

Call to Order – 5:30 pm December 10, 2014 | Forum Chambers

The Board of Directors acknowledged that the meeting was being conducted on the Unceded Coast Salish Territories of the Squamish, Musqueam, Stó:lo, and Tsleil-Waututh people.

1. Appointment of the Chair

MOTION BOD 2014-12-10:01

Bueckert

Be it resolved to appoint Darwin Binesh – Vice President External Relations as chair of BOD 2014-12-10

CARRIED

2. Roll Call of Attendance

Board of Directors

President Chardaye Bueckert
Vice President External Relations..... Darwin Binesh
Vice President Finance Adam Potvin
Vice President Student Life..... Kayode Fatoba
Vice President Student Services..... Zied Masmoudi
At-Large Representative..... Rebecca Langmead
At-Large Representative.....Jeremy Pearce
Faculty Representative (Applied Sciences) Ben Rogers
Faculty Representative (Arts & Social Sciences) Brady Wallace
Faculty Representative (Business) Shadnam Khan
Faculty Representative (Communication, Art & Technology) Shirin Escarcha
Faculty Representative (Education) Katie Bell
Faculty Representative (Health Sciences) Ayla Kooner
Faculty Representative (Sciences)Deepak Sharma

Society Staff

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

Guests

Council Chair..... Kathleen Yang

Regrets

Vice President University Relations Moe Kopahi

Leave of Absence

Faculty Representative (Environment) Tesicca Truong

3. Adoption of the Agenda

MOTION BOD 2014-12-10:02

Langmead

Be it resolved to adopt the agenda as amended.

SUB Lease Agreement item was moved in camera and shifted to the beginning of the meeting.

Items struck: All reports.

*New Business added: Reconsideration of the governance report SGM agenda item from BOD 2014-12-03, nonbinding plebiscite, EXEC – Academic Amnesty.
Discussion added: Pancake breakfast, Clubs Days.*

CARRIED

4. Ratification of Regrets

MOTION BOD 2014-12-10:03

Wallace

Be it resolved to ratify regrets from:

Vice President University Relations Moe Kopahi (*exam*)

CARRIED

5. Matters Arising from the Minutes

MOTION BOD 2014-12-10:04

Bueckert

Be it resolved to receive and file the following minutes omnibus:

ADV – 2014-11-20, 2014-11-27

AFAC – 2014-10-29, 2014-11-26

BOD – 2014-12-03

CPR – 2014-11-17, 2014-12-01

CSC – 2014-11-20

EPCOM – 2014-09-24

EXEC – 2014-11-26, 2014-12-03

FASC – 2014-10-30

GC – 2014-11-26

CARRIED

Abstention noted: Langmead

6. In Camera Session

a. Student Union Building Lease Agreement

MOTION BOD 2014-12-10:05

Masmoudi

Be it resolved to move the meeting in camera with staff and management.

CARRIED

Discussions were conducted around board member concerns regarding the negotiated lease agreement for the Student Union Building.

MOTION BOD 2014-12-10:06

Bueckert

Be it resolved to move the meeting ex camera.

FAILED

MOTION BOD 2014-12-10:07

Bueckert

Be it resolved to move the meeting ex camera.

CARRIED

The board was reminded that in camera sessions should be used sparingly and only for matters of a sensitive nature, particularly when guests were present.

A director expressed that once a debenture was signed, it would be difficult to argue that any decision which would bankrupt the Society would be in the best interest of the Student Society. Signing a debenture in itself could be considered an act that would limit the actions of a future board, regardless of the terms on the Society.

The Board was reminded that there was a difference between a full revocation of the levy (which would cause the Society to collapse) and a reduction of the levy (which may allow the organization to reduce the financial impact on the membership).

MOTION BOD 2014-12-10:08

Fatoba

Be it resolved to reconsider MOTION BOD 2014-12-03:13.

Questions were raised by why the proposing financial institutions did not include such a requirement within their terms, leaving the matter for the lease agreement only. Build SFU had been in active discussions with the financial institutions during the Request for Proposal phase, and such language had been circulated to all financial institutions under consideration since the beginning of the process six months ago. Given this continuous reassurance that the matter would be included within the lease agreement, the banks had no reason to include the item in their covenant.

It was indicated that if the Student Society sought to have long term initiatives, it would have to be bound to different agreements which span a number of years. The alternative would be to limit projects to a one year span.

It was expressed that the language was included within the building lease as tripartite agreement between the University, the lender, and the SFSS. The language within the tripartite agreement would expire at the end of the agreement

Both clauses 5a and 8c were deemed necessary.

QUESTION WAS CALLED

Langmead

CARRIED

RECONSIDER MOTION BOD 2014-12-03:13

Fatoba/Amended Langmead

Whereas the Simon Fraser Student Society is constructing a student union building (SUB) on the Burnaby campus of Simon Fraser University;

Whereas a Building Lease and Offer to Lease are necessary legal agreements for the SUB to be constructed;

Be it resolved that the Board of Directors approve the Offer to Lease;

Be it further resolved that Chardaye Bueckert - SFSS President, and Zied Masmoudi – Vice President Student Services be authorized to sign the Offer to Lease on behalf of the Board of Directors.

A director sought to remove two of the three clauses of concern that was seen as undemocratic and counter to the organization's mandate of representing the membership. As the SFSS was building a new building for SFU, a director saw legitimacy in raising these concerns. Further, concern was raised that the full document was not available until two weeks prior. This point was contented, as the matter had been brought regularly to the Executive Committee over the last number of months.

The clauses in question surrounding SFSS duties around attempts to revoke or reduce the Build SFU levy had been brought up at the previous Board of Directors meeting prior to the vote. The Board was reminded that any revocation of the levy would cause the bankruptcy of the student society, and therefore would not be in the best interests of the Student Society. The request was for the Board to support a minor reduction in the levy should the membership feel that this was desirable, as opposed to being forced to campaign against even minor reductions to the levy. There was concern around the board arguing on definitions.

The Vice President Finance was commended for raising concerns and fulfilling their due diligence.

A director inquired into possible alternatives, particularly given the issues with the "actively campaigning" against any revocations or reductions. The Build SFU General Manager indicated that no alternatives were considered, as little interest was expressed from the Executive Committee. The item had been on the EXEC table for six months. This had been a key requirement from both the university and the banks, as discussed with both parties over the past 6 months.

Questions were raised as to whether the university would have space or could lease space within the building. It was expressed that the university would not be leasing space, and it would be unlikely that SFU would be leasing space at any point. Theoretically, the convenience store space, coffee shop, and student organization suites could be leased, but no interest or intention has been expressed thusfar.

It was expressed that a slight reduction in the levy would only result in an increased credit spread and an overall increase to the Society interest rate as a result of reduced cash flow. This was not seen as an action which would in any way result in a default on the loan. However, it was countered that the lack of such language would result in the Society failing to secure the loan in the first place, particularly given that all financial institutions approached by the SFSS had been approached with the understanding that the current levy structure would be in place to pay off such a loan. It was indicated that banks offer higher interest rate based on risk premiums and have done so in the past.

Ambiguity could occur in any interpretation of the terms of the item. Active campaigning may be seen differently between the tripartite parties.

MOTION AMENDED

CARRIED

Abstention noted: Rogers

In reviewing Roberts Rule of Order, roll call votes were deemed possible for the Society to conduct. However, as the Society did not have its own policies governing the minority necessary to call a roll call vote, a majority vote was necessary (RONR §31, 45).

There was concern around the potential of a roll call vote jeopardizing discussions with financial institutions.

7. New Business

a. SFSS Food Bank Programme Funding Allocation

MOTION BOD 2014-12-10:09

Bueckert

Whereas funding was approved for the SFSS Emergency Food Bank Program Pilots in Surrey, Vancouver, and the Residence Dining Hall;

Whereas demand for the new options has been lower than anticipated;

Be it resolved to allow the remainder of the Fall 2014 Emergency Food Bank Program funding to be reallocated based on demand, at the discretion of the SFSS General Office.

Initial funding motion approved in August stipulated both the amounts and the time limit for such funding. Uptake in the programme expansion has not been as high as expected, with less than anticipated usage in residence, and the slower progress in the Surrey expansion. The motion would allow for more flexibility in the programming.

CARRIED

Abstention Noted: Rogers

b. SFSS Food Bank Programme Donation from Student Services

MOTION BOD 2014-12-10:10

Fatoba/Amended Langmead

Be it resolved that the SFSS accept a donation of \$16 000 from SFU Student Services to fund the SFSS Emergency Food Bank Program,

Be it further resolved to authorize SFSS President Chardaye Bueckert and Communications, Art, and Technology Representative Shirin Escarcha to sign the SFSS Emergency Food Bank Program Funding Memorandum of Understanding with SFU Student Services.

The University was recognized for its support of the Food Bank Programme. The Working Group was commended for its hard work, and the President for securing the donation.

CARRIED

Abstention Noted: Rogers

c. SGM Agenda - Governance Reform
MOTION BOD 2014-12-10:11

Wallace

Be it resolved to reconsider MOTION BOD 2014-12-03:11

The original motion was seen as unfeasible, given the level of opposition from board members and concerns around the level of support available. The sentiment to follow the BOD established strategic plan and priorities was seen positively, but the concern was simply in the logistics of including such a complex matter within the SGM. The board continued to view the implementation of governance reform as a priority.

Action Item: the item would be considered as a discussion item for an SFSS townhall. There was concern that the board was becoming risk adverse, particularly since the motion had passed, therefore constituting a board supported initiative.

QUESTION WAS CALLED

Escarcha

CARRIED

Abstention noted: Escarcha, Khan

RECONSIDER MOTION BOD 2014-12-03:11

Escarcha/Amended Masmoudi

Whereas the 2014-2015 strategic goals and objectives of the SFSS, as determined by the Board of Directors, prioritized the clarification of the roles of the Faculty and At-Large Representative Members in relation to the roles of Faculty Student Unions;

Whereas the Campaigns Research and Policy Coordinator was tasked by Board to produce a report detailing any opportunities for governance improvements;

Whereas the Campaigns, Research, and Policy Coordinator was also tasked to undertake a stakeholder engagement to determine the membership's appetite and needs regarding those recommendations for governance reform;

Whereas the successful formation of Faculty Student Unions have demonstrated their capacity to represent the interests of students within their respective faculty;

Be it resolved to endorse the proposed changes to the bylaws included in the CRPC Report of the SFSS Governance Structure;

Be it further resolved to approve the proposed changes to the bylaws included in the CRPC Report of the SFSS Governance Structure by means of a resolution at the special general meeting to be held on January 21, 2015;

Be it yet further resolved to implement those changes for May 1, 2016.

There was concern raised around the feasibility implementing the governance reforms within the current Board's term if it was not pursued at the SGM.

However, a holistic revision of the bylaws would have to be communicated to the entire membership within a 21 day period after the winter break, and the matter had been discussed extensively both at the EXEC and BOD levels.

A specific list of bylaw changes had not been prepared. The Board would reconsider the matter in the future.

QUESTION WAS CALLED

Masmoudi

MOTION FAILED

Abstention Noted: Escarcha, Khan

d. Reconsideration – FASC – SFSS Welcome to the New Year Party

MOTION BOD 2014-12-10:12

Langmead

Be it resolved to reconsider MOTION BOD 2014-12-03:15

It was expressed that the Board meeting of the previous week was hectic and information was now available to the satisfaction of Board members.

Directors saw necessity to appreciate the staff, but the amounts budgeted were seen by some directors as being extremely high, and it may be fiscally irresponsible to bring in external catering. It was expressed that Food and Beverage Services staff would be preparing the food, and that kitchen and bar staff were only being hired to serve and ensure that all FBS staff could participate in the party.

Staff volunteers had prepared the budget based upon that from the previous year. FBS General Manager had indicated that cost-cutting measures were available. Majority of allocated finances would go towards food and the hiring of staff to ensure that FBS staff could attend the party. It was reiterated that appreciation of SFSS staff was important, given their role in the organization in ensuring institutional memory.

A director recommended looking into the Burnaby Mountain Business Association, given the relationship of the SFSS to these businesses. It was indicated that budget reductions could be referred to the event organizers.

Staff members have volunteered to organize a party. There was concern around the level of micromanaging, unless another member was prepared to propose an alternative plan for such a party with budget at the current meeting.

QUESTION WAS CALLED

Escarcha

CARRIED

Abstention Noted: Fatoba

RECONSIDER MOTION BOD 2014-12-03:15

Bell

Whereas FASC 2014-11-27:06 recommends the following;

Be it resolved to increase good & welfare by \$2,800 (896/31) coming from unrestricted surplus.

QUESTION FAILED TO BE CALLED

Masmoudi

The funds would go to the Good and Welfare line item, which would include all the costs that are associated with the line item in general, such as birthdays and graduation gifts.

CARRIED

e. Nonbinding Plebiscite on the Food and Beverage Services Operation
MOTION BOD 2014-12-10:13

Fatoba

Be it resolved that the following non-binding plebiscite be placed on the January 21st, 2015 SGM agenda:

Whereas the SFSS FBS is projected to lose approx. \$400,000-\$500,000 including operating costs, for the entirety of the 2014-2015 fiscal year;

Are you in favour of continuing to operate the Food and Beverage Services?

The Vice President Finance saw the continual costs of operating the SFSS Food and Beverage Services as a matter that should be discussed by the membership. Placing the item on the SGM agenda would allow the membership to indicate whether they saw value in the services. The question was also broad enough for a discussion on the full breadth of FBS services and options. It was indicated that such a matter should have been brought to Commercial Services Committee. It was expressed that due to the lack of prior notice to the item being placed on the board agenda, combined with the lack of CSC recommendation to the Board on the matter, that the Board should not consider the motion on the table.

Additionally, it was indicated that Commercial Services Committee was responsible for the Food and Beverage Services and should fulfill its duty in enhancing FBS prior to the Vice President Student Services was working on a services survey including a review of FBS services, after which the matter could be reviewed. It was indicated that the item was simply a question, and survey may not provide the full breadth of information requested, although there was concern that members who did not see value in FBS might be the same individuals who could not attend the SGM.

It was expressed that the survey and the nonbinding question were not necessarily mutually exclusive.

QUESTION WAS CALLED

Bueckert

CARRIED

As per the Collective Agreement, the meeting was adjourned at 7:00pm

f. EXEC – Academic Amnesty for the SGM
MOTION BOD 2014-12-10:14

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Whereas not all members may be able to attend the Special General Meeting due to class commitments;

Be it resolved that the SFSS BOD make a request to the SFU Senate for academic amnesty.

8. Discussion

a. Pancake Breakfast

b. Clubs Days

9. Announcements

10. Notices of Motion

MOTION BOD 20XX-XX-XX:XX

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Whereas CPR 2014-11-17 recommends the following:

Be it resolved to amend AP-1 as presented.

MOTION BOD 20XX-XX-XX:XX

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Whereas CPR 2014-11-17 recommends the following:

Be it resolved to delete AP-9

MOTION BOD 20XX-XX-XX:XX

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Whereas CPR 2014-11-17 recommends the following:

Be it resolved to amend R-1 through R-5 as presented.

MOTION BOD 20XX-XX-XX:XX

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Whereas CPR 2014-11-17 recommends the following:

Be it resolved to approve the amendments of R-17 as presented contingent on the removal of R-17.6 and R-17.7

11. Attachments

Memorandum of Understanding re SFSS Food Bank Program rev.docx
SFSS Budget Increase - SFSS Welcome to the New Year Party 2015.pdf
[REDACTED] 2014-11-28 DRAFT Offer to Lease (95%).pdf

12. Adjournment 7:00pm