



UWSA Board of Directors

Date: Thursday, March 2<sup>nd</sup>, 2017

Time of Meeting: 5:30 p.m.

Location of Meeting: Council Chambers

### **AGENDA AS OCCURED**

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Directors/Senators: Ahmed Khalifa, Chase Tribble, Makram Al-Matary, Yasin Avci, , Waseem Abunnadi, Israa El-Sabbagh, Justin Bueayong, Andres Curbelo-Novoa, Jeremiah Bowers, Shawn Kingsbury, Katy Webb, Liam Adams, Shahan Mahmood, Hagar Elsayed, Bethany Russell, Anthony Dalla Bona, Abdul Abu Libda, Dayana Hassoun, Ghadeer Alghosein, Youshaa El-Abed, Ayub Khan, Amber Shaheen, Mazen Saadi

Matthew Dunlop, Justin Binkley, Vuk Zubic, Moussa Hamadani, Daniel Popaj, Khushboo Ahuja, Nicole Morrell, CRO, EC Committee, Nick, Jay Dee,

Absent: Ronald (R.J.) D'Aguilar, Shahan Mahmood

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**1.0 Call to Order – 5:39 PM**

**2.0 Call to Order**

**3.0 Approval of the Agenda**

**4.0 Approval of the Minutes for February 2<sup>nd</sup>, 2017**

**5.0 Presentations to the Board**

**5.1 Finance Committee**

**5.2 Hiring Committee**

**5.3 Election report**

**5.4 AGM**

**6.0 Proposals/Posted Motions**

**6.1** BIRT that UWSA Board of Directors obtain an independent legal investigator by an external third party into the decisions and processes of the UWSA Election Committee and the Chief Returning Office (CRO) of the 2017 General Election, to be sought and hired by the General Manager. Upon receiving legal advice, the UWSA Board of Directors shall then determine whether or not to uphold the General Election results at a special board meeting within 14 days of the receipt of such advice.

**(PASSED)**

BIFRT that a public statement be issued by the GM in consultation with the GPC to the members of the UWSA regarding the Board's decision.

**6.2** BIRT the UWSA AGM date be March 29<sup>th</sup>, 2017. **(PASSED)**

**Adjournment – 10:16 PM**

**6.3** Meeting adjourned prior to the appointment to the Finance Committee

**6.4** Meeting adjourned prior to the appointment to the Hiring Committee

**7.0 Reports**

**7.1 Executive**

**7.2 Committees**

**7.3 Senate**

**8.0 Unfinished Business**

**9.0 New Business**

**10.0 Question Period**



## MINUTES

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### 1.0 Call to Order

The meeting was called to order at 5:39 PM.

### 2.0 Chair's Business

### 3.0 Approval of Agenda

3.1 BIRT the agenda of today be approved as amended

**Moved: Amber**

**Seconded: Ghadeer**

3.1.1. BIRT item 5.3 was added

*(All in favour)*

**PASSED**

### 4.0 Approval of the Minutes

4.1 BIRT the minutes of Thursday, February 2<sup>nd</sup>, 2017 be approved

**Moved: Amber**

**Seconded: Ghadeer**

*(All in favour)*

**PASSED**

### 5.0 Presentations to the Board

5.1 Vuk, spoke about the one open position in the finance committee for which hiring is open.

5.2 Daniel spoke about the five open positions in the hiring committee which needs to be closed by March 13, 2017 5.00 P.M. Hiring committee to act as board coordinators.

5.3 CRO presented the USWA General Election result. The presentation provided the overview of the elections which were held on February 15 and 16, 2017. The elections resulted in three executive positions being filled, four senate positions being filled and fourteen Board of Director positons being filled. It contained the brief of open positons before the elections, election staff, important dates, advertising, voting website, voting online, voting polls, name of candidates and voting results. Report

gave a brief of the Election results and the open positions post the elections. There were two disqualifications after the unofficial results were presented. This resulted in Presidential position remaining vacant until the By-Election. As per EC's decision there is going to another round of voting for Vice President Student Services. There was one appeal of the unofficial election results, however, it was revoked. Election policy amendment suggestions were given by the CRO, details of which are available in the Election report.

## **6.0 Proposals/Posted Motions**

**6.1 BIRT** that UWSA Board of Directors obtain an independent legal investigator by an external third party into the decisions and processes of the UWSA Election Committee and the CRO of the 2017 General Election, to be sought and hired by the General Manager. Upon receiving legal advice, the UWSA Board of Directors shall then determine whether or not to uphold the General Election results at a special board meeting within 14 days of the receipt of such advice.

**BIFRT** that a public statement be issued by the GM in consultation with the GPC to the members of the UWSA regarding the Board's decision.

**Moved: Jeremiah**  
***(All in favour)***

**Seconded: Makram**  
**PASSED**

### Discussion:

Meeting started with the discussion of the validity of the results of the UWSA General Elections and the disqualifications of Presidential and Vice President Social Services candidates.

Board observers, Election Committee and CRO were allowed in the meeting room and were given speaking rights by the Board to give their opinion on the motion at hand. The meeting entered a speaker's list.

Discussion started with Katy pointing out that Election Committee (EC) did not follow all procedures and process to carry out the UWSA General Elections. Anthony requested the CRO to wait post the election report presentation and be a part of the discussion so that the Board gets answers from all the parties involved in the election process.

The Board deliberated going in-camera to discuss the disqualifications of candidates in UWSA General Election. This was suggested as the discussion about the nature and details of complaints is confidential. Argument against that was to have an open conversation about the topic with EC, CRO and Board observers present.

**BIRT meeting move in-camera**

**FAILED**

The Presidential post remains open in the UWSA General Election 2017 due an exceptional circumstance. The winner and the runner-up in the UWSA General Election 2017 for the post of President were disqualified and there is no process mentioned in the By-Laws to address this issue. Second runner-up is not automatically given the position as there is no mention of the same in the By-Laws.

Candidates insisted that no proper reasoning was given to them for their disqualifications and neither were they given a fair chance to present their case. The Board deliberated going in-camera again to discuss these issues in details but the same was resisted saying everyone in the room who is affected by the election results should be given a fair chance to be a part of this discussion.

**BIRT meeting move in-camera**

**FAILED**

Katy wanted to discuss the reasons of disqualifications of candidates but Amber resisted saying the confidentiality of these complaints should be maintained. CRO too supported Amber saying since EC was elected by the Board, Board should trust EC and the respect their decisions.

Board members pointed out that if EC failed to follow the processes then the results of the UWSA General Elections should not be held valid. Coincidentally, results of UWSA General Elections were officially valid on March 2, 2017 at 6.00 P.M. as the meeting was in course. This was in process, as mentioned in the By-Laws, that the results will be officially announced in 14 days of the election held.

The Board again tried to move in-camera along with the EC, CRO and General Manager. Anthony requested that the disqualified members also be a part of the discussion. Few board members resisted this and said that disqualified candidates be allowed one-by-one, if required, to discuss their individual case. Amber was not in favour of disqualified candidates being a part on the in-camera meeting and requested that EC and CRO decisions be respected. Katy requested that all members present in the room should be a part of the discussion. Matthew was not in favour of discussing the complaints even in in-camera meeting. He insisted that confidentiality should be respected and individual cases should not be discussed. He reiterated that Board is strategic vision body and should not get into discussing individual complaints as results have already been declared and are valid as per the By-Laws. Few other board members insisted that the transparency should be maintained and hence the board should not move in-camera. Sera, the disqualified candidate for VP SS, insisted that she got no explanation in her mail for her disqualification and would like to be a

part of the discussion.

**BIRT meeting move in-camera**

**FAILED**

Facilitator requested the members present to discuss about the presentation done by CRO instead of discussing individual cases. Disqualified candidates continued to insist that the EC did not follow the processes. Moussa, current President and the disqualified presidential candidate for UWSA General Election 2017, also continued to stress the point that there was no proper reasoning given for disqualification of the candidates and the process was not followed by EC. He stated that under the By-Law 80.01 Board can dissolve any committee by resolution anytime. He said that EC flawed in many ways. EC members should not be affiliated to any candidate or campus media. These rules were not followed by the EC and hence the decisions of EC are not to be considered fair, thus asking board to dissolve the current EC.

Few members brought to the notice that EC is automatically defunct post the election results and therefore dissolution of the same will not bring any good. Few board members suggested that minutes of meetings of EC be obtained to check if the processes were followed by them helping board to validate the election results and disqualifications of the candidates. Few suggested that an immediate external investigation should be done against the EC.

Sera, member of EC, was given speaking rights from the board. She resisted against the dissolution of the EC or any of the decisions made by the EC. She insisted that all the processes were followed by EC. She insisted that EC was elected by the board and screened by CRO. To this, CRO objected saying she is overseen by the EC and hence she cannot be the one screening the EC.

Amber insisted that as per By-Laws results are already valid and dissolving EC would not affect the election results. She also insisted that the evidences should be brought in regarding EC violating the process before dissolving them. Hagar agreed with Amber regarding the election results being valid irrespective of the status of the EC. Moussa insisted that if the EC is dissolved all the decisions held by EC should be void.

Anthony agreed that the Board elected the EC but if EC has violated the processes Board should be concerned and act responsibly. Katy brought forth a point that EC has been irresponsible in many ways. Stating an example of a candidate being disqualified once then this decision was revoked by EC and then the same candidate was disqualified again without the candidate given a fair chance to explain his/her side.

EC in its defense said that it is a small group consisting of three members

only. They insisted that a larger group would have been of more help to follow the processes and take fair decisions. They also insisted that their job descriptions were very brief and hence they did what they could do best in their limited understanding of their profiles. They further insisted that information was withheld by the CRO. They continued saying that CRO acted biased in selecting the cases she decided to investigate. There was a leak confidential information. EC pointed fingers on the CRO, blaming her for being biased in her work to which CRO's legal advisor asked them to refrain from making personal comments. CRO confirmed that EC is an unbiased appeal party and hence is not privy to details.

EC agreed to the point that there were no minutes of meeting available for them to present to the Board. They insisted that since no training was received by them and they were a small group of three, most the communication happened either on call or on emails. No official meetings were held. They insisted that they were not aware that they were supposed to hold official meetings or they were required to keep any records (minutes) of such meetings.

It was noted by the board members that the EC has flawed. Minutes of the meeting by EC should have been available. Sera, disqualified candidate VP SS, further stated that she was contacted via Facebook. Facebook cannot be used for official use bringing about further violations by EC. It was noted that since decisions by EC are non-questionable and final, this makes EC more liable to follow procedures and process and keep a track of their actions.

Facilitator asked EC to present their emails which were used to make decisions as minutes of their meetings. Few board members objected saying minutes of meeting are official records whereas emails and chats are not. Another flaw of EC which was brought to the notice was that the Non-Voting Member was not kept in loop for most of their decisions.

Jay Dee was given speaking rights by one of the board member. He expressed his surprise to so many mistakes done by EC. He put his point asking the board to uphold all decisions made by EC in which a proper process was followed. He insisted that only the decisions in which the processes were not followed by EC should be declared null and void. He also stated that EC should be a bigger group so that decisions are taken by consensus and not majority.

EC confirmed that emails can be provided but this will conflict with the confidentiality process they are expected to follow. EC said that if processes were not followed within their body, CRO also should be part of the enquiry. Hagar pointed out that romantic relationships are to be considered as affiliation and hence there was a breach by the EC. EC responded saying that personal relationships should not be considered as professional affiliation to which most of the board members disagreed.

Hager also stated that if EC confirms that they were not aware of their job responsibilities or descriptions then decisions made by them should not be held valid. Anthony decided to call on to motion of non-confidence in EC.

**BIRT** the meeting go on a ten-minute recess

**Moved: Justin**  
**(All in favour)**

**Seconded: Anthony**  
**PASSED**

Anthony continued with the clarification of what is to be considered as non-confidence in EC. If non-confidence motion is passed this means that EC will be dissolved but still be subjected and answerable to the investigations. The results though will still be valid as per the By-Laws. To this EC questioned that if there is no confidence in the body how can they uphold the decisions made by the body. Few board members argued that non-confidence motion should not be passed without an investigation in the matter.

Jeremiah suggested that an independent legal investigation should be held and overviewed by General Manager. UWSA board to receive the legal advice and then decide the faith of the EC, their decisions and the result of the UWSA General Election 2017. Anthony requested Jeremiah to make CRO, along with EC, to be a part of the investigation.

Moussa insisted that EC be dissolved with immediate effect as per By-Laws. They can still be subjected to investigations post their dissolution. Few board members were unsure about the basis of dissolution of EC before the official enquiry, hence the EC was decided not to be dissolved immediately.

Discussion got directed towards if the entire process of the General Elections should be considered or enquiry should be directed only for the Presidential and VP Student Service post. Amber insisted that election process in its entirety should be checked.

When CRO was asked by Moussa if, as per her opinion, EC was viable in their decisions.; she responded negatively saying as per her all decisions made or upheld by EC were not viable.

Nick was given speaking rights by one of the board members. He brought to the notice of the Board that the current board has hardly one and half months more to come to a decision and hence requested that the process be expedited.

At this point the board was divided on whether they should hire a third-party lawyer or should the lawyers already on board with UWSA be brought in for the enquiry. Lawyers already on board with UWSA were aware of the



By-Laws and can be bought in immediately which could speed up the enquiry but a few board members were not sure if this will result in an unbiased outcome. Majority of the board members were in favour of the third-party lawyer.

At this point, the speaker's list was closed.

**6.2 BIRT** the UWSA AGM date be March 29<sup>th</sup>, 2017.

**Moved: Israa**  
*(All in favour)*

**Seconded: Hager**  
**PASSED**

Discussion:

On March 17, 2017 GSS Gala night has been organized and hence AGM cannot be held on the said date. March 29, 2017, though being a Wednesday, was voted by all as the AGM date.

**BIRT** the meeting be adjourned.

**Moved: Israa**  
*(All in favour)*

**Seconded: Liam**  
**PASSED**

**The meeting was adjourned at 10.16 P.M.**

**6.3** Meeting adjourned prior to the appointment to the Finance Committee

**6.4** Meeting adjourned prior to the appointment to the Hiring Committee

## **7.0 Reports**

**7.1 Executive**

**7.2 Committees**

**7.3 Senate**

## **8.0 Unfinished Business**

## **9.0 New Business**

## **10.0 Question Period**