



BOARD OF DIRECTORS – MEETING MINUTES

Meeting Date	January 31 2025	Time	1:00pm
Meeting Title	Board Meeting	Type	Regular
Meeting Chair	E. Berry	Location	Virtual
Recording Secretary	J. Higgins	Call to Order	1:03pm

Attendees		Regrets
Board	E. Berry, Board Chair E. Kalaydjian, USC President G. Wu, Vice Chair & Finance Committee Chair A. Vafaei, Governance Committee Chair K. Hyles, HR Committee Chair M. Haas B. Yu J. Liu	
Management	J. Oware, Finance Manager M. Kamphuis, Senior Manager Advocacy & Government Services K. Pacheco, Senior Manager, People & Development J. Armour, Chief Operating Officer	
Guests		

2. Land Acknowledgement

3. Disclosures of Conflict of Interest

There were no conflicts of interest.

4. Adoption of Agenda

MOTION – G. Wu to adopt the agenda. M. Haas seconded the motion. The agenda was approved.

5. Comments from the Chair: We have done a pretty decent chunk of work in terms of legitimize the Board, and sitting in this room I feel very legit. I'm excited for the set up and for those who come after us.

6. USC Mission Moment: E. Kalaydjian provided this month's mission moment. She told the board about a trip she took to McMaster two weeks ago to lead a professional development opportunity. She went on to say how the experience left here feeling very proud of what we have at the USC in comparison to other schools, and the support that our students have here.

7. Approval of Minutes:

7.1.	December 6, 2024
Motion to approve the minutes from the December 6, 2024 meeting. A. Vafaei motioned to approve. J. Liu seconded the motion. The motion was approved.	

8. Reports for Information:

8.1.	Executive Report	E. Kalaydjian
<p>E. Kalaydjian summarized the Executive Report.</p> <p>She reviewed the MOUs with the Affiliates, SOGS, and Student Senators. She noted that Affiliates pay 70% of our fees, so when they request subsidies or financial adjustments, strict guidelines apply since they already receive a 30% reduction upfront. Additionally, she highlighted that 50% of those using Food Support are graduate students who do not contribute fees to that service, making further financial commitments uncertain. She emphasized strengthening ties with Student Senators through the VP University Affairs, as meaningful academic changes originate there.</p> <p>She discussed expanding the Faculty Soph program into a full-year initiative, which may require an increased VPOP budget but will formalize the work already being done.</p> <p>She has directed her team to develop a transition curriculum that includes all relevant staff, ensuring a transparent process.</p> <p>M. Haas inquired about an outstanding Citron invoice. E. Kalaydjian confirmed it had been backdated and resolved, with J. Oware verifying payment.</p> <p>G. Wu asked whether the full-year contracts applied only to Faculty Sophs. E. Kalaydjian clarified that Resident Sophs were already on full-year contracts, and this change would align all Sophs under the same structure.</p>		
8.2.	COO Report	J. Armour
<p>J. Armour summarized the COO Report.</p> <p>He outlined the structure of his report, which highlights key goals he is working on and will support his PA later this year. He emphasized the benefits of transitioning to a Strengths-Based Organization, which has helped staff better understand their team dynamics. He also highlighted the risks of inadequate Executive transitions and praised Emilie's efforts in strengthening the program.</p> <p>K. Pacheco discussed the shift to in-person group interviews for hiring over 400 Sophs. J. Armour noted the positive feedback on QR ordering from The Wave in the Mustang Lounge. He also took a moment to acknowledge D. Murray's work in upgrading the UCC 301 boardroom.</p> <p>B. Yu inquired about the Gallup Strengths assessment and whether it was conducted through Western. J. Armour clarified that it was done independently, with both him and K. Pacheco certified as Strengths Coaches. They use Gallup's Cascade program, which automates many manual processes. K. Pacheco added that their certification provides the same discounts as Western's, but managing it</p>		

independently allows greater control over its purpose, ensuring it is used to uplift rather than profile individuals. Western has no access to their data.

B. Yu further asked about staff reception to the training. K. Pacheco confirmed it has been very well received—so much so that some staff requested codes to share with family members as Christmas gifts.

9. Reports from Board Committees:

9.1.	Governance Committee			A. Vafaei	
A. Vafaei summarized the Governance Committee Report . There were no questions.					
9.1.1.	Bylaw 3 & 4 Amendments			A. Vafaei	
BIRT the Board of Directors approve the amendments to Bylaw 3 and 4.					
Moved	G. Wu	Second	E. Kalaydjian	Approved	Unanimous
9.1.2.	Governance Committee Terms of Reference			A. Vafaei	
BIRT the Board of Directors approve the updated Governance Committee Terms of Reference.					
Moved	M. Haas	Second	J. Liu	Approved	Unanimous

9.2.	HR Committee			K. Hyles	
K. Hyles summarized the HR Committee Report . E. Kalaydjian stated that the date of the proposed Inspire Conference may change to accommodate the schedule of a speaker from U of T that she highly recommends. There were no questions.					
9.2.1.	AODA Audit			K. Hyles	
BIRT the Board of Directors accept the pass received by the AODA.					
Moved	M. Haas	Second	J. Liu	Approved	Unanimous
9.2.2.	Board Evaluation Survey			K. Hyles	
BIRT the Board of Directors approve the Board Evaluation survey for distribution.					
Moved	E. Berry	Second	E. Kalaydjian	Approved	Unanimous

9.3.	Gazette Publications Committee			K. Hyles	
K. Hyles summarized the Gazette Publications Committee Report .					
E. Kalaydjian inquired about the mentorship program as Western’s EDI team believes there is a liability risk in that title, so that might be something to flag. K. Hyles said she would let them know at the next meeting.					
The Directors inquired on the increase in their budget, and whether it is due to increased enrollment or because they need more funding. J. Armour stated that they have a fee of around \$18.16 per student, and it’s just the multiplier. He continued that he can verify, but that they can’t arbitrarily increase their budget as it is based on what appears on the fee bill.					

9.4.	Finance Committee			G. Wu	
G. Wu summarized the Finance Committee Report .					

A. Vafaei asked whether the separation of orientation finances was for transparency. G. Wu explained that it helps with planning and analysis. J. Armour added that tracking executive variance has been challenging, and this change allows orientation financials to be monitored separately without skewing other budgets.

K. Pacheco noted that there had never been a formal budget before, and the new structure clarifies the financial responsibilities between OPass and USC, ensuring accountability and accurate expenditure tracking.

Emilie highlighted that orientation funding has varied each year. However, by setting a benchmark, her VPOP Sarah Fullerton has provided consistency. Her prior experience as an OStaff member gave her insight into areas needing improvement.

E. Berry summarized the [Investment Tranche Report](#). J. Armour stated that operating in the short term they don't have sight lines, which is why we need this motion to take the next steps. On the longer term, we agreed at PurpleCare there would be a fifth tranche under the Board. K. Pacheco added that process has started and another report on that will come forward.

9.4.1.	F2025 November Financial Statements			G. Wu	
BIRT that the Board of Directors accept F2025 November Financial Statements					
Moved	J. Liu	Second	A. Vafaei	Approved	Unanimous
9.4.2.	F2025 Q2 Financial Statements			G. Wu	
BIRT the Board of Directors accept the F2025 Q2 Financial Statements					
Moved	K. Hyles	Second	M. Haas	Approved	Unanimous

9.5.	PurpleCare Trust Update			G. Wu	
G. Wu summarized the PurpleCare Trust Report from the December 9, 2024 meeting and the January 21, 2025 meeting.					
J. Liu inquired if the \$1,000,000 in insurance was chosen for a particular reason or if it is the standard. J. Armour stated that it is for the Trustees to cover liability insurance, and it is the standard amount.					
E. Berry inquired if the issue with the voluntary disclosure was limited to this year, or if it was an issue in the years prior. J. Armour stated that it was a problem in previous years as well due to the incorrect classification of the student plan. He explained that a trust model is built on having a long-term employment contract like a unions or the staff plan. Whereas, students technically are not employees, so we had to split the two plans and classify them differently. K. Pacheco stated that they were one entity up until the split that we did last year, but we need to submit as one up until that split. J. Armour stated that there are no tax implications right now as we're not making revenue, but we have fixed it to be correct moving forward.					

Motion to accept the reports provided by the Executive, COO, Finance Committee, Governance Committee, HR Committee, Gazette Publishing Committee and the PurpleCare Trust.					
Moved	M. Haas	Second	G. Wu	Approved	Unanimous

10. Confidential Session

Motion to go in camera.			
Time	2:10pm	Return	2:53pm
Moved	B. Yu	Second	E. Kalaydjian

11. For Decision

11.1.	Gap Analysis			K. Hyles
BIRT the Board of Directors accept the 2025 Gap Analysis as presented in the confidential session.				
Moved	A. Vafaei	Second	E. Kalaydjian	Approved Unanimous

12. Inquiries and Other Business:

13. Motion to adjourn at 2:54pm. G. Wu motioned to adjourn. J. Liu seconded the motion. The motion was approved.