



**Recording Secretary | Secrétaire de séance**

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*Located on Haudenosaunee and Anishinaabe, traditional territories*

# BOARD OF DIRECTORS

**October 24, 2018**

***Held in Suite 1200 of the University Center at 3600 McTavish Street in Montreal, Quebec, H3A 0G3***

**In attendance:** Tre Mansdoerfer (President, non-voting), Noah Lew (Member at Large), Madeleine Kausel (Member at Large), Matthew McLaughlin (Vice-President Internal), Jun Wang (VP Finance), Jessica Rau (Member at Large), Mana Moshkforoush (Council Representative), Kyle Rubenok (Member at Large), Jacob Shapiro (Vice-President University Affairs), Alexander Scheffel (Member at Large - by electronic means)

**Regrets:** Ryan Hughes (General Manager, non-voting), Kevin Zhou (Council Representative), Viv Campbell (Council Representative)

## AGENDA

1. Call to Order: **6:06 PM;**
2. Adoption of the Agenda - **ADOPTED;**

President Mansdoerfer asks if any members wish to add or amend items in the Agenda. There are no Directors who wish to do so and no objections to the Agenda therefore it is approved and adopted.

3. Public Session:
  - a. BoD Minutes Approval:
    - i. Minutes from September 15, 2018 - **APPROVED;**

The President notes these are in the drive in the confidential section and asks if there are any questions about them or objections to their contents. The Board votes on whether to approve



these minutes, Director Scheffel abstains, the rest of the directors are in favour, therefore these minutes are approved.

b. Legislative Council Motions from October 11th - **APPROVED Unanimously:**

The President notes that these are the motions approved by the Legislative Council on October 11th and wishes to draw the Directors' attention to one in particular he believes should be sent back to the council. The Motion in question is regarding the changes to the Internal Regulations (IRs), which the President himself wrote, and would need to be changed to clarify something more legally. President Mansdorfer explains that the Board has the option to either overturn this motion or send it back to Council, and he would encourage the latter as it requires only one quick change.

Regarding the other motions on the table, the President believes they all make sense and notes they are all fee questions for the upcoming referendum, and therefore their wording will be modified by the Deputy Provost's office in order for them to be properly implementable by the SSMU.

VP Wang asks if the Board itself can modify the motion and then send it back to the Legislative Council, as he worries there will be a lot of back and forth otherwise. The President replies that he believes the IRs changes need to go through the Legislative Council. VP Wang thought the approval process would be a lot quicker if the board could also be involved in the process. The President agrees with the VP, but notes that after speaking to the General Manager, this was the process they agreed was correct.

The President clarifies that the change to this motion will be regarding the language referring to directors in the section about elections of members and will be changed to be more accurate. He also notes that these IRs are about five years out of date and therefore required considerable clean up.

With that, the President **motions to send the motion regarding changes to the IRs back to the Legislative Council. This motion passes unanimously and therefore the motion regarding the changes to IRs will be sent back to Legislative Council.**

No discussion on the other motions on the table, **the Board of Directors votes unanimously to approve the rest of the motions.**



- i. [Motion Regarding Adoption of a Gendered and Sexual Violence Policy;](#)
- ii. [Motion Regarding the Arab Student Network Fee Referendum Question 2018-10-11;](#)
- iii. [Motion Regarding Changes to the Internal Regulations 2018-09-27 -](#)  
**SENT BACK TO LEGISLATIVE COUNCIL;**
- iv. [Motion Regarding Charity Fee Referendum Question 2018-10-11;](#)
- v. [Motion Regarding Environment Fee Referendum Question 2018-10-11;](#)
- vi. [Motion Regarding Renaming of McGill's Men's Varsity Teams 2018-10-11;](#)
- vii. [Motion Regarding the Creation of an Anti-Violence Fee Levy 2018-10-11;](#)
- viii. [Motion Regarding the Plate Club Fee Referendum Question;](#)

c. Legislative Council Motions from October 18th - **APPROVED Unanimously:**

The President does not believe there are any significant issues with these motion but asks if there are any questions from the Directors. There are none, so the **Board of Directors votes unanimously to approve these motions.**

- i. [Motion Regarding Adoption of General Assembly Standing Rules 2018-10-18;](#)
- ii. [Motion Regarding Approval of Judicial Board Proposed Procedure Changes 2018-10-11;](#)
- iii. [Motion Regarding Council Length 2018-10-18;](#)
- iv. [Motion Regarding Mandating the Finance Committee to Focus on Restructuring the SSMU's Fees 2018-10-18;](#)
- v. [Motion Regarding the Creation of an Anti-Violence Fee Levy 2018-10-18;](#)
- vi. [Motion to Support the Rights of Canada's Most Vulnerable Children 2018-10-11;](#)

d. Discussion about the Selection of Board Members at Large:

Director Lew notes the Nominating Committee (NomCom) sent out application forms and ended up with ten applicants, which was then narrowed down to seven candidates for interviews, of which only four responded to requests to schedule times for interviews. These four were all interviewed and the interviews went well, the NomCom are therefore limited to



nominating these four but they are not concerned about any of them. Director Kausel notes that the larger NomCom agreed on these candidates and therefore they have all been properly vetted for these positions.

VP McLaughlin asks if these are the positions that the General Assembly (GA) needs to vote on as a block. The President replies that yes this is a block vote in the GA. VP McLaughlin asks if the board can discuss these proposed members in an individual capacity, given there are members of the board present who would possibly be serving with these new candidates. The President replies that that is an issue and **asks for Directors Rubenok and Rau to recuse themselves for the length of this discussion. They both leave the room for the remainder of this discussion.** The President notes that they could also apply the same principle as last time and apply letters to the names of the candidates, or they could choose to move into confidential session.

Director Lew proposes that they choose among the list randomly which candidate would be represented by each letter and then discuss them as such, which would result in their names not being present on the record of the meeting. The Director notes that he would be partial to a confidential session himself but also understands the concerns for transparency in doing so. VP Shapiro agrees but notes that this is currently public session.

President Mansdoerfer proposes to move this topic to confidential session, noting that as long as there are some minutes about it in the public session, he is ok with having this discussion confidentially. VP Wang understands the arguments as to why this should be in public session but is unclear what the arguments are for having it in a confidential session. Directors Lew and Kausel reply that this is a Human Resources (HR) standard as the Board is hiring people and to discuss their applications individually by name could be a breach of ethical standards.

The President asks if the Board agrees that the minutes should be public but with some sort of random identifier in place of the names of candidates. There are general sounds of assent and then VP Wang asks if the Board should consider setting a policy for this as it seems to not be a standardized process. VP McLaughlin notes that the SSMU lawyers should be consulted. Director Lew asks what the BoD's responsibilities are regarding HR. VP Wang notes that every student is a stakeholder in this and therefore should be privy to the discussion, but also feels it would be insensitive to keep the names in this if a candidate will be put on the metaphorical chopping block.



Director Scheffel asks for a clarification of what exactly is being discussed, if it is whether or how to make the minutes for the discussion of ratification of new board members available to the public. VP Shapiro and Director Lew reply this is correct. Director Scheffel asks for further clarification on the options being considered. Director Lew replies that the majority of directors seem to believe these discussions should be held confidentially and not publicly, even though previously others have preferred to make these discussions more transparent by making them public. Director Scheffel counters that when it comes to any matter regarding hiring someone for a position, those applying are placing their trust in those making these decisions and therefore it would be a breach of privacy to have these discussions publicly.

Director Lew acknowledges Director Scheffel's stance and asks if the board should move to vote on this. The President asks for a **vote about moving this discussion to confidential session, which is approved by the Directors unanimously**. Directors Rubenok and Rau return to the session.

e. Information about the resignation of the Vice-President External:

The President notes that in the Google drive folder, there is the outline of how the Executive plans to allocate tasks and distribute portfolios in order to accommodate the resignation of the previous VP External. This has already been presented to the Legislative Council. They will not re-open the position this year, but instead will increase hours for student staff who previously were employed under that position as well as create new jobs under that portfolio. The President outlines this plan briefly, finishing with the 3-person advisory council of either former VP Externals or Commissioners. This is detailed more by VP Shapiro, who notes that they would like people with experience in the portfolio to apply in order to help support the Executives in handling the duties of the position.

The President notes that the last page contains a breakdown of all the responsibilities and who they have been assigned to. He also thanks the Executives, especially VP Shapiro for helping to organize this.

f. Information about the SSMU's Current Status:

The SSMU are presently one month into having no building and have one Executive down. In general, the President remarks that his update is pretty positive and that he is proud of what



the team has accomplished so far. In the Student life portfolio, they have booked over 100 rooms for clubs and services all over campus. The Internal portfolio is also working well, their upcoming event has over 1000 people signed up and will be a profitable event, which is something unique to the Internal portfolio. VP Shapiro is killing it with all his projects so far. VP Finance has yielded cool updates with the bank transition, of which there will be more details in the confidential session later today.

g. Update regarding the Auditor:

The President notes that the audit took a lot longer than expected, this will be presented to Legislative Council on Nov 1st, and there needs to be immediate board action on this as soon as it is passed by the Council as it needs to be submitted to McGill by Oct 31st. The SSMU will request for a 1-day extension for this to be carried out within the time frame. This same question also will need to go on the ballot for Fall referendum as the student body needs to approve the auditor as well.

**End of Public Session.**

4. Confidential session:

- a. Motion to approve the amendments suggested by the Legal Information Clinic - **APPROVED;**
- b. Motion to ask the SSMU's lawyers about publicizing names of potential board members in public minutes and to ask selected board members if they are comfortable with having minutes on their selection made public; and if all parties consent then to publicize the minutes - **APPROVED;**
- c. Voting on the Selection of the Board of Directors Members at Large:
  - i. Candidate A - Rejected;
  - ii. Candidate B - Approved;
  - iii. Candidate C - Approved;
  - iv. Candidate D - Approved.

5. Adjournment: **7:14 PM.**



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A handwritten signature in black ink, which appears to read 'Tre Mansdoerfer', is written over a horizontal line.

Tre Mansdoerfer, President

**APPROVED**

