



## BOARD OF DIRECTORS – MEETING MINUTES

<b>Meeting Date</b>	March 9, 2022	<b>Time</b>	7:00pm
<b>Meeting Title</b>	Board Meeting	<b>Type</b>	Regular
<b>Meeting Chair</b>	R. Sapra	<b>Location</b>	Virtual

<b>Attendees</b>		<b>Regrets</b>
<b>Board</b>	R. Sapra, Chair M. Parkin, HR Committee Chair C. Harasym, Governance Committee Chair K. Arora, Director C. Balas, Director P. Liang, Director Z. Kotadia, Acting USC President (Z. Fakirani on medical leave)	V. Vijay, Finance Committee Chair I. Berry, Director
<b>Management</b>	J. Armour, Chief Operating Officer K. Pacheco, Senior Manager People and Development N. Soave, Senior Manager Government and Advocacy Services V. Macauley, Senior Manager Finance and Compliance N. Szierer, USC Vice President Governance and Finance	
<b>Guests</b>	K. Henricus, Incoming Board Director R. Mohamed, Incoming Board Director J. Liu, Incoming Board Director	
<b>Recording Secretary</b>	J. Higgins, Manager Leadership Support	

### 1. Call to Order:

The meeting was called to order at 7:04pm.

### 2. Land Acknowledgement

### 3. Disclosures of Conflict of Interest:

There were no disclosures of conflict of interest.

### 4. Adoption of Agenda:

**Motion** – The agenda was approved by unanimous consent.

**5. Comments from the Chair:**

Once again, some new Directors are joining which is always exciting. Welcome to this meeting, we are excited to work with you.

**6. USC Mission Moment:**

Z. Kotadia was happy to join the Board Meeting as acting President. Several weeks ago we hosted a panel for our different advocacy Vice Presidents at the USC, Kings, Brescia and Huron; all of whom are women of colour this year. It was great to share in that event and see so many diverse voices at the table. There was great feedback, and it really showed how the work the USC does can inspire students to get involved.

**7. Approval of Minutes:**

<b>7.1.</b>	<b>February 3, 2022 Meeting Minutes</b>
<b>Motion to approve the minutes from the February 3, 2022 meeting. Motioned by C. Harasym. Seconded by K. Arora. The motion was approved.</b>	

**8. Reports for Information:**

<b>8.1.</b>	<b>COO Report</b>	<b>J. Armour</b>
<p>J. Armour summarized the report, as Zamir was away and unable to contribute.</p> <p>C. Harasym inquired on the status of Orientation 2022. J. Armour stated that Orientation as an entity of itself started with Hannah and Matt last year, by using a RACI document. The USC did a great job of holding up our side of the bargain, but we felt like Western fell short on the expectations we had of them. J. Armour continued to speak on some of the issues between the USC and Western regarding Orientation Week, but stated that there is significant work being done to ensure it is safe. Z. Kotadia echoed J. Armour and stated that work is being done to ensure safety protocols are clear with Western’s responsibility. She continued that training for the Orientation leaders is a huge priority for our team.</p> <p>P. Liang wanted clarification on how the fee schedule has been reallocated. N. Szierer advised to wait to discuss this during the budget conversation. He elaborated that some revenue generating units have been combined, and that’s the majority of what its centred around. J. Armour gave big credit to the budget team in looking strategically at the budget, not just doing things that we have always done before.</p> <p>K. Arora inquired about the reputational risk due to the low interest of women and bipoc women involved in this election. Z. Kotadia stated that we have been holding events on the importance of diverse opportunities and showing the value of that opinion. She continued to state that there is a lot of work that can be done to encourage students, specifically marginalized communities, to get involved, and those conversations are happening.</p>		

R. Sapra inquired if there were any concerns regarding the staff's return to work. J. Armour stated that the staff returned on February 28<sup>th</sup> and it has been really good. He continued to state that staff morale and culture is a huge priority for him in the coming months.

**9. Reports from Board Committees:**

<b>9.1.</b>	<b>HR Committee</b>			<b>M. Parkin</b>	
M. Parkin summarized the HR Committee Report. K. Pacheco clarified that the decision not to run in person programming was made with Western, due to our limited amount of space and resources. She continued to say that we directed students off campus, and Western could offer some space on campus.					
<b>9.1.1.</b>	<b>EDI Committee Board Representation</b>			<b>M. Parkin</b>	
P. Liang offered to represent the Board until the end of this term. K. Pacheco clarified that anyone is welcome to attend the meetings to increase representation. <b>BIRT the Board of Directors approves the election results for the EDI Committee Board Representative.</b>					
<b>Moved</b>	C. Harasym	<b>Second</b>	C. Balas	<b>Approved</b>	Unanimous
<b>9.1.2.</b>	<b>HR Committee Terms of Reference</b>			<b>M. Parkin</b>	
<b>BIRT the Board of Directors amends the HR Committee Terms of Reference to make the President a voting member on the HR Committee to avoid having a Director sit on two committees.</b>					
<b>Moved</b>	M. Parkin	<b>Second</b>	K. Arora	<b>Approved</b>	Unanimous

<b>9.2.</b>	<b>Finance Committee</b>				
V. Macauley reviewed the December and January financial statements. There were no questions.					
<b>9.2.1.</b>	<b>F2022 December &amp; January Financial Statements</b>			<b>V. Macauley</b>	
<b>BIRT the Board of Directors accept the F2022 December and January Financial Statements.</b>					
<b>Moved</b>	K. Arora	<b>Second</b>	M. Parkin	<b>Approved</b>	Unanimous

<b>9.3.</b>	<b>Governance Committee</b>			<b>C. Harasym</b>	
C. Harasym summarized the Governance Committee Report. There were no questions.					

<b>Motion to accept the COO/Executive Report and Committee Reports: items 8.1., 9.1. and 9.3.</b>					
<b>Moved</b>	C. Balas	<b>Second</b>	C. Harasym	<b>Approved</b>	Unanimous

**10. Confidential Session**

<b>Motion to go in camera.</b>					
<b>Time</b>	7:40pm		<b>Return</b>	7:53pm	
<b>Moved</b>	C. Harasym		<b>Second</b>	K. Arora	

**11. For Decision**

<b>11.1.</b>	<b>USC F2023 Budget</b>			<b>N. Szierer</b>	
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N. Szierer provided an overview of the F2023 USC Budget. He highlighted the main priority going towards student wellness and development, and resulting in a fee increase of 1% to the student body. As the Board is only responsible for reviewing and approving the Corporate budget, this is what he will focus on. For the Board, he highlighted the dissolution of Western Film, Purple Store integrating into Info Source, Student Building Fee increase over inflation, PT & FT staff increases, and a new Intern Program.

R. Sapra thanked Nathan for reminding them of their role in the process.

C. Harasym inquired if there were plans for the McKellar Room and Purple Store spaces, with the dissolution of Western Film and the Purple Store. N. Szierer stated that McKellar Room is a very multipurpose space and it is shared between us and Western. He continued that Western uses it for class space during the day, and the USC will use it for programming. N. Szierer stated that the Purple Store has changed into USC's Info Source and the store exists solely online. K. Pacheco stated there is less salary expense in those spaces, one due to retirement and another back in their original role. She continued that there are no staff displacement or other risks with those changes.

K. Arora inquired if the decision to close Western Film was budgetary or will we take a reputational hit for closing Western Film, if students disagree with the decision. N. Szierer stated there were significant concerns with the expense we regularly saw from western film. He continued that they had conversations with students about the service of Western Film and where it fits their experience, and on balance, the majority don't care for the service.

K. Arora inquired if increases in fees are an annual thing, or if there a cycle. N. Szierer clarified that there are increases yearly. He continued that this 1% increase is the smallest increase we have seen in at least the last 4 years. It would be extremely rare to see a 0% increase in student fees.

K. Arora inquired on how many clubs were consulted about investments. N. Szierer stated that is more of an Exec/Council question, but the increased support is predominately financial to the club admin fee and the direct funding for training. He continued that he heard feedback throughout the year from clubs, they always give their feedback to the clubs support team. We have heard quite consistently from clubs that they are looking for increased support (varied).

P. Liang inquired if the Wave is projected to lose money next year. N. Szierer stated that she is correct and it is budgeted for a loss, which is not inconsistent with other years' budgets. J. Armour stated that the Wave and Spoke budgets are both extremely conservative, as we don't want a scenario where they don't make projected revenue targets and we have to subtract it comes out of the executive side. He continued that they are conservative due to the uncertainty of the last few years.

P. Liang inquired if the whole summary was made conservatively, and what you would do with a surplus. J. Armour stated that the operation budgets are conservative, the earned contribution back to the revenue scenario. N. Szierer stated this is a projection or forecast. He continued that if we are in a position where we have a surplus, we look for ways to either reinvest back into student support of some kind, or carryovers that could be used in the next year. He states that the surplus would solely go back into supporting students, as we are a non-profit. V. Macauley stated a surplus doesn't mean cash in the bank, if you recall the variance reports of budget to actual.

P. Liang inquired about the digital footprint, and how does that play into the budget and costs are being incurred. N. Szierer stated the most predominant cost is the addition of the Multimedia Campaign Coordinator. That is an investment of \$3000 for their honoraria. A large part of the purpose of this role is to help our Communications Department have a clearer strategy on how to use different media components that evolve with the corporation.

P. Liang inquired if the content on those platforms would be reviewed by many checkpoints or that one staff member. N. Szierer stated that the Vice President Communications and Public Affairs would review anything out of that platform, as no member of Communications approves anything by themselves.

M. Parkin inquired on what the Upcycle Centre is. Z. Kotadia stated it's a space to offer clothing to those who may not be able to afford clothing. She continued that they felt this was a gap in the services we offered, and our organizations focus on EDI and the interests on different equity communities, we wanted a program to help cater to low income students.

M. Parkin inquired on why the Radio Western fee wasn't increased. N. Szierer said they are semi-autonomous and did not request an increase this year.

R. Sapra stated our Gap Analysis identified issues, and inquired if this was identified in this budget to plug some of those holes. J. Armour stated that yes it is. He continued that we have had significant attrition during COVID, and the staff piece needs to grow with those changes and it is a priority.

**BIRT the USC Board of Directors approve the F2023 USC Budget.**

<b>Moved</b>	K. Arora	<b>Second</b>	C. Balas	<b>Approved</b>	Unanimous
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<b>11.2.</b>	<b>CRO Hiring Panel – Board Representation</b>	<b>J. Higgins</b>
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C. Harasym will represent the Board on this panel.

**BIRT the Board of Directors approves the election results for the CRO Hiring Panel Representative.**

<b>Moved</b>	C. Balas	<b>Second</b>	M. Parkin	<b>Approved</b>	Unanimous
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**12. Inquiries and Other Business:**

**13. Adjournment of Public Meeting:**

<b>Motion to adjourn at 8:43pm.</b>
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