Due to the COVID-19 pandemic, this meeting was held by videoconference.

1.0 PRELIMINARIES

1.1 Call to Order

B. Easton presided as Chair and called the meeting to order at 5:32 p.m.

1.2 Approval of the Agenda

The Chair assumed the agenda.

1.3 Territorial Acknowledgement

Pursuant to Federation Policy 50, Indigenous Engagement and Inclusivity, the Chair acknowledged the territory upon which WUSA operates.

1.4 Oral Conflict of Interest Declaration

In accordance with Procedure 2, §II (6), the Chair posed the following question:
"In relation to any of the items of business on the agenda for the meeting, does any Director have an actual, perceived, or potential conflict of interest?"

E. Yang declared conflict on item 5.1 as he sit on the Engineering Society Board.

### 1.5 Remarks of the Chair

The Chair noted an item received by S. Burdett to be included in the new business section of the meeting.

### 2.0 APPROVAL OF THE MINUTES OF THE STUDENT COUNCIL BOARD MEETINGS

The Chair remarked that no minutes have been received for approval at this meeting. S. Burdett had been sourcing options for services which could conduct minutes for the Board.

### 3.0 REPORTS

#### 3.1 Executive Reports

The following is a report from each Executive.

3.1.1 **President**

A. Simpson discussed outstanding items of the memo which was sent to council and noted the following:

- The services review was underway
- AVP hiring under review
- Commission procedure under review
- Code of conduct completed yesterday, this would go to October PPC
- Social media policy written by Gerrits, end of October deadline

3.1.2 **Vice President, Operations & Finance**

A. Simpson advised there were no updates to relay and invited questions from the Board. It was noted that the wage subsidy was being worked on by S. Burdett.

3.1.3 **Vice President, Education**

M. Town highlighted the upcoming visits from OUSA and UCRU and strongly encouraged the Board to attend those meetings, to better understand what these organizations do and how the fees were spent.

S. Burdett joined at 5:43 p.m.

Two (2) quotes had been obtained for minute taking services to support the Board and VPOF and have the Board minutes completed in a timely manner. It was noted that the hiring of the minute taking company could be a temporary arrangement until a corporate secretary was hired, however that would depend on the role of the
corporate secretary and what the Board would expect of the role and where its focuses would be.

The Board would need to work with BAC to determine where the funds would come from to allocate for the expense of the minute taking services. It was estimated to cost $300 for a three (3) hour meeting.

S. Burdett advised that she had been working with the University to obtain information from UW Payroll. The University must send reports to the government. The University indicated they would respond to the Board the week of September 28, 2020. She noted that the Board would need to work to ensure the society staff were processed under WUSA’s payroll number moving forward.

3.1.4 Vice President, Student Life
N. Abouelnaga updated that the IAC and CLAC have begun the services review based on the proposal that was sent to Council. She noted that it was too early in the process to provide a concrete update as the first review meeting for CLAC, regarding the equity-seeking services, was scheduled for September 30, 2020.

3.2 Committee Reports

The following was an oral report from each Committee Chair.

3.2.1 Executive Committee
No updates at this time.

3.2.2 Strategic and Long-Range Planning Committee
A. Simpson advised that she had received approval from the Committee to complete the suggested amendments pertaining to language changes. The Committee was anticipating one (1) more meeting to review the proposed language changes and feedback from senior leadership. The LRP was expected for approval at the November Council meeting and November Board meeting. The Committee would be working with A. Simpson and the Board and Council would review a summary of Annual Plan goals in progress at November’s meeting.

3.2.3 Planning Student Spaces and Works Committee
E. Yang advised that the Committee had not met since the last Board meeting.

3.2.4 Executive Structure Review Committee
A. Eyre advised there were no updates until the Committee resumes.
4.0 BUSINESS ARISING FROM THE PREVIOUS MINUTES

4.1 Service Review and Social Media

The Board voiced it was important to have a discussion following issues with RAISE. The Executive had indicated that they would look into removing RAISE’s tweets and ensure misconduct would not happen again. The tweets, which specifically attacked Director K. Sharma, have not yet been removed. It was also noted that there were concerns that RAISE further potentially damaged the Board’s reputation and relationship with the University by calling the University a white supremacist institution.

The Board discussed the communication with legal counsel as well as potential relationship damage with the University and reputational risk broadly. Two (2) questions were posed:
- When will improper content on RAISE’s twitter be removed?
- What steps will be taken right now to ensure this does not happen again?

The services have independent access and control of their own social media and the Board did not control their content, but they do have access to the accounts through WUSA IT. The services received training from Tanya on social media best practices and have regular contact with Tanya and Brendan. Services are told that major releases or appearances need to work through the communications manager. The training was being reviewed and it was being determined were services should be touching base with prior to making certain types of posts. The services are student driven and student led so they should have some level of autonomy over their social media. They should be entrusted with communicating with students. However, the organization was not providing the services with appropriate tools to succeed right now.

The recommendation to the Board was not to limit or control the content but to provide them with more tools and directions to succeed while working within their mandate. The steps should not be to control or lock down but to provide them the tools to understand the level of content and expectations of the Board and Council. If their current posts were not adhering to the standard that Council was looking for, the Board needed to improve training and understanding of where the services fit in the organization.

A. Guevara was the Executive working with CL on any matters related to RAISE. It was noted that there currently was no process in place for removal. K. Sharma deemed it to be a conflict given that the tweets in question discussed him and that tweets had been removed in the past. N. Abouelnaga provided a brief update of the outcomings from the meeting had with the Executives and RAISE and noted that further follow up was required. N. Abouelnaga had a perceived conflict on this item, therefore all work was going through A. Guevara.

J. Hunte noted that significant time had passed since the August 11, 2020 Board meeting and it was a trivial activity to remove a tweet and he believed the Board’s authority was being disrespected given that the tweets have not yet been removed.

A. Eyre echoed J. Hunte’s comments and noted that these tweets were very serious and that the Directors were taking them seriously. There have been discussions around Executive
responsibilities or impeachment regarding this issue. He further noted he did not want this issue to escalate and felt it was an easy matter of having WUSA IT remove the tweets and suggested that the Board pass a resolution to support the Executives on this matter.

N. Abouelnaga inquired why it was taking so long to set a policy protecting students and staff from being slandered online. She requested a similar resolution from the Board if this was the case.

A. Simpson acknowledged comments about the time it was taking to have the three (3) tweets in question removed. She agreed with the seriousness of the topic and understood the concerns of Directors. She noted that there have been changes in communication and Management structures and that the reason some items were taking longer was not because it was a difficult task but because they were trying to do it in an appropriate way to preserve the relationship with the student staff and volunteers and ensure they have a process for addressing a similar situation in the future. She reiterated that service autonomy was important along with development of appropriate processes. She further acknowledged that communications were moving slower in an online environment and the Executive were working as quickly and taking the Board’s concerns very seriously.

It was noted that such a policy had not been created because removing a tweet was a faster course of action rather than developing a policy and because it was covered under University policy. J. Hunte discussed the relationship between the Executives and the Board highlighting that Executives were subject to the decisions of the Board. N. Abouelnaga responded that she felt attacked by J. Hunte’s comment noting that the Board had created a harsh environment for the Executive to work in. She clarified that it was not her intention to act in opposition to direction by the Board and she understood the role of the Executive and Board.

N. Abouelnaga departed the meeting at 6:40 p.m.

A. Simpson raised a point of information that the Board had exhausted this discussion and it should not continue further.

On a MOTION by A. Eyre, seconded by J. Hunte, it was resolved that the Executives remove the three (3) improper twitter posts by the service RAISE by no later than Tuesday, October 6, 2020.

The motion was carried.

A. Simpson noted in abstention.

K. Sharma noted in abstention due to conflict of interest.

A. Eyre stated that the Board should focus on being cordial and diplomatic as well as seeking the best solution to this issue. He suggested to finish this section of the meeting by directing the Executives to remove the improper tweets by Tuesday, October 6, 2020.

B. Easton encouraged the Board to vote against this item because the current strategy was moving to guide the employees and this direction would not provide the outcome desired for this organization. K. Sharma noted that there was precedent for WUSA intervening and deleting services tweets. He requested that the Chair acknowledge their place and not try to influence the vote. B. Easton responded that under “Robert’s Rules” and in sufficiently small bodies, the Chair was empowered to vote and voice their concerns.
A. Simpson reiterated that there should be a process in place to avoid damaging the relationship with volunteers who worked very hard for the organization, for service coordinators in general not just for RAISE. She conveyed that the timeline was infeasible for setting up a proper process and reinforced the expectation of services that they manage their own content, and it was not WUSA’s place to directly affect this content.

K. Sharma relayed that the previous VPOF informed him that anti-Semitic tweets had previously been removed. Further, he acknowledged understanding of the importance of the volunteers and noted that Directors were also volunteers.

M. Town indicated that she felt K. Sharma should be removed from discussions on this item and future items as his comment about Directors as volunteers conveyed that he was approaching this matter personally and not as a fiduciary of the Corporation. K. Sharma responded that the President was not prioritizing the relationship with the Board.

A. Simpson clarified she valued the Board and members of the Board as volunteers. She acknowledged that this was a concern for Directors and something she was taking seriously. With the information she had before this meeting, she was asking that when the Committee set a precedent, they should communicate to services why content was being removed and the process for doing so. She did not intent to devalue the work that Directors did. With the information available before this meeting, she was acting to continue to preserve relationships and set a precedent.

K. Sharma noted that he would refrain from further comment to which B. Easton accepted this as resolution of the conflict.

It was noted that A. Simpson was in a tricky situation and that services would not be happy with having the tweets removed. There was concern that a worse precedent was being set by allowing services to attack volunteers on social media and for those attacks to remain public. There was concern noted about this issue happening again in the future and as a pattern of behavior and that the Committee should begin with taking this action now and creating a process to address it in the future.

M. Town noted that the Executive needed to work within the appropriate channels laid out in the organizational structure – services Manager, campus life Director. She noted that social media for the services fell outside her portfolio and would not consider this an action under her purview.

A. Simpson did consider it to be a priority and was working to identify who was best placed to have these conversations and work towards a solution. RAISE had not been asked to remove the tweets because until today there was no precedent, and the process was required before we embarked on those difficult conversations. The order of who was responsible for this had only been finalized September 28, 2020.

It was noted that the Committees responsibility was to protect the volunteers and that this was not a normal circumstance, but it fell to a moral obligation to protect the volunteers.
4.2 Committee of Board Procedure Updates  
_N. Abouelnaga returned at 6:50 p.m._

A. Simpson made changes to the Committee of Board procedure including addressing grammatical errors and the process for breaking ties to prioritize seeking consensus. The language was also changed as the Board directed under duties and powers to determine advocacy stances where no instruction is given by policy.

An error was noted in the circulated document and text was corrected to

9. Determine advocacy stances in relation to current events where no instruction is given by policy;  
a. Such stances must align with the spirit of existing advocacy policy or previous advocacy work  
b. Stances shall be promptly communicated to Students’ Council and received for ratification at the next regular meeting of Council.

A question was raised whether the addition of a provision for Council to object could be possible. M. Town responded that this sort of provision would fall under Council procedure that 1/3 of Council may call a special meeting to debate such a stance and suggested that the topic could be referred to PPC.

_On a MOTION by A. Eyre, seconded by K. Sharma, it was resolved that the amendments to the Committee of Board Procedure be approved with the appropriate Committee consider the addition of a provision for Council to object, to ensure power is not abused._

_The motion was carried._

4.3 Approval of Editorial Independence Policy

A. Simpson noted that this policy was recommended for adoption by Council from PPC and that she wanted to present the final draft to the Board to allow it to be recommended by the Board and PPC for Council’s approval. A. Simpson highlighted changes by Iron Warrior, Math News and changes suggested by councilors were incorporated. The Executive asked for additional time to work on implementation of the policy and related publication work and extended the deadline to January 1, 2021.

_On a MOTION by A. Simpson, seconded by J. Hunte, it was resolved to approve the editorial of independence policy._

_The motion was carried._

5.0 GENERAL ORDERS

5.1 Letter from Engineering Society Board

Easton shared the letter received from the Engineering Society with the Board, for information. E. Yang noted that he was involved in discussion about the letter and helped provide context about WUSA’s decision on the WUSA box initiative. They wanted to communicate to the body that made the decision.
A. Eyre acknowledged the time and work that the Engineering Society Board put into this letter and expressed that it would be good for the Executives to respond to the letter, highlighting the reasons for the decision and expressing appreciation for their feedback. M. Town noted that the letter was addressed to the Chair and thus the response should come from B. Easton with the Executive supporting as needed.

It was suggested that they highlight their ability to spend money out of restricted funds that could not otherwise have been spent. E. Yang offered that the Board, and himself in particular, could review the response to ensure it would be well received by the Engineering Society Board. B. Easton affirmed that he would draft a reply.

ACTION: B. Easton to draft a response to the Engineering Society Board, for review by the Board.

6.0 OTHER BUSINESS

On a MOTION by B. Easton, seconded by J. Hunte, it was resolved that the Board authorize an internal loan of $250,000 from the dental plan fund to the general fund until WUSA received its fees from the University.

The motion was carried.

J. Hunte noted that this was the second time he was approving an internal loan and did not appreciate the practice although it was necessary. In discussions with the accounting department, it looked like this was the only option at the moment and should not have to happen in the future.

7.0 PRELIMINARIES

Discussion was documented in the private and confidential meeting minutes.

7.1 APPROVAL OF THE AGENDA

Discussion was documented in the private and confidential meeting minutes.

7.2 ORAL CONFLICT OF INTEREST DECLARATION

Discussion was documented in the private and confidential meeting minutes.

7.3 REMARKS OF THE CHAIR

Discussion was documented in the private and confidential meeting minutes.

8.0 APPROVAL OF THE MINUTES OF THE BOARD OF DIRECTORS’ MEETING

Discussion was documented in the private and confidential meeting minutes.
9.0 **REPORTS**

Discussion was documented in the private and confidential meeting minutes.

10.0 **BUSINESS ARISING FROM PREVIOUS MINUTES**

Discussion was documented in the private and confidential meeting minutes.

11.0 **GENERAL ORDERS**

Discussion was documented in the private and confidential meeting minutes.

12.0 **OTHER BUSINESS**

Discussion was documented in the private and confidential meeting minutes.

13.0 **PUBLIC SESSION**

There were no discussions of note for the public session.

14.0 **ANNOUNCEMENTS**

There were no announcements to be made.

15.0 **CLOSE OF MEETING**

As there was no further business to discuss, B. Easton adjourned the meeting at 9:48 p.m.