



## November 2014 Board of Directors Meeting

### 1. Adoption of the Agenda

### 2. Approval of Minutes

- a. October Board of Directors Meeting: October 25<sup>th</sup>, 2014
- b. Finance Committee Meeting: November 13<sup>th</sup>, 2014

### 3. Officer Reports

- a. President – Teresa Nguyen
- b. VP Finance – Mehran Hydary
- c. VP Communications – Karan Shukla
- d. VP Academic – Ryan Gomes
- e. VP Student Life – Cory Sulpizi

### 4. MOTION by Tabish Gilani to appoint a member to the Review & Search Committee

**WHEREAS** there has yet to be a person appointed to this committee; and

**WHEREAS** this committee has to meet at least once annual to review the progress of work done and the performances of those employed by the University

**BE IT RESOLVED THAT** the board direct the Speaker to conduct nominations and appoint a representative to the Review & Search Committee

### 5. MOTION by Mehran Hydary to authorize the Finance Committee to make deductions from the final amounts given to each department from the Levy Fund.

**WHEREAS** after receiving project updates from the departments it is clear that in some cases departments have not completed projects and overestimated project cost;

**WHEREAS** the Levy Fund does not operate on a cheque requisition basis; and

**WHEREAS** it is not clear that the Finance Committee currently has the authority to make reductions in cases where the Levy Fund is being taken advantage of;

**BE IT RESOLVED THAT** the Finance Committee may choose to reduce the final amount given to each department in cases where project costs from previous years were overestimated or projects were cancelled subject to approval by the Officers.



**6. SPECIAL MOTION by Mehran Hydary to update the section on fees in Bylaw 1**

**WHEREAS** our fees have been increased due to a cost of living adjustment;

**BE IT RESOLVED THAT** Bylaw 1 section 1.2.1 be changed to read:

- 1.2.1. The Membership Fee shall be \$48.14 for full-time students and \$45.26 for part-time students in the year 2014-2015.

**7. MOTION by Cory Sulpizi to accept the affiliation of new clubs within the Engineering Society**

**WHEREAS** the Policy on Club Affiliation (the "Policy") requires that affiliated clubs within the Engineering Society apply and reapply for Engineering Club Status on an annual basis; and

**WHEREAS** this year's club affiliation process was advertised to all students including clubs affiliated in the previous year; and

**WHEREAS** all applications were reviewed by the President and the Vice President Student Life to determine eligibility and merit with respect to the Policy; and

**WHEREAS** only new student clubs recommended for affiliation require approval from the Board of Directors to receive official Engineering Club Status;

**BE IT RESOLVED** that the recommendations provided in the latest revision of the *Club Affiliation Report, November 2014* be adopted.

**8. MOTION by Matthew Lee to strike the Election Rules Committee**

**WHEREAS** Bylaw 3 Chapter 8 specifies an Election Rules Committee to report to the Board in January;

**BE IT RESOLVED** that an Election Rules Committee be struck in accordance with Bylaw 3; and

**BE IT FURTHER RESOLVED THAT** the Board appoint 2 members to fill the remaining vacancies.

**9. MOTION by the Ombudsman to ratify the findings of Investigation 201403, into the President's handling of Engineering to Policy**

**WHEREAS** an investigation was performed under the Society's Policy on Complaints; and



**WHEREAS** this investigation resulted in nine (9) recommendations to remedy the alleged situation; and

**WHEREAS** the reasons for these recommendations are spelled out in the attached Disposition; and

**WHEREAS** remedies 4 and 5 therein will not result in any action by the passing of this motion alone; and

**WHEREAS** the Policy on Complaints dictates that investigations into complaints be posted publicly; but

**WHEREAS** anything posted publically is understood to be the official stance of the Society, and should therefore be first ratified by the Board of Directors;

**BE IT RESOLVED THAT** the Board accepts the findings of the attached investigation; and

**BE IT FURTHER RESOLVED THAT** in accepting the findings of the investigation, the Board direct the President to cease summarily granting Engineering to Policy access to Society resources except as set out in recommendation #1; and

**BE IT FURTHER RESOLVED THAT** in accepting the findings of the investigation, the Board set a deadline of the 31st of May, 2015 for Engineering to Policy to affiliate in some official capacity, as set out in recommendation #1; and

**BE IT FURTHER RESOLVED THAT** in accepting the findings of the investigation, the Board overturn the result of motion 14 of the September Board meeting, and re-vote on the matter as set out in recommendation #3; and

**BE IT FURTHER RESOLVED THAT** in accepting the findings of the investigation, the Board direct the Policies and Structures committee to look into codifying how to handle future, similar instances as set out in recommendation #6 to #8; and

**BE IT FURTHER RESOLVED THAT** in accepting the findings of the investigation, the Board direct the President and the Speaker to make all new Directors and Officers aware of the responsibilities they carry as fiduciaries of the society, and the relevant laws and by-laws, and amend their transition documents to ensure that this happens for their successors, as set out in recommendation #9.



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**10. MOTION by the Ombudsman to bar E2P from representing itself as an Engineering Society initiative;**

**WHEREAS** Engineering to Policy has been marketing itself as a Society initiative for the past three months; and

**WHEREAS** this distinction is beneficial, but not critical to E2P's ability to fulfill its mandate; and

**WHEREAS** a sudden change in E2P's status could send the inaccurate message to the membership that E2P committed a wrongdoing; and

**WHEREAS** further reasons for and against this motion are set out in the attached investigation; and

**WHEREAS** failure of this motion or a similar one to pass will constitute permission by the Board for E2P to continue marketing as it has been;

**BE IT RESOLVED** that Engineering to Policy be directed to cease to represent itself as an Engineering Society initiative, and to change all written media accordingly, as outlined in Recommendation #2

**11. MOTION by the Ombudsman to send a letter of reprimand to the President as a result of Investigation 201403;**

**WHEREAS** the investigation (attached) found that the President had committed actions in breach of the Society's Policies, By-laws and Laws of the Province of Ontario; and

**WHEREAS** the investigation found that these actions could set a damaging precedent for the Society; and

**WHEREAS** recommendation #4 of the investigation proposes that a formal letter of reprimand be sent to the President, and made public to the membership; and

**WHEREAS** this letter will help to prevent this occurrence from being "swept under the rug" in future, and will keep the membership informed of transgressions in the handling of their fees and in how they are represented; but

**WHEREAS** the reprimanded actions were well-intentioned and of little immediate consequence, and sending this letter may unduly damage the President's personal reputation;



**BE IT RESOLVED THAT** a formal letter of reprimand be sent to the President, carbon-copied to Council and made public online to the membership-at-large, pursuant to recommendation #4 of the attached investigation

**12. MOTION by the Ombudsman to levy a fine against the President as a result of Investigation 201403;**

**WHEREAS** the investigation (attached) found that the President, Teresa Nguyen, may have breached the Ontario Corporations Act and the Constitution of the Society by voting to allocate funds to a group in which she has personal interest; and

**WHEREAS** the Ontario Corporations Act, R.S.O. 1990, c. C.38, s. 71.(6), provides for a fine of not more than \$200 upon such an offense; and

**WHEREAS** it is important to maintain in good-standing under the Act; and

**WHEREAS** levying such a fine, no matter the monetary value, will have considerable personal implications on the President should she pursue other corporate fiduciary positions in Canada in the future; and

**WHEREAS** the President is a volunteer position and her actions did not result in any personal gain; and

**WHEREAS** the vote was for only \$55; and

**WHEREAS** legal counsel was not consulted during the investigation, and should be consulted to ensure that any fines are administered properly; and

**WHEREAS** the cost of the necessary legal counsel will surely surpass the contested \$55 amount;

**BE IT RESOLVED THAT** the Vice-President, Finance or a person he designates be directed to consult legal counsel regarding the possibility of levying a fine against Teresa Nguyen in accordance with the investigation; and

**BE IT FURTHER RESOLVED THAT** the Board authorize the designated person to expend a reasonable and necessary amount, not more than \$2,000 CDN on this counsel, to be drawn from the Vice-President, Finance's operating budget; and

**BE IT FURTHER RESOLVED THAT** the designated person be directed to pursue inexpensive or pro-bono options first (such as through legal clinics or Downtown Legal Services); and



**BE IT FURTHER RESOLVED THAT** should the process not have any substantial legal barriers, the designated person be directed to pursue a \$0.00 nominal fine against Teresa Nguyen under the Act.

**13. SPECIAL MOTION by Karan Shukla to recall the Engineering Society Webmaster**

**WHEREAS** the Board has instructed the VP Communications to recall the webmaster;  
and

**WHEREAS** the Webmaster has been fully notified of this motion;

**BE IT RESOLVED THAT** the Webmaster is recalled from his position; and

**BE IT FURTHER RESOLVED THAT** the Engineering Society Systems & Website Committee take over the Webmaster's duties until further notice;

**14. MOTION by Ryan Gomes to hold a Mental Health Awareness Campaign**

**WHEREAS** mental health is increasingly becoming an issue for students in recent years, especially as awareness has grown of these illnesses; and

**WHEREAS** many international and domestic students may come from a culture of silence that prevents them from seeking help, impairing their well being and academics;  
and

**WHEREAS** publicizing means of assistance could not only help students, but also potentially save lives for those living with depression, anxiety and suicidal tendencies.

**BE IT RESOLVED THAT** the Community Outreach Director be instructed to hold a Mental Health Awareness Campaign before the end of their term;

**BE IT FURTHER RESOLVED THAT** this campaign raise awareness of mental health/issues, encourage students to seek help through the University or other means when confronted with mental illness, and work to reduce the stigma associated with mental health;

**BE IT FURTHER RESOLVED THAT** the Board be encouraged to participate in this campaign.



**15. MOTION by Ryan Gomes to update and renew the Terms of Reference for the Academic Advocacy Committee**

**WHEREAS** the committee's mandate was set out 2 years ago by Matthew Lattavo, VP Academic 1T2-1T3; and

**WHEREAS** the manual and terms of reference are helpful documents that provide context for how the committee operates; and

**WHEREAS** the manual should be updated to reflect the AAC's current status, now that it is an official committee of the board as per Bylaw 1; and

**WHEREAS** posting these documents online would increase transparency for the Society and how it's committees work.

**BE IT RESOLVED THAT** the updated Manual and Terms of Reference be approved by the Board;

**BE IT FURTHER RESOLVED THAT** the Manual & Terms of Reference for the AAC be posted online on [skule.ca](http://skule.ca)

**16. OTHER BUSINESS**

- a. Discussion of a Committee for SEF Disbursement by Mehran Hydary

**17. ADJOURNMENT**



## Attendance

<b>Officers</b>		
President	Teresa Nguyen	
VP Finance	Mehran Hydari	
VP Communication	Karan Shukla	
VP Academic	Ryan Gomes	
VP Student Life	Cory Sulpizi	
<b>Directors of the Board</b>		
At-Large	Praneet Bagga	
At-Large	Peter Luo	
At-Large	Yerusha Nuh	
At-Large	Marissa Zhang	
Chemical Representative	Ishan Gupta	
Civil Representative	Ernesto Diaz Lozano Patino	
Computer Representative	Shubham Manchanda	
Electrical Representative	Anamjit Singh Sivia	
Engineering Science Representative	Ashkan Parcham-Kashani	
Industrial Representative	Benjamin Leung	
Materials Science Representative	Vinson Truong	
Mechanical Representative	Faizan Akbani	
Mineral Representative	Ivan Zdrakovic	
First Year	Stephen Xu	
First Year	Francis Kang	
First Year	Saarthak Saxena	
Speaker (Non-Voting)	Tabish Gilani	

**A – Absent**

**AwR – Absent with Regrets**

**P – Proxy**