Minutes of the Legislative Procedures Committee
Wednesday, 22 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. Jeffrey Pea, Councillor
Mr. Mateusz Miadlikowski, Vice President Finance (left at 5:22PM for BAGB)
Mr. Jude Crasta, Vice President External
Mr. Quartermain Lim, Councillor
Mr. Mark Bancroft, Student-at-Large (left at 6:40PM)
Mr. Ibraheem Dakilah, Student-at-Large

Staff Members Present:
Dr. Sheldon Goldfarb, AMS Archivist and Clerk of Council

Invited Guests:
Mr. Viet Vu, Oversight Chair

Regrets:
Mr. Aaron Bailey, AMS President (attending BAGB)
Ms. Veronica Knott, Councillor (previously announced absence)
Ms. Angela Tien, Councillor (appointed Mr. Viet Vu as proxy at 5:58PM)
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 5:11 PM.

An amendment to the agenda was proposed by Mr. Vu, to move Item 8 (Executive Roles) to before Item 3 (Recording E-mail Votes in Minutes). Mr. Vu requested this because that was the only agenda item he was needed for.

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

Votes In Favour (2): Ms. Samantha So, Mr. Mark Bancroft.

Votes Against (2): Mr. Jude Crasta, Mr. Quartermain Lim.

Abstentions (3): Mr. Jeffrey Pea, Mr. Mateusz Miadlikowski, Mr. Ibraheem Dakilah.
As per Code Section V, Article 3(3)(a), Mr. Israel then chose to break the tie by voting against the motion, as the Committee did not appear convinced of its merits. The motion was **defeated**.

A motion to adopt the agenda as originally presented was moved by Mr. Crasta and seconded by Mr. Dalikah.

Votes In Favour (4): Mr. Jude Crasta, Mr. Mateusz Miadlikowski, Mr. Jeffrey Pea, Mr. Ibraheem Dakilah.

Votes Against (2): Mr. Mark Bancroft, Ms. Samantha So.

Abstentions (1): Mr. Quartermain Lim.

The motion was **carried**.

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

There were no suggested amendments to the minutes of the last meeting.

A motion to approve these minutes was moved by Mr. Bancroft and seconded by Mr. Crasta. The motion was **carried** by unanimous consent. Mr. Israel agreed to send these minutes to Ms. Joanne Pickford, the AMS Administrative Assistant.

3. **Recording E-mail votes in Minutes**

The Committee approved of the format used by Mr. Israel in the previous meeting's minutes recording the e-mail vote that occurred prior to that meeting.

The Committee further agreed that every e-mail vote should be recorded in the minutes of the next committee or commission meeting after the completion of said vote. Subject to the discretion of the committee or commission chair, this could be in the body of the minutes if the results are discussed at the meeting, or in an appendix at the end of the minutes as in the previous LPC meeting's minutes.

It was noted that the Executive Committee does not have the ability to carry out e-mail votes, as they are not a committee of Council as per their Code definition. The Committee decided that this was satisfactory because absent members of the Executive Committee normally attend their meetings via Skype.
A motion to direct Dr. Goldfarb to draft a Code amendment containing the above changes for the next LPC meeting was moved by Mr. Miadlikowski and seconded by Mr. Bancroft. The motion was carried by unanimous consent.

Mr. Mateusz Miadlikowski left the meeting at 5:22PM to attend the BAGB meeting.

A motion to amend the agenda to discuss having an HR representative sit on certain committees and commissions after Item 8 (Executive Duties) was moved by Mr. Crasta and seconded by Mr. Dakilah. The motion was carried by unanimous consent.

4. 2/3 Consent Items

The Committee noted that, according to the recently passed Code amendment establishing a Consent Agenda, it was not specified what would occur if some of the items in the Consent Agenda required a 2/3 supermajority.

The Committee evaluated three options:

i) Holding two separate Consent Agenda votes, one for items requiring a simple majority, and one for those requiring a supermajority;

ii) Holding a single Consent Agenda vote, and if it receives between half and 2/3ds of the vote, only those items requiring a simple majority would pass; or

iii) Holding a single Consent Agenda vote, and if this vote contains items that require a supermajority to pass, the entire Consent Agenda would require a supermajority to pass.

The Committee decided that the first option would be the most in keeping with transparency and efficiency, and thus selected it.

The Committee then noted that it was not explicitly stated whether, if the Consent Agenda is defeated, its items are automatically placed on the agenda, or discarded.

The Committee decided that, if the Consent Agenda is defeated, it should be treated precisely as if each individual item within the Consent Agenda were moved, seconded, and then defeated. This would avoid clogging the meeting's agenda, as well as encourage councillors to remove items from the Consent Agenda if they do not approve of them.

The Committee then noted that it is unclear whether a member may remove an item from the Consent Agenda after it has been moved and seconded, but before it has been voted upon. To resolve the ambiguity, the Committee decided to explicitly state in Code that this must be done before the Consent Agenda has been moved and seconded. Before calling for a mover and
seconder, the Speaker of Council would ideally ask councillors whether anyone has issue with any of these items.

A motion to direct Dr. Goldfarb to draft a Code amendment containing the above changes for the next LPC meeting was moved by Mr. Crasta and seconded by Mr. Dakilah. The motion was carried by unanimous consent.

5. Position Statements

Mr. Crasta advised that Mr. Pierre Cenerelli, the AMS University and Government Relations Advisor, had spoken to him and believed that Position Statements distinct from the existing External Policy framework would likely not be necessary if we implement the suggested option of providing a checkbox to designate whether the policy is a position statement.

A motion to postpone discussion of this item until Mr. Cenerelli sends Mr. Israel a final proposal on the matter was moved by Mr. Lim and seconded by Ms. So. The motion was carried by unanimous consent.

Mr. Vu advised Mr. Israel that Ms. Angela Tien wished him to act as her proxy for the remainder of this meeting. Mr. Israel advised Mr. Vu that Ms. Tien would have to send the Chair an e-mail or Facebook message to that effect in order to designate Mr. Vu as her proxy.

6. Council Meeting Location

Mr. Israel advised that he had been asked by Mr. Aaron Bailey, AMS President, to have LPC draft a Code amendment to change the location of Council meetings to the Forum in the Nest. This amendment would not be immediately submitted to Council; Mr. Israel would hold the approved Code amendment to be introduced from the floor at the first meeting that moves to the Forum.

A question was raised regarding the naming of the "Michael Kingsmill Forum". The Committee did not know how this name was decided upon, nor the rationale for its naming. Constituents had expressed concern that this room was named after a current employee who is on the payroll.

A motion to direct the Chair of the Legislative Procedures Committee to contact the Chair of the New SUB Committee to investigate this further and report back to the Committee at its next meeting was moved by Ms. So and seconded by Mr. Dakilah. The motion was carried by unanimous consent.
The Committee then decided that, due to the above unanswered question, it would be most prudent to set the meeting location in Code as the Forum. The Forum would be defined by its room number and as being in the AMS Student Nest, at least temporarily.

Mr. Crasta advised that, on the terms of the Nest's lease, the basement of the SUB and certain other areas of the SUB are also considered to be part of the Nest.

The Committee therefore decided that the AMS Student Nest would be defined by its address, as well as including the basement and other areas in the SUB remaining under control of the Society.

A motion to direct Dr. Goldfarb to draft a Code amendment containing the above changes for the next LPC meeting was moved by Mr. Crasta and seconded by Mr. Dakilah. The motion was carried by unanimous consent.

7. President as Signing Officer for Summer

Under Bylaw 8(3), Council may, in Code, name the Society's President as a signing officer for the months of May to August inclusive.

As the Executives are employed full-time, they often stay throughout the summer. Last year was the first time this option was exercised by Council, which opted to only name the President as a signing officer for the summer of 2014.

This summer, the VP Administration, the VP Finance, and the VP Academic (all signing officers) are all taking vacations, some of which will coincide. To ensure that business will be able to continue as usual, the Committee agreed that the President should be named a temporary signing officer.

The Committee disagreed as to whether this should be implemented as a permanent Code amendment, or a temporary one like last year.

The argument for implementing this as a permanent Code amendment was that, now that Executives are allowed two weeks of vacation, this will likely reoccur frequently. In addition, there is no concern a rogue President endangering the Society because two signing officers are required for all contracts and financial decisions, some of which must also come to Council.

The argument for implementing this as a temporary Code amendment was that this is only the second occurrence in 20 years, which hardly constitutes a pattern. If this reoccurs next year, LPC can decide to implement this as a permanent Code amendment.
At 5:58PM, Ms. Angela Tien appointed Mr. Viet Vu as her proxy for the remainder of this meeting. Mr. Israel reminded Mr. Vu that the fiduciary responsibilities he assumed upon becoming a Councillor still apply for his temporary role as proxy to LPC.

The Committee agreed to recommend this Code amendment solely for the summer of 2015.

A motion to direct Dr. Goldfarb to send the above Code amendment, identical to last year's but for the date, 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. Crasta and seconded by Mr. Vu (proxy for Ms. Tien).

The motion was carried by unanimous consent.

A question was raised as to why the VP External is the only Executive who is not a signing officer of the Society.

Dr. Goldfarb explained that the VP Administration and the VP Finance are more involved with the inner workings of the Society, and that the VP Academic and University Affairs likely is a signing officer as a holdover from their past role as second in command to the President.

The Committee noted that the VP External is involved in forming multiple contracts with external partners, such as for the UPass program, as well as multiple contracts for SUDS.

The Committee also noted that the SAC Vice-Chair is a signing officer, also likely a holdover from their past role which held much more power. One possible course of action would be to remove the SAC Vice-Chair as a signing officer, and instead make the VP External a signing officer. However, as any change establishing or removing a signing officer (other than the President for the summer) would require a Bylaw amendment, this discussion was determined not to be relevant at this time.

A motion to amend the agenda to move Item 8 (Executive Roles) to be the last Item before adjournment was moved by Mr. Bancroft and seconded by Mr. Dakilah.

No motivation was given for this amendment. Mr. Vu spoke against this amendment, stating that he became a proxy for this meeting in goodwill, and that this motion is antagonizing him for no reason.

It was also noted that this meeting may not reach the end of its agenda.

Upon request, the Chair ruled that Mr. Crasta was not in a conflict of interest for this motion. Although a Code amendment to his specific Executive Duties would be a conflict of interest, this motion is merely regarding its placement on the agenda.

Votes In Favour (1): Mr. Mark Bancroft.
Votes Against (4): Mr. Viet Vu (proxy for Ms. Angela Tien), Mr. Jude Crasta, Mr. Jeffrey Pea, Ms. Samantha So.

Abstentions (2): Mr. Quartermain Lim, Mr. Ibraheem Dakilah.

The motion was defeated.

8. Executive Roles

The Committee noted that all Code amendments regarding executive duties must be completed by the 19 August 2015 Council meeting in order for the Oversight Committee to evaluate the Executives on achieving accurate goals for the purposes of the Performance Accountability Initiative ("PAI").

It was also noted that Mr. Crasta would only be in a conflict of interest when his own duties are being discussed.

Concern was expressed regarding the duty of the other Executives to report to the President. Discussion on that matter did not occur as the President's duties were being examined first.

President's Duties

The President is tasked with implementing specific requirements of the Strategic Framework. This is an antiquated document which has hardly ever been used, and will soon be obsolete when the governance review is concluded. In addition, new AMS Values were passed since the creation of the Strategic Framework, further evidencing that the Framework is no longer relevant.

The Committee noted that, although the Strategic Framework may not be relevant this year, the Society should probably keep it until a replacement is completed. There should be a new framework when the AMS 2030 governance review is completed, which should be in the near future. Thus the Committee is recommending a temporary Code suspension, rather than an amendment removing mention of the Strategic Framework.

Concern was also raised regarding the arbitrariness of any proposed end date.

A motion to suspend the two mentions of the "Strategic Framework" in the President's duties in Code until 31 August 2016 was moved by Mr. Dakilah and seconded by Mr. Bancroft.

Votes In Favour (3): Mr. Quartermain Lim, Mr. Mark Bancroft, Mr. Ibraheem Dakilah.

Votes Against (2): Mr. Viet Vu (proxy for Ms. Angela Tien), Ms. Samantha So.
Abstentions (2): Mr. Jeffrey Pea, Mr. Jude Crasta.
The motion was **carried**.

A motion to amend the previously passed motion such that the Code suspension would expire on 1 May 2016 was moved by Mr. Bancroft and seconded by Ms. So. This would make the suspension expire at the start of the new Executive's term, and encourage the completion of the governance review by this time.

Votes In Favour (5): Mr. Viet Vu (proxy for Ms. Angela Tien), Mr. Jeffrey Pea, Mr. Mark Bancroft, Mr. Ibraheem Dakilah, Ms. Samantha So.

Votes Against (0):

Abstentions (2): Mr. Quartermain Lim, Mr. Jude Crasta.
The motion was **carried** by supermajority.

The Committee agreed with the President's comments regarding duty (f), and decided to amend it to read "represent the AMS on the Alumni Association Council".

The Committee also agreed with the President's comments regarding duty (g), and decided to remove this duty.

A motion to approve the above Code Changes was moved by Mr. Vu (proxy for Ms. Tien) and seconded by Mr. Bancroft.
The motion was **carried** by unanimous consent.

*Mr. Bancroft left the meeting at 6:40PM.*

**Vice President Academic and University Affairs's Duties**

The Committee approved the VPAUA's recommendation of adding mental health and wellbeing as issues of interest in the VPAUA's duties under Paragraph (1)(a).

The Committee noted that duty (1)(d) was generally carried out by the Administrative Assistant.

The Committee noted that duty (1)(e) does not fit within any of the Executives's general portfolios. Mr. Israel agreed to speak to Mr. Bailey regarding this duty.

The Committee agreed to remove (1)(j) and (1)(k) from the VPAUA's duties.

A motion to postpone further discussion of this item until the next meeting of this Committee was moved by Ms. So and seconded by Mr. Lim.
The motion was **carried** by unanimous consent.
9. **HR Representatives on Committees and Commissions**

Mr. Crasta had spoken with Mr. Ken Yih, Senior Manager of Human Resources. There have been HR issues arising from committees and commissions that would be avoided if an HR representative had been present.

Currently, Mr. Yih attends the Hiring Committee at the invitation of its Chair. LPC decided to remove this discretion, as these issues arose precisely because the Chair did not anticipate them.

At the request of Mr. Crasta, the Committee moved into camera to discuss information pertaining to a legal case.

[...]

The Committee moved out of camera.

The Committee decided that HR should be present for LPC, Hiring Committee, and SAC meetings. The Senior Manager of Human Resources, or their designate, would be required to attend every meeting of these committees and commission.

A motion to direct Dr. Goldfarb to draft the above Code amendment was moved by Mr. Vu (proxy for Ms. Tien) and seconded by Mr. Dakilah. The motion was carried by unanimous consent.

Mr. Israel was also asked to liaise with the VP Administration regarding the requirement for the Senior Manager of HR to attend all SAC meetings.

10. **Adjournment**

A motion to adjourn was moved by Mr. Vu (proxy for Ms. Tien) and seconded by Mr. Lim. The motion was carried by unanimous consent. The meeting was adjourned at 7:26PM.