

<b>SUBJECT</b>	<b>AMS GOVERNANCE CHANGES REGARDING COVID-19</b>
<b>MEETING DATE</b>	<b>APRIL 9, 2020</b>
<b>MOTION</b>	<p><b>BE IT RESOLVED THAT the AMS Council approve the Code change and attached to the submission titled “AMS Governance Changes Regarding COVID-19, effective immediately”.</b></p> <p><b>BE IT FURTHER RESOLVED THAT the AMS Council suspend Code Section V, Section 1(21)(a) to allow committees to conduct email votes on items that have not been previously been discussed at an in-person meeting of that committee and suspend the provisions of Code Section III to allow Remarks and Report to be made in written form instead of being verbally presented to Council meetings until May 31, 2020.</b></p>
<b>PREPARED BY</b>	<p>Chris Hakim, President Sheldon Goldfarb, Clerk of Council</p>
<b>DOCUMENTS</b>	<p>1. Code Changes 2020 – Email Voting for AMS Council</p>

**DESCRIPTION & RATIONALE**

The Executive Committee is proposing multiple governance changes and workflow recommendations in order to allow for the Society to make decisions in an effective and timely fashion considering the circumstances of COVID-19. These changes are intended to allow Councillors to continue to be involved in the high-level decision-making of the Society without the procedural timelines and workflow the AMS generally functions under. In other words, we want to ensure that AMS Executives and Councillors are able to make decisions in a timely manner but still allowing for proper discussions and considerations through the appropriate forums.

**AMS Council**

The Executive Committee is proposing Code changes and suspensions, along with workflow shifts that will allow for AMS Council to make swift decisions

electronically. We are proposing a Code change that will authorize AMS Council to conduct email votes in order to allow for the board to make decisions during the intervals between regular meetings. These email votes can be shifted to a usual meeting vote if 1/3 of AMS Councillors choose to object to the consideration of the vote. Any email vote conducted will be noted in the subsequent AMS Council meeting minutes.

The Executive Committee is proposing that all reports and remarks from Executives, Committees, and staff are now done in written format and sent to AMS Council as part of the regular docket. We understand that oral reports are not the most conducive format for discussion and that is even more so when done during a virtual meeting. Therefore, by providing written reports, Councillors are able to review the various updates before the regular meeting and effectively discuss included topics.

The Executive Committee is proposing that the President and AMS Council use the consent item section of the agenda more liberally to approve motions that have already been discussed at the committee level. This work-flow shift is intended to expedite the processes at AMS Council for approval, but to also move the responsibility of having conducive discussions to the board's committees. Our committees are known for having effective discussions and we should be empowering those committees during these times in order to continue making effective and efficient decisions. AMS Council can continue to discuss any motions or items if requested by any Councillor.

#### **AMS Committees**

The Executive Committee is proposing that the AMS Council delegate much of its discussion-based responsibilities over to its committees. With AMS Council moving to a virtual format, conducive discussions have become much fewer than it usually is. Instead, we believe that our committees which have been generally better for conducive discussions be responsible for fully debating matters before having AMS Council approve them.

The Executive Committee is proposing that the AMS Council suspends Code Section V, Article 1(21)(a) in order to allow AMS Committees to conduct email votes without the requirement for substantive discussion during an in-person or regular meeting of that committee. This suspension would allow for AMS Committees to conduct important decisions during the intervals between their meetings. In addition, due to the fast-paced nature of the AMS's decision-making during COVID-19, this would allow committees to make important decisions for the AMS in a timely manner.

#### **AMS Executives**

The Executive Committee acknowledges that the Executives and Senior Management are going to be making a lot of the fast-paced decision-making in response to COVID-19, and some of these decisions won't be occurring through our formal channels. In order to ensure the transparency of our decision-making and involvement of the board, the Executive Committee will be noting any decisions regarding COVID-19 made outside of our formal channels in the

committee’s minutes. This will ensure that the board and the wider UBC community are able to see all decisions made by the Executives in some form.

The Executive Committee will be ensuring that the board is involved in the considerations and decision-making of the Executives regarding COVID-19 through weekly updates. The President will be providing a weekly update to all the committee chairs that will detail the various decisions that the Executives are looking to make and the considerations that are currently being discussed. This will allow for agents of the board to have the opportunity to be aware of the Executive’s decision-making in the intervals between formal meetings.

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<b>BENEFITS</b> Reputational, Financial, Sustainable, Social	The AMS will benefit from these decisions in being able to make timely decisions in response to the evolving COVID-19 situation. In addition, we will be moving the responsibility of having important discussions from AMS Council to AMS Committees – a better forum for discussion.
<b>RISKS</b> Financial, Operational, Reputational	There is the possibility for the AMS Council’s accountability and support responsibilities to be diminished if its agents do not play an active role in ensuring that they are working with the Executives on making effective decisions in response to COVID-19.
<b>TIMELINE</b> Implementation Timeline	We are hoping these suspensions would be effective until May 31, 2020 because we want to guarantee that these flexible changes are in place in the case the COVID-19 situation carries over into the next fiscal year. The options of extending these suspensions or cutting them early will be available at any point.

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**CODE CHANGES 2020:  
EMAIL VOTING FOR COUNCIL**

TO: Council  
FROM: Executive Committee  
*April 2020*

Amendment to allow for email voting by Councillors.

Additions are indicated by ***bold italics***.

**SECTION III: MEETINGS OF COUNCIL**

45. (a) In extraordinary circumstances, where it is not possible to hold a Council meeting at which Council members attend in person, the President may decide to conduct a Council meeting entirely by means of teleconference or videoconference, the logistics for which shall be arranged by the President, the Speaker, and Society staff.
- (b) ***In such extraordinary circumstances, the President may also have Council conduct business by means of email votes without conducting a meeting, the results of such email votes to be recorded in the minutes of the next meeting of Council. However, if one-third (1/3) of the voting members of Council object to an email vote on a particular motion, that motion shall be brought to a Council meeting.***