



July Board of Directors Meeting

1. Adoption of the Agenda (7:10 PM)

Moved By Thomas Santerre

Seconded by Stephanie Gaglione

2. Approval of Minutes

a. June Board of Directors Meeting: June 27th, 2013

b. Officer Meeting: July 9th, 2013

c. Finance Committee Meeting Minutes: July 15th, 2013

Moved by Gabriel Stavros

Seconded by Evan Ma

Pierre: We had issues in the past with CESA and ECC not getting the same amount of money. What criteria was this year based on?

Alex: ECC wanted to put their money towards food and getting rid of membership fees.

Minutes Approved

3. Officer Reports

a. President – Mauricio Curbelo

Mauricio: Most of my time this month, was reading through the E-portfolios and the handbook. As a result we haven't gotten to the discipline clubs. This isn't of big concern till a few weeks from now as the faculty will not be changing their rules for a while. We have been dealing with many internal problems and little fixes so that we are all set for the upcoming year.

More on Site 10 with celeste will be coming up in August.

Pierre: Who was appointed to undergrad?

Mauricio: Stephanie, Ernesto, Anamjit, and Matt.

Academic appeals board: Billy, Ernesto and Matt lee

We are also trying to get our new VP academic settled in.

Tejas: What needed to be done while he was away?

Mauricio: Scanning exams and appointing the council reps for the faculty are the main things to be dealt with during the summer. From here on in, he will be working with Micah Stickle as there are many changes he wants to make this year. The Civil Engineering Department wants to remove coding from their curriculum and replace with more civil engineering technology, ECE wants harder coding etc... small changes like this will not appear for at least another year or so.



Matt: What is the status on online calculus course?

Mauricio: The course will be volunteer only with a trail group of 50 students this year. We are just trying to make sure that the course remains volunteer based. If you have any other suggestions or opinions, please let us know.

Praneet: How many people have enrolled so far?

Mauricio: We are not sure yet, enrolment in the course will extend until the end of August. The faculty has not replied to us about numbers so far.

Allan: What is the main teaching method, Videos or slides?

Mauricio: It will mostly likely be a mix, but an interactive online experience is what they are going for. The university is giving them quite a bit of money for doing this as they plan to do this for many courses.

Pierre: What is the status on the orientation budget?

Mauricio: We will see some actuals in a few weeks since kits just started to go on sale.

- b. VP Finance – Gordon Tattle (Late – did not present)
- c. VP Communications – Thomas Santerre
- d. VP Academic – Absent
- e. VP Student Life – Gabriel Stavros

Gabriel: We had a CCR (Co-curricular Record) meeting last week. We have received the applications from the directors and clubs, so we can start approving and bringing them into the main CCR system soon.

Orientation site is up and has started selling frosh kits.

UTP is nice and clean except leftovers that Skule Nite has left there.

I was going to meet Nicole regarding Gradball but she was sick during the week so we have postponed it to a later time.

Cannonball will be held at the Fairmont this year and the contract has been signed. I will be organizing the clubs fair during frosh week. I am currently working on which clubs will be attending.

We are moving the time and day for the clubs training as it conflicted with some orientation meetings.

Eventually more display cases will be appearing on the 1st floor Sandford Flemming Building.



4. MOTION by Mauricio Curbelo to ratify the results of the 2013 By-Election for Vice-President Academic

Seconded by Praneet Bagga

Tejas: Have we considered moving the elections that happen in the summer to the fall or trying other promotion methods? Summer elections seem to be an issue as we didn't get very high voter turnout.

Mauricio: We already advertise as much as we can using the digest, the facebook page and the website. People who want to be Vice President Academic usually know what happens around Skule and will apply for the position. Getting more votes is a different issue and depends on what people are doing around Toronto. I don't think it turned out ideally but it happens. We did all that we could and would've preferred a better turn out, but at least we have filled the position.

Motion Carried

5. Oath of Office Speaker of the Engineering Society 2013-2014

6. Oath of Office Board of Directors 2013-2014

7. Oath of Office of the Vice-President Academic 2013-2014
Moved to the august meeting

8. Presentation by Mauricio Curbelo on Engineering Society Governance
Postponed to September

9. MOTION by Gabriel Stavros 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 bold) be affiliated with the Engineering Society for the 2013-2014 year.

Seconded by Pierre Harfouche

Steph: What is the "Take Action" club?



Mauricio: It is some sort of international affairs club. Remember that almost every club qualifies for affiliation.

Motion Carried

10. MOTION by Gordon Tattle to approve changes to the Cannon Guard Budget for the 1T3-1T4 Skule Year

WHEREAS the budget of the Cannon Guard was referred to the Finance Committee at the June 27th 2013 Meeting of the Board of Directors; and

WHEREAS the Finance Committee has reassessed the proposed Cannon Guard budget; and

WHEREAS any changes to the budget of the Cannon Guard require an amendment to the Operating Budget for the same year;

BE IT RESOLVED THAT the proposed budget for the Cannon Guard be approved; and

BE IT FURTHER RESOLVED THAT the Operating Budget be amended to reflect the approved Cannon Guard budget.

Seconded by Evan Ma

Gordon: As you can see, the final amount has not changed at all.

Praneet: Is chief happy with it?

Gordon: I had a meeting with him to go over it where we got to this number.

Pierre: Have you shifted some things to special projects?

Gordon: The chief will give a separate proposal for items such as coveralls and mats as discussed at our last meeting.

Tejas: I just want to make sure that they get itemized receipts for all items before the expense is approved. This was an issue last year.

Motion carried

11. MOTION by Pierre Harfouche to request that regular updates be given to the Board on the cost of legal counsel.

WHEREAS the Board of Directors retained Heenan Blaikie through the authorization of a retainer deposit for legal counsel in a special meeting of the Board of Directors in March 2013; and



WHEREAS the Board of Directors is required by policy to authorize any and all expenditures over \$500; and

WHEREAS the Board of Directors has not been asked to authorize any amount spent over the original retainer deposit; and

WHEREAS money has been spent without the information or approval of the Board of Directors; and

WHEREAS authorization of extending legal services, payment of invoices, and other account-related matters is included in the mandate of the Board of Directors; and

WHEREAS the Board of Directors should be updated regularly on the current state of the account held with Heenan Blaikie;

BE IT RESOLVED THAT an account statement of services paid to Heenan Blaikie be provided to all Board Members on the 1st of every month, outside of regular Meetings of the Board of Directors. The statement shall include a summary of all billable hours. The statement shall be made available, only in person at the Engineering Society office to members of the Board of Directors; and

BE IT FURTHER RESOLVED THAT any failure to update or authorize expenditures through the Board of Directors be considered an act in contempt of the Board.

Pierre: Before I begin to talk about this motion, I'd like to move that this discussion be made in camera. The reason I am moving this motion is because in the past we have designated some of this information as private and confidential. We haven't yet had a discussion on declassifying that information and some of it may need to come up to discuss this next motion. If it does come up and we are not in camera the information becomes part of the public record. Regardless of my opinion on declassifying all this information, we can have that discussion later.

MOTION by Pierre Harfouche to move discussion In Camera

WHEREAS the current topic of discussion is a sensitive topic which may require the Board to reference material previously designated as Private and Confidential

BIRT the board moves discussion in camera.

Seconded by Mauricio Curbelo

Motion Carried

IN CAMERA

Motion Carried

MOTION by Mauricio Curbelo to table the Site 10 Discussion until 8:40PM.



Seconded by Thomas Santerre
Motion Carried

13. MOTION by Mauricio Curbelo to authorize payment to Heenan Blaikie LLP

WHEREAS the Society must pay an invoice for professional services rendered by Heenan Blaikie LLP; and

WHEREAS the allocation of funds for this purpose requires authorization from the Board;

BE IT RESOLVED THAT the Board allocate \$15,000 for the purpose of legal representation and costs.

Seconded by Thomas Santerre

IN CAMERA

AMMENDMENT by Pierre Harfouche so the motion which read:

WHEREAS the Society must pay an invoice for professional services rendered by Heenan Blaikie LLP; and

WHEREAS the allocation of funds for this purpose requires authorization from the Board;

BE IT RESOLVED THAT the Board allocate \$15,000 for the purpose of legal representation and costs.

Will now read:

WHEREAS the President of the Society claims that the Society is liable for up to \$15,000 of services provided by Heenan Blaikie, above and beyond what was previously approved

WHEREAS the Society cannot pay an invoice if it does not identify an account which has funds allocated for this purpose

WHEREAS in case the legal reserve fund is out of capital, the Special Projects account is a blanket account which reserves funds for such endeavours.

WHEREAS it would be wise for the Society to pay off the invoice for the required amount and discuss the cost of legal counsel in more detail at another meeting.

BE IT RESOLVED THAT the Board allocates up to \$15 000 to pay the latest invoice for professional services rendered by Heenan Blaikie LLP.

BE IT FURTHER RESOLVED THAT the Board allocates these funds from the Reserve Legal Fund account, and from Special Projects should the Reserve Legal Fund account be depleted.



BE IT FURTHER RESOLVED THAT the Board immediately appoint a committee of 2 Board Members and the VP Finance to evaluate the Society's ability to allocate more funds.

IN CAMERA

Seconded by Gordon Tattle

IN CAMERA

MOTION by Gordon Tattle to consider the question informally

Seconded by Evan Boyce

Motion Carried

[Interim informal discussion]

MOTION by Gordon Tattle to consider the question formally

Seconded by Evan Boyce

Motion Carried

SECONDARY AMMENDMENT by Pranee Bagga so the amendment which read:

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BE IT FURTHER RESOLVED THAT the board immediately appoints the speaker to chair a discussion of the officers and the board members to evaluate the society's direction and feasibility to further pursue legal representation.

Seconded by Evan Boyce

Secondary Amendment carried

SECONDARY AMMENDMENT by Mauricio Curbelo so the amendment which read:

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IN CAMERA

Secondary Amendment carried

Primary Amendment carried

IN CAMERA

AMMENDMENT by Pierre Harfouche so the motion which read:

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BE IT FURTHER RESOLVED THAT any further spending then the amount approved be considered in contempt of the board.

IN CAMERA

Secoded by Gordon Tattle

Amendment failed.

IN CAMERA

Motion Carried

MOTION by Yerusha Nuh to move out of Camera

Secoded by Evan Ma

Motion Carried

12. MOTION by Mauricio Curbelo to execute the Site 10 Gift Agreement

WHEREAS the Faculty intends to construct a new building adjacent to Simcoe Hall; and



WHEREAS the Engineering Society has been offered an opportunity to contribute to the construction costs of the building; and

WHEREAS this contribution would allow the Engineering Society to name the student club space in the basement of the building;

BE IT RESOLVED that the Board authorize the Officers to carry out the Agreement, with the understanding that funds will be provided from the Skule Endowment Fund

Seconded by Stephanie Gaglione

Mauricio: I just want it to be clear on how we can do this. Even though some money can be taken from the levy fund. The name is subject to name changes whenever. I think that we should go with the engsoc name. It is our work that is enabling this to happen. If it wasn't for some of us that were at the meeting we wouldn't know what we would get out of this and probably would not be making this donation. If we want to let students know what we were doing with the money, then we have a great opportunity to solidify our place with the students. It should reflect on us very well with our name up there.

Stephanie: This is a continuation of the motion from last meeting. I am still leaning towards naming the space after "Skule" due to the fact that it is the students' money

Evan: I disagree with "Engineering Society" in the name, although it is true that we did a lot of work, it's the students putting their money into it.

Pierre: Naming can be done later in an open forum with the students. There is no point in dealing with the name at the moment.

Evan M: Ishan isn't here, but the name should be something much more formal than "Skule".

Gordon: Is the date flexible for the naming?

Mauricio: As the donor we are able to change the name of the space as we want. We can sign it now, and at a later date we do have power as donors to rename the space. We shouldn't get too caught up in what to name it at this time. At the moment what is that we are claiming space in Site 10.

Praneet: The name "Skule" is trademarked by EngSoc. However it is a spelling error and a bit unprofessional.

Pierre: Do we have the money to pay with this timeline? Currently we would not be able to actually fund this endeavour.

Mauricio: At the end of the day, they will get the money we cannot give on time through bridge financing. However this will add to their cost so they want to avoid it.



Pierre: Is this the last date we can pay before they require bridge financing? Can we push back the schedule?

Matt: We are committing to a financial schedule. The faculty determine themselves if they need bridge financing. That isn't a concern to us as much as finalizing our schedule.

Gordon: I'd like to amend so we can extend the schedule and pay on a timeline which we can meet.

AMMENDMENT by Gordon Tattle to add a paragraph reading:

BE IT FURTHER RESOLVED THAT the agreement is subject to an extension of the payment schedule deemed suitable by the VP finance with the understanding that the funds will be taken from the endowment fund.

Seconded by Pierre Harfouche

Amendment carried

Motion carried

14. OTHER BUSINESS *for discussion*

15. ADJOURNMENT (9:40)



Attendance

| Officers | | |
|------------------------------------|--------------------|--|
| President | Mauricio Curbelo | |
| VP Finance | Gordon Tattle | |
| VP Communication | Thomas Santerre | |
| VP Academic | <i>Vacant</i> | |
| VP Student Life | Gabriel Stavros | |
| Directors of the Board | | |
| At-Large | Yerusha Nuh | |
| At-Large | <i>Vacant</i> | |
| At-Large | Praneet Bagga | |
| At-Large | Stephanie Gaglione | |
| Chemical Representative | <i>Vacant</i> | |
| Civil Representative | Evan Ma | |
| Computer Representative | Kimberley Shen | |
| Electrical Representative | Allan Wang | |
| Engineering Science Representative | Pierre Harfouche | |
| Industrial Representative | Alexandra Szatan | |
| Materials Science Representative | Vinson Quoc Truong | |
| Mechanical Representative | Evan Boyce | |
| Mineral Representative | <i>Vacant</i> | |
| First Year | Vuk Svilaric | |
| First Year | Stephanie Gaglione | |
| First Year | Shubham Manchanda | |
| Non-Voting Members | | |
| Speaker | Matthew Lattavo | |
| CRO | Laura Shen | |
| | | |



**University of Toronto Engineering Society
July Board of Directors Meeting Minutes**

**June 27th, 2013
7 PM
GB202**

A – Absent R – Regrets P – Proxy