Minutes of the Legislative Procedures Committee  
Wednesday, 15 July 2015, 5:00PM, The Nest, Room 3529

1. Call to Order & Approval of Agenda

Voting Members Present:
   Mr. Benjamin Israel, Chair
   Ms. Samantha So, Vice-Chair
   Mr. Mateusz Miadlikowski, Vice President Finance (left at 6:12PM)
   Mr. Jude Crasta, Vice President External
   Ms. Angela Tien, Councillor
   Mr. Quartermain Lim, Councillor (left at 6:59PM)

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

Invited Guests:
   Mr. Philip Edgcumbe, BAGB Chair (via telephone)

Others Present:
   Ms. Jenna Omassi, Vice President Academic and University Affairs

Regrets:
   Mr. Jeffrey Pea, Councillor (previously announced absence)
   Ms. Veronica Knott, Councillor (previously announced absence)
   Mr. Mark Bancroft, Student-at-Large (previously announced absence)
   Mr. Ibraheem Dakilah, Student-at-Large (previously announced absence)
   Ms. Delaney Griffiths, Student-at-Large (previously announced absence)

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

Quorum was met and the meeting was called to order at 5:29 PM.

An amendment to the agenda was proposed by Mr. Israel, to discuss consent agenda items requiring a 2/3 supermajority.

A motion to adopt the agenda as amended was moved by Ms. Tien and seconded by Mr. Crasta.

Votes In Favour (4): Ms. Samantha So, Mr. Jude Crasta, Ms. Angela Tien,
   Mr. Quartermain Lim.

Votes Against (0):
Abstentions (1): Mr. Mateusz Miadlikowski.
The motion was carried.

2. **Approval of Minutes of Previous Meeting**

There were no suggested amendments to the minutes of the last four meetings. These minutes were all being approved at this stage because previous minutes incorrectly referred to Dr. Goldfarb as "Mr. Goldfarb".

A motion to approve these minutes was moved by Ms. Tien and seconded by Mr. Crasta. The motion was carried by unanimous consent.

3. **BAGB Items**

Mr. David Borins, a Barrister and Solicitor and an alumni member of BAGB, agreed with the drafted changes except for the General Manager ("GM") reporting to the Executive Committee, rather than directly to the President.

Council had discussed this matter for over an hour in the past, and Mr. Edgcumbe was present for this discussion. The issue is whether it is effective for the GM to report to an entire committee.

Mr. Edgcumbe advised that having the GM report to an entire committee sets up a lot of potential for confusion, and not being able to meaningfully provide direction for the GM.

The Committee noted that it would not violate Code or the Bylaws for the GM to report to either the Executive Committee or to the President. The Bylaws simply state that "The president shall... be the official liaison between the Society and the General Manager", but Council can expand this role if they wish. This could mean the President is appointed as the GM's direct supervisor, or it could mean that the President meets with the GM to carry out a specified body's wishes.

The Committee was divided between having the GM report to the Executive Committee or to the President.

The argument for having the GM report to the President was that it would be more consistent with the Bylaws, and that it would mimic the dynamic between the President and the Executive Director ("ED"). In addition, the President and the GM regularly meet, and this is much more feasible than requiring the GM to meet with the entire Executive Committee. Finally, according to the Bylaws, certain decisions (particularly large ones) would still have to come to Council.
The argument for having the GM report to the Executive Committee was that this is a very different position than the ED, as the GM oversees a massive amount of businesses, with much more potential for disaster. Having the GM report solely to the President sets up the stage for a rogue president to misuse his power and give unreasonable or unwise directions to the GM, who would be bound to follow them.

The Committee agreed that the President shall be the liaison with the GM, as per Bylaws. The question was whether the GM reports to the President, or whether the GM reports to the Executive Committee, and the President directs the GM in accordance with the determinations of the Executive Committee.

Dr. Goldfarb reminded the Committee that the purpose of having BAGB was that Council should be "nose in, hands off" the businesses. The business decisions should be left to the people who have expertise in such matters.

Council has interpreted "reporting to someone" as meaning that person or body is your boss.

An opinion was voiced that the GM should report to the President, who would bring big decisions to Council. There was a question as to how "big decisions" would be defined.

_Mr. Miadlikowski left at 6:12PM. Quorum was now lost._

Ms. Omassi expressed that the President should be a voting member on BAGB, and the Committee then turned to the BAGB membership.

The Committee noted that the purpose of the three alumni members is to provide expertise outside the student government, and with experience with the Society from a different time.

Concerns were raised with having non-students making decisions for the Society. However, the Committee noted that BAGB cannot actually make decisions for the Society, they are simply an advisory board (as will be reflected in the proposed name change), whose recommendations are persuasive to Council.

In addition, the alumni members are outnumbered by the student members. With the recommendation to make the President and Vice President Finance voting members, there will be twice as many current students as alumni.

The Committee disagreed as to whether the alumni members should have a vote on BAGB.

The argument for having alumni members retain their voting privileges was that these are people with real-life business experience, and they would not feel like their opinion or presence was important if they could not vote. In addition, as noted above, they are outnumbered so they cannot overrule the student perspective on BAGB.
The argument for removing alumni members’ votes was that student societies should be run solely by students, that no other examples of student societies doing this could be thought of, and that this will set a precedent for future boards involving alumni.

It was noted that BAGB nearly always decides on matters unanimously, so this would mostly be a symbolic decision.

The Committee discussed pay for BAGB members. While the Committee agreed that the alumni members should be paid, because they are professionals who are taking time out of their day to work on this, the Committee did not think that students would need remuneration as an incentive to encourage their membership on BAGB.

The Committee decided that, while the Chair position should be remunerated, the student members should not be remunerated for being members of BAGB.

_Mr. Quartermain Lim left at 6:59PM._

The Committee also discussed which Councillors should be eligible for the Councillor positions on BAGB. While the Chair's original idea was that Executives, BOG, and Senate members should be disallowed (as with Budget Committee), there was disagreement on this point.

Although there is a clear conflict of interest for BOG members to sit on BAGB, some Committee members wanted there to be no restrictions on the Councillor appointments, instead leaving such decisions to Council.

Dr. Goldfarb was asked to draft the changes that had been agreed upon: the President shall be a voting member on BAGB, and the student members shall not be remunerated. This will be further discussed at the Committee meeting following the next meeting of Council, as the upcoming Committee meeting will be largely focused on Executive Duties.

4. Adjournment

As quorum had been lost, and the Chair did not consider it productive to continue the meeting further, the meeting was _adjourned_ at 7:11PM.
RECORD OF E-MAIL VOTE:

Motion: BE IT RESOLVED THAT Dr. Goldfarb shall send the attached document, "Code changes 2015 consent agendas 3.doc", to Joanne Pickford and the Agenda Committee for inclusion on the agenda of the next meeting of Council with LPC's recommendation.

Voting Period: Wednesday, 1 July 2015, 2:32 AM to Friday, 3 July 2015, 3:00 AM

Eligible Voting Members:
Mr. Benjamin Israel, Chair
Ms. Samantha So, Vice-Chair
Mr. Jude Crasta, Vice President External
Mr. Mateusz Miadlikowski, Vice President Finance
Ms. Veronica Knott, Councillor
Ms. Angela Tien, Councillor
Mr. Quartermain Lim, Councillor
Mr. Jeffrey Pea, Councillor
Mr. Mark Bancroft, Student-at-Large
Ms. Delaney Griffiths, Student-at-Large
Mr. Ibraheem Dakilah, Student-at-Large

Results:

YEA (6): Mr. Benjamin Israel, Ms. Samantha So, Ms. Angela Tien, Mr. Jeffrey Pea, Mr. Mateusz Miadlikowski, Ms. Veronica Knott

NAY (0):

ABSTENTION (0):

The motion was carried unanimously at 3:00 AM, Friday, 3 July 2015.

No voting members requested additional discussion as per Section V, Article 1(14)(d) of the AMS Code of Procedure.