



BOARD OF DIRECTORS – MEETING MINUTES

Meeting Date	December 10, 2025	Time	12:30pm
Meeting Title	Board Meeting	Type	Regular
Meeting Chair	G. Wu	Location	UCC 301
Recording Secretary	J. Higgins	Call to Order	12:36pm

Attendees		Regrets
Board	G. Wu, Board Chair B. Yu, Vice Chair & HR Committee Chair M. Haas, Governance Committee Chair S. Sunner, Finance Committee Chair K. George D. Khandelwal H. Yang S. Nar K. Henricus, USC President	
Management	J. Oware, Finance Manager G. Pimlatt, Senior Manager Student Support K. Pacheco, Senior Manager, People & Development J. Armour, Chief Operating Officer	
Guests	K. Hyles, Observer	

2. Land Acknowledgement

3. Disclosures of Conflict of Interest

There were no conflicts of interest.

4. Adoption of Agenda

MOTION – B. Yu motioned to adopt the agenda. S. Sunner seconded the motion. The agenda was approved.

5. Comments from the Chair: G. Wu commented on recruitment season with jobs coming up at the USC. She stated that she had two people reach out already for Board hiring. She reminded Directors to keep in mind if anyone reaches out, that there are potential conflicts of interest and the importance or remaining fair and consistent.

6. USC Mission Moment: M. Haas provided this month's mission moment. He recalled a past governance committee meeting reflecting on why the USC and Board work the way they do. He continued to speak to a recent class discussion on federalism and the division of power, and how it was

exactly what J. Armour spoke about regarding the divide of power and maintaining good governance. He stated that it was a great teaching moment for class to apply in real life.

7. Approval of Minutes:

7.1.	November 11, 2025
Motion to approve the minutes from the November 11th, 2025 meeting. H. Yang motioned to approve. B. Yu seconded the motion. The motion was approved.	

8. Reports for Information:

8.1.	Executive Report	K. Henricus
<p>K. Henricus summarized and provided highlights on the items included in the Executive Report.</p> <p>B. Yu requested more information on the recruitment of a new Executive Director for OUSA. K. Henricus stated that both the current Executive Director, Malika Dhanani, and the Manager of Operations, Tiffany Wu, have submitted their notices and will remain with OUSA until early January to support the transition. K. Henricus noted that this type of turnover is typical within the advocacy cycle and often brings in new leadership with fresh perspectives and experiences closer to those of current students. The hiring process for the new Executive Director will be conducted by OUSA’s Steering Committee, made up of three elected executives from member schools, and the new ED is expected to be in place by January or February. She added that there are no concerns from OUSA or the executive team regarding these departures and extended best wishes to both outgoing members. When B. Yu asked whether the simultaneous resignations were prompted by an incident, K. Henricus stated they were not privy to HR-specific details but emphasized that any concerns would have been brought to the Board, and none have been raised.</p>		

8.2.	COO Report	J. Armour
<p>J. Armour summarized the COO Report. He stated that the Gap Analysis meetings wrapped yesterday, so next steps will be finding solutions. He highlighted how K. Pacheco just completed meeting with every single staff member to do their CliftonStrengths Coaching, which allows the USC to be a Strength’s Based Organization.</p> <p>G. Wu inquired how capital planning collaboration between the USC and Western is functioning. J. Armour explained that because Western owns the buildings, the USC must seek approval for renovations and work through Western’s contractors, as seen during the Spoke renovation. Renovations, such as those involving Jugo Juice, are guided by the lease agreement, which also restricts the USC from preparing food outside its designated footprint—though activities like QR code pickup ordering are allowed.</p>		

9. Reports from Committees:

9.1.	Governance Committee	M. Haas
M. Haas summarized the Governance Committee Report . There were no questions.		
9.1.1.	Policy Updates	M. Haas

BIRT the Board of Directors approve the amendments to the Social Media Policy and the Media Spokesperson Procedure.					
Moved	B. Yu	Second	K. George	Approved	Unanimous

9.2.	HR Committee	B. Yu			
B. Yu reviewed the HR Committee Report .					
B. Yu stated he may be running in the upcoming election period, and as such he would have a conflict to sit on the Director Hiring Panel. D. Khandelwal was nominated to take B. Yu's place on the committee.					
9.2.1.	Nomination Committee	B. Yu			
BIRT the Board of Directors appoint D. Khandelwal to take the position of B. Yu on the Board of Directors recruitment panel.					
Moved	B. Yu	Second	H. Yang	Approved	Unanimous

9.3.	Gazette Publications Committee	H. Yang			
H. Yang summarized the GPC Report .					
B. Yu expressed concern that the policy's formatting appeared AI-generated and included vague, generic language. He felt it did not meet USC standards and suggested someone with policy-writing experience revise it. It was noted that G. Pimlatt originally drafted the policy, and after delays at GPC over the summer, a revised version was generated based on committee feedback. M. Kamphuis clarified that the document aligns with the Gazette's narrative policy style, which differs from USC formatting, but she is willing to revise it to match USC's policy book while maintaining its intent. K. Henricus emphasized that the discussion around this policy has existed for some time, so the current version is a significant step in the right direction, though aligning it with USC formatting would be beneficial. When asked, H. Yang confirmed the policy was approved informally by GPC, with M. Kamphuis noting this is standard before formal Board approval. B. Yu moved to refer the policy to staff for reformatting before sending it back to the GPC.					
9.3.1.	Gazette Unpublishing Policy	H. Yang			
BIRT the Board of Directors task staff to reformat and provide back to the GPC.					
Moved	B. Yu	Second	G. Wu	Approved	Unanimous

9.4.	Finance Committee	S. Sunner			
S. Sunner reviewed the Finance Committee Report .					
B. Yu noted that the MER data is much lower than expected, which he found reasonable. He acknowledged the importance of being guided by student expectations as a non-profit but added that stronger investment returns ultimately help fund student services. J. Armour explained that transferring an additional \$9 million helped reduce MERs further, and emphasized that responsibly managing funds while also achieving solid returns is a win-win for the organization and its students.					
9.4.1.	F2026 September and October Financial Statements	S. Sunner			
BIRT that the Board of Directors accept the F2026 September and October Financial Statements.					

Moved	B. Yu	Second	K. George	Approved	Unanimous
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9.5.	PurpleCare Trust	B. Yu			
B. Yu reviewed the PurpleCare Trust Report .					
G. Wu inquired on the Ozempic Coverage update. B. Yu stated that we are only supposed to provide coverage for diabetic treatment, but a few were provided with coverage regardless and that was covered by the provider, as it was their error.					

Motion to accept the reports provided by the Executive, COO, Finance Committee, Governance Committee, HR Committee, PurpleCare Trust and Gazette Publishing Committee.					
Moved	S. Sunner	Second	B. Yu	Approved	Unanimous

10. Confidential Session

Motion to go in camera.					
Time	1:28pm	Return	2:20pm		
Moved	M. Haas	Second	B. Yu		

11. For Decision

11.1	COO Mid-Year Performance Appraisal	K. Henricus			
BIRT that the Board of Directors accept the COO Mid-Year Performance Appraisal.					
Moved	M. Haas	Second	B. Yu	Approved	Unanimous

12. Inquiries and Other Business:

13. Motion to adjourn at 2:21pm. S. Sunner motioned to adjourn. M. Haas seconded the motion. The motion was approved.