

# Board of Directors Meeting Minutes

Thursday, March 14<sup>th</sup>, 2013

Henry Angus Building, Room 292



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## Attendance

Present: Sean Fleming (Fourth Year Representative; left 6:42), Benjamin Gardiner (Second Year Representative), Tony Han (Third Year Representative), Emmet Lee (at-large student; proxy for Maria Fung, Third Year Representative; assumed voting privileges 6:40 P.M.), John Lee (AMS Representative), Cole Leonoff (Commerce Student Senator; Chair), Gillian Ong (Vice-President, Engagement; proxy for Graeme Nixon, Fourth Year Representative; assumed voting privileges 6:40 P.M.), Mark Sha (Second Year Representative), Tom Tang (Ombudsperson), Enzo Woo (President)

Guests: Niloufar Keshmiri (Vice-President, Academic Affairs)

*\*Denotes late attendance.*

Regrets: Lauren Telford (AMS Representative)

*Note that individuals represented by proxies are not noted as regrets.*

Recording Secretary: Niloufar Keshmiri

## Call To Order:

The meeting was called to order at 6:34 P.M.

## Amendments to and Adoption of the Agenda

The approval of the Board of Directors Procedures and Committee Policy was moved forward in the meeting to ensure quorum would exist without proxy-votes counted.

*Be it resolved that the agenda be adopted as amended.*

*Moved: John Lee, Seconded: Sean Fleming*

*In favour: unanimous.*

*... the motion carries.*

## Approval of Minutes

*Be it resolved that the minutes of March 7<sup>th</sup> be approved for public distribution.*

*Moved: Enzo Woo, Seconded: Sean Fleming*

*In favour: unanimous.*

*... the motion carries.*

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## Presentations

None.

## Board of Directors Business and Discussion

### Policy Changes

Cole spoke to the intended creation of a Code of Procedure that would be a consolidated file consisting of all of the Society's policies. The benefits raised would be that such a system would streamline the process for policy changes and limit the total number of files needing to be managed. Multiple policies could be changed with fewer documents needing to be sent out, and, moreover, policy changes in future years would be generally more manageable even by individuals unfamiliar with the history and format of the Society's regulations. This would mirror the AMS Code of Procedure in style.

Cole spoke to the Board of Directors Procedures and Committee Policy that was sent out and prepared for ratification at the meeting. The policy, having been in the works for many years, includes numerous codified standards for Board of Directors (and by extension, Executive Council) meetings, including the use of proxies, in-camera discussions, and quorum. Additionally, the policy includes an updated committee roster as well as an improved process for nominations and election of committee membership, based largely on the procedures observed by AMS Council.

*Be it resolved that the Board of Directors Procedures and Committee Policy be approved as presented and that the existing Committee Policy be repealed in its entirety.*

*\*Note: requires 2/3<sup>rd</sup>s majority.*

*Moved: Sean Fleming, Seconded: John Lee  
In favour: unanimous.*

*... the motion carries.*

## Membership: Personal Updates

Those present gave brief introductions and personal updates.

## Senate and AMS Updates

### Senate Updates (Enzo)

Turnover for the Senate will be occurring in April, so next Wednesday will be the last meeting of the current membership. The examination database motion is up for approval.

### AMS Updates (John)

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The following updates were given:

- Microbrewery – Council approved the new plan, allocating \$1.1 million to put it at the UBC Farm. Expected completion date is 2017.
- Global Fund – the AMS donates \$10,000 per year to the fund. It is a student project to do with international engagement, and a presentation was made to council at the last meeting.
- New Personnel Handbook – approved last month and is provided for all Service Coordinators, Commissioners, and student government employees in the AMS.
- New External Advocacy Commission – being established by Tanner Borker (Vice-President, External). Replacing old External Commission.
- Exam Database – council passed motion to support establishment of centralized exam database.
- Sustainability in curriculum – council passed a policy expressing support for UBC initiative to integrate sustainability theory/practice into UBC courses.

## Executive Updates

### President

Looking into our funding of CLC services as well as integration with CMP; This Week at Sauder is a large priority for them at this point.

### Academic

The BCom Review was approved at Faculty Caucus with a number of major changes that will be affecting students beginning school in 2014. No Associate will be hired for this portfolio this year.

### Engagement

FROSH Co-Chairs have been hired, with applications open now for positions on the organizing committee as well as for FROSH leaders. Global Connect is being moved under ISAS.

### External

Restructuring of the Corporate Relations team is being looked into, with its Director having just been hired.

### Finance

An Associate has been hired for this portfolio, and so Finance Commission hiring shall begin shortly.

### Internal

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Actively looking for an Associate; the coffee machine will feature a rotating schedule with weekly responsibilities split between the Board of Directors and Executive Council.

## Marketing and Communications

An Associate has been hired for this portfolio.

## Board of Directors Business and Discussion (Continued)

### Commerce Student Space Expansion Committee (CSSEC)

*Be it resolved that the Board of Directors move in-camera.*

*\*Note: requires 2/3<sup>rd</sup>s majority.*

*Moved: Emmet Lee, Seconded: Gillian Ong  
In favour: unanimous.*

*... the motion carries.*

*Be it resolved that the Board of Directors move out-of-camera.*

*Moved: Emmet Lee, Seconded: Enzo Woo  
In favour: unanimous.*

*... the motion carries.*

## Board of Directors Business and Discussion

### Appointment of a Vice-Chairperson

Nominations were opened for this newly created role, which is designed to allow for greater consistency in any meetings that the Chairperson is unable to attend. Tony Han was nominated by Ben Gardiner.

*Be it resolved that Tony Han be appointed to the position of Vice-Chairperson of the Board of Directors, effective upon completion of this meeting for a term ending March 2<sup>nd</sup> 2014.*

*Moved: John Lee, Seconded: Ben Gardiner  
In favour: unanimous.*

*... the motion carries.*

### Committee Nominations

Cole provided a brief overview of the Board of Directors committees available to be filled, as well as the relevant processes established in the newly approved Procedures and Committee Policy. Cole addressed

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requirements and limits for committee membership, and also notified the Board of Directors of the automatic appointments that occur as per policy.

Nominations were opened for Board of Directors, Executive Council, and member-at-large seats on the Academic Committee, Budget Oversight Committee, Policy and Organizational Development Committee, and Clubs Review Committee. For those positions contested, Cole provided a brief overview of the process for electing committee memberships and a vote was carried out through secret, electronic ballot.

The following nominations were made (individuals elected or acclaimed shown in **bold**):

- Academic Committee
  - Board of Directors and Executive Council (maximum of 6, of which a majority must be members of the Board of Directors): **Graeme Nixon, Ben Gardiner, Thea Simpson, Tony Han, and Mark Sha** (total: 5; Board of Directors: 4, Executive Council: 1)
  - Members-at-Large (maximum of 2): **Ernest Fung, Joey Young** (total 2)
- Budget Oversight Committee
  - Board of Directors and Executive Council (maximum of 6, of which a majority must be members of the Board of Directors): Graeme Nixon, **Gillian Ong, Sean Fleming, Niloufar Keshmiri, John Lee, Lauren Telford, Mark Sha** (total 7; Board of Directors: 5, Executive Council: 2)
  - Members-at-Large (maximum of 2): Adrian Fung, **Hannah Vandenberg, Toby Kwan** (total: 3)
- Policy and Organizational Development Committee
  - Board of Directors and Executive Council (maximum of 7, of which a majority must be members of the Board of Directors): **Lauren Telford** (total: 1; Board of Directors: 1, Executive Council: 0)
  - Members-at-Large (maximum of 3): **Will Pigott** (total: 1)
- Clubs Review Committee
  - Board of Directors and Executive Council (maximum of 5): **Maria Fung, Ben Gardiner, Niloufar Keshmiri, Tony Han, Jasmine Yeh** (total 4; Board of Directors: 3, Executive Council: 2)
  - Members-at-Large (maximum of 1): None

*Be it resolved that the above committee appointments be approved for a term effective upon completion of this meeting and expiring March 2<sup>nd</sup> 2014.*

*Moved: Enzo Woo, Seconded: Ben Gardiner*

*In favour: unanimous.*

*... the motion carries.*

Cole reminded those present that committee meetings would be open to the public unless specifically deemed in-camera. It was suggested that those interested in taking part in a committee's activities without formally sitting as a member contact the respective committee Chair(s).

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Cole provided a brief overview of the role and responsibilities of a committee Chair. It was noted that the only committee with an elected rather than automatically appointed Chair is the Budget Oversight Committee. Nominations were opened for this role, and Enzo Woo nominated Sean Fleming.

*Be it resolved that Sean Fleming be appointed to the position of Chairperson of the Budget Oversight Committee, effective upon completion of this meeting for a term ending March 2<sup>nd</sup> 2014.*

*Moved: Gillian Ong, Seconded: Emmet Lee  
In favour: unanimous.*

*... the motion carries.*

The Vice-Chairs of the Budget Oversight Committee, Policy and Organizational Development Committee, and Clubs Review Committee will be elected by the respective committee memberships at their first meetings.

## Other Business

A reminder was given regarding the Board of Directors retreat planned for March 16<sup>th</sup> and 17<sup>th</sup>. Attendance and availability was discussed to finalize room bookings.

The signing of the Constitution was postponed until after the retreat.

## Next Meeting

Scheduled Time: March 28<sup>th</sup>, 2013, 6:30 P.M.

## Adjournment

*There being no further business, be it resolved that the meeting be adjourned at 8:07 P.M.*

*Moved: Emmet Lee, Seconded: John Lee  
In favour: unanimous.*

*... the motion carries.*