

Call to Order – 2:33 pm, September 15th, 2014 | MBC 2292

1. Roll Call of Attendance

Committee Composition

Executive Officer (*chair*) Darwin Binesh
Board of Directors Member Shadnam Khan
Board of Directors Member Shirin Escarcha
Board of Directors Member Adam Potvin
Board of Directors Member Rebecca Langmead
Councillor
Councillor
Student At-Large
Student At-Large

Society Staff

Build SFU General Manager..... Marc Fontaine
Campaigns, Research, and Policy Coordinator Pierre Cassidy
Minute Taker Dion Chong

Guests

BASS Jessica Gutierrez
BASS David Chapman
BASS Katy Peng
BASS Jordan Schwartz

2. Approval of the Agenda

MOTION CPR 2014-09-15:01

Langmead
Be it resolved to approve the agenda as presented.

CARRIED

3. Matters Arising from the Minutes

MOTION CPR 2014-09-15:02

Langmead
Be it resolved to approve the minutes of 2014-09-08

CARRIED

4. Business

a. BASS Constitution and Bylaws

MOTION CPR 2014-09-15:03

Potvin/~~Amended Khan/Khan/Khan/Khan/Khan~~
Be it resolved to recommend to Board to approve the Business Administration Student Society constitution and bylaws contingent upon integration of all Campaigns, Research, and Policy Coordinator recommendations, barring the following recommendations:

- ~~bylaw 3 — DSU seats on Executive Council~~
- ~~bylaw 11.3 — selection of Elections Committee~~

[MT Note: Reconsidered. See below]

CPR reviewed the first draft of the BASS constitution and bylaws at the previous meeting. A number of individuals within the SFSS and the SFU Registrars Office had reviewed the revised document. BASS Executives had reviewed and accepted the document.

Identified Issues

- Definitions
 - Good Standing had not been defined within the definitions page.
 - Covered theoretically under bylaw 1.1 – definition would be added by BASS
 - 12.7b - Good Academic Standing definition was unclear
 - 4.4c references directors – definition missing
- DSUs should have a voting seat within the Executive Council– should the Business Faculty create departments within the faculty, this would future-proof the document.
 - Ensures that DSUs feed into FSUs to avoid overlap in representation.
 - The Presidents Council may not have effective power. Should SFSS bylaws change, DSUs must feed into FSUs.
 - Members preferred not to shape the meeting around proposed policy changes
 - Presidents Council has DSU presidents onboard
 - Bylaw 8.2 – all issues of concern from all areas of Beedie UG programme can be directed through the Presidents Council.
- Board of Governors had become the Board of Advisors – BoA does not have any control of the operations of BASS.
 - BoA cannot make any binding decisions, and thus no votes can be conducted which would impact the operational autonomy of the organizations.
 - BASS desired to make sure BASS was as accountable as possible – alumni could provide a level of oversight.
 - The membership must decide for itself who it wants to represent it – nothing prevents nonmembers from voting should the membership
 - No changes would be made

MOTION AMENDED

- Deletion of bylaw 7 – SFSS bylaws already cover the definition of DSUs
 - Purpose was simply to ensure that a definition of bylaws was within the document to ensure that such a definition existed within the organizational documents
 - Would be kept
- AGM/SGM – To be consistent to SFSS standards, 21 days notice was required to call a general meeting
- Quorum – SFSS sets a specific number to avoid issues relating to expansion or shrinkage of membership. May be preferable to a percentage which may change.
- Special Resolution by necessity passes at an AGM/SGM. Otherwise it would pass by referendum

- Proposed change to elections policy would make the SFSS Council responsible for hiring the electoral commission – may be desirably for a BASS advisory body to select the IEC to avoid potential conflicts of interest
- Bylaw 14.5 - Changes to bylaws at the SFSS require 75% approved. May be desirable to harmonize those changes
- Bylaw 5 and 5a should be inverted such that the motions would not occur.

MOTION AMENDED

TABLED

Langmead

~~Be it resolved to extend the meeting to 4pm~~
Bass representatives left at 3:01pm

b. Build SFU Debenture Special Resolution

MOTION CPR 2014-09-15:04

Langmead

Be it resolved to recommend to Board the Text of A Special Resolution for the AGM as presented

BC Society Act and SFSS Bylaws requires the membership to approve, via special resolution, to allow the SFSS to enter into a debenture. The documents presented, as revised and approved by legal counsel, allows the SFSS to enter into a debenture for a period of one year as per the maximum allowed by the Society Act. Should the society not enter into a debenture within a year, the SFSS would have to
Build SFU will work on ensuring that the document is understandable by the membership.

CARRIED

Fontaine left at 3:06pm

c. Continued - BASS Constitution and Bylaws

- Resignation/impeachment/abandonment
 - A – The goal was to have the petition trigger a vote to impeach, as opposed to having the petition immediately impeach an individual
- 15.1 – removal of an individual from the BOA, as opposed to removing the BOA entirely
- Appeals – Lack of clarity around the logistics of the appeal process
 - Could be added to the policy manual, but BOA could potentially overturn the impeachment process, which was of concern.

MOTION AMENDED

- All CRP Coordinator changes were approved by BASS aside from the Executive council including DSUs, since presidents council still have the power to take part in the governance. IEC would continue to come from EXEC to avoid timing constraints.
- Constitution – remove term *add utmost value* and replace with promote

Constitution and Policy work was laborious and the Campaigns, Research, and Policy Coordinator indicated that they could have provided additional assistance and a fuller set of recommendations had additional time had been provided. BASS indicated that significant time had to be spent to integrate CPR recommendations.

MOTION AMENDED

Issues arose around conflict of non-members voting – Section 62 of the BC Society Act.

- BOA cannot make any resolutions. BOA can only provide recommendations.
- President Bueckert indicated that removal of the term *binding* would allow the voting to continue.
- Clarity was provided around the differences between resolutions and special resolutions within the context of an AGM/SGM as opposed to regular meetings.
- Dean of Faculty had been on the Board of Governors since its inception, within an environment that had greater powers. Further, the Deans Representative in the past has been responsible for BASS becoming a DSU within the SFSS structure. Good relations had characterized BASS/Beedie relations and such BASS continued to seek continued oversight, advice, and expertise in order to provide full breadth of services to the membership.

MOTION AMENDED

CARRIED

5. Attachments

BASS Constitution and By-Laws CPR Submission 2.docx

SFSS - Special Members Resolution re borrowing & granting security - SFS....pdf

BASS Executive Council Minutes

6. Adjournment 3:31pm

7. Recalled to Order

MOTION CPR 2014-09-15:04

Escarcha

Be it resolved to reconsider CPR 2014-09-15:03

One change was missed

CARRIED

RECONSIDERED MOTION CPR 2014-09-15:03

Potvin/Amended Khan/Khan/Khan/Khan/Khan/Khan

Be it resolved to recommend to Board to approve the Business Administration Student Society constitution and bylaws contingent upon integration of all Campaigns, Research, and Policy Coordinator recommendations, barring the following recommendations:

- bylaw 3 – DSU seats on Executive Council
- bylaw 7 – deletion of Department Student Unions bylaw
- bylaw 11.3 – selection of Elections Committee

CARRIED AS AMENDED

8. Adjournment 3:36pm

DC /CUPE 3338