

Board Meeting 2

18/06/2017

A meeting of the University Students' Council Board of Directors was held on the above date at Miller Thomson in Toronto starting at 11:00am:

From the Board: A. Katyukha (Chair), P.Hill, A.Karmali, R.Little, K.Luu, S. Scott, T.Solebo, E.McCauley

From Management: N. Soave, J. Armour, K. Pacheco, C. Passi

Regrets: S. Hong, B.Wong

Recording Secretary: N. Soave

1. Call to Order {1 min}
 - a. Meeting called to order at 11:01am
2. Disclosures of Conflicts of Interest {1 min}
3. Regrets {1 min}
4. Changes to and Adoption of Agenda {2 min}
 - a. Motion to amend and approve agenda passed unanimously
Moved K.Luu Second T.Solebo
5. Comments from the Chairperson {2 min}
 - a. Thank you to everyone for coming this weekend, it was great teambuilding for all of us. As well the skills development we received from our guest speakers were exceptional. Please fill out the feedback survey that Lindsay Meldrum will be sent out shortly.
6. Approval of Minutes – April 7th 2017 {4 min}
 - a. Motion to approve minutes with unanimous consent
7. Reports For Information and Discussion
 - a. Report From the President – see Attached (T. Solebo) {5 min}
 - i. The President outlined their report including Mental Health initiative that the USC is working on with our alumni to improve the dedicated space to provide services to support students with their mental health. How is this different from the PSC? This space will provide support to student suffering in any way.
 - ii. Minimum wage, this is a significant increase to the minimum wage but our student development opportunities are important so we should protect these even with the change. The COO took questions about the impact on our operations with the minimum wage increase, but we need to make sure we still provide employment opportunities. Will any of the changes be brought to the Board? Potentially not, it depends what we do operationally.
 - iii. The President took questions on their report.
 - b. Report From the COO – see Attached (J. Armour) {5 min}

- i. The COO provided a brief outline of their report, and thanked the senior leadership team for their commitment to the Strategic Planning Process.
 - ii. Transition went well, we will do a debrief of how we can improve transition next year
 - iii. Fee research is underway with a researcher being employed to conduct the research and produce a report. Question on how will we maintain this year's work, and then update it yearly. Yes - the Senior Manager Finance will be responsible for this document.
 - iv. Amicuss-c was a great networking and learning opportunity.
 - v. Spoke renovation will be updated on shortly.
 - vi. LTC negotiation we hope to have an update on shortly.
 - vii. Campus Trust is in a transition point, and the USC is hoping to lean into this work.
 - viii. Performance development is a focus at USC, and we are working on implementing this.
- c. Risk Framework – verbal (J. Armour) {15 min}
- i. This report came to the board first in March 2016, and since we have addressed many of this already. Now we are going to follow the process as outlined in the process outlining any new risks.
 - ii. Request was made to put the Risk Framework in the Board Reference File on Owl.
 - iii. A question was raised about the Transition risk as outlined in the risk framework document. At this point in the organization we have been addressing this problem through our EDP/BDP/CDP processes and now we are looking at them as yearlong processes rather than just a two-month process around the end of fiscal when all the governing bodies refresh.
- d. Board of Directors Staff Support – verbal (N. Soave) {5 min}
- i. The staff support position that was supporting the board is being reorganized to ensure we are providing the best support to the USC Governing bodies. There will be a new support here for all of you shortly. We would like to thank Chris Curry for his good work.
 - ii. Nick Soave and Carrie Passi are now official members of the Senior Management Team, and have the titles to reflect these changes.
- e. Legislative Calendar – verbal (E. McCauley) {10 min}
- i. We reviewed the legislative calendar for the year.
 - ii. The legislative calendar will be added to the resource section of the OWL website.
 - iii. Add a winter retreat date into the calendar and then share with the Board.
- f. Spoke Project Update – see attached (J. Armour) {20 min}
- i. This is an update on what brought us to this point in time, to frame our discussion leading into our decision regarding the spoke renovation. Main thing to note is that we must work with UWO on all of these renovations, and as a result we must follow their process. The UWO hired cost consultant missed in a few areas, which is leading to these poor numbers. The President provided some clarifying comments as well.
 - ii. The Kitchen is on track, but the millwork and the “student living room portion” of the spoke is still outstanding. The COO, and Senior Manager Finance

took questions on this reporting focusing on suppliers and the history with cost consultants.

Motion to approve all reports, passed unanimously. Moved R.Little Second K.Luu

8. Reports Requiring Board Action

- a. Spoke Renovation Budget Update – see attached (E. McCauley and C. Passi) {25 min}
 - i. This is the board decision point, and the board received the presentation from the Secretary Treasurer and the Senior Manager Finance as attached. A strong focus of the presentation and questions was the capital plan.
 - ii. The secretary treasurer and Senior Manager fielded questions regarding the proposal and capital plan.
 - iii. Financing options were discussed and questions regarding the options were fielded by the Secretary Treasurer and Senior Manager. An important consideration is that the capital plan is reserved for capital, and this is a capital project. Are we able to take a blended option, one with pulling revenue from multiple sources to reduce the reliance on one option? Yes, we could. What is our debt load? About \$2.1 Million right now. Another note is that we will be required to pay for this renovation almost a year from now. We have plenty of time to pay off the cost, and this is an asset we can play with to ensure we provide a good service to students without impacting cash flow.

Motion: BIRT a \$315,000 additional fund be allocated to the Spoke renovation, and that the Senior manager of finance and sec-treasurer report to the board with payment plan by November 2017. Passed Unanimous. Moved T.Solebo Second P.Hill.

- b. Campus Trust Chairperson – (T. Solebo) {10 min}
 - i. The President provided a report on the Campus Trust and the historical occurrences that have brought us to this point in time. There are structural problems with Trust as it currently has some governance and administrative concerns, and our hope is the Western USC can take control of this and improve the situation to benefit Western Students. The executive and management believe putting one of our senior leaders into the chair of the trust to improve the current activities of the trust. A debate between the pros and cons of this chairperson role ensued.

Motion: BIRT the board of directors approve the ability of COO to run for the campus trust Chairperson. Moved: A.Karmali Seconded: T.Solebo 5 for the motion 2 against

9. New Business

- a. Creation of ad-hoc committee on Governance Role Clarity

Motion:

Whereas, the Board of Directors believes that the current governance structure of the USC is confusing for all stakeholders.

Furthermore, the Board of Directors firmly believes that any effort to fix this confusion can only be completed with buy-in from all members of the USC.

BIRT an ad-hoc committee to define the role of each governing body of the USC, and other related governance tasks to simplify and improve the USC governance model be struck with representation from Directors, Councillors, Executive and Staff.

BIFRT the CEO and COO develop a plan to execute this work, and present this plan to both the Students' Council and Board before September 2017.

Moved: K.Luu Second: S.Scott motion to debate item passed unanimously.

A discussion regarding why we are discussing this was presented by the President and CEO. Make things easier, and then explain how to use the structure to accomplish your goals. Our timeline to get this this process rolling by the end of July.

Moved: K.Luu Second: S.Scott motion passed unanimously

10. Board Committees

11. Confidential Session {15 min}

12. Inquiries and Other Business {5 min}

13. Adjournment of Public Meeting {1:00pm}

Moved: T.Solebo Second A.Karmali passed unanimous.