

Comprehensive Governance Review Committee (CGRC)

Report no. 3 to the Legislative Council

APPROVED

Submitted for 2020-02-13





Students' Society of McGill University

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EXECUTIVE SUMMARY

The Comprehensive Governance Review Committee (“CGRC”) was established on September 27, 2018 by a resolution of the Students’ Society of McGill University (“the Society” and “the SSMU”) Legislative Council to analyze the structure and function of the Society’s governance bodies and documents in order to bolster “greater engagement with student governance.”¹

Over the course of the 2018-2019 academic year, the CGRC worked diligently and met regularly to go through iterative processes of identifying challenges and barriers to meaningful student engagement with the Society’s governance and the SSMU more widely. Through this work, the CGRC began to formulate potential changes to the structure and function of the Society’s governance bodies, documents, and processes.

In 2019-2020, the CGRC brought forward its proposals to reform both the structure and composition of the Legislative Council as well as General Assemblies. These proposals generated significant student interest and dialogue over the course of the consultation process and the CGRC was pleased to see the level of engagement with its work. We hope to see this trend continue for the remainder of the CGRC’s mandate and look to members of the Legislative Council for their assistance in this regard.

Having brought forward changes to the Legislative Council and General Assemblies in the Fall 2019 semester that were subsequently ratified by the Legislative Council and Board of Directors, the CGRC then turned its attention towards the Board of Directors as the remaining governing body that might benefit from review on its powers, structure, composition, and overall functioning.

In generating these proposals for reforming the Board of Directors, readers should be reminded that they serve to complement those reforms already made to the Legislative Council and do not stand alone in isolation. This is due to the interlinked and indeed interdependent nature of each of the proposed changes, and so we ask you to consider them in their totality and the aggregate effect they will have on the governance functioning of the Society.

As always, comments, questions, and concerns are indeed very welcome at any time. Any SSMU Member is also invited to attend meetings of the CGRC should they wish to do so.

Faithfully,

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¹[Motion for Special Emphasis to be Placed on Greater Engagement with Student Governance for 2018-2019 2018-09-27](#)



CONTEXT AND CONSULTATION

While this present proposal focuses explicitly on the Constitution, this is by no means the only focus area for the CGRC. We began by narrowing our scope of work to a reasonable and manageable framework that would affect the greatest of the desired changes from those we consulted with, as well as those diligently working and interacting with the Society's governance structures each day. We are pleased to say that the CGRC conducted robust consultations with a wide array of students, student groups, SSMU staff, and other stakeholders throughout the process, the outcomes of which all guided our work and the present proposal.

In our process, we acknowledge that it is often difficult to undertake meaningful consultation and that it is vital to the work of the CGRC that we strike the right balance between breadth of perspectives and manageability of the feedback and scope of the project as a whole. In our effort to strike this balance, we engaged with stakeholders from across the spectrum of involvement with SSMU and made meaningful efforts to engage with traditionally non-engaged student populations and approach the work of consultation through an equity-focused lens.

We are proud that our broad and diverse consultations garnered much valuable feedback and we are grateful to the following individuals and groups for their input either throughout the process or at individual stages during the CGRC's work:

- Permanent staff, including the General Manager, Human Resources Manager, and Operations Director
- Casual staff, including the Speakers of Council, Parliamentarian, Recording Secretaries, Equity Commissioners, and University Affairs Secretary-General
- Representatives of the campus press, including the Editor-in-Chief of the McGill Tribune and writers for the McGill Daily
- Representatives from SSMU Services, including the Black Students' Network (BSN) and Sexual Assault Centre of the McGill Students' Society (SACOMSS)
- Officers of the Society, including the President and Vice-President (University Affairs)
- Directors of the Society, including Directors Rubenok and Figueiredo
- Representatives of Senate Caucus, including the Law Senator
- Justices of the Judicial Board, though all declined to participate on grounds of neutrality and impartiality
- The student body at large, through a public comment period facilitated through the University Affairs Facebook page, as well as those students present at meetings of the CGRC



RECOMMENDATIONS

Upon reflecting on our work over the 2018-2019 academic year, the CGRC wishes to do its very best in order to fulfil its mandate to facilitate more active and vibrant engagement with student governance for the Society. In order to do this however, the CGRC's work cannot be circular and aimless and must be concrete in its proposals and vision for a way forward. To this end, the CGRC, recommends that the Society's Legislative Council:

1. Review the included governance review proposal;
2. Deliberate, consult, and ask questions of the proposal, and sections thereof; and
3. Resolve itself by way of a motion to support the proposal and send it to referendum.

1. Retention of Institutional Knowledge

When the CGRC undertook its broad consultations to consider what structural deficits the Board of Directors faces in its current composition, one of the most recurrent themes was the lack of sustained institutional knowledge among Directors. Given that it is the Board of Directors that very often must make decisions that impact the long-term sustainability and viability of the SSMU, a significant focus was on how institutional knowledge might best be retained on a Board of Directors with significant turnover and limited operational experience. In short, how might SSMU achieve the retention of critical information and knowledge within the organization to improve its operational outcomes?

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To this end, we propose the following amendments to the SSMU Constitution.

6.2 COMPOSITION. (...) Subject to Section 6.3 hereof, the Board of Directors shall be composed of:

- a. the President;
- b. the Vice-President (Finance);
- c. the Vice-President (Sustainability & Operations Student Life);



- d. one (1) additional Officer as determined by the outgoing Legislative Council at the first meeting following the conclusion of elections; and
- e. six (6) members, who are not Officers or Councillors,
- f. one (1) Alumni Director who shall be a person that was formerly on the Board of Directors either as an Officer, member of the Legislative Council, or Member-at-Large but are no longer enrolled as an undergraduate student in the University for the duration of their term in office;
- g. one (1) professional Director who shall be a person that possess significant expertise or experience in the fields of Business, finance, management, operations, law, or other relevant disciplines that are not currently students at the university and have not been for a minimum of five (5) years.

The first change to the composition of the Board of Directors is to replace the Vice-President (Operations and Sustainability) with the Vice-President (Student Life) in a more permanent capacity. The rationale for this change is twofold. First, the Vice-President (Operations and Sustainability) position has not been offered for election for the previous three years and many of the position's functions have been absorbed into other portfolios as well as the SSMU's Operations Department. Additionally, because the Vice-President (Student Life) has a significant interface with the student groups managed by the Society such as Clubs and Services, as well as their associated finances, it would be beneficial to have this Officer position regularly at the Board of Directors.

Next, the nomination of the fourth Officer to the Board of Directors is typically done by the Legislative Council and the CGRC feels it is important to retain the input of the Legislative Council on nominations to the Board of Directors. However, the status quo whereby it is the incoming Legislative Council that nominates this fourth Officer is an unsatisfactory situation given that newly elected members of the Legislative Council may lack the necessary knowledge of election platforms and context to effectively make this nomination. Granting this responsibility to the outgoing composition of the Legislative Council after the conclusion of elections will ameliorate this situation while also ensuring that all four Officers are appointed to the Board of Directors at the commencement of their terms of office. This will help to ensure that the term turnover period has a stronger foundation upon which institutional knowledge can be built.

In order to effectively build and retain institutional into the Board of Directors as the Society's highest governing body, the CGRC is proposing the addition of five (5) new voting members to the Board of Directors.

First is the General Manager who is responsible for carrying out and implementing the wishes and instructions of the Board of Directors, as well as providing leadership to the Society's staff. In the course of SSMU's ordinary operations, the General Manager



is the longest-serving member of the staff, or if not, very close to it. Such a long tenure with the SSMU allows the General Manager to build up and retain a great deal of knowledge and expertise based on historical operations that the Board of Directors would benefit from in the course of their deliberations.

While it would be possible to simply retain the status quo whereby the General Manager is an ex-officio non-voting member of the Board of Directors, the CGRC is of the opinion that extending the General Manager a voting seat will incentivize their attendance of meetings and make them feel more empowered to meaningfully contribute to the meetings of the Board of Directors as an active instead of passive participant. Furthermore, in almost all other not-for-profit structures examined by the CGRC in a comparative analysis, the Executive Director of not-for-profit organizations is generally afforded a voting seat on the Board of Directors. In the context of the SSMU, the duties of the Executive Director are shared between the President and the General Manager. As such, the addition of this new seat would bring the SSMU in line with established best practices among not-for-profit organizations. Their presence will therefore benefit the Board of Directors as a whole as all Directors will be able to benefit from the institutional knowledge the General Manager has to share.

Next is the addition of two (2) fully voting Directors that were once either Officers or sat on the Board of Directors by virtue of another capacity, such as appointment from the Legislative Council or appointment as a Member-at-Large. Colloquially, these may be referred to as “Alumni Directors” for the remainder of this Report. Such Directors may still be enrolled as students at McGill University in any capacity or may have since graduated. These Alumni Directors will help to retain motivated Officers and former Directors that can share their experiences with newly appointed Directors in order to help foster the continued building of institutional knowledge and professional expertise within the SSMU. As with all Directors, Alumni Directors would not receive remuneration for their service to the Board of Directors at this present time, though this may change as the SSMU evolves.

Finally is the addition of two (2) fully voting Directors with significant knowledge from industries or fields that would help the SSMU Board of Directors operate in a more efficient and informed way (colloquially referred to as “Professional Directors”). These Directors bring specific industry-relevant knowledge from their work experience and practice in business, finance, management, operations, law, or other associated fields. Given that the majority of students sitting on the Board of Directors do not already have knowledge of how Boards of Directors in corporate or professional settings function or operate, the addition of two Professional Directors will help to ensure that all Directors are aware of the full scope of potential operational, legal, and financial implications their decisions have.



In the past, the Nominating Committee has received applications from those outside the McGill University community, including professionals in business, management, and law for seats on the Board of Directors. Creating seats for these applicants will help to build and retain institutional knowledge of best practices in industry and ensure that the Board of Directors observes the principles of good governance in its functioning.

The requirement that Professional Directors not have been students of McGill University for at least five (5) years exists for two reasons. First, it ensures that Professional Directors are recruited specifically for their professional experience and expertise in industry. Newly graduated students in the first few years following their departure from university studies may not possess the skills and attributes gained from working in industry and so would not be suitable candidates for the Professional Director positions. It also serves to ensure that Professional Directors are at least arms-length from the sphere of student politics on campus and that emphasis remains on their professional attributes. As with all Directors, Professional Directors would not receive remuneration for their service to the Board of Directors at this present time, though this may change as the SSMU evolves.

6.6 TERMS OF OFFICE. The term of office for each Director who is an Officer appointed in accordance with 6.6.a through 6.6.d (inclusive) shall commence on the first (1st) of June of the year in which they are elected to office and terminates on the thirty-first (31st) of May of the following year.

The term of office for each Director who is a Member-at-Large appointed in accordance 6.6.e shall commence on the fifteenth (15th) of November In the year in which they are elected to the Board of Directors and terminates on the fourteenth (14th) of November of the following year. Such Directors shall enjoy preferential right of re-appointment for a second (2nd) term of one (1) year should they continue to meet the eligibility conditions, subject to the support of the Board of Directors with the advice of the Legislative Council and ratification by the Membership.

The term of office for each Director who is an Alumni Director appointed in accordance 6.6.g shall commence on the first (1st) of June In the year in which they are appointed and ratified to the Board of Directors and terminates on the thirty-first (31st) of May two (2) years thereafter.

The term of office for each Director who is Professional Director appointed in accordance 6.6.h shall commence on the fifteenth (15th) of November In the year in which they are elected to



the Board of Directors and terminates on the fourteenth (14th) of November two (2) years thereafter.

At the first nomination of Directors following the ratification of this Constitution, one (1) Alumni Director and one (1) Professional Director as described in 6.2.g and 6.2.h respectively shall only be nominated for a term of one (1) year.

The term of office of Directors, with the exception of Officers, of the Society shall commence on the fifteenth (15th) of November of the year in which they are elected to the Board of Directors and terminates on the fourteenth (14th) of November of the following year.

The addition of staggered start and end dates for the terms of office for Directors of the Board of Directors is one relatively easy step towards ensuring that institutional memory and knowledge of current projects in progress are not lost during the annual turnover and handover process. It also seeks to ensure that Alumni Directors and Professional Directors always remain on the Board of Directors for a longer period in order to ensure that their existing knowledge and expertise can be shared with incoming Officers and Directors, as well as their experience as a Director from the prior year.

The alignment of the terms of office of Officers and Alumni Directors on the Board of Directors will help to ensure that Officers completing their terms of office may then subsequently nominate themselves for the position of Alumni Director to enter with the newly elected Officers to help retain year-over-year institutional knowledge during the crucial transition period. The entry of Member-at-Large Directors with Professional Directors will also help to ensure a similar overlap of the terms of office of entering and exiting Directors to facilitate the cross-sharing of knowledge and experience.

Finally, the stipulation that at the first nomination of Directors following ratification of the new Constitution, one (1) of each of the newly created Director positions will help to ensure that terms can effectively be staggered during the transition period such that turnover on the Board of Directors is regularized to best maintain institutional knowledge and facilitate the cross-sharing of information.

2. Enhancing Independence and Interface

A significant area that the Board of Directors has struggled with is the focus on the sustainability and viability of the SSMU from a strictly legal, operational, and financial standpoint. While the SSMU exists to serve and represent students, the Board of Directors must always, first and foremost, consider the



effects of any action or decision on the solvency and legal status of the Society as a legally incorporated company in the Province of Quebec.

To this end, we propose the following amendments to the SSMU Constitution.

6.2 COMPOSITION. The Society shall be managed by a Board of Directors composed of **twelve (12)** voting Directors. Subject to Section 6.3 hereof, the Board of Directors shall be composed of:

- a. the President;
- b. the Vice-President (Finance);
- c. the Vice-President (Sustainability & Operations Student Life);
- d. one additional Officer as determined by the Legislative Council; ~~and~~
- e. ~~eight (8) five (5) Members, who are not Officers or Councillors;~~
- e. **five (5) members, who are not Officers or Councillors;**
- f. one (1) Alumni Director who shall be a person that was formerly on the Board of Directors either as an Officer, member of the Legislative Council, or Member-at-Large but are no longer enrolled as an undergraduate student in the University for the duration of their term in office;
- g. one (1) professional Director who shall be a person that possess significant expertise or experience in the fields of Business, finance, management, operations, law, or other relevant disciplines that are not currently students at the university and have not been for a minimum of five (5) years.

~~No more than eight (8) members of the Legislative Council may serve on the Board of Directors at any given time.~~

6.4 SELECTION OF BOARD MEMBERS. The Nominating Committee shall solicit, through an application process, and nominate **four (4) Members who are not members of the Legislative Council to the Board of Directors, in accordance with Section 6.2 hereof.**

~~The Nominating Committee shall solicit, through an application process, and nominate two (2) Alumni Directors and two (2) Professional Directors, in accordance with Section 6.2 hereof.~~

~~The Legislative Council shall nominate four (4) members of the Legislative Council, who are not Officers, to the Board of Directors, in accordance with Section 6.2 hereof.~~

Over the course of its series of public consultations held in 2018-2019 and in 2019-2020, the CGRC has received a significant number of concerns that the Board of Directors remains too political a body and does not sufficiently achieve its purpose of being a body to consider the best interests in the corporate welfare of the SSMU. This therefore makes it difficult for the Board of Directors to fulfil their fiduciary obligation



to the SSMU as Directors in that they must set aside their personal values and beliefs and act in the corporate interests of the Society.

As such, the CGRC is recommending the removal of the current four (4) Legislative Council seats on the Board of Directors. This will strengthen the independence of the Board of Directors and allow Directors to meet their fiduciary obligations to the SSMU without the potential of political or ideological interference.

While the CGRC makes no assertion as to any particular year on the Board of Directors, readers should always consider, in the words of the 2019-2020 SSMU President, “the worst case scenario” and what might happen if there were a situation where those members elected in a representative capacity were then unable to fulfil their obligations to the corporate interests of the SSMU.

While this may seem a significant change, it combined with the following change discussed below will bring significant improvement to the functioning of the Board of Directors. Additionally, given that the voting balance of students to non-students on the Board of Directors remains a clear majority in favour of students (i.e., eight (8) student Directors to five (5) non-student Directors)), the decision-making autonomy continues to rest with students of the University that enjoy the support and confidence of the student body at large.

9.8 MEETINGS OF THE LEGISLATIVE COUNCIL: JOINT BOARD-COUNCIL SESSION. In each the Fall and Winter semesters, the Speaker of Council and President shall plan a joint Board of Directors-Legislative Council session whereby all members of the Board of Directors will be invited to attend a meeting of the Legislative Council in both public session and confidential session. At such meetings, the Legislative Council may engage in generative discussions with the Board of Directors and ask questions on the buildings, operations, and finances of the SSMU.

Arising out of the CGRC consultations with members of the Legislative Council over both 2018-2019 and 2019-2020, there has been a significant desire for the Legislative Council to be more included in the work of the Board of Directors, as well as to foster dialogue over long-term planning and engage the Legislative Council as a whole on matters such as properties, services, and financials. The creation of a joint Board-Council session once per semester will satisfy this need and also help to keep the Legislative Council more apprised of the business of the Board of Directors, and allow the Board of Directors to be made aware of challenges faced by the constituents of Legislative Council representatives.



In addition to changes to the Society's Constitution, the following amendments are also suggested to the Internal Regulations to help facilitate interface between the Legislative Council and the Board of Directors.

Internal Regulations of Governance-05: Legislative Council

Part II

8.1 ORDER OF BUSINESS. The order of business for any regular meeting of the Legislative Council shall be as follows;

- a. Call to Order;
- b. Land Acknowledgement;
- c. Approval of Minutes;
- d. Adoption of the Agenda;
- e. Report of the Steering Committee;
- f. Report of the Board of Directors;**
- g. Guest Speakers;
- h. Question Period;
- i. Announcements;
- j. Generative Discussion;**
- k. Old Business;
- l. New Business;
- m. Committee Reports;
- n. Councilor Reports;
- o. Officer Reports;
- p. Confidential session; and
- q. Adjournment.

The addition of a regularized report of the Board of Directors will deliver to the members of the Legislative Council confirmation of which Legislative Council motions and resolutions have been ratified, as well as what business the Board of Directors undertook in public session. It also creates an opportunity for the Legislative Council to pose questions to the Board of Directors on its public session business as was approved in the set of changes made in the *Comprehensive Governance Review Committee: Report no. 2 to the Legislative Council*.

The addition of Generative Discussion similarly brings the Internal Regulations of Governance in line with the *Standing Rules of the Legislative Council* and the established practice of the SSMU.

Internal Regulations of Committee Terms of Reference Committees of the Board of Directors



6.7 NOMINATING COMMITTEE: REPORTING. The Nominating Committee will report to the Board of Directors with a timeline and plan for any upcoming hiring cycles, and with a full report immediately after any decision made by the Nominating Committee.

Upon selection of the nominees for the Board of Directors, the Nominating Committee shall first share a redacted and anonymized report with the Board of Directors for review, followed by an unredacted report with complete curriculum vitae for each candidate.

Once nominees are approved by the Board of Directors, the Board of Directors shall refer the redacted report to the Legislative Council for review in confidential session. The Legislative Council shall then review and approve each of the candidates to go to referendum for approval.

As a final step to help increase the level of interface between the Legislative Council and the Board of Directors given that the four (4) seats of representation are being removed, the Terms of Reference of the Nominating Committee should be amended with the intention of giving the Legislative Council greater information and involvement in the process of nominating Directors for ratification, which now includes Members-at-Large, Alumni Directors, and Professional Directors.

3. Other Associated Changes

As with the *Comprehensive Governance Review Committee: Report no. 2 to the Legislative Council*, there are other incidental changes required to the SSMU Constitution and Internal Regulations to either correct errors or bring it inline with current well-established practice. This section briefly summarizes such changes.

11.6 SPEAKER. The Executive Committee shall appoint, from among the Members, a Speaker, and may appoint Vice-Speakers from among the Members as it deems necessary. The Speaker shall receive notice of and preside over the General Assembly, meetings of the Legislative Council, meetings of the Board of Directors and, where applicable, meetings of the Executive Committee. For greater certainty, the Speaker may not vote or be counted towards the quorum at meetings over which the Speaker presides.

Internal Regulations of Governance-06: Board of Directors

2.2.1 Chair Speaker. The Chair Speaker of the Board of Directors shall be a non-voting member of the Board as described in Article 11.6 of the Constitution. They shall not have the right to vote and shall not be counted towards the quorum at meetings of the Board of Directors.

2.1.1. If the President is not a voting member of the Board of Directors, the President shall be the Chair of the Board of Directors.



2.1.2. If the President is a voting member of the Board of Directors, the Speaker shall be the Chair of the Board of Directors.

2.1.3. If the Speaker is unable to fulfill these responsibilities of the Chair, the Vice-Speaker shall serve in this capacity. In exceptional circumstances, the Board of Directors shall select an interim Chair Speaker from among the Executives who are not voting members of the Board of Directors.

2.1.4. In the absence of the Chair, the Board of Directors shall select a Chair from among its members for the time being. The member acting as Chair shall only exercise their vote in the case of a tie.

2.2.2. RESPONSIBILITIES OF THE CHAIR SPEAKER. The Chair Speaker shall preside over the meetings of the Board of Directors and enforce the rules of procedure.

As of the Winter 2020 semester, the position of “Chair of the Board of Directors” has been formally consolidated with that of the “Speaker of the Legislative Council” to create the new position “Speaker of Council & Board” to comply with the terms already set forth in the Constitution.

13.2 PROCEDURES AND CALLING OF THE MEETINGS. At the instruction of the Executive Committee, the Speaker shall call a regular General Assembly to be held once during each year in the Winter semester. ~~Fall and Winter semester.~~

Furthermore, the Speaker shall call a Special General Assembly if requested to do so by a resolution of the Legislative Council, or in writing by no fewer than fifty (50) Members of the Society from at least four (4) different faculties or schools with no more than fifty percent (50%) being from any one faculty or school.

General Assemblies shall be called by way of a notice sent by electronic mail. The notice of the meeting shall specify the place, the date, and the time of such meeting. For a Special General Assembly, the notice shall additionally specify the nature of the business to be transacted, in which case no business that is not germane to the nature specified in the notice shall be transacted. The notice must be sent no less than forty-eight (48) hours prior to the date set for the meeting.

~~In the event that no motions are validly submitted, the General Assembly in question shall be cancelled.~~



General Assemblies shall be conducted according to the Standing Rules of the General Assembly adopted by the Legislative Council which shall be based on the most recent edition of Code de procédures des assemblées délibérantes (Code Véronneau). most recent edition of Robert's Rules of Order, in its most current edition, subject to any special rules of procedure adopted by the Legislative Council.

9.4 QUORUM AND PROCEDURE. The quorum for the meetings of the Legislative Council shall be a Simple Majority of the voting members of the Legislative Council. Where, following the commencement of a meeting, less than a majority of the voting members of the Legislative Council are present during any time, the meeting of the Legislative Council shall be adjourned as of such time and the procedure set forth in section 9.7 shall apply. Meetings of the Legislative Council shall be conducted according to the Standing Rules adopted by the Legislative Council in each year which shall be based on the Code de procédures des assemblées délibérantes (Code Véronneau). most recent edition of Robert's Rules of Order.

Internal Regulations of Governance-01: Structure, Function, Interpretation, and Amendment of the Internal Regulations

Part III: Definitions. In the Internal Regulations of Governance and in all other Internal Regulations, unless otherwise indicated:

nn. “Robert’s Rules of Order” shall mean the book titled Robert’s Rules of Order Newly Revised Code de procédures des assemblées délibérantes (Code Véronneau) in its most recent edition, according to which meetings of the Legislative Council, meetings of Committees, meetings of the Board of Directors, and General Assemblies shall be conducted;

tt. “Standing Rules” shall mean the rules of procedure created and amended by the Legislative Council, in accordance with the mechanism provided by Robert’s Rules of Order the Code de procédures des assemblées délibérantes (Code Véronneau) for the creation and amendment of such rules, which govern the procedures of the Legislative Council and General Assemblies in conjunction with Robert’s Rules of Order the Code de procédures des assemblées délibérantes (Code Véronneau);

AND THAT EACH SUBSEQUENT MENTION OF “ROBERT’S RULES OF ORDER” BE REPLACED WITH SIMPLY “RULES OF ORDER” WITH THE MEANING OF NN IN PART III: DEFINITIONS.

On the basis of significant consultations to make interacting with the SSMU easier for the student body at large who may not be familiar with the entirety of Robert’s Rules of Order, the CGRC weighed the alternatives in the space of parliamentary rules of order. After significant consultation, debate, deliberation, and reflection, the CGRC is recommending that the SSMU adopt the Code de procédures des assemblées délibérantes (Code Véronneau) as its official parliamentary manual to increase accessibility and equity within decision-making spaces.



10.1 OFFICERS OF THE SOCIETY. The Officers of the Society shall be the following: the President; the Vice-President (Student Life); the Vice-President (Internal Affairs); the Vice-President (External Affairs); the Vice-President (Finance); ~~the Vice-President (Sustainability & Operations);~~ and the Vice-President (University Affairs).

The Vice-President (Operations and Sustainability) position has not been offered for election for the previous three years and many of the position's functions have been absorbed into other portfolios as well as the SSMU's Operations Department. As such, its continued presence in the Constitution is a governance anomaly and should be corrected. Furthermore in consultations with the Executive Committee, the potential future need for the Vice-President (Operations and Sustainability) was considered to be low and so the CGRC is recommending that the position be formally abolished. Should the need for the position arise in the future, it can certainly be created once again to better meet the needs of the day.

FORTHCOMING CHANGES

The CGRC is now content that the new structure and composition of both the Legislative Council and the Board of Directors is satisfactory to effectively facilitate and implement the principles of good governance in a way that reflects the values of the Society and the needs of its students. With this, the CGRC now plans to turn its attention to the Executive/Officer portfolios with specific reference to the composition of the Executive Committee and the process of elections. These changes will be significant in terms of how the SSMU's Officer portfolios are structured and the working relationship between members of the Executive Committee if implemented.

To support this conversation, the CGRC will be presenting a whitepaper for generative discussion at the same meeting of the Legislative Council as this report. We look forward to the thoughtful deliberations of the Legislative Council and hope to foster a fruitful discussion on how the Executive Committee and Officer positions might be better oriented to facilitate the smooth operations of the SSMU.



CONCLUSION

We thank you for considering the proposal contained in this report and for your comments and consideration with respect to the associated rationale. To conclude, we propose the following resolution be adopted by the SSMU Legislative Council:

BE IT RESOLVED, THAT the Students' Society of McGill University Legislative Council adopt the recommendations contained in the *Comprehensive Governance Review Committee: Report no. 3 to the Legislative Council* and approve the following question to go to Winter 2020 Referendum:

Do you agree to amend the Students' Society of McGill University constitution as outlined in Appendix A?

Where Appendix A is a copy of the SSMU Constitution with all changes compiled in this and the previous report annotated (additions highlighted in yellow, removals with a strikeout).