

Agenda as  
Occurred



UWSA Board of Directors  
Date: Tuesday, August 15<sup>th</sup>, 2017  
Time of Meeting: 6:00 PM  
Location of Meeting: Council Chambers

---

**Directors/Senators Present:** Ahmed Abdallah, Ahmed Khalifa, Amanda Skocic, Amber Shaheen, Amy Bui, Aashir Mahmood, Dana Attalla, Dayana Hassoun, Hagar Elsayed, Jeremiah Bowers (Board Chair), Jonabeth Martinez-Herrera, Liam Adams, Sahibjot Grewal, Yosra Elsayed Elsayed, Zeina Merheb, Abraham Abduelmula (8:30 PM)

**Board Observers Present:** Admira Konjic (Executive), Sarah Nouredine (Executive), Sheldon Harrison (Executive), Nicole Morrell (Outgoing General Manager), Maria Hamiton (Incoming General Manager), Khushboo Ahuja (Board Secretary)

**Guests Present:** Collins Barrow (Auditor), Christopher Sinal (Legal Representative – Siskinds LLP)

**Absent/Sent Regrets:** Aine Donnelly, Akshit Tripathi, Andres Curbelo-Novoa, Kafilat Wole-Sowole

---

## **1.0 Call to Order**

## **2.0 Chair's Business**

### **2.1 Teleconference**

## **3.0 Approval of the Agenda**

## **4.0 Presentations to the Board – Auditor's Report**

## **5.0 Approval of the Minutes**

### **5.1 Minutes of July 13<sup>th</sup>, 2017**

### **5.2 In-Camera Meeting Minutes of July 13<sup>th</sup>, 2017**

## **6.0 Presentations to the Board**

### **6.1 General Manager**

### **6.2 Personnel Matters/Contract Negotiations**

### **6.3 Board Attendance**

### **6.4 Elections Policy**

## **7.0 Reports**

### **7.1 Executive**

**7.2 Committees**

**7.3 Senate**

**8.0 Unfinished Business**

**9.0 Proposals/Posted Motions**

9.1 **BIRT** \$50,000 be transferred from the UWSA operating budget to the UNIWIN account for “The Hum” Lancer lounge.

9.2 **BIRT**, in these emergency circumstances, the Board Chair hold signing authority until the election of the President in the Fall By-Elections.

9.3 **BIRT** the Auditor’s Report for the 2016-2017 fiscal year done by \_\_\_\_\_ be approved.

9.4 **BIRT** the current Elections Policy, approved as of December 8<sup>th</sup>, 2016, be repealed and replaced with this new Elections Policy as presented.

**10.0 New Business**

**11.0 Question Period**

**12.0 Adjournment**



## **MINUTES of the Meeting as Occurred**

---

### **1.0 Call to Order**

The meeting was called to order at 6:19 PM.

### **2.0 Chair's Business**

#### **2.1 Teleconference:**

Zeina Merheb, Jonabeth Martinez-Herrera, Liam Adams, Aashir Mahmood, Yosra Elsayed Elsayed were taken on teleconference as approved by all Board Members.

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

The Chair used its discretion and moved 5.1 to 4.0 in the proposed agenda.

**BIRT** that the proposed agenda be approved as amended.

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

**Seconded: Ahmed K**  
**CARRIED**

### **4.0 Presentation to the Board – Auditor's Report**

Auditors from the auditing firm, Collins Barrow, presented their report on the financial statements of the previous year to the board. The auditors gave a clean opinion on the financial statements for the fiscal year ending on 30<sup>th</sup> April 2017.

Statement of operations was discussed at the start. Major changes in the statement were discussed. Student fees was up about C\$ 1.2 million. U-Pass was new for the year 2017. UWSA collected fees for the same. Students had an option to opt out of the U-Pass. The approximate net fees collected this year was C\$ 1.2 million. Other than this the student fees remained similar compared to the previous year. Cost of sales went by C\$ 1.2 million as the fees collected for U-Pass was transferred to Transit, Windsor. UWSA earned commission on this of about C\$ 29,000 represented in the other revenue. Markets performed better last year so UWSA has higher income from their

investment portfolio. Sales and advertising was up by C\$ 60K from Bike Share grants from University of Windsor and this was offset by C\$ 30K decrease by Lance's advertising as Lance was mostly inactive through the budget year 2016-17. The other major highlight is the one-time expense under the capital column. C\$ 1.4 million was approved for the budget of the Lancer Lounge. This amount was spent on the construction of the new lounge.

The next financial statement discussed was Statement of Changes in Fund Balances and Trust Obligations. Overall, fund balance at end of budget year 2016-17 is C\$ 6.2 million. Statement of Financial Position and Cash Flow statements were discussed next. Snapshot was given to compare the budget year 2015-16 and 2016-17. The budget year 2016-17 was good in terms of market investments.

One thing which the auditors pointed out among the disclosures was about the loss in the pub business which UWSA has encountered when the same was operated. Auditor highlighted that UWSA lost cumulatively C\$ 1.1 million when they last decided to run the pub. UWSA is reopening the Pub under UNIWIN account and hence auditors believed it is best for the board to know about the losses done previously. Auditors pointed out that since UNIWIN is a for-profit account it needs to pay taxes and act as a corporate. They also said that few of the losses from the previous run could be carried forward to this year, but they did not have the exact amount available with them. The pub in the previous budget year was inactive.

## **5.0 Approval of the Minutes**

### **5.1 Public Minutes of July 13<sup>th</sup>, 2017**

**BIRT** that public minutes for the Board meeting held on July 13<sup>th</sup>, 2017, be approved.

**Moved: Ahmed A**  
**(All in favour)**

**Seconded: Dayana**  
**CARRIED**

### **5.2 In-camera Minutes of July 13<sup>th</sup>, 2017**

**BIRT** that the Board move in-camera to approve the in-camera minutes of the Board meeting held on July 13<sup>th</sup>, 2017.

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

**Seconded: Amanda**  
**CARRIED**

**BIRT** that Board leave in-camera.

**Moved: Ahmed K**  
**(All in favour)**

**Seconded: Ahmed A**  
**CARRIED**

**BIRT** that the Board approve the in-camera minutes of the Board meeting held on July 13<sup>th</sup>, 2017.

**Moved: Ahmed K**  
*(All in favour)*

**Seconded: Ahmed A**  
**CARRIED**

## **6.0 Presentations to the Board**

**BIRT** item 6.4 (Personnel Matters/Contract Negotiations) be moved to 6.1 on the agenda.

**Moved: Ahmed K**  
*(All in favour)*

**Seconded: Ahmed A**  
**CARRIED**

**BIRT** that the Board move in-camera to discuss item 6.1 (Personnel Matters/Contract Negotiations)

**Moved: Ahmed K**

**Seconded: No Seconder**  
**FAILS**

**BIRT** item 6.2 (General Manager) be moved to item 6.1 and item 6.1 (Personnel Matters/Contract Negotiations) be moved to item 6.2 on the agenda.

**Moved: Ahmed K**  
*(All in favour)*

**Seconded: Amber**  
**CARRIED**

## **6.1 General Manager**

Nicole thanked everyone at Board. This was her last working day with UWSA. She introduced the new general manager, Ms. Maria Hamilton, to the board.

## **6.2 Personnel Matters/Contract Negotiations**

**BIRT** that the Board move in-camera, without the executives, new and old general manager and the legal representative, to discuss item 6.2 (Personnel Matters/Contract Negotiations)

**Moved: Ahmed A**  
*(All oppose)*

**Seconded: Liam**  
**FAILS**

Discussion: The executives questioned why they are being excluded from the discussion. The GPC responded that they need to discuss some important points with the Board and Legal Counsel before discussing them with the executives.

**BIRT** that the Board move in-camera with the incoming and outgoing General Managers and UWSA legal representative to discuss item 6.2 (Personnel Matters/Contract Negotiations).

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

**Seconded: Ahmed A**  
**CARRIED**

**BIRT** that Board leave in-camera.

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

**Seconded: Amber**  
**CARRIED**

**BIRT** that Board take a two-minute recess.

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

**Seconded: Amy**  
**CARRIED**

**BIRT** that the Board move in-camera with the executives, incoming and outgoing General Managers and UWSA legal representative to continue to discuss item 6.2 (Personnel Matters/Contract Negotiations).

**Moved: Ahmed A**  
*(All in favour)*

**Seconded: Hagar**  
**CARRIED**

**BIRT** that Board leave in-camera.

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

**Seconded: Hagar**  
**CARRIED**

### **6.3 Board Attendance**

The Chair provided an overview of the Board Attendance Policy and emphasized the rules of attendance for Board and committee meetings to the members of the Board and the Executive. The only valid reasons non-attendance at Board or committee meetings are outlined in the policies of the UWSA. Unless those reasons apply, any Board or Executive member missing three consecutive Board/committee meetings or five Board/committee meetings in total within their term shall be terminated immediately. This importance of attendance was reiterated in the meeting because as the Fall term begins, Board meetings will be held bi-weekly, and quorum is required for any Board meeting.

### **6.4 Elections Policy**

The Board resolved to table the drafted Elections Policy as this discussion would require a great deal of time that was unfortunately unavailable at that time.

**BIRT** that the presentation on the Election Policy be tabled for the next meeting.

**Moved: Ahmed A**  
*(All in favour)*

**Seconded: Hagar**  
**CARRIED**

## **7.0 Reports**

### **7.1 Executives**

The Board requested that executives present a written report going forward. This helps in retaining institutional memory and will also help new executives know the nature and format of the reports expected of them.

#### **7.1.1 VP Student Services:**

Welcome Week parties will follow a similar concept to last year's own. A small concert on campus is planned. Volunteers are required for the Welcome Week. It was also requested that only people who volunteer wear the shirt so that students know whom to check details with. When there are no events, everyone is free to wear their shirts, but during the events it is requested that only the students who are working in the event wear the designated shirts. Shine Day is on September 9<sup>th</sup>, 2017. It is a big fundraising day of the year. So, the VP requested that students get involved with the same. Also, Dr. Simon Du Toit has requested an update on whether anyone is willing to collaborate with him, so interested students can email the VPSS.

#### **7.1.2 VP Finance and Operations:**

The Lancer Sports and Recreational Center will have a meeting on August 16, 2017, on policies in social media. During the month of September 2017, over 3,000 cheques need to be signed and hence the VPFO and Board Chair, who both hold signing authority, cannot afford to be off-campus at the same time. One of them will be required to be on-campus at all times for smooth processing of the department.

#### **7.1.3 VP Student Advocacy:**

The re-branding meeting was held but with poor attendance. The VPSA requested that people respond to their emails. Welcome Week preparations are on schedule. A protest,

hopefully on the next weekend to follow, to show solidarity about the events happening in Charlottesville.

**7.2 Committees:**

**7.2.1 Student Services Committee:** No update, as no meeting has been held.

**7.2.2 Hiring Committee:** The Afrofest coordinator was hired. Board Facilitator was hired, but he resigned citing personal reasons and hence a new Board Facilitator needs to be appointed. Board needs to decide if they need to keep the same hiring committee or hire a new hiring committee to appoint the Board Facilitator.

**7.2.3 Governance and Policy Committee (GPC):** GPC has been reviewing, revising and/or drafting the Elections Policy, the Policy Manual, By-Law amendments and has been handling contract negotiations.

**7.3 Senate:** The first Senate meeting will be held in the first week of September.

**8.0 Unfinished Business**

There was no unfinished business from the previous meeting.

**9.0 Proposals/Posted Motions**

**9.1 BIRT** \$50,000 be transferred from the UWSA operating budget to the UNIWIN account for “The Hum” Lancer lounge.

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

**Seconded: Amy**  
**CARRIED**

Discussion: The pub, from which the Lancer lounge’s budget would derive, has not been operational for many years, so we would need to transfer a start-up amount of \$50,000.00 to get the new lounge operational. Money is required to hire staff, buy food and liquor and to support other operating costs. UNIWIN is the lounge account and is in theory a for-profit account under which the pub will be operated. Ahmed Khalifa abstained from the motion and the same was noted.

**9.2 BIRT**, in these emergency circumstances, the Board Chair hold signing authority until the election of the President in the Fall By-Elections.

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

**Seconded: Abraham**  
**CARRIED**



Discussion: The Board wanted to ensure that no precedence is set that anyone from the Board can sign the cheque. Therefore, it was suggested that the cheque the Board Chair signs clearly indicates that it's the Board Chair's signature and not simply any normal Board member.

**9.3 BIRT** the Auditor's Report for the 2016-2017 fiscal year done by Collins Barrow be accepted.

**Moved: Ahmed A**  
**(All in favour)**

**Seconded: Dayana**  
**CARRIED**

Discussion: No further discussion was necessary as questions were asked and answered during presentations to the Board. Sahibjot abstained from the motion and the same was noted.

**9.4 BIRT** the proposed motion 9.4 in the agenda be tabled for the next meeting.

**Moved: Ahmed K**  
**(All in favour)**

**Seconded: Abraham**  
**CARRIED**

Discussion: No separate discussion was held for the same as details were discussed during presentations to the Board.

## 10.0 New Business

**10.1** The Board thanked Nicole and recognized her efforts in bringing UWSA to where it is today. Everyone thanked Nicole for her years of contribution to the UWSA, and the Board and students of UWSA will always be grateful to her for the same.

**10.2 BIRT** the Vice President Student Advocacy, Admira Konjic, be empowered to handle the student files of the Ombudsperson's Office with the Law Representative, Hagar Elsayed, until a permanent solution is determined.

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

**Seconded: Amber**  
**CARRIED**

Discussion: No separate discussion was held for the same as details were discussed during presentations to the Board.

## 11.0 Question Period

## 12.0 Adjournment

The meeting was adjourned at 10:23 PM due to loss of quorum.

