1. Call to Order & Approval of Agenda

Voting Members Present:
- Mr. Benjamin Israel, Chair (Joined 5:16PM)
- Ms. Samantha So, Vice-Chair
- Mr. Jude Crasta, Vice President External (Joined 5:59PM)
- Ms. Angela Tien, Councillor
- Mr. Quartermain Lim, Councillor
- Mr. Jeffrey Pea, Councillor
- Ms. Delaney Griffiths, Student-at-Large
- Mr. Ibraheem Dakilah, Student-at-Large

Non-Voting Members Present:
- Dr. Sheldon Goldfarb, AMS Archivist and Clerk of Council

Regrets:
- Mr. Mateusz Miadlikowski, Vice President Finance (Budget Committee)
- Ms. Veronica Knott, Councillor (previously announced absence)
- Mr. Mark Bancroft, Student-at-Large

These minutes were recorded by Mr. Israel and Ms. So.

Quorum was met and the meeting was called to order by Ms. So at 5:13 PM.

There were no suggested amendments to the agenda.
A motion to adopt the agenda was moved by Ms. Griffiths and seconded by Mr. Lim.
The motion was carried unanimously.

2. Approval of Minutes of Previous Meeting

Mr. Dakilah advised that his first name had been spelled incorrectly in the minutes. A motion to approve these minutes with the corrections to Mr. Dakilah's name was moved by Mr. Dakilah and seconded by Ms. Griffiths.
The motion was carried unanimously.

Mr. Israel joined the meeting at 5:16PM. Ms. So yielded the Chair position to Mr. Israel.
3. In Camera Committee Minutes and Meetings

The Committee was pleased with this amendment as drafted.

The Committee decided to send the amendment to Council in two parts as Dr. Goldfarb had drafted it, because the in camera powers would likely not be met with any contention, while there may be some objection to the changes regarding proxies.

A motion to direct Dr. Goldfarb to send these two documents as separate items to Joanne Pickford and the Agenda Committee for inclusion on the agenda of the next meeting of Council with LPC’s recommendation was moved by Ms. So and seconded by Mr. Dakilah. The motion was carried unanimously.

4. Consent Agenda

It was pointed out that the approval of minutes is already omnibused by Council; Committee and Council minutes are all approved together, and Commission minutes are approved together. Thus they would not save significant time by being placed in a consent agenda.

The Committee was unsure of which other items would fit in a consent agenda, and decided to postpone this discussion to consult with Ms. Knott, who sits on the Board of Governors where they use a consent agenda.

A motion to postpone this item until the next meeting of the Committee was moved by Ms. Tien and seconded by Ms. Griffiths. The motion was carried unanimously.

5. Code Suspension: Daniel Lam's Pay

Daniel Lam is a Councillor, and was an employee of Flipside (AMS Food Outlet) when the conflict of interest amendment was passed during the previous Council meeting. This amendment removed the exception allowing an employee to subsequently become a Councillor and retain his or her employment.

Mr. Ken Yih advised that Mr. Lam had provided his two week notice of resignation shortly after the Council meeting, however they will still need to pay him for those two weeks, ending 15 June 2015.

Committee moved in camera

[..]
Committee moved out of camera

Mr. Lam did nothing wrong, and deserves to be paid for the work he has done.

A motion to direct the Chair to send the following motion:

BE IT RESOLVED THAT Council shall suspend Code Section 2, Article 1(20) to allow Daniel Lam to receive remuneration for his hours worked as an AMS employee until 15 June 2015, notwithstanding his position as a Director of the Society

to Joanne Pickford and the Agenda Committee for inclusion on the agenda of the next meeting of Council with LPC's recommendation was moved by Mr. Dakilah and seconded by Mr. Lim. The motion was carried unanimously.

6. Position Statements

The idea behind position statements is that Council can use them to temporarily endorse an official position, with a two thirds supermajority of Councillors voting in favour.

Mr. Pierre Cenerelli, the University and Government Relations Advisor, supplied a document explaining the merits of position statements, but he was unable to attend this meeting.

External policies used to require a three year expiry date, but this requirement has now been removed. Thus it might not be necessary to have both external policies and position statements.

While policies are generally guidelines, a position statement could represent a stance of the AMS. However, the Committee felt it would like to hear more from Mr. Cenerelli about the difference between the proposed position statements and external policies, and the merits of having these separate instruments.

A motion to postpone discussion of this item until the Committee's next meeting, where Mr. Cenerelli can either attend or send more explanatory documents, was moved by Ms. Tien and seconded by Ms. So.

The motion was carried unanimously.

7. Timeline for Council Minutes Distribution

As of this meeting, there were no minutes posted for Council meetings after 8 April 2015, and no minutes posted for meetings between 22 October 2014 and 4 March 2015.
This is not a matter of the administration failing to post the minutes after they have been approved; it is a delay between the meetings themselves and the receipt of these minutes by Council for approval.

Concerns had been raised regarding the effect the lack of minutes has on transparency and accountability.

Both Dr. Goldfarb and Ms. Joanne Pickford record the minutes at Council. Dr. Goldfarb attempts to track discussion and motivation, while Ms. Pickford records motions and structural issues. The Speaker also records the roll call votes. Dr. Goldfarb then compiles this information into the full meeting minutes.

The delay is in large part due to the AMS History Book that Dr. Goldfarb is working on, which is still in progress.

*Mr. Crasta joined the meeting at 5:59PM.*

Dr. Goldfarb estimated that the book would be completed around the end of 2015, after which his speed of catching up on the meeting minutes would considerably increase.

The Chair wanted to make it absolutely clear that this agenda item is not an attack on Dr. Goldfarb. Dr. Goldfarb does a fantastic job and is extremely dedicated; we simply want to try to catch up on the posting of the minutes as soon as possible.

It was also noted that Council meeting notes are distributed within a couple of days of meetings. However, this is published under the "Headlines" section, which one does not find when searching for Council itself. Dr. Goldfarb decided he would have the Communications Manager post these meeting notes on the Council page as well.

The Committee decided to not recommend any codification of a timeline for minutes to be brought to Council, and instead to re-evaluate the situation in December.

A motion to postpone discussion of this item until the first meeting of the Committee in December was moved by Mr. Dakilah and seconded by Ms. So.

**Votes In Favour (6):** Ms. Samantha So, Ms. Angela Tien, Mr. Quartermain Lim, Mr. Jeffrey Pea, Ms. Delaney Griffiths, Mr. Ibraheem Dakilah.

**Votes Against (0):**

**Abstentions (1):** Mr. Jude Crasta.

The motion was *carried.*
8. **Council/Committee Nominations Process**

Nominations have always been carried out by secret ballot, with the number of votes for each candidate kept concealed to foster goodwill. However, the nomination process has never been codified.

There was previously concern that a secret ballot is held for nominations in breach of the requirements in Code for secret ballots (voting two thirds to hold a secret ballot and more), however this is not actually a breach because it is not a vote on a motion, it is a vote to construct a motion.

While codifying the process may make the nominations process more apparent, the Committee felt it was unwarranted to place limitations on Council by codifying a convention that has always worked in the past. The majority of Committee members felt either ambivalent about or leaning against codifying the nominations process.

The Committee decided not to pursue this item further.

9. **Default Length of Council Meetings**

Historically, Council meetings regularly ended between midnight and 1AM.

An ad-hoc committee was formed to try to reduce the length of Council meetings. They recommended the present time limits on certain agenda items, as well as the current rule of a 4 hour meeting. The result of these changes were that Council meetings became much shorter.

The Committee decided that time extensions did not constitute a significant investment of time, and that removing or extending the default time limit risked undoing the progress made to shorten meetings.

The Committee decided not to pursue this item further.

10. **Executive Duties**

The Bylaw and Code provisions on Executive Duties do not match the current realities of their positions. Given that the Oversight Committee will be adjudicating whether the Executives fulfill their duties in Code, it was proposed that the Executives would collaborate with the Committee to redraft their duties in the Bylaws and Code (although the Bylaws will likely only be changed in March).
After a presentation from the Chair of the Oversight Committee, the Executive Committee has already resolved to submit revised duties to the Committee.

A motion to direct the Chair to liaise with the Executives to produce a revised outline of their duties, and bring it to the Committee and Dr. Goldfarb for drafting, was moved by Mr. Dakilah and seconded by Ms. Tien.

Votes In Favour (6): Ms. Samantha So, Ms. Angela Tien, Mr. Quartermain Lim, Mr. Jeffrey Pea, Ms. Delaney Griffiths, Mr. Ibraheem Dakilah.

Votes Against (0):

Abstentions (1): Mr. Jude Crasta.

The motion was carried.

11. Council's Ability to Reprimand

There is no Code provision dealing with reprimanding or censuring Directors of the Society. Council can remove Directors from committees, including deposing their chair. Under the Society Act, which will soon be no longer in force, Directors cannot vote to remove other Directors from Council. Under the upcoming Societies Act, Directors can be removed by any method specified in the Bylaws.

Committee moved in camera

[...]

Committee moved out of camera

The Committee decided that the reprimand process should be codified, if only an outline of the process to follow, the possible criteria for censure, and the possible penalties. A formulaic response would not be appropriate, as each case will be fact specific.

The problem with censure in Council is that Council is limited as to what punishments, if any, may be meted out. Some ten years ago, Council passed a resolution to ask for the resignation of the President, who refused.

Privileges granted by Council, however, can be revoked. In the Blake Frederick administration, Mr. Frederick and Vice President External Tim Chu were officially censured, and barred from issuing press statements without the prior approval of Council. The President was also removed as Chair of the Executive Committee.

Robert's Rules only mention censure in passing.
Concern was expressed that any Code provision should not muzzle Council's ability to mete out censure as they see fit.

Unless the Bylaws are changed, the only way to remove an Executive is with a General Meeting or referendum of all students, and the only way to remove a Director is through their constituency.

Ms. Tien left the meeting at 7:01PM.

Mr. Crasta suggested that he could speak with Kwantlen and SFU. Kwantlen recently censured an executive due to allegations of embezzling funds.

A motion to direct the Chair to research how other societies censure their directors and executives, to direct Mr. Crasta to consult with other student societies, and to adjourn this item until the next meeting of the Committee was moved by Ms. So and seconded by Mr. Crasta. The motion was carried unanimously.

12. Adjournment

A motion to adjourn the meeting was moved by Mr. Dakilah and seconded by Ms. Griffiths.

Votes In Favour (5): Ms. Samantha So, Mr. Quartermain Lim, Mr. Jeffrey Pea, Ms. Delaney Griffiths, Mr. Ibraheem Dakilah.

Votes Against (1): Mr. Jude Crasta.

Abstentions (0):

The motion was carried.

The meeting was adjourned at 7:06PM.