



BOARD OF DIRECTORS – MEETING MINUTES

Meeting Date	March 31, 2021	Time	3:00PM
Meeting Title	Board Meeting	Type	Regular
Meeting Chair	R. Sapro	Location	Virtual
Recording Secretary	J. Higgins	Call to Order	3:01PM

Attendees		Regrets
Board	R. Sapro, Chair V. Vijay, Finance Committee Chair M. Parkin, HR Committee Chair C. Harasym, Governance Committee Chair M. Reesor, USC President K. Arora, Director C. Balas, Director I. Berry, Director P. Liang, Director	
Management	J. Armour, Chief Operating Officer V. Macauley, Senior Manager Finance and Compliance K. Pacheco, Senior Manager People and Development N. Soave, Senior Manager Government and Advocacy Services M. St.Pierre, VP Governance and Finance	
Guests	Z. Fakirani, Incoming USC President N. Szierer, Incoming VP Governance and Finance	
Disclosures of Conflict of Interest	There were no conflicts of interest.	

3. Adoption of Agenda

MOTION - M. Reesor motioned to move the Governance Committee to item 9.1., and adopt the amended agenda. Seconded by M. Parkin. The motion was approved.

4. Comments from the Chairperson:

R. Sapro welcomed to new Directors, and started the meeting.

5. USC Mission Moment:

J. Armour congratulated our Outgoing CRO, Julia on her leadership identifying the issues with USC Elections and working to find solutions. He highlighted the importance of the USC in empowering and encouraging these student leaders.

6. Approval of Minutes:

6.1.	March 5, 2021 Minutes				
Motion to approve the minutes from the March 5, 2021 meeting.					
Moved	I. Berry	Second	M. Parkin	Approved	Unanimous
6.2.	March 15, 2021 Minutes				
Motion to approve the minutes from the March 15, 2021 meeting.					
Moved	C. Harasym	Second	K. Arora	Approved	Unanimous

7. Reports for Information:

7.1.	Executive Report	M. Reesor
<p>M. Reesor summarized his Executive Report. Z. Fakirani provided an update on the incoming 2021-2022 Executive.</p> <p>C. Harasym requested some background on the problems with the Orientation program and how they were solved. M. Reesor stated that the current system was inefficient and had too many participants involved. He continued to state that the problems with Orientation have been recorded in final reports for many years.</p> <p>K. Arora inquired what matrix the Board has to ensure the vision of the University is aligned with our decisions moving forward and how can we as Directors further than vision of Western. M. Reesor stated that this will be the Administrations plan, and we will do what we can to mirror, but we are a separate organization and have our own direct mandates to follow first. He continued that once it is passed by Senate, there is not a huge impact on us to integrate on our practises, but when there is mutual benefit we will work together.</p> <p>I. Berry inquired if the new Executives were receiving the training they need for COVID-19. Z. Fakirani stated that the outgoing Executives will be providing Briefs and each has an implication on how COVID-19 has impacted their work. He continued that they are then aware of the original vision, as well as how it was required to pivot.</p> <p>K. Arora inquired if the Board will be reassessing our current partnerships to make sure they align with the Organizations goals for sustainability. M. Reesor clarified that by partnerships he meant working with the Administration on certain projects such as waste diversion/energy projects and work together towards the common goal. K. Arora asked if the Board would receive the Frameworks. M. Reesor said they would come to Board.</p> <p>M. Reesor provided an update on the COVID-19 situation, and the USC has been monitoring and making decisions to best reflect the current guidelines. K. Pacheco stated that we got the required masks from Western and are going to get face shields, but the decisions being made are in the best interest of staff safety. She continued that everyone is set up to work from home as this is not new for us, and we will do what's necessary.</p>		

7.2.	COO Report	J. Armour			
<p>J. Armour summarized his report, without the CRO section.</p> <p>K. Arora inquired what direction we are hoping to move with our tenancy, such as the possibility of exploring this as a business venture. J. Armour stated that the lens taken has been to provide options that the students want and will use. He continued that the current tenants see the value and some want more space, which means the students are using them. M. St.Pierre added that the Health and Wellness piece is very important to students, and that has been a priority.</p> <p>P. Liang inquired what a two-way interview process entails. K. Pacheco stated that it can be difficult to understand what a role entails through the job description. She continued that we are preparing candidates for their roles before they start, with things like info sessions so they can ask us questions about the role and position.</p> <p>J. Armour summarized the CRO section of his report. K. Pacheco added the importance of separating the CRO and DRO from the other part time staff, such as the CIA, and to ensure there is an objective, non-political, accountable body that the CRO can go to. She continued that the CRO, DRO, Speaker, and Deputy Speaker will be treated distinctly different from the CIA as they have a higher accountability level. J. Crump stated that she didn't feel that the CRO had the power to be autonomous, and wanted to change it to give the position the autonomy it needs to create a fair and transparent election. K. Pacheco and J. Crump reviewed the transition and hiring plan for the CRO.</p> <p>V. Vijay inquired how the Board is meant to keep the CRO accountable. K. Pacheco stated that the CRO accountability is actually silent. She continued that it's not about the day to day, but a mechanism for the CRO to come forward to the most unbiased party if there is a concern. M. St.Pierre compared the function to the Appeals Board. J. Armour stated that historically this has been challenging for the USC. N. Soave provided a historical context on the CRO and the evolution of the role.</p>					
Motion to accept the COO & Exec Report.					
Moved	M. Parkin	Second	V. Vijay	Approved	Unanimous

The Board of Directors paused the question portion of the COO Report to move to item 9.1. in order to review the USC Charter with M. Reesor. Once 9.1. was complete, we resumed the meeting in item 7.2.

M. Reesor left the meeting at 4:00pm and was absent from all following votes.

8. Confidential Session - Through unanimous consent the Board of Directors decided to forego the Confidential Session of the meeting.

9. Reports from Board Committees:

9.1.	Governance Committee	C. Harasym			
-------------	-----------------------------	-------------------	--	--	--

C. Harasym summarized the Governance Committee Report. There were no questions on his report.

M. Reesor went through the USC Charter document which has been unanimously passed by Council and by the Governance Committee, and highlighted the overlap with the last Strategic Plan from Eddy Avila. He continued to state the importance of the strategic planning process, and that this document is the first core stone to that process.

P. Liang inquired that in the Student Support area of the charter it mentioned more resources will be built into combating sexual violence on campus, and wanted to know if there were any plans for that. M. Reesor stated that in this document it is something to outline our areas of focus, and therefore doesn't have those specific details, but how it will manifest is a tactical decision year over year. He continued that now we can look through our programs, like Orientation, through these lens and we can provide more opportunities for training and education.

C. Balas inquired if the first two paragraphs under the Student Development and Student Engagement and Collaboration, are supposed to be the same. M. Reesor appreciated the catch, and the wording must have been an editing error.

9.1.1.	USC Charter				C. Harasym
BIRT the Board of Directors approve the USC Charter as presented by M. Reesor.					
Moved	C. Harasym	Second	P. Liang	Approved	Unanimous

9.2.	HR Committee				M. Parkin
M. Parkin summarized the HR Committee Report. K. Pacheco elaborated on the second session with CCDI, and it was night and day from the first session with a huge level of student engagement. She continued that the team at CCDI did a wonderful job of adjusting to our requests and recommendations.					
9.2.1.	Conflict of Interest Policy				M. Parkin
BIRT the Board of Directors approves the amended Conflict of Interest Policy for Paid Employees.					
Moved	M. Parkin	Second	V. Vijay	Approved	Unanimous

9.3.	Finance Committee				V. Vijay
V. Vijay summarized the Finance Committee Report. M. St.Pierre highlighted the changes being made to the Purchasing Policy and Financial Approvals Policy. V. Macauley reviewed the Q3 Financial Statements.					
9.3.1.	Q3 Financial Statements				V. Vijay
BIRT the Board of Directors accept the Q3 Financial Statements.					
Moved	V. Vijay	Second	C. Balas	Approved	Unanimous
9.3.2.	Policy Review				V. Vijay
BIRT the Board of Directors approve the changes to the Purchasing Policy and Financial Approvals Policy.					
Moved	V. Vijay	Second	K. Arora	Approved	Unanimous

Motion to accept the Committee Reports: items 8.1., 8.2., and 8.3.					
Moved	I. Berry	Second	P. Liang	Approved	Unanimous

10. For Decision

10.1.	PurpleCare Trustee Election				
M. St.Pierre reviewed the Trustee position and shared the job description.					
V. Vijay inquired if there will be meetings with updates from the Trust. M. St.Pierre stated that there is a lot of heavy reliance on the Administrator and Consultant. He continued that the oversight piece comes from their reporting every month. He continued that there are meetings similar to the Board for this oversight.					
V. Vijay and C. Harasym both nominated themselves to sit on the PurpleCare Trust as the Board of Directors Trustee. They were both provided an opportunity to state their qualifications for the role.					
R. Sapra inquired how they would both manage the time commitment of this role. V. Vijay stated he will be taking courses in intersession and has more time flexibility. C. Harasym stated that it is not a new time commitment for him, it is a continued commitment, and his academic load will be less next year. A vote was held, and Chris Harasym was elected.					
Motion to elect Chris Harasym to sit on the PurpleCare Trust as the Board of Directors Trustee.					
Moved	V. Vijay	Second	M. Parkin	Approved	Unanimous
10.2.	CRO Hiring Panel Election				
M. Parkin was nominated to sit on the CRO Hiring Panel.					
Motion to elect M. Parkin to sit on the CRO Hiring Panel as the Board of Directors representative.					
Moved	C. Balas	Second	K. Arora	Approved	Unanimous

11. Inquiries and Other Business:

12. Adjournment of Public Meeting:

Motion to adjourn at 5:13pm.					
Moved	C. Harasym	Second	M. Parkin	Approved	Unanimous