

1. CALL TO ORDER

Call to Order – 3:02 PM

2. TERRITORIAL ACKNOWLEDGMENT

We respectfully acknowledge that the SFSS is located on the traditional, unceded territories of the Coast Salish peoples, including the x^wməθk^wəyəm (Musqueam), S^kw^xwú7mesh Úxwumixw (Squamish), Selíłwíłulh (Tsleil-Waututh), k^wík^wəłəm (Kwkwetlem) and qícəy (Katzie) Nations. Unceded means that these territories have never been handed over, sold, or given up by these nations, and we are currently situated on occupied territories.

3. ROLL CALL OF ATTENDANCE

3.1 Board Composition

VP University Relations (*Chair*)..... Gabe Liosis
VP Finance Corbett Gildersleve
VP Student Services..... Matthew Provost
At-Large Representative Balqees Jama

3.2 Society Staff

Campaign, Research, and Policy Coordinator..... Sarah Edmunds
Executive Director Sylvia Ceacero
Executive Assistant Shaneika Blake
Administrative Assistant..... Kristin Kokkov
Administrative Services Manager..... Shubhangi Jain

3.3 Guests

Board of Director Representative WeiChun Kua
Ex-Officio Osob Mohamed

4. ADOPTION OF THE AGENDA

4.1 MOTION GOV 2020-05-21:01

Corbett/Balqees

Be it resolved to adopt the agenda as presented.

CARRIED unanimously

5. MATTERS ARISING FROM THE MINUTES

5.1 MOTION GOV 2020-05-21:02

Corbett/Matthew

Be it resolved to receive and file the following minutes:

- GOV 2020-01-30

CARRIED unanimously

- Inter-director conflict resolution will be submitted for review at the next Governance meeting after a discussion with the CRPC (this was an action item from the previous meeting)

6. DISCUSSION ITEMS

6.1 Priorities for the Year

- Go over the priorities and initiatives that will be taken on since this committee will be quite busy this year
 - The committee did not meet as frequently as it should have in the last Board term, however, this committee hopes to meet more frequently this term
- Suggested priorities:
 - Governance restructuring – will take about 30 days before they can report back to the Board
 - Committee will be researching about the other societies' structure and deciding what would work best for the SFSS
 - Bylaws review – more time sensitive than the other priorities
 - Goal is to have the draft completed by July or August and have a campaign about why this is important (which will be brought to the upcoming AGM)
 - Policies
 - Elections
 - Take advice from multiple sources and create a working group – consult with previous election candidates, review IEC reports, etc
 - Include groups, such as council executives and try to engage students
 - Issues
 - We have been seeing students take on a pro stance for issues (requires more work)
 - Empowering Council
 - This can be done through bylaw and policy review and having Board members present at Council meetings
 - Suggested to include councillors in committees and to actively consult them
- Issues policy only has one policy
 - Policies were removed in the previous years and should be reviewed to possibly be reinstated and updated
 - This is something that should be revisited in the coming semesters and be expanded on
- Board Training
 - There should be a more structured guideline and timelines for Board Orientation to help them understand their position better (more ideas and resources around it) since not a lot of people run again the following year
- FNSA service agreement
 - It has been outstanding since 2018 and should be signed if no changes need to be made
 - The Executive Director suggested redirect this topic to the Executive Committee since it is beyond the scope of what the Governance committee should do

6.2 Governance Restructuring

- At the last Board meeting a motion was passed to task the Governance committee to review the Governance restructuring and to report back in 30 days
 - Suggested to conduct research and reviews of different governance models that are found to be common in other student societies
 - Refer to how they fit with our values and needs to make changes to the policies accordingly
 - Familiarize and understand the current policies
 - Refer to other student societies to identify what works and does not work
 - 2015 Board policies
 - Some policies are outdated, but some have been working for the SFSS
 - Committee will be identifying what needs to be removed, changed, or included based on successful models
 - Outcome of the Governance review
 - To move away from the Carver model as there are aspects that do not work (some aspects still work) into something that is less disjointed to make sure that Board members' knowledge is continuous
 - It is noted that the Carver model is sophisticated and that the review should contain a critique of the pros and cons (which will be brought to the current Board) so that future Board members can understand the reasons for the review
 - Tasks for the next Governance meeting
 - Priority is given to the review and update of the 2015 Board policies
 - To gather context and information from other student societies for the successful aspects of their environment and other governance models
 - Sometimes there are similar models with different names
 - Trying to contextualise how different models could work in our society
 - To create a skeleton document of what can be improved on
 - Compile the research and key points on a Google doc with tasked assignments for committee members to research different models and to encourage an effective flow of work
- It was suggested to meet weekly because there is the time limit on the task
 - The AFAC meeting is next week at the same time
 - There will be an informal meeting before the next formal meeting

6.3 First Year Engagement Committee TOR Review

- A motion was passed at the Board meeting to make this committee
 - The main concern was the composition of the committee – more or equal number of the Board members to student at-large members
 - It was suggested to have “up to 5 first year at-large members” but it is possible to have more student at-large members to Board members according to the policies
 - The meetings can be in person or electronically as a committee with its own initiatives as long as quorum is met, and the number of Board members required is present
 - If the committee is to be an advisory one, then the Governance committee cannot control how many members are first year's students
- The policies do not go in detail about the committees
 - Board discharges duties to non-Board committee members by approving budgets that can be reviewed accordingly when needed (Board is held accountable for any

- circumstances that occur in the committees) – no issues with the Surrey Campus Committee (they have more student at-large members than Board members)
- The committee recommended to make the number of student at-large members to Board members equal
 - Power assignment
 - According to the Societies Act, members gave the power to Board and Board assigns work to the committees (which includes non-Board members)
 - Board assigning power to committees is the same as assigning power to SFSS staff and all delegation is rolled back to the Board (job descriptions, policies, etc)
 - All committee expenditures are reported back to Board, hence it is suggested that it is okay to have more student at-large members than Board members in the committee
 - In TOR the committees are not tied to any department, so the committee would be advisory committee at least for the first year, therefore there are no real issues.

6.4 By-Law Review Update

- A survey was conducted in February and a joint Board and Council meeting was done
- Next steps
 - Date for the consultant to present the bylaws to Board (mid-June)
 - Student consultations to be conducted in mid to late July since a survey is already prepared and members must be given 21 days notice for them to review the draft bylaws and the consultant to prepare a final draft according to the feedback provided by Board (all of which may not be included in the bylaws in relation to what is the best advice for the SFSS and will not create a case for the lawyer)
 - The ED will review the document from the consultant again according to the lawyer's opinions for any rejections
 - A budget review for legal fees to possibly increase it will be put on the Finance and Audit Committee agenda
- Student responses
 - All responses are recorded into a report and cannot be put in the policies because permission as given (considered personal information)

6.5 Orientation for Council

- Council serves as an advisory body for the Board and should be provided all the necessary information to perform since their roles have changed and diminished over the years
- Council is not as active as they could be due to the lack of information being relayed between Board and council
 - To invest in Council's orientation to outline their basic role and to extend some topics from Board's orientation to Council (committee is in favour since this will set the tone for future members in these roles)
 - The Board liaison could find useful engagement activities for the councillors
- According to the ED, idiosyncrasies in Council's role according to the consultant
 - Committee is encouraged to work with what we have and to make sure all inconsistencies are sorted first before forming something like UBC AMS (suggestion to possibly implement in Spring 2021)
 - To include any bicameral or unicameral research in the model review report
 - Council orientation currently is given every semester, three times a year, there are two different presentations
 - How they get paid, how they do reports, the policies, the relationship of council and Board, and Robert's rules

- Council is currently receiving all the information they require but if more is needed, then increased engagement with councillors is suggested
- Board members should work more with Council (last year's Council was very active)
- It was suggested that larger changes should be done later in the year
- The question is that what happens if we bring this big change to the AGM in the fall and it fails
 - It was pointed out that if the Board wants to pass the bylaws in one big junk, then it can fail, because of some things that the members do not like.
 - The consultant suggested to pass the bylaws in sections and if the members reject some sections, then parts of the bylaws can still pass
 - It was still brought out that to pass something as big as mega council, could cause problems to other sections
 - There are cross relations of the sections, but the committee members are in favour of passing sections of the bylaws instead of one big junk.
 - In 2017 the bylaws were rejected because students did not like parts of the bylaws.

7. ADJOURNMENT

7.1 MOTION BOD 2020-05-21:03

Corbett/Matthew

Be it resolved to adjourn the meeting at 4:33 PM.

CARRIED unanimously