



# SSMU BOARD OF DIRECTORS MINUTES

September 17, 2019

The Board of Directors meeting of the Students' Society of McGill University (SSMU) will be held in the SSMU Boardroom on Tuesday, September 17, 2019, at 6:00 p.m.

Present: Husayn Jamal (Chair, non-voting), Bryan Buraga (Officer), Sanchi Bhalla (Officer), Billy Kawasaki (Officer), Adam Gwiazda-Amsel (Officer), Jonah Levitt (Member-at-Large), Kyle Rubenok (Member-at-Large), Sam Haward (Officer, non-voting), Lucille Xiang (Member-at-Large), Mu Rong Yang (Legislative Councilor), Shayan Sheikh (International Representative, non-voting), Khatera Noor (HR Manager, non-voting)

Absent: Madeline Wilson (Officer, non-voting), Garima Karia (Legislative Councilor)

1. Call to Order: **18:06**
2. Land Acknowledgement

*The SSMU acknowledges that McGill University is situated on the traditional territory of the Haudenosaunee and Anishinaabe nations, a place which has long served as a site of meeting and exchange amongst Indigenous peoples. The SSMU recognizes and respects these nations as the traditional custodians of the land and water on which it is located.*

3. Adoption of the Agenda - **UNANIMOUSLY APPROVED**

Director Gwiazda-Amsel asks why 7(a) in the Confidential agenda is not in the Public agenda as it pertains to the General Manager. Director Buraga explains that the HR Manager will be coming in for that discussion and walking the Board through the hiring strategy, so it would be best to keep that in the confidential session. Director Gwiazda-Amsel responds by asking if that is the opinion of the Board. Director Rubenok then proposes an alternative, in which 7(a) of the Confidential Session remains in Confidential, and then move the minutes redacted into public with any sensitive material such as costs associated redacted and then move the general consensus of the Board on that topic into the public minutes. Director Gwiazda-Amsel agrees with this plan.

4. Report of the Executive Committee



Director Buraga explains that all the motions are present on the screen for the Board, with the exception of those pertaining to SACOMMS which will be left confidential for their internal processes and the usual specific contract information.

5. Legislative Council Motions for Ratification

- a. Motion Regarding Adoption of the Standing Rules for the 2019-2020 Legislative Council 2019-09-10 – **UNANIMOUSLY APPROVED**

This motion is unanimously approved and ratified.

- b. Motion Regarding Adoption of a Conflict of Interest Policy 2019-02-07 – **UNANIMOUSLY APPROVED**

This motion is unanimously approved and ratified.

- c. Motion Regarding Nominations to the Society's Board of Directors 2019-09-10 – **UNANIMOUSLY APPROVED**

Director Rubenok asks if Legislative Councilor is allowed to nominate interim directors or if that would have to go through the Nominating Committee. In his understanding, interim capacity Directors should be nominated by the Nominating Committee. Director Buraga says that ultimately, it is up to the Board to decide on what to do. Director Rubenok clarifies that he is not asking over who is being recommended, but simply a procedural question.

VP Finance clears up that in terms of interim appointments, there are no references to say that Council would not be able to nominate individuals in this circumstance. He does, however, affirm that it would still have to go through Board regardless.

This motion is unanimously approved and ratified.

- d. Motion Regarding Committee Allocations 2019-09-10 – **UNANIMOUSLY APPROVED**

Director Gwiazda-Amsel says concerning motion 5(d), it has spots that have not been filled, would it be appropriate for them to approve the motion without the spots have been filled. The Chair says that in his personal view and from a governance perspective it would be best to pass the allocations that they have so the committees can commence meeting with their approved members and when they have the missing individuals in council they can hopefully help fill in the gaps wherever needed. If there are still gaps that need to be filled they can always bring a motion before Council to urge or mandate councilors to sit on committees. Club, Equity (2 members missing), and Indigenous Affairs (1 missing member) Committees have openings that have yet to be filled and none were found thus far.



This motion is unanimously approved and ratified.

- e. Motion Regarding Interim Provisions for the Internal Regulations of Governance 2019-07-09 – **UNANIMOUSLY APPROVED**

This motion is unanimously approved and ratified.

- f. Motion Regarding Transfer of Affiliation of McGill Cycling 2019-09-10 – **UNANIMOUSLY APPROVED**

This motion is unanimously approved and ratified.

#### 6. Email Approvals

- a. Motion Regarding Interim Provisions for the Internal Regulations of Finance 2019-09-13 -- **Did Not Vote: Rubenok; APPROVE: REST (2019-09-15)**

This was unanimously approved over email on 2019-09-15.

#### 7. Motions for Approval

- a. Motion to approve the minutes for Board of Directors 2019-09-05 - **UNANIMOUSLY APPROVED**

This motion is unanimously approved.

#### 8. For Discussion

- a. Nominating Committee Progress

Director Rubenok clarifies that they have three (3) JBoard applicants, two (2) of which have recommendations. Regarding Board of Directors, the Nominating Committee has one candidate who they will recommend and 3 other strong candidates who they will reserve for the November 15<sup>th</sup> candidacy. BoD and JBoard applications will also be reopened to make up for the five (5) openings on JBoard.

Director Bhalla asks as to what quorum for Judicial Board is, to which Director Buraga answers that they typically have seven (7) justices with three (3) being the minimum amount. Director Rubenok adds that they currently have 0 members on JBoard as they get vacated on the 1<sup>st</sup> of each year.

- b. Progress with UTILE



Director Gwiazda-Amsel explains that he will bring this up before Council, but will also bring it before Board. In his mandate, he was directed to look for affordable student housing and to work with UTILE to do this. They are looking at a five-year implementation strategy with an affordable student housing fee at 3\$ per student (non opt-outable) to be matched or possibly raised through CERF. In order to liaise with UTILE, he plans to initiate an Ad Hoc Affordable Student Housing Committee at the Council level, but wanted to run this by Board first to see if it made sense to do it as a joint Board-Council initiative. Director Rubenok asks if the extent of any financial responsibility be limited to any fee that would be proposed. Director Gwiazda-Amsel explains it would also involve in terms of contract negotiations, any knock-on governance effects that the financial agents should know about. Director Rubenok replies to this by adding that given these circumstances it would be premature to involve Board members as it could always be rewritten in six months if progress is made. Director Gwiazda-Amsel agrees with Director Rubenok's assessment.

c. Daycare Expansion

Central University Advancement of McGill University has received much external attention to pursue community based projects and the Council that Director Gwiazda-Amsel sits on has made clear their primary investment interest to the expansion SSMU Daycare. Director Gwiazda-Amsel believes that this is a good idea and is typing up a case for support for this, which would be detailing the project which would involve capital expenditure, an Assistant Daycare Director, and the Daycare Consultant would have an increase in salary to ensure she would be able to stay on longer. Essentially, staffing capacities and capital expenditures would need to be addressed.

*Due to the nature of this discussion, the following statement has been redacted due to legal, financial or HR matters.*

[REDACTED]

Director Rubenok explains given that the auditors previously advised the SSMU that the Daycare should become a separate legal entity. Currently, the Daycare is completely under the control of SSMU's legal entity, so the SSMU would have to move the Daycare into the same legal entity, which would change some things financially, so he would advise the Board to look cautiously to the advice of their lawyers and auditors as they consider expansion. Director Gwiazda-Amsel asks if Director Rubenok is saying that the advice was to merge the two companies. Director Rubenok replies that from his recollection this was in fact one of the recommendations. The Chair affirms this as well. Director Gwiazda-Amsel explains that there has been desire from the operations to oversee some of these operations to ease some of the responsibilities of the Daycare director so in terms of expansion he meant the operations of the Daycare rather than the entity that is the SSMU Daycare. Director



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*Located on Haudenosaunee and Anishinaabe, traditional territories*

Rubenok adds that if they are seeking money to pursue expansion, they should consider adding legal funds to the cost structure so that if they need to change the structure, they can cover any legal fees that it entails.

**9. Confidential Session: 18:24**

The Board enters into Confidential session at 18:24.

**10. Adjournment: 19:14**

A handwritten signature in black ink, appearing to read 'Buraga', is written over a horizontal line.

Bryan Buraga, President

APPROVED