



SSMU BOARD OF DIRECTORS PUBLIC MINUTES

July 22, 2021

The Board of Directors meeting of the Students' Society of McGill University (SSMU) will be held by teleconference on Thursday, July 22, 2021 at 18:00.

Present: Lauren Hill (Chair, non-voting), Eric Sader (Officer), Claire Downie (Officer), Karla Heisele Cubilla (Officer), Darshan Daryanani (Officer, non-voting), Sarah Paulin (Officer, non-voting), Sacha Delouvrier (Officer, non-voting, arrived at 18:48), Paige Collins (Legislative Councillor), Alex Karasick (Legislative Councillor), Benson Wan (Legislative Councillor), Rohan Bhutkar (Member-at-Large, departed at 20:52), Adin Chan (Member-at-Large), Addy Parsons (International Student Representative, non-voting), General Manager (non-voting, departed at 18:46)

Absent: Beatrice Mackie (Member-at-Large)

1. Call to Order: **18:05**

The Chair calls the meeting to order at 18:05 on July 22, 2021.

2. Land Acknowledgement

The Chair presents the Land Acknowledgement.

The SSMU acknowledges that McGill University is situated on the traditional and unceded territory of the Anishinaabeg and Haudenosaunee nations. The SSMU recognizes and respects these nations as the true and constant custodians of the lands and waters on which we meet today. Further, the SSMU commits to and respects the traditional laws and customs of these territories.

3. Attendance

The Chair notes Director Mackie and Officer Delouvrier's absences this evening.

4. Adoption of the Agenda -- **ADOPTED**

Director Karasick inquires if the Question Period is added. The Chair confirms in the affirmative.



Director Karasick moves to adopt the Agenda, seconded by Director Sader. The Agenda is adopted as presented.

5. Executive Committee Public Report

Officer Daryanani presents the Executive Committee Report with the decisions made by the Executive Committee since the last Board of Directors (“Board”) meeting of June 17, 2021. He notes that there have been multiple motions that were approved by email and in meetings.

SSMU President, Officer Daryanani, explains that there is another type of report that the Executives would like to present to the Board of Directors, given that the Legislative Council does not meet during the summer months. The report in the form of a presentation titled “Executive Projects” has been added to the Google Drive. Officer Daryanani presents the report, starting with the vision for SSMU for 2021-2022. As an Executive team, they would like to work on a safe return to campus and the office with COVID-19, as well as a safe return and reopening of the University Centre and 3501 Peel St. Over the past few months, he explains that there has been a disconnect between staff and the Executives due to the remote working environment and the pandemic, and the Executives would like to collaborate and work together with the staff, fostering a form of communication that should exist. Officer Daryanani explains that there is a “4 C” approach: collaboration, centered around students, confidentiality, and communication. Officer Daryanani notes that each Executive will present 3-4 goals that they have for the year.

VP Student Life, Director Heisele Cubilla, presents her goals for the year. She starts with the goal to launch the Student Club Portal by the Fall semester; Mini-courses for students; launch of the Wellness World platform and Activities Night in the Fall.

VP Finance, Director Sader, presents his goals for the year. He will be working on increasing accessibility to finances and insurance; improving French support at SSMU and McGill; better management of finances and autonomy of Services’ finances and fees; and deal with the financial consequences of COVID-19, including any surpluses or other.

Question:

Director Bhutkar asks about the report of the Finance Commissioner from last year (ISSFeeP) and if there are any updates on this report and next steps.

Answer:

Director Sader explains that the report was created in regards to funds and Services as well as fee consolidation. The report is important and informative, but there have been some critical nuances on how and why certain things are structured the way they are. Most of the issues outlined in the report will hopefully be managed through the fee consolidation.



Officer Daryanani presents Officer Delouvrier's goals for the year due to his absence. Officer Delouvrier's goal is to build the infrastructure of advocacy and activism at SSMU; coalition building and relationship development with groups and communities even outside of Canada. Officer Delouvrier will be adding the External Affairs portfolio to the 5 Year Plan as it is not currently included.

VP University Affairs, Director Downie, presents her goals for the year. She will be working on Know Your Rights campaign, these will be held in-person tabling this year, and including a COVID-19 component or accommodations; the Menstrual Products portfolio has been working differently in the past year, and Director Downie will be working on staffing requirements and revising the program; in regards to policy renewals, she will be reviewing the Free Menstrual Hygiene Product Policy; and advocating for paid note-takers at the Office for Students with Disabilities (OSD).

Director Bhutkar notes that faculties would be happy to provide outreach support for the Know Your Rights campaign.

Director Downie confirms that she will be recruiting volunteers from Senate Caucus and SSMU, but she will reach out to faculties as needed.

VP Internal Affairs, Officer Paulin, presents the goals for the year. Her goals are to bring transparency to the portfolio, as it was divided and distributed last year; focusing on events other than just drinking events; hiring an Internal Administrator to research what non-drinking events could be held on campus; and she will be working on making the Internal Affairs portfolio more cohesive.

Question:

Director Karasick asks about a specific timeline of when the University Centre will reopen.

Answer:

Officer Paulin notes that they are hoping to open in mid-August, ahead of the start of the school year, and they are working with the Gerts' Manager in regards to this.

Officer Daryanani noted that in the past month, they have completed the Handbook and supported the Executives in their various projects. Officer Daryanani also notes that he has been working to restructure the SSMU governance structure with the Governance Department and implement the many changes that were presented by the Comprehensive Governance Review Committee over the past few years. He also explains that he has been working to implement a new initiative for an Equity,



Diversity and Inclusion (EDI) Committee and a formal process that should be addressed. He has also been working on 3501 Peel Street and University Centre strategic planning and reopening with student input and consultations. Lastly, he is working on a SSMU Yearbook and bringing back the yearbook to be created by the end of each year for students.

Question:

Director Karasick asks about the next Building and Operations Management Committee (BOMCOM) meeting and the decisions made by the committee recently.

Answer:

Officer Daryanani clarifies that Director Karasick served on the committee as a Councillor and is no longer on the committee, as the two Directors who serve on the committee are Directors Chan and Mackie. Officer Daryanani also notes that the decisions that were made are confidential, but there has been progress made.

Officer Daryanani asks the Board of Directors for some feedback on this presentation and receives feedback in the positive nature for future presentations to continue.

6. Question Period

The Chair notes that this Question Period will last five (5) minutes.

Question:

Director Karasick asks the Executive Committee about the SPHR investigation and if it has concluded, and if not, what is the timeline of completion.

Answer:

Officer Daryanani responds that the investigation is independent and that the Executives do not have a timeline nor progress updates as they are not interfering with the process.

There are no further questions.

7. Motions for Approval



- a. [Motion Regarding the Adoption of the Divest for Human Rights Policy 2021-02-16](#) per the motion approved on March 4, 2021 -- **APPROVED**

Officer Daryanani presents the Motion. This Motion was presented at the Winter 2021 Consultative Forum, then voted upon at the Legislative Council, sent to the Board of Directors for ratification. There has been a Judicial Board Reference Question pertaining to this and that has also been ratified by the Board of Directors this summer. At this time, Officer Daryanani notes that SSMU's legal counsel has provided their legal opinion on this Motion and the Policy at hand, which has been shared with the Board. The legal opinion or who SSMU's legal counsel is, is information not allowed to be shared since it is a confidential document.

Question Period:

Question:

Director Sader asks why this Motion is being presented in a Public Session, given that the reference to the legal opinion may or may not alter the debate or decision made.

Answer:

Officer Daryanani explains that if the Policy is approved, it will be a public Policy, so it must be approved in Public session. The arguments presented by legal counsel have documents that are confidential, but the argument or debate that is presented is not confidential.

The Chair indicates that if there is a discussion pertaining to a public Policy that needs to be discussed in a Confidential session, it can be done in that way, and the vote will take place in a Public session.

Director Karasick would like to motion to move into a Confidential Session to discuss this item.

Officer Daryanani notes that the decision that will be made should be in the best interest of the SSMU, and that the legal memo should not be the only basis for debate or argument to make a decision. He would also caution against having discussions about public matters in a confidential session without a justification. He notes that McGill SPHR is in the meeting and since the wait regarding the adoption of the Policy took a few months, he would like to discuss this in public session for transparency reasons.

Director Karasick confirms that he motions to move into a Confidential Session to discuss this item, seconded by Director Heisele Cubilla.



Director Karasick motivates and explains that there are certain sections and discussions that should be held in Confidential session and the legal memo should be discussed and addressed and then the Board move back into Public session for further debate and vote.

Question:

A Member of the Gallery, member of the McGill SPHR, notes that as members of the Divest for Human Rights Coalition, they have been waiting for the Board's ratification of the Policy for a quarter of a year. The Coalition has been told in March 2021 that the delay would last a few weeks, but it is July 2021, and the member inquires if it would be possible to obtain a justification as to why the Board wishes to discuss this in a Confidential session, without members of McGill SPHR or the Coalition present.

Answer:

Director Karasick explains that in the last Board meeting, the Board decided that they would send the Policy and a few other documents for a legal opinion from SSMU's legal counsel. At this point, the Board would discuss the legal memo in a Confidential session and then return to Public session to continue to discuss and vote. The significant portion of the debate will be held in Public session.

Question:

The member of the McGill SPHR notes that the Policy is public, and inquires why the discussion should be held in a Confidential session. Further, the member inquires if they can be present in that session.

Answer:

Director Karasick responds that the Policy is a Public policy, but the legal opinion from SSMU's legal counsel is the only confidential item.

Voting procedure on the motion to enter into a Confidential session:

The Board votes on the method to vote by Unanimous Consent, as moved by Director Karasick and seconded by Director Wan. There is opposition to vote by Unanimous Consent.

The Board votes by Roll Call to enter into a Confidential session:

In favour: Director Sader, Director Downie, Director Heisele Cubilla, Director Karasick, Director Wan, Director Bhutkar



Opposed: Director Collins, Director Chan

Abstain: None

The Chair notes that the Board has approved to enter into a Confidential session and asks all Members of the Gallery to exit the call.

[The Board of Directors enters into a Confidential session at 18:46.]

[Officer Delouvrier arrives at 18:48.]

[The Board of Directors returns to the Public session at 20:50.]

The Chair returns to the meeting and invites back the Members of the Gallery.

Director Sader discusses the issue with the Memorandum of Agreement with McGill and the duty to support students and their endeavours on campus. The political opinions of the Board members are irrelevant at this time as the political bodies of SSMU have voted in favour of this. Director Sader states his agreement with moving forward to approve this motion and the Policy as it is the Board's duty to ensure that these motions are approved, acknowledging the students who worked on this and supported this motion, and to not be concerned with the repercussions. He further notes that the Board members who will vote against this motion are able to do so and it is respectable if it is on the basis that it may cause harm to the SSMU, but he will be voting in favour of this motion presented.

Director Karasick explains that the McGill Administration may see this as an issue and this can pose a risk to the SSMU, as such, he will be voting against this motion. He understands the effort and hard work that was put into this and apologizes for the late return to Public session of the Board.

Officer Delouvrier echoes Director Sader's comments. He understands that the Board must ensure the continuity and wellbeing of the SSMU, but inquires if the Board is considering the wellbeing of the community around this. Regardless if this is approved or rejected, he notes that there will be a political movement, as such it is important to support this motion and any campaign associated, regardless of whether the McGill Administration is upset with SSMU or not; it is important to show the Membership the positive aspect of this and how relevant it is today and beyond today. He urges all Directors to vote in favour of this motion and to consider these points.

Director Wan acknowledges that many individuals have put a lot of effort and hard work into this Motion and Policy, but he agrees with Director Karasick, based on legal counsel opinion and the risks to SSMU, he will be voting against this motion.

A member of McGill SPHR thanks the Board members for acknowledging the hard work and effort put into this motion and policy, but notes that they are yet to see the proof that approving this will put



SSMU at jeopardy or risk with the McGill Administration, based on the Memorandum of Agreement (MoA). The member asks which provision of the Memorandum of Agreement between SSMU and McGill is being referred to.

Director Sader explains that the Memorandum of Agreement is a document that governs the relationship between SSMU and McGill University; it outlines things that McGill can and cannot do, and things that SSMU can and cannot do. Violations of certain clauses in the MoA can lead to withholding of SSMU funds that are used to pay staff and services, and can put SSMU at risk. If there is a reason to have a MoA default, then there will be discussions and arbitrations, and could potentially lead to a full dissolution of SSMU.

Member of the gallery, Bryan Buraga, thanks everyone for taking the time to be at this Board meeting, as well as the members who have worked to pass this through SSMU's legislative bodies. Buraga continues that violations of the MoA allow for a 30-day grace period for a violation to be rectified. This will give time for the Board to reconsider the motion at hand if this does happen in the future. Buraga notes that it is imperative for the SSMU to stand up to the McGill Administration and respect SSMU's democratic bodies, and then to deal with any situation that may arise regarding the MoA. The SSMU can pass the motion and carry out its constitutional mandate while still upholding its fiduciary duty. Buraga explains that a few years ago, there was a situation pertaining to an MoA default, and upon research, they discovered that, because of the way that student unions in Quebec are incorporated, the Memorandum of Agreement is not necessary to obtain the funding from the University; that funding is guaranteed by a legislature passed in the Province of Quebec. The MoA allows for SSMU to use their names to easily facilitate that transfer of money; however, per Quebec legislation, this is not required for the transfer. Buraga states that the Board can pass this motion, and if at some point the McGill Administration threatens SSMU with a default to the MoA, then the Board can consider rescinding this motion. If the Board does not approve this, then it will show the student body that SSMU cares more about pleasing the McGill Administration, rather than showing the student body that they are upholding the constitutional mandate and priorities for human rights and social justice.

Director Karasick notes that his concern was shared with Director Sader's comments earlier. He explains that he does not believe it is worth passing this, knowing that there is a possibility of SSMU receiving an MoA default from McGill University. He explains that SSMU would be instigating in the situation with the McGill Administration and he is not certain this would be worth it. He understands the 30-day grace period with a default, but that could lead the Board to square one, which would mean removing the motion.

Officer Daryanani thanks to the labour and efforts that have been made from the Divest for Human Rights Coalition, and to those who are here this evening to discuss this motion. He expresses his support for the Policy. On the mandate that was elected on, it is his duty to speak in favour of this motion, but he encourages Directors to vote on this. The Policy itself does not have any clauses that violate our Constitution. The fears of McGill University retaliation should not be a worry, as mentioned



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previously, the Quebec Companies Act guarantees the funding that we should be receiving from McGill University. He has also not heard of a threat from the University. He encourages the Board to vote in favour of this as it does not pose any legal or financial risk to the organization.

A Member of McGill SPHR asks if this Motion violates any provision of the MoA between SSMU and McGill University and asks which clauses this motion violates.

Director Downie notes that all Board members and members of the gallery have had a chance to speak on this motion and would like to move a motion to call the question and to vote by roll call on this motion, seconded by Director Chan. The method of voting is amended to vote by placard via teleconference on Zoom. With 4 in favour and 3 opposed, the motion to call the question is approved.

Debate:

Director Karasick responds to the member of McGill SPHR, if the McGill University were to send us an MoA default, they would cite the SSMU Judicial Board Reference re: BDS and Similar Motions of 2016. He also clarifies the points made by Officer Daryanani claiming that Officer Daryanani has not personally witnessed any MoA defaults, but he has been told by others about similar situations.

Officer Delouvrier clarifies that the MoA protects McGill University in certain situations. In the past, McGill has taken things more strictly and that is why the discussion regarding the MoA is happening right now. However, he disagrees with Director Karasick as to letting the fear of a potential MoA default to be the reason why this is not approved, a Policy that would help SSMU move forward and represent what the SSMU Membership wants and needs.

Director Wan moves to a motion to call the question, seconded by Director Karasick.

Director Wan notes that the Board should vote on this motion and conclude the debate, as well as acknowledging the efforts of the Divest for Human Rights Coalition.

Director Wan moves to vote on the motion by roll call, seconded by Director Downie.

The Chair clarifies the different voting methods per Robert's Rules of Order.

Voting by roll call on the Motion:

In favour: Director Sader, Director Downie, Director Heisele Cubilla, Director Collins, Director Chan

Oppose: Director Karasick, Director Wan

Abstain: None



The motion is approved.

- b. Motion to approve the purchase of an espresso machine for Gerts at a cost of \$5,167 per year for the next 3 years totalling \$15,500 -- **UNANIMOUSLY APPROVED**

Officer Daryanani explains that this motion was added to the Executive Committee Agenda, but due to the amount over \$10,000, this is referred back to the Board for approval. This motion is important for Gerts' reopening.

Question:

Director Karasick asks if SSMU would be purchasing the beans with the machine.

Answer:

Officer Daryanani responds in the affirmative.

Question:

Director Wan inquires if there was an espresso machine at Gerts' prior to the building closure and if so, could there be a comparison with this new machine being proposed.

Answer:

Officer Daryanani notes that there is no comparison because Gerts' is in the process of being rebranded as a Bar and a Cafe, whereas it used to only be a Bar.

Director Downie notes that this is a mid-range espresso machine, and in her personal experience, espresso sales have accounted for 1/3 of profits.

Question:

Director Wan asks if the espresso machine will be a worthy purchase for the Gerts Cafe, or if there are other less expensive alternatives.

Answer:

Officer Daryanani confirms in the affirmative.



Officer Delouvrier notes that with the reopening of the University Centre, students will be able to have affordable coffee options at Gerts on campus.

Question:

Director Karasick asks how inexpensive the coffee options will be at Gerts Cafe.

Answer:

Director Sader notes that with the current projections, the average drink price will be charged \$0.15 per espresso less than other cafe locations in the area, which would give us a decent advantage. This can change over time.

Question:

Director Wan asks if there are alternative espresso machines less expensive than the one presented today.

Answer:

Director Karasick responds that small machines would usually be personal espresso machines, mid-range machines would be for setting up a shop and selling this to the public.

Question:

Director Wan inquires if there is an option to stop the financing for any reason, or if SSMU commits to this, we have to pay the full price.

Answer:

Officer Daryanani explains that the amount is a \$15,000 investment for the next three (3) years for this espresso machine.

Director Karasick will be abstaining from voting due to former connections from the company in question.

Director Wan moves to vote by unanimous consent on this motion, seconded by Director Heisele Cubilla.

The motion is unanimously approved.



- c. Motion to approve the addition of international students to the Dialogue service provided through StudentCare, and approve the additional costs required to fund this change to come from the Health and Dental Fund if needed -- **COMMITTED TO HEALTH AND DENTAL REVIEW COMMITTEE**

Director Sader explains that SSMU was contacted by StudentCare a month ago, with the possible reduction of Dialogue fees. At this time, Dialogue is only available for Canadian Citizens and Permanent Residents. StudentCare managed to reduce the fee to \$52.00; SSMU will be saving \$80,000 a year. SSMU has an opportunity to expand services for international students, which would cover international students from September 1 to August 31. This would cost \$228,000.00. On the other hand, we are collecting enough money from student fees, which is used to pay for the current Dialogue option. He notes that SSMU would not be transferring any money from the Reserve Fund. He further notes that the Health and Dental Plan that we are using to pay for this service is used by international and Canadian students, as such, international students are currently paying for a service they do not have access to.

Question:

Director Wan thanks Director Sader for the presentation. He inquires if the Health and Dental Review Committee has been consulted on this initiative.

Answer:

Director Sader responds that he is not aware of such a committee at SSMU and does not believe that the committee in question would meet in the summer months, but he will review this.

Officer Daryanani clarifies that Director Sader is the chair of the Health and Dental Review Committee.

Director Sader notes that he will be happy to send this back to the committee for further consultation and review.

Director Wan moves to postpone this motion until the Health and Dental Review Committee has reviewed this and then for this to be sent back to the Board of Directors for approval, seconded by Director Sader.

Director Wan moves to vote by unanimous consent, seconded by Director Sader.

The motion is committed to the Health and Dental Review Committee.



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8. For Discussion

- a. Next Meeting: August 19, 2021 at 18:00 EST

The Chair notes that the August 19, 2021 meeting will be the Chair's last meeting of the Board of Directors in her capacity as Speaker.

9. Confidential Session: **21:49**

The Board of Directors enters into a confidential session at 21:49.

10. Adjournment: **22:34**

The Board of Directors meeting is adjourned at 22:34.

A handwritten signature in black ink that reads 'Éric S'.

Éric Sader, Vice-President (Finance)

APPROVED