



BOARD OF DIRECTORS – MEETING MINUTES

Meeting Date	February 26, 2026	Time	5:00pm
Meeting Title	Board Meeting	Type	Regular
Meeting Chair	G. Wu	Location	UCC 301
Recording Secretary	J. Higgins	Call to Order	5:11pm

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 add a confidential session to the agenda. M. Haas seconded the motion. The motion was approved.

M. Haas motioned to adopt the amended agenda. S. Sunner seconded the motion. The motion was approved.

5. Comments from the Chair: Thank you everyone for accommodating this second meeting in your busy schedules, especially the adults with families at the table.

6. USC Mission Moment: J. Armour provided this meeting’s mission moment. He stated that he went away on vacation, and while standing in line for an omelette he spoke to a group of fourth year

Dalhousie students. They knew about Rock the Runway, and there was a very cool element of us being famous for the experience we are providing our students.

7. Approval of Minutes:

7.1.	January 28, 2026
Motion to approve the minutes from the January 28, 2026 meeting. S. Sunner motioned to approve. K. George seconded the motion. The motion was approved.	

8. Reports for Information:

8.1.	Executive Report	K. Henricus
<p>K. Henricus provided a verbal executive update, highlighting that the most pressing item is the draft strategic plan framework. This working draft will be presented to Council for information at the March meeting and then brought forward to the Board for approval at the April meeting. Once finalized for Council review, the draft will be distributed through G. Wu. While nearing completion and progressing well, the document will remain flexible until formal approval in April.</p> <p>Significant communication efforts have been undertaken to address tuition and OSAP changes, particularly to counter widespread misinformation. K. Henricus spent much of the week in the atrium engaging directly with students, answering questions, and providing clarity on how the changes affect them.</p> <p>March was identified as the busiest month of the year for student programming, as students complete midterms and transition into the post-midterm, pre-exam period. Several major events were highlighted, including hosting the OUSA General Assembly from March 5–8—the first time the event has been held at Western since COVID—and the rescheduled NLE Choppa concert on March 28.</p> <p>Additional key initiatives include Take Back the Night on March 27, a central component of K. Henricus’s gender-based sexual violence (GBSV) platform, with Board members encouraged to attend. The Women in House initiative was also noted, with participants traveling to Queen’s Park for shadowing opportunities, professional development, and a reception with provincial representatives.</p> <p>Finally, B. Yu commented on Western Administration’s response to the OSAP and tuition changes, expressing disappointment that the changes appeared to be framed or celebrated positively by the institution.</p>		

8.2.	COO Report	J. Armour
<p>J. Armour provided a verbal COO update, noting that much of the organization’s operational work is tied to the completion of current executive initiatives and preparation for the upcoming leadership transition. Budget planning remains an ongoing and adaptive process, particularly as the organization prepares to work with an incoming executive team and align with President Elect, Steve Xia’s, platform through intentional change management.</p> <p>He also provided an update on Western Commons, a proposed new Western campus building. Development on the project has been paused, as the university reassesses its vision of creating a “new UCC.” The pause presents an opportunity for the organization to focus over the next five years</p>		

on ensuring our space ultimately reflects student needs and becomes a building that students meaningfully value and use.

9. Reports from Committees:

9.1.	Governance Committee	M. Haas			
M. Haas summarized the Governance Committee Report . He took a moment to thank the Clubs team for their work in updating and explaining these policy changes with the Governance Committee. There were no questions.					
9.1.1.	Clubs Policy Review	M. Haas			
BIRT the Board approve the amendments to the Clubs Advisory Committee Terms of Reference and the Clubs Code of Conduct.					
BIFRT the Board renew the Clubs Constitutional Amendment Procedure Policy, the Clubs Discrimination, Harassment and Violence Prevention Reporting Procedure, the Clubs Governance Board Terms of Reference, and the Clubs Ratification Procedure without amendment.					
Moved	G. Wu	Second	S. Sunner	Approved	Unanimous

Motion to accept the report provided by the Governance Committee.					
Moved	D. Khandelwal	Second	B. Yu	Approved	Unanimous

10. For Decision

10.1.	F2027 USC Corporate Budget	K. Henricus			
K. Henricus opened the floor to questions regarding the F2027 Corporate Budget , following the presentation that was provided on Monday February 23 rd , 2026.					
K. Pacheco inquired if there were any questions from the corporate admin breakdown that was provided yesterday. There were no questions.					
J. Armour discussed the strategic importance of developing a USC app, emphasizing the need to capture student attention during O-Week and maintain engagement consistently throughout the year. The objective is to improve awareness and relevancy through a centralized, student-focused platform. There is no off-the-shelf solution that meets the organization's needs, so a custom-built app is required; however, the anticipated return on investment is expected to be significant.					
Questions were raised about whether the app would include Health and Dental services. It was clarified that fully integrating those services would require replicating Canada Life's infrastructure, which is not feasible. Instead, the intention is to create integrations through APIs that link users from the USC app directly to external systems, allowing for seamless access without duplicating platforms. Consolidating existing apps into a single "one-stop-shop" is also expected to reduce costs, as services currently outsourced or fractured across platforms could be brought in-house. A consultant is assisting in assessing which functions are best suited for internal development.					

Discussion then shifted to the corporate orientation budget and the notable increase reflected in that line. Last year marked the first time orientation costs were fully separated and analyzed. Orientation is jointly funded and delivered by Housing, Student Experience, and the USC, and historically the USC had not fully quantified its share of costs. This analysis revealed significantly higher expenses than anticipated, prompting a proposed increase to the O-Pass fee. High-cost orientation items funded by the USC—excluding talent—were highlighted as part of an effort toward true costing, transparency, and alignment across partners. While orientation costs have grown beyond inflation, the collected fees still do not cover the full expense, with the corporate budget temporarily absorbing the deficit. As fees increase, the expectation is that this deficit will decrease over time. Despite cost growth, the overall budget remains balanced, with orientation expenses offset through other revenue sources.

Finally, discussion addressed election-related costs, specifically comparing the use of an external Investigator and Election Governance Board Members (EGBMs) versus the traditional CRO/DRO model. It was noted that the investigator's cost this year was comparable to prior election staffing expenses. To maintain flexibility, election-related consulting costs were temporarily placed within the consultant budget, with plans to transition them into operational costs in the future. The investigator's involvement extended beyond adjudication to training and case-study development, which was viewed as valuable and cost-effective. Options such as honoraria for election board members are being explored to better reflect workload variability, with further discussion planned at BOCO. Although the number of violations this year was low, it was recognized that more longitudinal data is needed to properly assess the operational value of the Investigator.

B. Yu raised concerns following the January PurpleCare report regarding the proposed 7% increase to the My Virtual Doctor fee. The proposal outlined a 7% increase for the current year, followed by an additional 7% increase the following year, intended to address the student assistance funding gap. B. Yu expressed the view that this increase was too drastic to implement consecutively at the maximum level and suggested that such a change should instead be brought forward to a student referendum. In response, J. Armour noted that the PurpleCare Trustees voted 9–1 in favour of the 7% increase. M. Kamphuis clarified that while the Board has fiduciary oversight over the full organizational budget, jurisdiction over the fee bill rests with Council. While the Board technically has the authority to overturn Council decisions, doing so would raise governance concerns given Council's elected mandate to oversee student fees. As such, staff would not recommend Board intervention, particularly with Council scheduled to approve the fee bill in the upcoming meeting.

K. Henricus further explained that the increase would be addressed at the next Council meeting, with Z. Nadeem—Council's representative on the PurpleCare Trust—presenting the rationale. She noted that Z. Nadeem's role as Trust representative reflects Council's delegated authority, and that the proposed increase is viewed as the most efficient way to introduce 24/7 crisis response services for students. J. Armour also highlighted the reputational and governance risk associated with opposing the Trust's recommendation, particularly given the strong Trustee majority in favour of the increase. B. Yu clarified that while the Trust made the original recommendation, their comments were being raised in their capacity as a Director to formally address concerns at the Board level. M. Kamphuis concluded by noting that staff recommend leaving the fee bill as presented, and that any changes would need to come forward as a Director-led amendment should the Board wish to pursue one.

G. Wu motioned to recess.

M. Kamphuis reviewed the bylaws, clarifying the jurisdictional distinction outlined in Bylaw 4, Section 2.3. She explained that the fee bill is a distinct item under Council’s authority, whereas the Board’s role is to approve the overall organizational budget. If Council were to make significant changes to the fee bill—such as eliminating a fee—management would then be required to revise the budget to reflect those changes, and that revised budget would be brought forward to the Board for approval. From a governance perspective, this body does not have jurisdiction over debating individual fees or fee increases, only the resulting budget implications.

K. Henricus noted that she is willing to speak to the dissenting vote, and that Z. Nadeem can provide context on her respective role and perspective as Council’s representative on the Trust. B. Yu expressed an interest in bringing forward a non-binding recommendation. In response, M. Kamphuis clarified that it is not within the Board’s jurisdiction to accept or reject such a recommendation in this context, noting that doing so would effectively constitute a rejection of K. Henricus’ recommendation rather than an advisory comment.

BIRT the Board of Directors approve the F2027 Corporate Budget.

Moved	H. Yang	Second	D. Khandelwal	Approved	Unanimous
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10.1.1.	PurpleCare Fee Recommendation	B. Yu
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B. Yu motioned to amend the agenda for a discussion of the PurpleCare fees recommendation. H. Yang seconded the motion. The motion was approved.

The item up for discussion is the Board of Directors recommendation to Council to not approve the 7% increase to the My Virtual Doctor fee. B. Yu motioned to discuss. H. Yang seconded the motion. The motion was approved.

A discussion followed regarding whether the Board should exercise its fiduciary responsibility by bringing forward a recommendation on the proposed PurpleCare fee increase. B. Yu argued that, while the program itself is valuable and necessary, imposing a 7% increase without a student referendum is not in the best interest of the student body. He emphasized that his concern is based on principle rather than the dollar amount, noting that such decisions should be directly approved by students. H. Yang questioned whether this discussion was required within the Board’s fiduciary role, while B. Yu maintained that the Board has a responsibility to raise concerns of this nature.

K. Henricus responded by clarifying that the Board cannot bind future executives to hold a referendum and, given the current political climate, would not recommend pursuing one. She also emphasized that the My Virtual Doctor fee is optional. S. Nar sought clarification on whether concerns stemmed from the 7% figure itself or from reaching the maximum allowable increase, to which B. Yu reiterated that the issue was procedural rather than financial. K. Henricus further noted that councillors were generally supportive of the fee increase and raised no concerns, and that the Council representative on the PurpleCare Trust would present the rationale for the 9–1 Trust vote in favour at the next Council meeting. She added that under the fee structure, increases must either be 7% or less or proceed via referendum, with no alternative mechanisms available.

Several Directors expressed support for respecting Council’s jurisdiction and the PurpleCare Trust’s recommendation. M. Haas acknowledged the value of B. Yu’s dissent as a healthy governance exercise but stated that, based on the information presented, he would support the Trust’s decision. Other Directors echoed similar sentiments, expressing concern about creating unnecessary tension between the Board and Council. S. Nar suggested that, rather than advancing a formal

recommendation, the Board could communicate its concerns to Council for awareness and future consideration. K. Henricus agreed that it would be important for Council to understand that the Board considered the matter carefully and seriously.					
BIRT the Board of Directors recommend to Council to not approve the 7% increase to the My Virtual Doctor fee.					
Moved	B. Yu	Second	H. Yang	Motion was Defeated	6 – 2 (Dissent – H. Yang & B. Yu Abstain - K. Henricus)

11. Confidential Session

Motion to go in camera.			
Time	6:36pm	Return	7:37pm
Moved	D. Khandelwal	Second	K. George

11. Inquiries and Other Business:

12. Motion to adjourn at 7:37pm. M. Haas motioned to adjourn. S. Nar seconded the motion. The motion was approved.