



## August Board of Directors Meeting

Call to Order: 7:17 pm

### 1. Adoption of the Agenda

Moved by Tejas

Seconded by Patrick

**Motion carried**

### 2. Approval of Minutes

a. July Board of Directors Meeting: July 12<sup>th</sup> 2012

b. Officer Meeting: July 28<sup>th</sup>, 2012

c. Finance Committee Meetings: August 15<sup>th</sup>, 17<sup>th</sup>, and 20<sup>th</sup>, 2012

Moved by Kimberly Shen

Seconded by Ishan Gupta

**Motion carried**

### 3. Officer Reports

a. President – Rishi Maharaj

b. VP Finance – Pierre Harfouche

c. VP Communications – Yerusha Nuh

d. VP Academic – Matthew Lattavo

e. VP External – Anton Klunko

f. VP Student Life – Ishan Gupta

### 4. Motion by Ishan Gupta to affiliate new clubs with the Engineering Society

**WHEREAS** the club affiliation process was advertised to all students, especially affiliated clubs from the previous year; and

**WHEREAS** all the applications were reviewed by the President and VP Student Life to determine which clubs genuinely benefit the student body; and

**WHEREAS** only new clubs require approval from the Board of Directors to receive official Engineering Club status;

**BE IT RESOLVED** that new student clubs (highlighted in yellow) be affiliated with the Engineering Society for the 2012-2013 year.

Moved by Ishan

Seconded by Tejas

Ishan: This motion is very straightforward. I sent a Google form for clubs to fill out and we checked to ensure that all the clubs met the minimum requirements. From the list, only a few need approval from the BoD - the ones that have never been affiliated before. If you have any questions please ask now.



Tejas: Nothing to say.

Gordon: Many of these clubs don't really do much for our students. Some of these clubs double up and accomplish the same task as others. Why are we affiliating everyone?

Ishan: To us it doesn't really matter. If two people want to join different clubs that do the same thing that is fine. We affiliate them none the less to grant them privileges such as AV rentals and room bookings.

Rishi: A club that has 10 students in Engineering versus 10 Engineering Students + 1000 students benefits the same amount of people as everyone else. In fact, Woodsworth was the first group to start affiliating U of T-wide, and that doubled up their college's clubs. But affiliation is just to determine if they are legit – basically to certify that the club exists and that its purpose is not illegal. It doesn't really give clubs anything.

#### **Motion carried**

#### **5. Motion by Pierre Harfouche regarding club funding**

**WHEREAS** the Finance Committee has solicited club funding applications for the past month; and

**WHEREAS** clubs have been interviewed to discuss their plans and budgets for the upcoming year; and

**WHEREAS** the Finance Committee has met and deliberated the amounts; and

**WHEREAS** the Finance Committee is confident that the allocations made at this point will enable a second round of funding for clubs that have yet to apply;

**BE IT RESOLVED** that the Board allocate \$17,000 of the 2012-2013 operating budget for Affiliated Club Funding, as per the funding amounts attached.

Moved by Pierre  
Seconded by Ishan

Pierre: This year, we sent out a Google form after affiliation asking clubs to apply for funding if they require it. We made a master spreadsheet and listed all clubs requested amounts and allocated 17,500 for this round (half the funding). Then, we reviewed each club's budget usually steering away from socials and toward events that were inclusive and educational. Engineering-related interest was also highly considered.

Ishan: We also took into account services and discounts that we already provide. Many clubs included A/V costs on their budgets and room bookings.

Patrick: How much money was allocated for Club funding this year?



Pierre: We allocated 17500 for this round, 35000 in total. Roughly \$1000 over last year's final number but over \$10 000 over the allocated budget in September last year.

Teresa: Why are some numbers round? How did you determine exactly \$700 or \$600?

Pierre: We looked at their events. We also looked at what kind of net value they provide to our students. For most clubs we were able to determine roughly how much they would actually need from EngSoc. For other clubs, we decided to make deals and incentives with them to encourage them to fundraise. Take Tales of Harmonia, for example - they don't really have fundraising, so we allocated a small amount of money but told them we would match some of their fundraising efforts.

**Motion carried**

#### **6. Motion by Mauricio Curbelo to implement automatic recall of truant Directors**

**WHEREAS** when Council acted as our Board of Directors, an "automatic recall" rule existed to remove truant Councilors; and

**WHEREAS** to date, we have not implemented a similar rule at the Board;

**BE IT RESOLVED** that a new section be added to Bylaw 1, Chapter 4 (Board of Directors) as follows:

##### 4.12 Automatic Recall

4.12.1 A Board member shall be immediately recalled upon:

- a) Absence without regrets from two regular meetings of the Board of Directors, or
- b) Absence from three regular meetings of the Board of Directors, except those taking place during the Summer Months.

Moved by Mauricio

Seconded by Kimberly Shen

Mauricio: When council existed, if you didn't attend a certain amount of meetings you would lose your vote. That would entice people to actually come and would lower the quorum requirement when less and less people showed up. I think it is fair to ask people to show up to 6/8 of the years meetings. Keep in mind this still allows you to miss summer meetings incase you are out of town.

Patrick: Can we explicitly define summer months? There could be some ambiguity that arises in the future.

Mauricio: Summer months are actually defined in Bylaw 1.

**Motion carried**

#### **7. Motion by Mauricio Curbelo to adopt revised election-related bylaws**



**WHEREAS** at the 2012 July Board of Directors meeting, the Board struck a committee to review Bylaw 3 (Elections); and

**WHEREAS** the committee has completed its work of reviewing election-related Bylaws to bring them up to date with the new Board structure and online voting;

**BE IT RESOLVED** that the Board adopts the revised Bylaw 1, Bylaw 3, and Bylaw 7 as attached.

**Moved by** Mauricio

**Seconded by** Tejas

Mauricio: I sent out the changes and we emailed an attachment to explain them. If you have any concerns or opinions please let me know.

Rishi: There are many changes in this motion. I won't go through them all since there are many but the changes you see here are going to rectify a lot of the issues we have seen over the past few years. Last year we had an experiment with the officer elections, which ran in February. That motion itself only passed narrowly and I think, as many have noted for various reasons, it wasn't ideal. It was well intentioned but you don't want a very long overlap period because during that period neither set of officers feels like they have power. It was also counterproductive to its original purpose. We can go back to the old rules and I don't anticipate having any difficulty transitioning the next set of Officers.

Teresa: I'd like to know if the Discipline clubs were consulted when rewriting the bylaw rewriting class reps elections. I think passing the motion without informing them will cause more tension between them and something we should discuss before any further action is taken.

Matt: I'd like to know, should this particular motion pass, what provisions will be in place to assist and help the class reps. How would someone in my role be able to help class reps if they are separated?

Rishi: One of the provisions is that the discipline clubs must convey the information about class reps to the VP Academic. You are going to have the very similar scope of contact with them.

Mauricio: This doesn't edit anything that the class reps do or don't do. This motion is not about their role, it's just about electing them. We concluded that when going into classes, the election degenerates into a contest over who is funnier or who can do a backflip. But we can still use the reps the way we've always done. Except it's up to the discipline club to elect them.

Angelo: The process will stay the same; they just send us the candidate list. They are just dealing with gathering up the nominees. For example with MIE – they know which classes are only Mech and which are Indy. Vote.skule.ca is still open and all the discipline clubs need to do is edit the text on it and submit the candidate info.

Teresa: I don't think it's the process or role of that class rep that I'm against. I see this being a motion for next year when next year's round of class reps get elected. We can talk to them and let them know but because they weren't consulted I don't think it's appropriate for the Board to pass this motion.



Kimberly: I worry about the competency of the discipline club to run their elections. They sent an email but then they used a Google spreadsheet that you could rig, and then they never told us the full results- just the winner. I have a lot of doubt in their ability to run elections.

Patrick: We are just pushing class rep elections onto the discipline clubs and they are going to do the path of least resistance. That might not be a good idea and it might lead to really poor elections. Maybe we are misinterpreting this.

Matt: In general I'm in favor of most of the motion but with regards of shifting the roles, I would prefer if this took effect after the annual general meeting where the whole council could vote on it. So we could settle it with their input.

Praneet: I actually disagree with you guys. We are giving clubs resources and access to vote.skule.ca. They really shouldn't have a problem making use of those resources. In terms of actually getting good candidates, I wouldn't worry too much, they will still come - regardless of who runs the election. Also, I think the discipline clubs are more than competent to run their own elections.

Rishi: Discipline clubs were consulted we talked about it at the last meeting. Many of them have already run first and second year elections. There was no major outstanding issue with regards to that. I think it's quite reasonable because it's a very small amount of work. I mean I wouldn't put it in the class of things that are major. Also, the discipline club is the closest to the class rep. So the amount of effort that they would put into their class reps elections will be as much as they value their class reps. If they don't want to run a proper election - that only reflects that the class reps won't do much anyway. We give them \$30 000 - if they are corrupt and incompetent then they should be shut down. The most important pillar of our Society is the ability to run fair elections - if they fail, we can withhold their funding. If you're telling me there are discipline clubs that can't elect anyone - that's a huge issue.

Kimberley: Class reps can take a role alone without the discipline club and I wasn't supervised and I did what I wanted. I feel like if the class reps want to do something they don't need the guidance from them but if the discipline club fails to elect them then there is as problem. I have to worry about this because in my discipline they aren't able to run good elections and I still see value in class reps.

Gordon: I'm concerned we won't be telling them about this - they won't respond well to it. Same thing happened to the clubs. How many discipline clubs were at the EngSoc/Discipline club meeting and which ones were given the bylaws ahead of time?

Rishi: All except Comp were there in June and we mentioned this motion in general. The specifics were never communicated with the discipline clubs and they haven't had time to review the wording. Still they were aware of the issue and the possible change.

Teresa: I think first and second year class rep elections are the only windows of opportunities where EngSoc is visible to students. If we suddenly pass this part of the motion without really thoroughly informing the discipline clubs - then first years and second years will be missing out a lot on EngSoc.



Mauricio: I think one thing we should consider is *what the current process is* and if we are willing to try something else for a year. We can try this change and then if it doesn't work we can revert it. We shouldn't run our elections as a marketing campaign – we should run our elections to get competent people elected into well-defined roles. We are currently running our own elections, electing someone and then telling the discipline clubs to deal with them. Is that fair to the discipline clubs? This change will give them more control. People are saying, "let's wait until the AGM", but the discipline club chairs usually don't come anyway. Why run another set of sham elections and then impose the results onto discipline clubs?

Ishan: At the end of the day, people will elect the person who does a backflip, if EngSoc or the discipline club runs the election it doesn't matter.

Patrick: Well I don't know the answer to this problem. Maybe we need to elect discipline clubs in January or do something new but this class rep thing doesn't seem like the answer.

Matt: I'd like to make an amendment to the motion.

**Amendment:** That the motion read,

*Be it resolved that the Board adopts the revised bylaw 1, bylaw 3, with the exception of removing chapter 6, and Bylaw 7, with the exception of Chapter 4.*

Moved by Matt

Seconded by Patrick

Matt: My preferences are spoken. This amendment will revert what needs to be reverted and maintain what is good.

Patrick: I think this motion will make the changes everyone wants, and keep what people aren't sure about. This doesn't seem like the time and place to discuss all of this.

Kimberley: There's been a lot of debate and I think last year, a few people have run their own elections. According to the old bylaws, the CRO can designate someone to run elections if he can't do them. Thus if a discipline club really wants to run them, they can ask the CRO.

Pierre: Call the question

**Motion carried (call the question)**

**Amendment carried**

Gordon: I'd like to amend to remove Bylaw 7 Chapter 1.0.3d. The references are wrong and it no longer makes sense We forgot to get rid of it earlier.

**Amendment:** That the motion now read,



*Be it resolved that the Board adopts the revised bylaw 1, bylaw 3 - with the exception of removing chapter 6 - , and Bylaw 7 - with the exception of Chapter 4 and Chapter 1.0.3.d.*

Moved by Gordon

Seconded by Ishan

Ishan: Makes sense, more consistent.

**Amendment carried**

**Motion carried as amended**

**8. Motion by Mauricio Curbelo to eliminate the Policy & Structure Committee**

**WHEREAS** when Council acted as our Board of Directors, the Policy & Structure Committee served as a sub-group of individuals interested in debating and writing bylaw and policy edits; and

**WHEREAS** currently, the Board serves the same purpose; and

**WHEREAS** ad-hoc, open-membership committees can be created to deal with specific bylaw and policy reviews;

**BE IT RESOLVED** that Bylaw 1, Chapter 4 (Board of Directors), items 4.11.1 (c) and 4.11.4 are removed.

Moved by Mauricio

Seconded by Pierre

Mauricio: When we had Council, we had a mailing list and they use to make edits to bylaws, discuss importance of changes and specifics and then we would just meet and vote. When we made the Board, we stopped using the mailing list because all those people are now moved to the Board anyway. And we can create open membership committees now. If we want, we can just make the Board an open mailing list that anyone can join. If some first year is interested in policy, they can join.

Pierre: I agree, we can simply move to open our mailing lists. I agree that currently we have no means to communicate to our students and that's bad, but the policy and structure committee is dead.

Rishi: I'm speaking against that motion. I think the Board hasn't taken over the role of P&S and has simply become a smaller council. We still don't have a group of people that is not the officers that actually discusses policy in a way that is constructive and meaningful. Currently, we are simply discussing things for 3 minutes and then voting. Yes it's true, the large council doesn't exist anymore, we have a smaller board, but they don't know anything. This causes us to have 20 reactionaries that vote yes or no depending on which way the wind is blowing. People need to appreciate that being on this new group requires us to do more work. I agree the P&S committee doesn't currently do anything but there is obviously a need for something of that type.



Matt: Still, removing P&S doesn't preclude the Board to develop an open membership committee. Should the board find that we have massive bylaw amendments, and if we think that we need to involve more people then we can create it and they can involve more people but currently it's unnecessary to maintain this committee.

Rishi: The committee use to discuss bylaws and motions before the meeting and then bring it to Council. Back then, Council was so large that it was impossible to debate. We certainly could not do things like moving item 4.0.4 and changing 4.0.5 because those discussions would never at that and you need to do them in lower level. Back then, you might have had 4 meetings before 1 Council meeting. The same people on the thread were the ones talked at Council anyway. It also provided an opportunity for people who weren't on the Board and didn't degrade their opinion. Here if you don't have a vote and you have an opinion then it doesn't matter. In the policy and structure and committee when I chaired that committee at least, I was not on Council but I was able to have a lot of input. All this motion does is isolate the Board further.

Kimberley: I wasn't on the Board but I spoke certainly spoke at the board meetings, most of it was because I was able to read the old blog posts. I think the committee is good historically and presently, it's a good way to get those who want to get involved into the conversation.

Julia: Can I ask a quick question? Who can be on the committee? Is there anyone not on the board currently?

Matt: It comes down to what Kimberly was leading to, we are suppose to be an open form for all students to get involved of policy and motions presented which I think involves us opening up. I think we just need to be accessible to the student body.

Pierre: To be honest, I don't think any of this matters. Back in the day, I agree there were enough people to fuel a policy and structure committee. But let's face it, the introduction of the Board means less class reps, and individuals come to council meetings. This also means that those who are interested in governance just don't come to the meetings and don't discover the conversation. Essentially there are less people who care about this stuff engaged in policy and structure. Perhaps we need to adjust our operating methods to the new generation. Less and less people care about policy and more are concerned with the immediate actions being done. I'm sorry that those of you who have been around here to see a functioning P & S committee feel like we are taking something away from you. But let's be honest, no one really needs this committee. It's not bad, it's just not useful. Besides, those of you who do propose changes to the bylaws don't even accept criticism when it's offered. If there is barely an open forum for students to discuss bylaw changes then why do we expect motions to pass easily at board meetings? Of course people will simply vote with the way the wind blows at a certain time, it's all they can do. We need to simply advertise our "discussing the bylaws sessions" when the board needs them. Alternatively, we need to actually use the P&S committee. But if none of you will commit to using that medium, then let's remove it.

Rishi: I think there are a few things. On the idea that the board will make committee when it needs them, I think that point isn't entirely valid. We tried it and the Board was invited, they chose not to participate and still form an opinion at the meeting. You can't simply say policy has disappeared - it has





always been here. It has always been sitting in my lap and now that I'm president I have control over it. The problem is when I'm gone I want to know where policy is going to go. That job has not gone away but no one is doing it because no one thinks it's important. All the Board wants to do is vote on what I put on the agenda. What is the Board's role if you don't think it is to edit bylaws and policies? Is it just to come to a meeting and pick Yes or No? We're missing the entire point of student governance if we don't discuss the grey areas in depth. If you're taking away something that isn't being done simply because it is not being done, you will very end up in a state where you have bylaws and no one understands them. Just claiming things don't matter will simply make things worse.

Kimberly: I agree that as a board member many of us aren't coming forward with our own decisions but at the same time, you don't really give us any power. You just decide a lot of stuff and want to make yourself look like you're 5 steps ahead of everyone.

Tejas: Well the officers are putting things forward because they care about what EngSoc wants to do. You are all supposed to do the same thing that they are doing. Maybe you need to talk to them to make change. You're supposed to ask and then take interest – this is why you were voted on the board. You are supposed to drive change, not simply give thumbs up.

Rishi: You know what, I wrote a letter to the board and it took me 2 days to write. I bet not a single one of you read it – it was about legislation changes that will have a profound impact on how we operate. No one cared to read it.

Kimberley: I think it's not fair to say we don't care about Skule and its policies. I haven't been around for long in EngSoc and I'm still learning – just because I don't know all these small things and can't come to bylaw policy committee meetings doesn't mean I don't care. You should stop treating the board like children and claiming we don't care. We care, just not about the same things you care about.

Mauricio: The purpose of the board is to dispose of motions, by carrying, defeating, or tabling them. If you think EngSoc should be doing certain things, submit motions. Write a motion that says: EngSoc should...whatever. When I chaired P&S, it became an idea forum on a mailing list. When I was in first year, it was a forum for everyone who cares about things between meetings, and it's where ideas were proposed. I would assume those people are on the Board now (they might not be) but if you are concerned about something, you can submit a motion, you can comment on motions, you can vote. What this agenda tells me is that people are afraid of submitting motions. For those of you that don't "know much", as you say, you can start getting involved by asking questions about what's on the agenda. Yes there's a lot of things to discuss, a lot of bylaws, but it's up to you to think critically and get EngSoc to do what you want to do. I submitted this motion to start the discussion and quite frankly I don't care whether it passes or not – I just thought it was appropriate that we have this discussion.

Patrick: We're not limited to just passing motions. Our job is to set the direction of the corporation. It's flawed to say all we do is pass motions.

#### **Motion defeated**

9. **Adjournment:** 9:45 pm



## Attendance

Officers		
President	Rishi Maharaj	
VP Finance	Pierre Harfouche	
VP Communication	Yerusha Nuh	R
VP Academic	Matt Lattavo	
VP External	Anton Klunko	R
VP Student Life	Ishan Gupta	
Directors of the Board		
At-Large	<i>Vacant</i>	
At-Large	Teresa Nguyen	
At-Large	Aidan Muller	R
At-Large	Praneet Bagga	
Chemical Representative	Bo Han Zhang	
Civil Representative	Guillaume Bence-Hebert	P – to Teresa Nguyen
Computer Representative	Kimberly Shen	
Electrical Representative	<i>Vacant</i>	
Engineering Science Representative	Patrick Zerr	
Industrial Representative	Gordon Tang	
Materials Science Representative	Vincent Troung	
Mechanical Representative	Shamail Rizwan	
Mineral Representative	<i>Vacant</i>	
First Year	Shane Hu	P – to Kimberly Shen
First Year	Michael Taguam	
First Year	Jenny Yao	
Non-Voting Members		
Speaker	Mauricio Curbelo	
CRO	Angelo Staikos	

A – Absent    R – Regrets    P – Proxy