

# Being a Councillor

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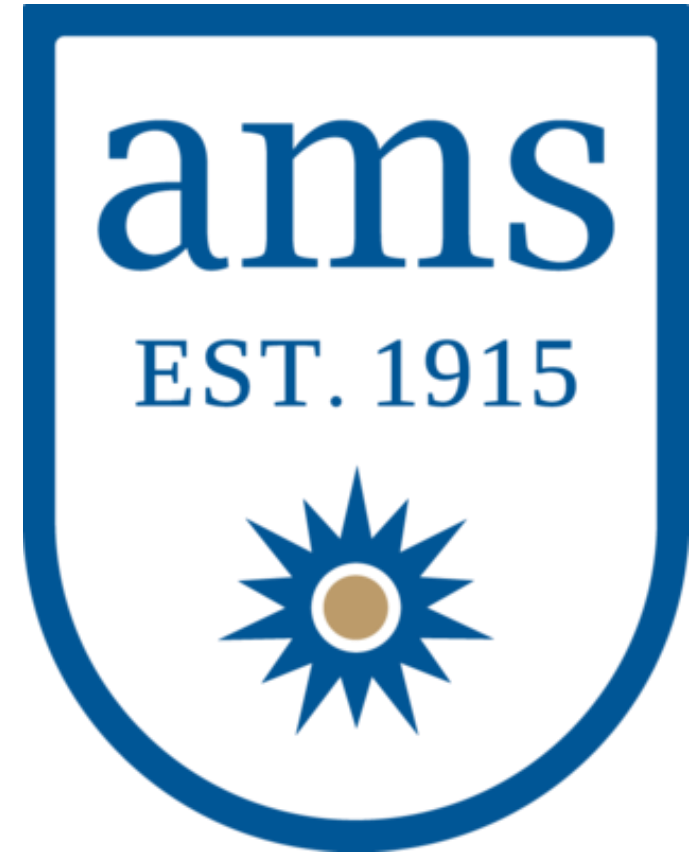
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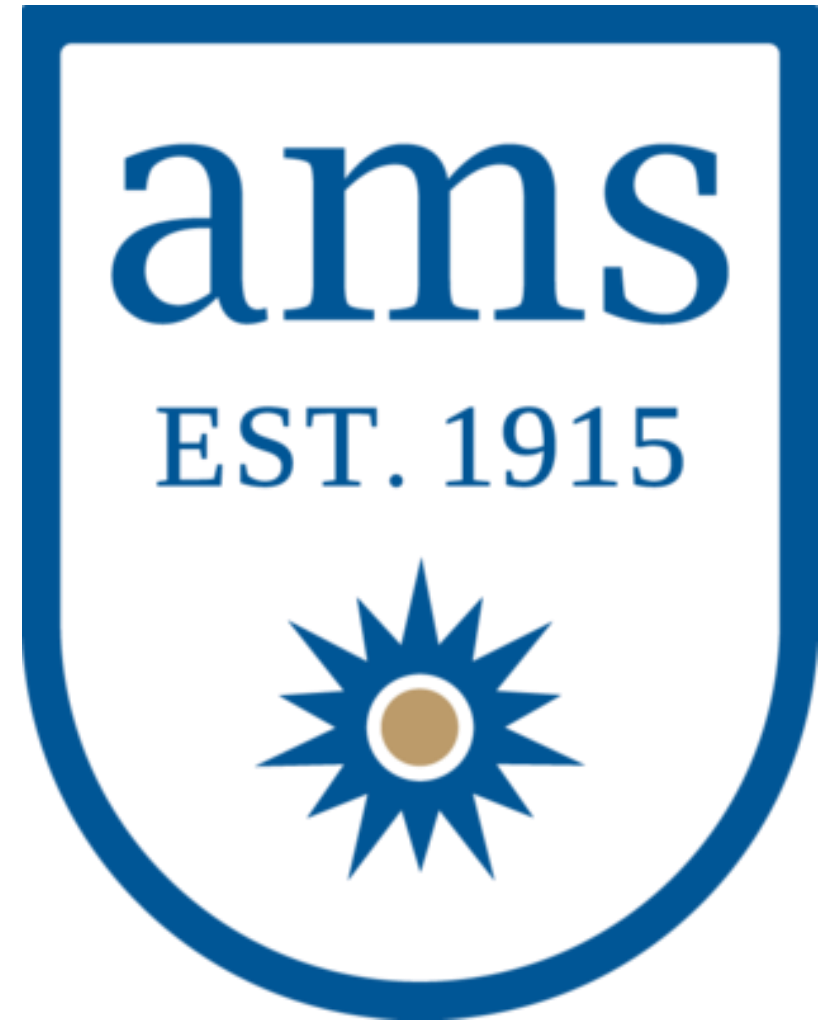


# Disclaimer

This training is being provided as a reference, rather than a definitive source, for members of the AMS Council/Board of Directors. Content contained hereafter is opinion, and Directors should undertake decisions in consideration of facts at hand, rather than this training.

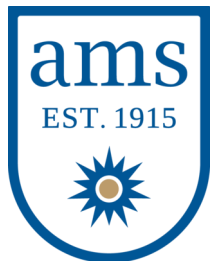


# Board Basics



# What does the Board do?

- According to the Society Act, “subject to the Act, the regulations and the bylaws, the directors of a society must manage, or supervise the management of, the activities and internal affairs of the society”
- According to AMS Bylaws, the Board “the management, administration, and control of the property, revenue, business and affairs of the Society are vested in Council”



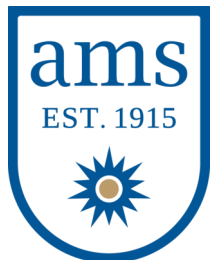
# How do Boards vary?

- Board models
  - Carver (governance)
  - Cooperative (management)
- AMS operates primarily under the 'governance' umbrella
  - Hundreds of employees, with full-time officers
  - Lots of Code editing
  - Board is seldom involved in operational decisions
    - May take operational role from time-to-time



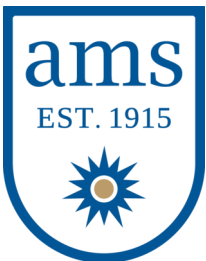
# Governance Board – What does that mean?

- Governance body: set policy, management makes operational decisions
  - Frequent proposal of amendments to policy
  - Infrequent involvement in operational decision
  - Bottom line: set boundaries, management operates within those
- Poor action: Asking questions like why did we stop serving Roll X in the Honour Roll?



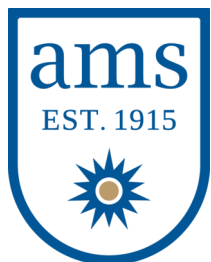
# Management Board – What does that mean?

- Management body: distinct involvement in operational decision making process, less focus on policy
  - Infrequent proposal of amendments to policy
  - Provides structure for things like event planning
  - Bottom line: oversees the day-to-day
- Poor action: Frequent amendment by Board to governing documents without membership consent



# Finances – A Key Consideration

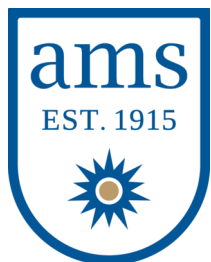
- Regardless of Board model, a huge priority for any Board
- AMS context: Board approves the budget
  - In some organizations, the membership may directly approve the budget
- Contracts: Separate but almost always with financial implication
  - Proceed with caution when legally committing AMS to provide or receive something
  - May not always be a ‘bad’ outcome – but can still result in wasted money



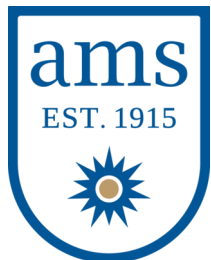


# Fiduciary Duty – Proceed with Caution

- Very overused term
  - Comes from Latin origin, meaning ‘to trust’
- Essentially, a two word summary of the responsibility with which Directors must act
- Assumes reasonable level of care and knowledge
- Must keep confidential information confidential
- Other considerations: conflict of interest, your own knowledge
- No delegation of power in the AMS

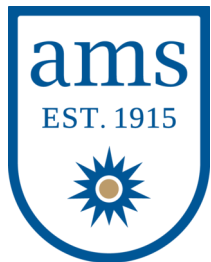


# Priority Matrix for Matters Before Directors

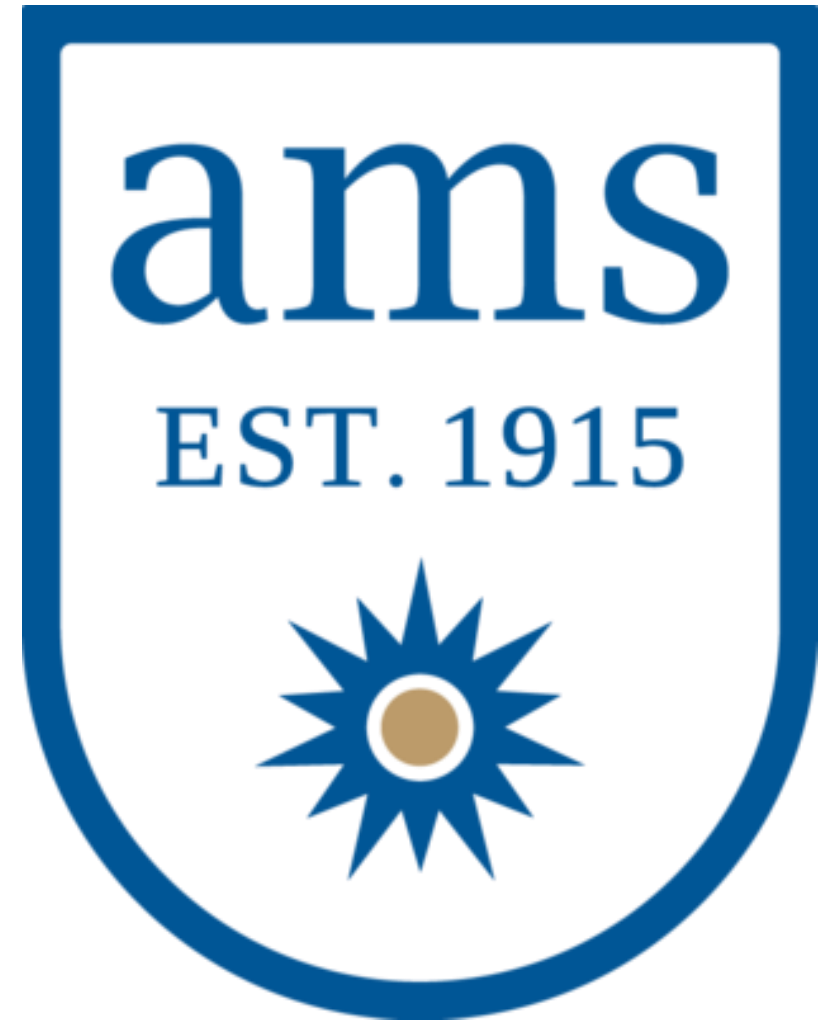


# Non-Voting Members

- Not Directors
  - A different care of duty – some are staff, some are nothing else
- Must recognize limitations of their role
- Council should be cognizant of how many non-voting members are recognized at any given time



Being Effective



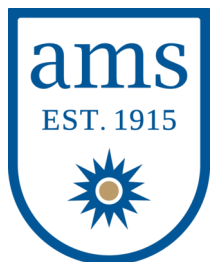
# Meeting Operations

- Knowing the rules is a plus, but should not be perceived as an advantage
- Show up on time, stay for the duration
- Pay attention – everyone hates repeat questions
- Read the documents beforehand



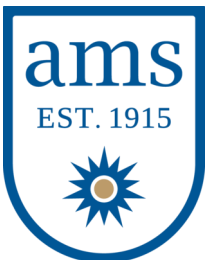
# Asking Questions

- No bad questions (within reason) – you need to be informed
- Be skeptical but not unreasonable
- Try to find venues outside of Council to ask questions when possible
- Particularly important to inquire on the budget/anything financial
- Don't just ask questions of executives/staff



# Finding Cause(s)

- Important to identify why you want to be involved early on
- Reflect on your campaign objectives, committee appointments, etc.
- Have one-on-one conversation with executives and other Board members
- Great to say you're on the Board – but what have you done since you got there?



# What of this do I need to remember?

- Always act in the best interests of the Society
- Invest time to adequately prepare yourself for Board business
- Don't disclose things you shouldn't
- Find something you care about and be persistent

