federation of Students, the role of the Board, fiduciary responsibility, the Corporations Act, the Feds staff structure, building management, HR, and the Feds-University relationship.

The Chair called the meeting to order at 20:36.

I. ELECTION OF THE CHAIR

Board heard a motion to elect a Chair to serve under section X(H) of the Federation of Students by-laws. Alexander Wray was nominated and acclaimed to the position.

Forstner and Wray. Carried.

Lolas yields the Chair to Wray.

II. EXECUTIVE REPORTS

Vice President Education Wiley:
Four part-time staff have been hired under the VP Education portfolio: The Academic Affairs Commissioner, Government Affairs Commissioner, and Events Coordinator, as well as an Executive Assistant. The Stakeholder Relations Officer role is currently vacant, but will hopefully be filled towards the end of the Fall term.

Vice President Internal Priori:
A Society Relations Commissioner has been hired under the VP Internal Portfolio. The Campus Life Department ran a successful Welcome Week. The main challenge this month has otherwise been seeing to the fulfilment of the Student Life Endowment Fund requests that were granted at the end of Fiscal 2015, as this requires developing an understanding of the University’s financial systems.
Board asked a question re: the disciplinary action being taken against the Students For Life Club. Priori answered that the process is still being worked out as executives on both ends are in the midst of transition. For further background on this issue, refer to the minutes from the Board meeting on April 14th, 2016.

*Vice President Operations and Finance Schwan:*
Actuals are coming in, and are being updated in the budget as they arrive. The budget committee will be meeting within the next week to review the preliminary draft of the budget. The current plan is to present a final copy of the budget to Council and Board by the end of June. The new POS System is being launched in July in the Accounting Department, and in August in the Commercial Services. Campus Bubble will be serving ice cream soon.

*President Lolas:*
Most time is currently being spent on the SLC/PAC Expansion, which is now into the detailed design phase. In the Orientation department, Orientation Administrative Coordinator Taylor Kerstens has accepted a secondment to the Faculty of Environment for approximately 8 months. Talks are underway to determine how best to fill her role in the time she is gone, particularly in the lead-up to Orientation Week in September.

**III. ELECTIONS TO COMMITTEES**

Board heard a motion to elect a member to fill the vacancy on the SLC Management Committee.

Caleb Voskamp was nominated and acclaimed to the vacant seat.

*Schwan and Lolas. Carried.*

**IV. BY-LAW CLEANUP PROJECT**

Board heard a motion to establish the Bylaws Cleanup Committee as an *ad hoc* committee of Board, as circulated in the agenda.

Forstner referenced the proposal circulated, explaining that the purpose of this project is not to make significant structural changes to the corporation, but to propose reasonable adjustments to the bylaws in order to eliminate inconsistencies and align the text with desired practices. The importance of establishing a procedure for future bylaw amendments was also highlighted.

The final text of the motion was as follows:

*Resolved,* The Board shall strike an *ad hoc* Bylaws Cleanup Committee, with the following membership:

- The Chair of the Board (Committee Chair)
- The President;
- Two non-Executive members of the Board;
• One student-at-large, selected by Students' Council, who is not also a member of the Board; and
• The Research and Policy Officer (non-voting), who shall serve as a resource member of the committee

And that the mandate of the Bylaws Cleanup Committee will be:

• To examine the Federation of Students Bylaws and identify all inconsistencies, anachronisms, vague language, and undesirable components;
• To determine how best to reconcile the above against current or desired practices—excluding major changes to the organization’s governance structure—and to subsequently recommend the appropriate changes to the Board by no later than August 31st, 2016
• To, by no later than January 31st, 2017, recommend to the Board a formal procedure on bylaw amendments that guarantees due consideration and appropriate stakeholder consultation on all future changes to the bylaws. This procedure must be consistent with the bylaws following the 2016 Annual General Meeting.

Forstner and Schwan. Carried.

Board heard a motion to appoint the non-executive members of the Bylaws Cleanup Committee.

Sacha Forstner and Tristan Potter were nominated and acclaimed to the seats on the committee.

Forstner and Wray. Carried.

V. OTHER BUSINESS – ASSISTANT SECRETARY

Board heard a motion to appoint Sacha Forstner as Assistant Secretary of Board.

Forstner clarified that, as the bylaws specifically name the VP Internal as Secretary of the Corporation, the assistant role would not be an Officer of the Corporation, and would involve simply taking minutes at meetings for final approval and presentation to Board by the VP Internal.

Priori and Forstner. Carried.

VI. CONFIDENTIAL SESSION

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

Lolas and Voskamp. Carried.

Board enters Confidential Session at 21:00.