

1. CALL TO ORDER

Call to Order – 9:03 AM.

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^wəy̓əm (Musqueam), Sḵw̓x̓wú7mesh Úxwumixw (Squamish), Selílwitulh (Tsleil-Waututh), k^wik^wəł̓əm (Kwkwetlem) and q̓icəy̓ (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 Committee Composition

VP University Relations (<i>Chair</i>)	Gabe Liosis
VP Finance (<i>Vice Chair</i>).....	Corbett Gildersleve
Ex-Officio	Osob Mohamed
VP Student Services.....	Matthew Provost
Faculty Representative (Science).....	WeiChun Kua
Council Representative	Zaid Lari
At-Large Representative	Balqees Jama

3.2 Society Staff

Operations Organizer	Ayesha Khan
Campaign, Research, and Policy Coordinator.....	Sarah Edmunds
Administrative Assistant.....	Christina Kachkarova
Administrative Assistant.....	Somayeh Naseri

4. ADOPTION OF THE AGENDA

4.1 MOTION GOV 2021-01-27:01

Gabe/Balqees

Be it resolved to adopt the agenda as amended.

CARRIED AS AMENDED UNANIMOUSLY

- Amend to add New Business Item 7.1 Amending Board Policy R-9

5. MATTERS ARISING FROM THE MINUTES

5.1 MOTION GOV 2021-01-27:02

Corbett/WeiChun

Be it resolved to receive and file the following minutes:

- GOV 2020-07-27
- GOV 2020-08-10

- GOV 2020-10-28
- GOV 2020-11-25

CARRIED UNANIMOUSLY

6. DISCUSSION ITEMS

6.1 Amendment to SO-1 - To Add Additional Duties for the Chair

- Faculty Representative (Sciences) “WeiChun” add additional responsibilities for the Chairs of committees including updating website (including meeting times), adding contact information, and sharing a zoom link so students can join. The Chair would also be responsible for communicating vacancies and posting them on social media
- At-Large Representative suggested that Chair must ensure that vacancies are announced within a week.
- Campaign, Research, and Policy Coordinator suggested a longer timeline to announce the vacancies to ensure they pass through the Board process to allow Nominating Committee to be involved.
- VP Student Services it should be Chair committee, as Chair of Nominating Committee he mentioned that there were issues with follow-up regarding nomination.
- Campaign, Research, and Policy Coordinator suggested instead of amending to include a zoom link, the amendment should say location and access. This would ensure that the policy remains relevant when there is a return to in-person activities.
- Notice of Motion to the Board regarding this issue for the meeting on January 29th.

6.2 Amending Board Policy R-9 and/or "Definitions to Include Territorial Acknowledgment, Pronouns, and Access Needs, and Consent Agenda

- Faculty Representative (Sciences) discussed the need for pronouns, access needs, and consent agenda to be clearly recorded in the policies to provide clarity. He mentioned that through the Consent Agenda, meetings will be easier to get through as in the case of approving meeting minutes. Faculty Representative (Sciences) mentioned that other Student Unions, including Capilano Students' Union, use the Consent Agenda.
- VP University Relations highlighted the need to create policies for these conventions as a future Board/Council might not consider pronouns/access needs important.
- At-Large Representative voiced support for access needs and pronouns. She mentioned that the policy must clearly define the concepts.
- VP University Relations suggested creating definitions at top of R-9 for each of the terms.
- Campaign, Research, and Policy Coordinator suggested collaborating with Accessibility Committee to define accessibility needs.
- Faculty Representative (Sciences) suggested collaborating with FNSA to define Territorial Acknowledgment.
- VP University Relations clarified how the Consent Agenda would work in a meeting. The Chair would create the Consent Agenda and ask for approval of Consent Agenda, which would need unanimous support to pass. If there is a disagreement, the specific issues would be taken out, the Consent Agenda would be passed, and the specific issue would be addressed and amended individually. VP University Relations stated that the goal of consent agenda is to save time, which would be helpful when Council becomes the legal Board of Directors. It

would allow for regrets and minutes to be passed more easily. He mentioned that a subheading under R-9 would give the Chair authority to make the Consent Agenda.

- VP Finance highlighted how the consent agenda would be helpful for speeding up housekeeping items and suggested it could be introduced at an upcoming Board meeting. He mentioned that the timeline would depend on how complex the language surrounding the motion would be.
- VP University Relations mentioned that this motion would most likely be suggested for the February 12th, 2021 Board meeting as the Consent Agenda requires some work and mentioned that collaboration with the Accessibility Committee and FNSA might take time.
- Council Representative mentioned that the Consent Agenda might be ideal for Council to save time.
- At-Large Representative expressed concern for confusion as pronouns and access needs are currently included under Roll Call.
- VP University Relations suggested adding the definition of Roll Call to avoid confusion.

7. NEW BUSINESS

7.1 Amending Board Policy R-9 MOTION GOV 2021-01-27:03

WeiChun/Matt

Be it resolved that the Governance Committee approve in principle the idea of adding definitions for "territorial acknowledgment", "pronouns", "roll call of attendance", and "access needs" to Board Policy R-9.

Be it further resolved that the Governance Committee approve in principle the idea of establishing a process for "Consent Agenda" under board Policy R-9.

CARRIED UNANIMOUSLY

- Discussed under Discussion Items 6.2

8. UPDATES

8.1 Transition Steering Committee

- VP University Relations mentioned that Governance Working Group had started sorting out a time to meet and began a basic re-structuring of Board Policies to transform into Council Policies.
- VP Finances stated that the Training and Communications Working Group had an introductory meeting to discuss the purpose, timeframe, timeline of the working group as well as training ideas. The next Training and Communications Working Group meeting will occur on January 28th, 2021. Next steps include discussing training sessions, particularly what will be covered in orientation and what will be covered in the first 4 months.
- Operations Working Group has not met yet and are currently working on figuring out meeting time.
- VP University Relations suggested mentioning the Working Groups at the next Council Meeting to share information, and to include councilors and DSU executives. He also encouraged Working Group leads to include appropriate staff.

9. ANOUNCEMENT

- 9.1 Next Governance Committee Meeting: Wednesday, February 10th, 2021 at 9AM (PST) via Zoom**

10. ATTACHMENTS

- 10.1 Board Policy R-9**
10.2 Board Policy SO-1

11. ADJOURNMENT

- 11.1 MOTION GOV 2021-01-27:04**
WeiChun/Matt

Be it resolved to adjourn the meeting at 9:58 AM.

CARRIED UNANIMOUSLY



R-9: BOARD OF DIRECTORS MEETINGS

<i>POLICY TYPE: BOARD POLICY</i>		
<i>POLICY TITLE: BOARD OF DIRECTORS MEETINGS</i>		
<i>POLICY REFERENCE NUMBER: R-9</i>		
<i>Adopted: June 12, 2020</i> <i>Next Scheduled Revision: June 2021</i> <i>Previous Revisions</i>		
Position	Signature	Date
Board President		

Duration

9.1 Regular meetings of the Board of Directors shall be limited in duration to three hours, which shall be calculated from the time when quorum has been achieved.

9.2 Where necessary, the Board may extend a meeting past three hours on a majority vote of the Board at any particular meeting.

Quorum

9.3 Once a meeting of the Board of Directors becomes quorate, that meeting shall be considered quorate until such time that a question of quorum is raised.

9.4 A question of quorum shall be treated as a point of order, as defined by Robert's Rules of Order.

Speaking Privileges

9.5 All students who are members in good standing shall have speaking privileges at all meetings of the Board of Directors.

8.6 All Society staff shall have speaking privileges at all meetings of the Board of Directors.

9.7 Board members shall always be given priority on the speaking list before a student guest or Society staff speaks at a Board meeting. The Chair will maintain a speaker's list during Board meetings.

Chair

9.8 The President shall be the Chair of the Board of Directors, and shall Chair all Board meetings unless otherwise voted on by the Board at a particular meeting, or for the duration of a semester.

Vice Chair

9.9 The Board shall, by a simple majority vote, appoint a Vice Chair of the Board of Directors for the duration of a Board term.

9.10 The Vice Chair shall convene and chair a Board meeting in the absence or at the discretion of the Chair of the Board.

9.11 The Vice Chair shall support the duties of the Chair, including but not limited:

- (a) Communicating with Committee Chairs and Committee Vice Chairs on behalf of the Chair, when necessary.
- (b) Communicating with the Council Chair and Council Vice Chair on behalf of the Chair, when necessary.
- (c) Collect agenda items from Board members on behalf of the Chair and send them to the Administrative Assistant through proper communication channels, when necessary.

External Chair

9.12 The Board of Directors may appoint an external chair in a manner consistent with the bylaws.

9.13 An external chair shall receive a \$75 honorarium for each meeting that they chair.

9.14 The external chair shall continue to chair Board of Directors meetings during in camera sessions.

9.15 The external chair is bound by all rules governing in camera sessions.

Agenda

9.16 The order and items of business for meetings of the Board of Directors are:

- (a) Call to Order
- (b) Territorial Acknowledgment
- (c) Roll Call of Attendance

- (d) Adoption of the Agenda
- (e) Adoption of the Minutes
- (f) Old Business
- (g) Reports from Committees
- (h) New Business
- (i) 30 Minute Q&A Period
- (j) Notices of Motion
- (k) Announcements
- (l) Attachments
- (m) Adjournment

9.17 Agenda items for regularly scheduled Board of Directors meetings and supporting documents must be submitted to the Chair, President, and Administrative Assistant. The Agenda for Board of Directors meetings must be distributed to Board members no later than three business days before a Board of Directors Meeting.

9.18 Board of Directors agenda packages will be available electronically on the Society website and/or social media at least two business days prior to regularly scheduled Board of Directors meetings.

Location

9.19 At least one meeting of the Board of Directors shall be held at the Harbour Centre campus over the course of any administration.

9.20 At least one meeting of the Board of Directors shall be held at the Surrey campus over the course of any administration.

9.21 The agenda, time, and location of regularly scheduled Board of Directors meetings shall be published on the Society website and/or social media prior to these meetings. The agenda, time, and location of emergency Board of Directors meetings shall be published on the Society's website if possible.



SO-1: STANDING AND AD-HOC COMMITTEES, SUBCOMMITTEES AND WORKING GROUPS

<i>POLICY TYPE: BOARD POLICY</i>		
<i>POLICY TITLE: STANDING AND AD-HOC COMMITTEES, SUBCOMMITTEES AND WORKING GROUPS</i>		
<i>POLICY REFERENCE NUMBER: SO-1</i>		
<i>Adopted: June 12, 2020</i>		
<i>Next Scheduled Revision: June 2021</i>		
<i>Previous Revisions</i>		
Position	Signature	Date
Board President		

Establishment and Dissolution of Society Committees and Working Groups

1.1 The Board may delegate its authority and/or empower committees between Board meetings to make decisions, within their delegated authority, to standing committees, ad-hoc committees, and working groups.

- (a) The Board will establish a standing or ad-hoc committee by including a Standing Order establishing its terms in the Board Policies.
- (b) The Board will dissolve a standing or ad-hoc committee by repealing a Standing Order consisting of its terms from the Board Policies.
- (c) The Board or a Board Committee will establish a working group amongst itself by a majority vote.

Standing and Ad-hoc Committees

1.2 The Board of Directors establishes the Standing Orders that comprise the terms of reference for all standing and ad-hoc committees. Committees have the authority to act in accordance with their terms of reference, but must seek the direction and approval of the Board of Directors on any matters of serious concern or significance to the membership of the Society.

1.3 Unless otherwise specified in the Standing Order establishing the committee, standing and ad-hoc committees are chaired by an Executive Officer.

1.4 The duties of the Chair include:

- (a) ensure all meetings are included in the SFSS Society Calendar (GMail),
- (b) convening regular meetings,
- (c) informing committee members of meeting times and locations,
- (d) preparing agendas and collect agenda items,
- (e) distributing any documents or materials to committee members,
- (f) submitting attendance to the VP Finance, and
- (g) reporting on committee activities to the to the Board of Directors
- (h) act as the primary point of contact between the committee and its staff support, if any.

1.5 The duties of the Vice-Chair include:

- (a) convening meetings in the absence or at the discretion of the Chair,
- (b) any other duties as may be assigned by the Chair

1.6 The duties of Committee members include:

- (a) Attend all meetings of the committee
- (b) Read all materials provided to the committee and prepare constructive critical feedback regarding committee business prior to every meeting, and
- (c) regularly volunteer in support of committee initiatives

1.7 Composition of committee membership is specified by the committee's Standing Order. Unless otherwise specified by the standing order establishing the committee, only members in good standing may be appointed to a voting seat on a committee.

1.8 Duties of committee members include:

- (a) attending all meetings of the committee,
- (b) representing to the best of their abilities the interests of the Society, and

- (c) performing any duties assigned as part of the committee's mandate.
- 1.9 Unless otherwise specified in the standing order establishing the committee, members of standing and ad-hoc committees shall be elected/removed by a simple majority vote of the Board of Directors.
- 1.10 Unless otherwise specified in the standing order establishing the committee, quorum for all standing and ad-hoc committees shall be a majority of the seats filled.
- 1.11 For the purposes of the standing orders, 'student at-large' shall refer to a student who does not hold a position on the Board of Directors, but is a member in good standing of the Society.
- 1.12 For the purposes of the standing orders, "Councillor" shall refer to those members who sit as members of Council and are not members of the Board of Directors of the Society.

Sub-Committees

- 1.13 Standing or Ad-hoc Board committees may, if its terms of reference allow, strike subcommittees and adopt its own terms of reference for the subcommittee, establishing its mandate, authority, and jurisdiction - and may delegate tasks to sub-committees for recommendation to the Committee.
- 1.14 Sub-committees are established by a majority vote.
- 1.15 Committees shall select the chair of a sub-committee from among its members who shall convene meetings, prepare agendas, distribute documents to sub-committee members, and report subcommittee activities and recommendations back to the committees.
- 1.16 Duties of sub-committee members include:
- (a) attending all meetings of the sub-committee,
 - (b) representing to the best of their abilities the interests of the Society, and
 - (c) performing any duties assigned as part of the committee's mandate.
- 1.17 Sub-Committees are established by a Standing Order of the Committee.
- (a) All Committee Standing Orders establishing a Sub-Committee must be reported to the Governance Committee, who will keep record of the Standing Orders.

- (b) If a Committee establishes a Sub-Committee by Standing Order, this action must be reported to the Board of Directors.

Working Groups

1.17 The Board of Directors, or standing or ad-hoc committees, may establish working groups, as well as their mandates, authority, and jurisdiction by motion.

1.18 The Board of Directors, or standing or ad-hoc committees select the chair of a working group from among its members who shall convene meetings, prepare agendas, distribute documents to working group members, and report working group activities and recommendations back to the standing or ad-hoc committees.

1.19 Composition of working groups is open to all members in good standing of the Society.

- (a) Duties of working group members include:
 - (i) attending all meetings of the working group,
 - (ii) representing to the best of their abilities the interests of the Society, and
 - (iii) performing any duties assigned as part of the working group's mandate.

1.20 Meeting times and locations of all standing committees, ad-hoc committees, and working groups shall be published on the Society's website and social media, and in person in the vicinity of the Society's General Office/Student Center prior to these meetings.

1.21 Information about student-at-large vacancies on the Society's committees shall be published on the Society's website prior to these meetings.