



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

Agenda of the AMS Governance Committee, March 12, 2019

### **Attendance**

Membership: Dylan Braam (Chair, Councillor), Christopher Hakim (AMS VP Administration), Jeanie Malone (Councillor), Hannah Xiao (Councillor), Jennifer Ling (Councillor), Kate Burnham (Councillor), Melody Cheung (Member-at-Large)

Present: Dylan Braam, Jeanie Malone, Hannah Xiao, Chris Hakim (arrives 4:25pm)

Regrets: Kate Burnham, Jennifer Ling, Melody Cheung

### **Call to Order**

The meeting was called to order at 4:07pm

### **Agenda Items**

#### **Territorial Acknowledgement**

#### **Approval of the Agenda**

##### Motion 1

BE IT RESOLVED THAT the Committee approve the Agenda for the meeting of March 12, 2019.

Moved by Dylan Braam, seconded by Jeanie Malone.

Motion passes unanimously with the note that we are non-quorate.

#### **Approval of Past Minutes**

##### Motion 2

BE IT RESOLVED THAT the Committee approve the Minutes of the meeting of March 5, 2019.

Moved by Dylan Braam, seconded by Jeanie Malone.

Motion passes unanimously.

#### **Contracts Code Changes**

[Dylan]: We will discuss this so we can dispose of this digitally.

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[Sheldon]: Council has discussed some contract eligibility pieces in the past. Have had some issues tracking contracts over the years - especially with turnover of the executives. Have added privacy officer and managing director to the workflow of contract approvals, and to the archives for tracking.

[Dylan]: Should we contact anyone else about this? Chris, Kuol...

[Sheldon]: This comes from me and Keith already.

[Jeanie]: Finance committee?

[Sheldon]: All exec are signing officers?

[Jeanie]: Can we ask all exec about this. I bet sometimes contracts don't get passed through admin or finance and end up at two other exec's desk...

[Dylan]: Concern about the piece of Operations Committee approving bookings contracts - this is done by clubs office.

[Chris arrives 4:25pm]: We have online signing system (Echosign), almost all contracts are signed by me and one other exec. Sometimes we maybe have rush contracts, those are rare, still online.

[Dylan]: Will having Sheldon/Keith slow things down? How do we handle vacation etc?

[Chris]: I have never had an issue with contracts I have seen with privacy concerns, but would definitely need to get things vetted through exec, with Sheldon, etc.

[Jeanie]: So our main concern is big IT infrastructure, not clubs booking hotels.

[Chris]: Echosign is anything we don't take to council - stuff like showpass for tickets went through there.

[Sheldon]: Should we distinguish types of contracts more?

[Sheldon]: If this is all contracts, I will be very busy...

[Chris]: Should we define privacy concerns more?

[Sheldon]: "shall" or "may"?

[Dylan]: Concern - all contracts need to go through Ops?

[Jeanie]: are we beholden to executives for having to sign things? In my mind, we need to ask them a lot of questions about what the process is. This should go to exec comm for discussion.

[Sheldon]: That's by-laws.

## Audit Procedures

Continuing our discussion on audit procedures from our previous meeting (with some updates from consultation with the VP Finance, the Chair of HR Committee, and the Managing Director).

[Dylan]: Circulated the audit executive summary (NOT report - that is more spreadsheety).

[Dylan]: Kuol gave me the timeline:

- late June/early July - audit occurs. Lots of interviews with MD + VP Finance.
- they write report
- August/Sept - present the report to the MD + VP Finance
- circulate an executive summary to Executive Committee
- October - approved by membership at AGM

[Dylan]: Kuol was concerned that he thought a CPA would be very helpful to have when going through audit (ex Keith/MD is required). Amy (financial controller) is also CPA. Some concern that the audit of management is being submitted to the folks who are being audited.

[Hannah]: Can't they just present to Council?

[Dylan]: They could!

[Dylan]: Hypothetically, advisory board includes CPA folks? Could make it a req that one member of AB has a financial accreditation.

[Sheldon]: Have had issues reviving the AB.

[Dylan]: Some concern about 5 meetings per year - is this a good use of their time? Marium and Keith thinks it may be good. Also noted no reason why the exec summary can't be public.

[Hannah]: Until AB is more established, would prefer having an audit committee type thing.

[Dylan]: Frank is supposed to be sending things to Council, no one has noticed that isn't happening.

[Dylan]: I will talk to Jakob about his view on this.

## Consultation on Proposed Council Changes

We will be continuing our discussion on the feedback we've received and what Code changes we would like to see drafted as a result.

The summary of comments are available on the [Committee Google Drive](#).

## Next Meeting



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The next scheduled meeting is March 19, 2019.

**Adjourn**

There being no further business the meeting was adjourned at 4:58 pm