



AGENDA REPORT TO BOARD OF DIRECTORS

MEETING DATE: 06/09/2017

Item:	BOCO Report
Author:	Nick Soave, Senior Manager Advocacy and Government Services
Purpose of Report:	information

Recommendation: Continue the work that has been started by Secretary-Treasurer, as commissioned by the board and council to clarify role and responsibilities and re-write relevant governance documents to reflect these clarified roles. Project Ovidius report outlines in great detail next steps.

Background: On June 17th Chirag Shah, former Chair of the Board of Governors, worked with the University Students' Council Board of Directors to expose and discuss the governance issues that the board of directors is facing.

To begin Mr. Shah reviewed the purpose of a board, and the fiduciary duty of a board member. This was done to create foundational knowledge and to set up the discussions that would be had throughout the day. The most impactful discussion that occurred during the foundational sessions in the morning was in regards to the types of Board of Directors. Through discussion it became clear, that while the USC Board believes they are a strategic board many times through the discussions that are had around the board table this board will act like a operational board.

Following the foundational discussions was an in-depth look at what a generative board of directors is, and how this differs from a strategic board of directors. In Mr. Shah's opinion a generative board of directors is the most effective governance model for a board, and his explanation of the benefits of this model were extensive.

Finally, the day ended with Mr. Shah conducting a responsibilities exercise where all board members wrote down tasks that the organization completed on sticky notes and posted them on individual chart papers that represented Board, Council, Executive, and Management. This exercise was used first to see what Board members though the various groups within the USC should be doing, and then transitioned into a discussion lead by Mr. Shah regarding some of the misplaced tasks.

In the debrief following the Mr. Shah's session the board agreed that there was confusion amongst all members of the organization regard what exactly members of Board, Council, Executive, and Management should and should not be doing. As a result of this debrief the Board of Directors passed the following motion the following day at their board meeting.

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.

Next Steps

Outlined in the Porject Ovidius Verbal Update.

Sign-Offs:

Board Chairperson :		
USC Chief Operating Officer:		
President or Secretary-Treasurer:		

Author of report:

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