

**THE ALMA MATER SOCIETY
OF THE UNIVERSITY OF BRITISH COLUMBIA VANCOUVER**



AMS Student Society
6138 SUB Boulevard
Vancouver, BC V6T 1Z1
www.ams.ubc.ca

BUSINESS AND ADMINISTRATION GOVERNANCE BOARD (BAGB)

Minutes of October 20, 2014

Attendance

Present:

Student Board Members: Graeme Nixon, Philip Edgcumbe, Hans Seidemann

Alumni Board Members: Mark Fraser, Carol Leacy

Ex Officio, non-voting: Tanner Bokor (AMS President), Mateusz Miadlikowski (AMS VP Finance)

Staff Present: Ross Horton (General Manager), Uli Laue (Director of Operations), Keith Hester (Director of Finance), Ken Yih (Senior HR Manager)

Regrets: Samina Ullah (student member) and David Borins (alumni member)

Guest: None

Recording Secretary: Philip Edgcumbe

BIRT that BAGB endorses ew of the socie

Meeting Action items

- 1) Philip: Investigate how the AMS lighter footprint strategy can inform the environmental sustainability metrics. Are there opportunities for collaboration between BAGB and the AMS lighter footprint group.
- 2) Ross: Prepare metrics presentation to council with the following modifications
 - a. "Student and community value and uniqueness of the business" should be added to the social sustainability metrics. This was a request made by Mark and generally supported by BAGB.
 - b. Add percentage of students filling positions
 - c. Remove total salary paid.
 - d. Add estimated first report date for all metrics

Note: An asterix (*) in the meeting minutes indicates an action item.

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Meeting called to order at 6:05 pm in SUB Room 214.

Amendments to and approval of agenda

- Graeme: Are there any objections to the agenda as presented. It includes BAGB Metrics Discussion, AMS Communications Discussion and an automatic In Camera discussion at the end of the meeting.
- Philip: I move that we adopt an additional agenda item at the end of the meeting. I would like us to pass a motion to set the financial threshold above which the staff should inform BAGB for unbudgeted expenses.
- Graeme: Seen no objections I will accept that amendment.
- Tanner: I would like BAGB to consider a motion at the start of the meeting which is a statement of support from BAGB for the upcoming governance review.
- Philip: So moved
- Mark: Seconded.
- Graeme: Seeing no further objections. The agenda is accepted with both amendments.

Agenda Item #1: Discussion about BAGB motion in support, in-principle, of the AMS governance review.

- Tanner: I would like an endorsement, in-principle, of the governance review. I hope that BAGB will agree that the structure of the society is needs to be reviewed, and this review is a joint measure between both business and student government. As of now, we have selected MNP LLP to do the governance review and we will shortly be taking the governance review to council for approval of the review process. to approve the review of process.
- Carol: Are you simply asking for support of the concept of the review? Not the details of how it will be done or the consultant selected?
- Tanner: Yes and yes.

MOVED PHILIP, SECONDED MARK

“BIRT BAGB endorses in principle the formal governance review of the AMS society.”

- Carol: Time period, cost, and background of MNP?
- Tanner: Timeline: review on Oct 28, sign with consultant on the 28. Review done by January 30th. We are intending on a general referendum in March. Public consultation.
- Tanner: In my opinion, they have offered a very fair quote for the work. They have experience in Advanced Ed consultations.
- Graeme: I will call the question.

...Motion carried

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Agenda item #2: BAGB Metrics Discussion

Introduction to BAGB Metrics Discussion

- Graeme: This agenda item is a continuation of the discussion that we've had at several previous BAGB meetings on this topic. At the beginning of 2014 a sub-committee of BAGB developed a set of metrics that they thought the businesses should be measured against. Management has since taken that list and come up with a proposal for what metrics they will measure, how they will measure them and how often they will measure them. I am hoping that we will approve the metrics and how they are measured at this meeting.
- Graeme: I would like to start by asking BAGB the following: What is the purpose of a business? Generate contribution vs subsidize the services (mostly food and entertainment that the businesses matter).
- Hans: Businesses need to provide a bit of both. We need a way to measure the service example. For example, print shop in SUB could provide services to students. Is it providing sufficient value to students?
- Graeme: Management will give 45 minute presentation about the metrics they would like to measure.
- Philip: What is end goal of this agenda item?
- Graeme: We commit to metrics, timeline, format and presentation to council. *My proposed timeline is that management will modify the metrics based on our feedback tonight and prepare a presentation to council. We will approve the final version of the presentation they plan to give to council at our November meeting.
- Graeme: Time permitting, I want to spend a considerable amount of time talking about how to tie to compensation
- Mark: I think it is premature to talk about tying.
- Graeme: I would like to align the decision of the manager
- Graeme: Notional commitment with the timeline
- Ross: No concerns about that at all. We have some performance pay in organization and something we'd like to develop throughout the organization.

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| <ul style="list-style-type: none">• 1. What is the overall mission or goal of the AMS' businesses, in light of the AMS' mission statement and core values? What over-arching strategy should the organization employ?• 2. How do we measure the success of our businesses in relation to those goals? These are the metrics.<ul style="list-style-type: none">○ 2a. What is the total set of metrics?○ 2b. What metrics are immediately measurable? |
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- 2c. What metrics are not immediately measurable, but we want to be able to measure in at least 1 year?
- 2d. From this, comes our metrics.
- 3. How do we, as a society, want to consume these metrics?
 - 3a. Frequency
 - 3b. Presentation
 - 3c. Audience
- 4. How do these metrics tie to performance and evaluation?
 - 4a. Business performance
 - 4ai. Business shut-down criteria
 - 4bi. New business proposal
 - 4b. Senior management compensation
- 5. What is the timeline for implementing these metrics and their reporting?

Table 1: The text in the box above was copy and pasted from an email that Graeme sent to BAGB prior to the meeting to motivation and give some direction to the BAGB metrics discussion. It has been included in the meeting summary to give context to the discussion that was had.

Start of presentation about metrics

- Ross: We have four areas, business performance, environmental sustainability, social sustainability and employee development.
- Ross: We think that it should be compared against a plan as well as year to year.

Business performance

- General consensus from BAGB that business performance metrics are appropriate.

Environmental sustainability

- Ross: Environmental sustainability – reported on the AMS Nest output dashboard. More of a measurement of the organization as opposed to businesses or business per business
- Graeme: Can we do per business measurements?
- Ross: Logistics make that difficult. In short, no.
- Ross: The closest is a sustainable purchasing policies in terms of driving organizations.
- Hans: Right now the sustainable purchasing policy is close to 10 years out of date and is very aspirational.
- Uli: We could set something aspirational that is a few years out.
- Carol: Macro measurements are good. The macro measurements provide a catalyst for discussion about what needs to be done to meet the macro measurement targets.
- Ross: We considered individual meters for each outlet but it was cost prohibitive

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- Mark: On environmental side many buildings and organizations have composting plans. Could we have a metric for tons of compost? Could we do that?
- Uli: I think it is captured in tons of waste.
- Hans: I'm not prepared to give up entirely on business by business metrics. For example, how do we show a single unit is doing well on the environmental sustainability side to the score card?
- Carol: I think these discussions come up when we look at these kind of scorecards.
- Hans: For example, if the coffee shop switches to compostable plates. How to measure that? How do we encourage that?
- Ross: We are going to use the data which has already been developed for the building.
- Graeme: Can we switch the updates from bi-annual to tertiary to coincide with the tertiary reports we already get?
- Ross: Yes

Social sustainability

- Ross: How do we compare to competitive offering (price point, quality) and awareness about businesses is what we can measure.
 - We can measure
 - When we are making the 2014/2015 budget we can add some money towards running this survey.
- Ross: The final item in social sustainability is conflict-free and ethical purchasing.
 - Ross: AMS' lighter footprint strategy was updated this year. It is quite aspirational.
 - *We can work with that planning group.
 - Uli: Sustainable purchasing goes beyond food.
- Hans: In social sustainability I would like to talk about the service value of the business.
- Hans: Currently we are going to ask students "how do we compare to competitive offering". Could we also ask the students how much "value" does the business add to the student experience.
 - Hans: The extreme end is converting something from a business to a service
- Graeme: What are you going to ask in terms of competitive offering?
- Ross: I don't think it will be a good decision to only offer premium businesses if students can't access it.
- Graeme: I think understanding the competitive offerings elsewhere on campus is particularly important in the context of the Perch.
- Hans: "Can we measure "value to students"?"
- Philip: Can we measure the % of customers that are students?
- Ross: We are operating in the sense that students are not our only customers.

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- Ross: We promised the university that the SUB would be open to the whole university community. We need to keep that in mind.
- Mark: Conflict-free purchasing metric might not be a great metric. Can't it be implemented as a policy?
- Carol: It could be an activity goal. Several times per year review where items are purchased.
- Ross: We struggled to find things we could measure in terms of social sustainability.
- Graeme: Do we do customer surveys for AMS members?
- Ross: Not much surveying right now. We are hoping the marketing manager will do that.
- *Mark: Can we put "student and community value and uniqueness of the business" to the list?
- Graeme: Yes, we will add to the list.
- Hans: Let's not remove conflict-free and ethical purchasing just yet.
- Carol: We can keep it on the score card but not measure.

Employee development

- Ross: This list has stayed fairly constant since our previous discussion about metrics.
- Hans: Are their categories for how much everyone is paid across the businesses'?
- Ken: The goal is to have a uniform pay matrix across all businesses.
- Hans: I would also like to see where students are in the organization. Are they only doing entry level work or are they moving up in the pay scale and amount of responsibility they have. This could be measured by the percentage of students filling the individual position places (ie: jr manager, shift manager) by employment grade.
- Ken: Alternatively, hours by students in each position level within the organization.
- Hans: Can we track hours of overtime? Overtime is a bad thing.
- Carol: Cost per sale is capturing that.
- Hans: Worth noting in this discussion we should keep an eye on that.
- Philip: Can we drop wages paid as a metric?
- Graeme: *Ok, the committee agrees to drop wages paid.

Further discussion about all metrics

- Graeme: Does contribution per square foot allow us to compare against leases?
- Uli: But businesses have more than a role than just creating a contribution. It is hard to enforce student friendly pricing and student employment quotas for leases.
- Graeme: *To recap we are going to add uniqueness (value to students and community), percentage of students filling positions and we are going to strike wage paid.

Timeline of reporting metrics

- Graeme: Business performance and environmental assessment will be tertiary and employee development and social sustainability is going to be reported annually.

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- Tanner: A heads up is that the environmental dashboard may have been delayed by a year.
- Hans: It may still be valuable to have reports on a tertiary basis on activities related to employee development and social sustainability.
- Uli: Are we measuring tons of waste per customer vs total amount of tons of waste produced?
 - Hans: Generally, the committee agrees that per person measurements are important.
 - Uli: Unfortunately the new SUB will not have person counting abilities due to budget issues. The wiring for the people counter is there but the people counter machine itself won't be set up.
- Graeme: When the new SUB opens, can we start measuring the metrics eventually?
- Ross: It more depends on budget then the new building.
- Carol: *Please add into the presentation a column with the estimated first report date.
- Ross: Yes, we can do that.
- Graeme: Can we start the reporting of business metrics in January?
- Tanner: I actually recommend we only start looking at business metrics in the new building. (Note: Committee was in agreement with Tanner's points)
- Graeme: Do the metrics relate to building the endowment?
- Mark: I see building the endowment as a separate discussion to this. (Note: General agreement by the committee with Mark's point)
- Graeme: I'll review the timeline we have agreed to now.

BREAK FOR 10 MINUTES FROM 7:35PM TO 7:45PM

Agenda item #3: AMS Communications Discussion

Introductory remarks

- Graeme: We are going to give ourselves 45 minutes for the AMS communications discussion. I'll keep a speakers list.
- Tanner: Full disclosure, I am not a communications person.
- Tanner: There is structural disconnect between marketing and communications and I would like BAGB's help in addressing this.
- Mark: Do we still have a communications planning group?
- Carol: Uli, do you see this disconnect between marketing and communications. It it an issue?
- Uli: I am satisfied with the status quo and current organizational chart.
- Graeme: BAGB will now move in camera for further discussion

In camera discussion

- Conclusion of in camera discussion was the following motion.

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MOVED MARK, SECONDED CAROL

“BIRT that the question of restructuring the communications department should be considered only as part of the governance review.”

...Motion carried

Agenda item #4: Threshold for unbudgeted operational and capital expenses

MOVED PHILIP, SECONDED HANS

“Whereas in AMS Code Section VII, article 8, section, f it is written “That BAGB shall review unbudgeted operational and capital expenses in excess of the thresholds set in the Business and Administration Governance Manual and submit any resulting changes in the net contribution to the Society’s budget to the Budget Committee;

BIRT the threshold be set at \$50,000.”

...Motion carried

Meeting adjourned at 8:45pm

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Appendix

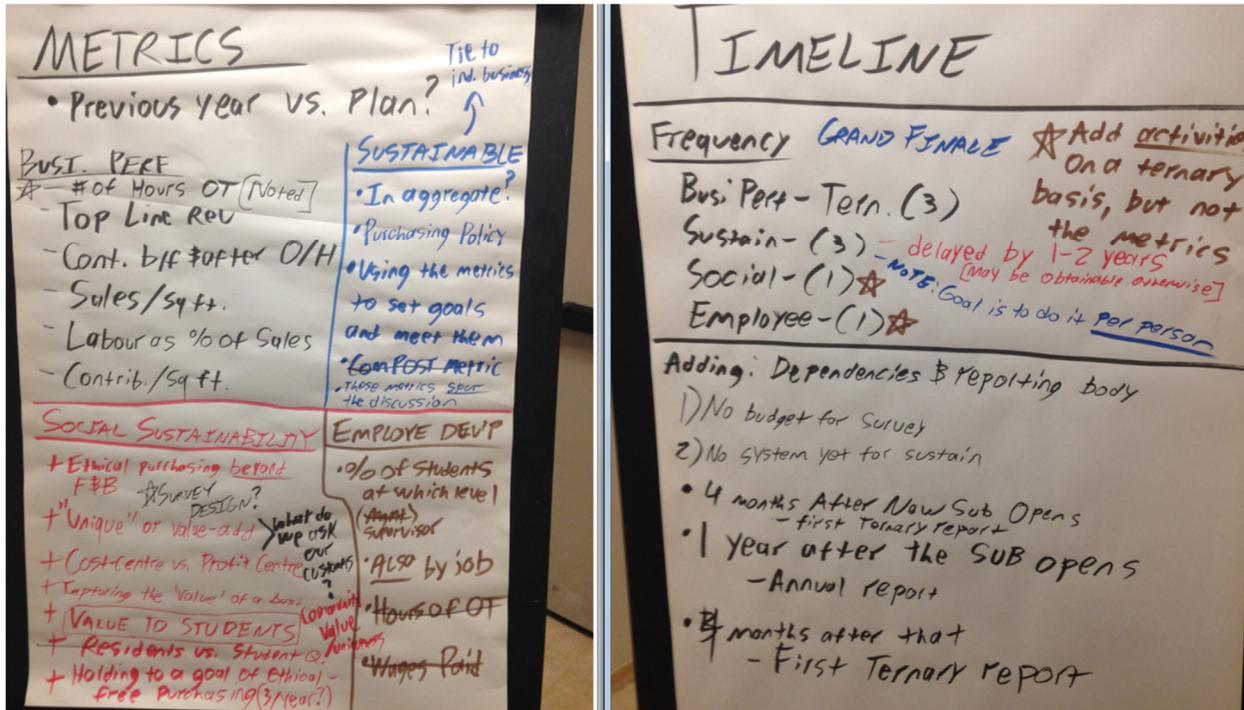


Figure 1: Picture of flipcharts that Graeme wrote on while he was facilitating the discussion of BAGB business metrics at October 20th, 2014 BAGB meeting.