



THE ALMA MATER SOCIETY
OF THE UNIVERSITY OF BRITISH COLUMBIA VANCOUVER

AMS Ad-Hoc Governance Review Committee

Minutes of August 4, 2022

AMS Nest Room 3529

Membership

Voting Members: Max Holmes (Chair – AMS Councillor), Eshana Bhangu (Vice-Chair – AMS President), Audrey Chow (AMS Councillor), Cynara Onyemordi (AMS Councillor), Mathew Ho (AMS Councillor), Christian Kyle (AMS Councillor), Rachel Kim (AMS Councillor)

Regularly Invited Guests: Sheldon Goldfarb (Archivist & Clerk of Council), Kamil Kanji (Strategy and Governance Lead)

Recording Secretary: Kamil Kanji (Strategy and Governance Lead)

Call to Order

The Meeting is scheduled to start at 6:21 PM

Approval of the Agenda

Be it resolved that the agenda be approved as presented.

Motion: Matthew Ho Second: Cynara Onyemordi

Approval of the Minutes

Be it resolved that the minutes of the July 21st meeting be approved as presented.

Motion: Matthew Ho Second: Cynara Onyemordi

Scope and Timeline Drafting (80 Minutes)

Max: The first thing on the agenda is looking at the scope and timeline, we got feedback from the executives which was sent out to you all.

Eshana: I apologize, none of them read it yesterday so we had to do it today.

Max: We have feedback from them and will get feedback from Keith early next week but I don't think much will change from that, this will be our last time to talk about the scope and timeline

because the next meeting we want it approved, so one of the first things I want to do is discuss some thing in-camera.

BE IT RESOLVED THAT the Committee move in-camera

First: Max Holmes Second: C.K Third: Matthew Ho

Carries unanimously.

Max: Let's get through this document line by line, if you have a comment say it.

Eshana: What are your thoughts on executive feedback everyone?

CK: They had good feedback, but it is not relevant to the scope and timeline document.

Max: I gave Kamil a couple of comments on the document, the first thing we spoke about is to keep the exclusion as written about the reporting structure of the MD and Society, any disagreement on the wording? When it comes to (a), I think (b) captures everything, but we might hear feedback from Keith on how that should be included, we are not looking at operation but just accountability and the high level, on (b) I think including transparency and accessibility is important, is there anything else people felt should be excluded?

Matthew: I think because the term "efficiency" appears later in the document it might be useful to include that instead of "general functioning."

Max: I think we can maybe say general functioning and keep that for now, it makes sense for the later part where we talk about Council and Executives, next we will go down to AMS Council, everyone good with C(a), what about C(b)?

CK: We see oversight in two sections, so should we just include that in the general part that applies to both?

Max: We will note as an overall thing and make the oversight part removed in the second part, I will generally say I am not agreed with removing clubs from what we look at, we have two Committees of Council that work pretty directly with clubs with Operation Committee and Finance Committee, we are not looking at clubs and their functioning but Council's relationship with clubs, and we also have executives included in that.

Eshana: The way we support clubs and constituencies is in our mandate.

Matthew: I just wanted to mention there is also the interaction between clubs and Council directly with club presidents during the art sale and some advocacy-related stuff.

Max: It is important to recognize if we are looking at formal or informal relationships but people who come to Council to speak are more in the membership end rather than club leadership, Council has a high-level relationship with all things and so we can argue this as much as we want but I don't know if it would make a huge difference

CK: I was just going to say we should mark the high-level relationship once, half are being looked at more clearly than others.

Max: You want to say high-level relationship between subsidiaries and Council?

CK: We could list the ones that we are looking at the high-level relationship of, like I am not sure if we are going to look at Presidents Council much.

Max: I will say Presidents Council I would like to look at high level, Presidents Council I hope we do look at in detail and don't try to limit that too much, but we are not delving into the subsidiaries themselves and are focusing mostly on their relationships, okay we have to include affiliates, we might want to say Indigenous committee separate because it is its own functioning body, they might change during this process in terms of structure but we should have them noted separately, we are also just looking at their relationship with Council, all of these people whose relationships we are looking at are on it because they are nonvoting members of Council or support Council and Committees, they all have a direct relationship with Council or Committees, then there are the people that report to Council, we are looking at the relationship of those roles with Council, we are not looking at their job descriptions, communication with membership we will change to just membership.

Matthew: Staff that directly support AMS Council and Committees has a grammar mistake.

Max: We are looking at the structure of AMS Council and Executive, structure will be a statement that applies to both, is there anything we are looking at with executive and council that we are not looking at with the other, oversight, accountability, structure, general functioning are all things we are looking at for both of them, reporting structure is within accountability, we will include one overall statement for what we are looking at for both of them, anything with the executives that needs to be included, the indigenous committee needs to be included as its own part, we will look at all the relationships but might not make suggestions relating to them all, with resource groups all of their funding comes from a fee and so we are looking at their relationship when it comes to their functioning.

CK: Maybe if we noted what we will go into deep dive and what will be relationship solely.

Max: Great, that is noted.

CK: When we say we are limiting the former people we are consulting with by year that is contradictory the opening statement that says “we are not limited” to these respective groups for consultation, there is language with a barrier.

Max: Yes, we will remove the year limitations, great not hearing much about what we need to add or remove from internal stakeholders.

Eshana: Student staff was removed?

Max: No, we will consult with them but via survey most likely, with external stakeholders, we have the list and should have the limiting clause, and let’s keep “body” for the last scope clause.

Max: For timeline, we can be a little less specific, if this is a council-approved document we want to make sure we are not entirely bound, when we present to Council I want us to do a graphical timeline then that could just be what we include there, anything specific in the timeline that needs to be edited?

CK: Yes, let’s make it more general rather than specific because the timeline will likely change a little bit.

Matthew: Is there a difference between Council and Committees?

Max: We should separate out Council and Committees because executives have different relationships with various committees and that is why we are separating it out, then we separate out committees out with the Council section as well, Committees do operate separately as well to some extent so what do we have to improve with those relationships to make it function the most effectively, we will have a priority list of stakeholders as well.

Internal Stakeholders and Consultation (30 Minutes)

Max: We are going to go through that list of stakeholders, do people benefit from things being on the screen?

Yes.

Max: We are right now just focusing on internal stakeholders and focusing on their consultation, I think the best situation for the first phase of internal stakeholders is to expect the people we want greater detail from to do a Qualtrics survey and you will identify what you are apart of, you may say you were from multiple groups like Executive and Committee Chair and so you will get questions from multiple groups, there are questions everyone will ask and group specific questions, so what groups will have specific questions and which groups will be general, councillors will have general, committee chairs specific, executives specific, but I guess

the other question is do we even want a general list, also do we want Presidents to come and speak to the committee because realistically with our timeline the committee setting would not do it well, rather we can create an interview list of what we want asked from the Presidents and then some combination of Max, Eshana, Kamil will spend an hour with each President and interviewing them, Council also just really needs themes and so we can organize our report on internal stakeholders with those themes from the consultation, happy to hear feedback on that and then if we have time what questions do we want to hear from people in the survey, then we can get in depth at the next meeting and approve them at the one after that.

CK: What is the timeline on one-on-one with councillors for the new positions, it might be worth asking some questions at those meetings?

Max: We don't want the governance review to get complicated with general operations, and so those should maybe remain separate from the review, we should be using a survey where we can identify things and if we want to do an in-depth thing then that should be probably with everyone rather than the remaining councillors which we probably don't have time for anyways.

Eshana: I think councillors will be pretty involved anyways, as for the President interviews we can extend the times and dates to everyone on this Committee and if you want to join you can.

Max: We should also ask if all the Presidents are comfortable with others from the Committee coming because they might speak less openly with lots of people in the interview.

CK: We should consider whether AMS Councillor feedback will be anonymous.

Max: This will all be anonymous, we will not ask names in the survey, we should also create a list of questions for the Managing Director, with the MD we could invite him to the Committee, actually he will likely respond better to an individual chat, later on in the process with solutions perhaps he can come into the committee, everyone agrees on a survey for most people but then individual chats with Presidents and MD, anyone else on this list we would want specific individual conversations with, also all executives from the past will also get a survey.

Cynara: Do we have mechanisms in place to ensure people fill out the survey? How will we ensure people give feedback?

Max: Ultimately you engage in the process or you don't, there will be people who will contribute and have interest and those who don't, for membership we can offer incentivizes but for councillors and others I would not be wholly in favour of that, everyone here can encourage councillors to fill it out, Eshana will send out emails and we will get the most to fill it out as we can.

Audrey: I am wondering how we are reaching out to Presidents Council?

Eshana: We will send them a survey.

Max: There is the initial identifying of issues phase in which a survey is a great way to do that but with the solutions phase I think with some bodies like the President's Council we will have direct conversations.

CK: We should have a discussion at Presidents Council about it when the survey is out, we can't enforce people do this because it is anonymous, one way we can do this is talk to the Councillors you know, frame it as this is where you resolve issues you have with Council which might be a good way to incentivize.

Matthew: For staff that support AMS Council are we surveying them?

Max: Yes, when we talk solutions we can maybe have conversations but recognizing the amount of time we have survey might just be best, we can also talk about now what we want to ask people in the survey, we can get at ranking questions, 1-10 how effective do you think Council is at oversight and accountability, etc, there are obvious questions from the scope document but what are really specific questions we want to engage with people on? and make sure to note which groups you want your questions asked of.

CK: For committee chairs, executives and council framing what council could have done for you better and what you could have done better for Council, two different topics, also having room for textboxes wherever possible, the quantitative doesn't give us as much, we want comments.

Max: We have a tight turnaround and not a lot of staff working on it, we need to be limited on the number of comments we are asking for but also be purposeful with the questions that ask for comments, we will also have a general comment box, we have a broad representation of all of these groups we will be consulting with on this committee so I think we can trust that feedback as well, at the next meeting we need to look at draft questions and two weeks from now we need to approve the Qualtrics survey, we will look at all the questions asked in the last governance review and work off of those, we need to ask people did you feel you had the adequate resources to be successful in your job on day one if they say no we can add do you have comments on what you think could have helped.

Mathew: Also, an important thing before that is to gauge how groups like Presidents Council perceive Council.

Max: We can get into how important your relationship with AMS Council is, we really want people to be honest with this and give us that feedback.

CK: If we are asking Presidents Council then we should be clear that we are talking about this specific thing rather than Council as the body that deals with your reimbursements.

Max: We will provide definitions for things, I want to ask people how well do you understand what AMS Council is.

CK: Also, some structural questions to ask to Presidents Council is, is your involvement a burden or do you think your oversight responsibility outweighs the burden.

Max: How much time do you think you spend on your Council and Committee work versus how much do you do with your constituency work, also if you have multiple roles then specify that you should be answering these questions in one of your roles versus the other, how much time are you spending on constituency work because ultimately Council is the board and that should be where the majority of your time is going.

CK: Did councillors feel that executive goals helped you keep executives accountable and for executives do you feel that Council kept you accountable to your goals.

Max: In two weeks we will approve the questions and launch, we will also during this look at are there things we could change by looking at other student unions and researching before we get the final feedback as we just have limited time, I think for Presidents we should get questions done as soon as possible because that will happen soon, for the next meeting Kamil and I will write out as many questions as we can think of and then try and narrow it down as much as we can at the next meeting, we will identify what questions we like, who we want to ask them too, anything you want asked send to Kamil, Eshana, and I, send us everything you can think of before Tuesday for questions you want asked, on scope and timeline we will have a brief conversation with Keith about it, I think this will go well, we are in the least contentious phase right now but when we get to solutions then we need to be more efficient with our time, everyone please draft and send questions and indicate who you would like questions asked to.

CK: Are we interested in specific questions for specific Presidents?

Max: There will be specific follow-ups to specific Presidents, all the former Presidents are familiar with this process, we can ask them the impact of the implementation of the last governance review during their presidency, if there are specific questions you want to be asked of specific Presidents then please let us know.

CK: For execs and Presidents that line of "during your presidency" is important, they should be talking mostly about what happened in their year.

Max: Thanks everyone, great conversation.

Eshana: As for the budget of the committee, we can bring a request to the finance committee.

Max: We will need money for incentives when we get to the membership consultation.

Eshana: I will bring a request to the finance committee.

Adjournment

The meeting is scheduled to adjourn at 7:58 PM