



Board Meeting 2

09/07/2016

A meeting of the University Students' Council Board of Directors was held on the above date in the USC Board Room at 11:00am with the following present:

From the Board: S. Franchetto (Chair), I. Jacobi, M. Farfan, E. Avila, A. Katyukha, K. Luu, B. Wong
From Management K. Burns, K. Pacheco, C. Passi, J. Armour

Guests

Regrets: H. Zafari, C. Maidment, I. Lalani,

CALL TO ORDER

The meeting was called to order by Mr. Franchetto at 11:01am.

DISCLOSURES OF INTEREST

There were no conflicts of interest declared for the meeting.

COMMENTS FROM THE CHAIR

- Welcome to first real meeting although we are three hours in.
- Ambitious things to tackle, especially with Kathy here.
- A lot of potential to make the Board key part of the organization.

The Board went in camera at 1:12pm

Approved unanimously

The Board returned to public session at 3:18pm

Approved unanimously

CHANGES TO AND ADOPTION OF THE AGENDA

The agenda was adopted with removal of item 6.

Approved unanimously

APPROVAL OF MINUTES

Item removed from agenda

REPORTS FOR BOARD ACTION

1. Executive Accountability and Discipline Policy

Whereas, this policy outlines areas and procedure for Executive discipline and accountability,

Whereas, this policy was passed by Council at their March 2016 meeting,

Whereas, the Board plays a large role in the discipline of Executive through its oversight of Human Resources matters,

Be it resolved that The Board also approve the Executive Discipline and Accountability Policy.

Motion to approve Executive Accountability and Discipline moved Mr. Wong, second Mr. Katyukha.

2. Signing Authority

Whereas, The Board of Directors must approve a list of Officers, employees, or other agents authorized to execute documents during the coming fiscal year in relation to signing cheques, bills of exchange, or other orders for the payment of money on behalf of the Corporation.

Be it Resolved that The Board approve the following list for that purpose:

- Eduardo Avila, President and CEO
- Kathy Burns, Chief Operating Officer
- Isaac Jacobi, Secretary-Treasurer
- Carrie Ferguson-Passi, Managing Director of Corporate and Financial Resources
- Vicki Macauley, Senior Manager, Financial Services

Motion to approve signing officers as listed above moved by Ms. Luu, Seconded by Mr. Farfan, passed unanimously

3. Approval of the Corporate Calendar

Whereas, The Board meets often throughout the year,

Whereas, Board members are often busy and productive members of the Western and London communities,

Whereas, the Corporate Calendar assists with scheduling by outlining all meetings and deadlines,

Be it resolved that the Board approve the Corporate Calendar.

The board discussed adding a strategy meeting in each month.

Motion to approve signing officers as listed above moved by Mr. Katyukha, Seconded by Mr. Avila passed unanimously

4. Board Committee terms of Reference

Whereas, The Board of Directors has made use of many committees over the past two years,

Whereas, committees are used to facilitate more in-depth discussion and debate,

Whereas, the Board has many areas that would benefit from a formalized committee structure,

Be it resolved that the Board Approve the Board Committees Terms of Reference.

Motion to approve board committee terms of reference moved by Mr. Farfan, Seconded by Mr. Avila passed unanimously

5. Committee Membership Ratification

Whereas, if the previous vote passed the Board now has formalized committees,
Whereas, Directors have been given descriptions of each Board committee and submitted their committee preferences for the year,
Whereas, these selections must be ratified by the Board,
Be it resolved that the Board approve the membership of its committees as presented.

Motion to approve Committee Membership Preferences of incoming members as outlined on intake forms moved by Mr. Avila, Seconded by Mr. Farfan passed unanimously

6. By-Law #1 Amendments, By-Law #4 Repeal, COO Policy

Whereas, the USC's Board of Directors has employed a General Manager based on the duties outlined in By-Law #4: General Manager Roles and Responsibilities;

Whereas, the Board has retained an HR consultant to complete a review of the General Manager position.

Whereas, on April 8th the Board has approved a plan to replace the General Manager role with a Chief Operating Officer (COO) with different duties and responsibilities;

Whereas, the responsibilities of the COO no longer require a specific By-Law.
Be it resolved that, By-Law #4: General Manager Roles and Responsibilities be repealed.

Be it further resolved that, the Board of Directors maintain a COO Job Description outlining duties and specific projects to be completed, as well as approve the COO Policy.

Motion to approve above listed motion moved by Mr. Katyukha, Seconded by Mr. Avila passed unanimously

7. Secretary-Treasurer Ratification

Whereas, the Executive Selection Committee is tasked with selecting the Secretary-Treasurer each year,

Whereas, the Board must ratify the Executive Selection Committee's selection,

Whereas, Isaac Jacobi was selected as the 2016-2017 Secretary-Treasurer,

Be it resolved that the Board ratify Isaac Jacobi as the 2016-2017 Secretary-Treasurer.

Motion to approve above listed motion moved by Mr. Avila, Seconded by Mr. Wong passed unanimously

8. Strategic Planning Steering Committee Composition

Whereas, the Board initiated the strategic planning cycle for the 2016/2017 year,

Whereas, the structure for the Strategic Planning Steering Committee has since been reevaluated,

Be it resolved, that the Strategic Planning Steering Committee have the following composition:

Board Chair
2 Directors
2 Councillors
President
Secretary-Treasurer
Managing Director Operations
Managing Director Finance
Senior Manager, Advocacy Services
Senior Manager, Information Systems
Senior Manager, Human Resources

Motion to approve above listed motion moved by Mr. Katjukha, Seconded by Mr. Farfan passed unanimously

Motion to approve M. Farfan and B. Wong as Director members of the Strategic Planning Steering Committee moved by E. Avila, seconded by A. Katjukha, passed unanimously

REPORTS FOR INFORMATION AND DISCUSSION

1. Report of the President
2. Report of the CoO
3. Report from the Secretary-Treasurer
4. New By-law #1 Report

Receipt of reports moved by Mr. Wong, Seconded by Mr. Farfan, passed unanimously

INQUIRIES AND OTHER BUSINESS

None

ADJOURNMENT OF CONFIDENTIAL BOARD MEETING

The Board adjourned on motion, by consensus at 3:05pm.

Moved Mr. Katjukha, Seconded by Mr. Farfan

CARRIED

Secretary

Chair