

**McMaster Association of Part-Time Students
Board of Directors Meeting – Minutes
Monday, April 2, 2007 at 5:30 p.m.
MUSC Room 203, McMaster University**

PRESENT David Moore (chair), Carole Armstrong, Lynn Beyer, Simon DeAbreu, Min-Ju Evans (by proxy), Vicki Hartley, Darlene Hayward, Rabia Khan, Kyra Machèn, Anna Marinelli, Joseph McGuire, Eric Siu, Sean Spratt, Allan Wong

ABSENT Alex Alvarez, Rose O'Connor

STAFF Sam Minniti (executive director)

OTHER Michael Westcott

CONSTITUTION OF THE MEETING

A quorum of directors being present, the chair called the meeting to order.

ATTACHMENTS TO THE OFFICIAL COPY OF THE MINUTES

- Minutes of February 12, 2007 (open and closed session)
- Audited Financial Statements for the year ending December 31, 2006
- President's Report, April 2, 2007
- Executive Director's Report, April 2, 2007

1. APPROVAL OF THE AGENDA

Motion: Moved by Hartley, seconded by Armstrong that the agenda be adopted with the addition of "Awards Committee" under Other Business.
Carried.

2. APPROVAL OF THE MINUTES

Members of the Board were reminded that the minutes form the official record of discussion at meetings. Minutes are not deemed to be public record until they are approved at a subsequent board meeting. Closed session discussion or documents are not to be shared with non-board members at any time.

Inquiries from non-board members about board meeting discussions should be referred to the chair [the president] or the executive director.

Motion: Moved by McGuire, seconded by Marinelli that the minutes of February 12, 2007 (open and closed session), be adopted as circulated.
Carried. (Machèn abstained)

3. PRESIDENT'S REPORT

Moore presented his written report (copy annexed to the master copy of the minutes).

He noted that the board of directors serves in a volunteer capacity and thus relies heavily on MAPS full-time and part-time staff to act on the priorities set by the Board. He commended the executive director (Sam Minniti), office administrator (Josephine Taylor), and the part-time student clerks (Alexa Huang and Kim Pastrak) for excellent work in 2007-2008.

4. EXECUTIVE DIRECTOR'S REPORT

Minniti presented his written report (copy annexed to the master copy of the minutes).

MAPS-MSU Transferability

McGuire asked if it was necessary for the University to act as agent administering transferability. Minniti advised that this would be ideal, but it is not a requirement. The agreement is between two independent student governments.

Armstrong commented that MAPS and the MSU could do it themselves. Moore agreed, adding that the original agreement approved by both the MAPS board and the SRA in March 2006 provided for two scenarios – with and without the University acting as administrative agent. In August 2006, the MSU changed its mind and decided not to proceed without the University. Minniti and Moore both noted that a great deal of officer and staff time has been invested in this file and it is overdue to come for closure one way or the other.

Link circulation

Armstrong commented that she has not been receiving *The Link*. Minniti undertook to confirm that her new address is being used, but noted that past presidents are on the VIP mailing list.

Wong asked if *The Link* could be posted on the MAPS web site. Minniti noted that back issues of MAPS' newsletter are already posted, but that there has been another lengthy delay getting the web site updated due to problems our webmaster is having with UTS. Moore suggested bringing UTS' performance back to the attention of the University's vice-president (administration).

Expense Form

As a follow-up to the direction received at the last board meeting, Minniti noted that he has prepared a form to support documentation of expense claims. Members suggested it be made generic so as to be used by staff and board members for a variety of approved expense claims (e.g. parking, hospitality related to business meetings, mileage, conferences, etc.).

Audited Financial Statements

The statements were approved at the annual general meeting; however, they have also traditionally been approved at a meeting of the board of directors.

Motion: Moved by Armstrong, seconded by Marinelli that the audited financial statements for the year ended December 31, 2006, be approved.
Carried.

5. BOARD OF DIRECTORS MEMBERSHIP

The bylaws of the corporation empower the board to fill vacancies and elect up to two additional board members in-year [Section 13]. Minniti explained that he had drawn this provision to the attention of all four unsuccessful board candidates in an email following the annual general meeting. Michael Westcott expressed interest in this and was present to address the board.

Westcott gave an overview of his experience and interest in serving on the MAPS board. He then withdrew from the meeting while the board discussed its options. There was consensus that the bylaw provision was useful as an instrument to involve members at the board level between annual general meetings.

Westcott had noted the nature of his work and other involvements so as to be clear about any potential perceived conflicts of interest. None were anticipated by the board. Armstrong noted that some boards have a “declaration of conflict of interest” as a standing item at the beginning of their agenda. Moore commented that this has not been part of MAPS’ corporate culture at every meeting, though it would be a useful discipline to practice. He added that when donations have been considered where a member had an affiliation with the body to be sponsored, the board member has typically disclosed this and abstained from voting.

Motion: Moved by McGuire, seconded by Khan that Michael Westcott be elected to the board of directors for the 2007-2008 term.
Carried.

Westcott rejoined the meeting and was welcomed by Moore as a member of the Board of Directors.

6. ELECTION OF 2007-2008 EXECUTIVE COMMITTEE

Armstrong asked about the requirement that only those who have been members of the board for at least one year are eligible to seek election to the executive committee. Minniti advised that this is not an absolute requirement. The bylaws state “An Executive Committee member shall normally have been a member of the board of directors for one year prior to being elected to the Executive Committee.” [Section 26, a, vi]

The executive director administered the election process. The following members of the board were duly nominated and accepted nomination.

President	Anna Marinelli
Vice-President (Internal)	Carole Armstrong (accepted, then withdrew) Allan Wong
Vice-President (External)	Vicki Hartley (accepted, then withdrew) Krya Machèn
Treasurer	Sean Spratt (accepted, then withdrew) Michael Westcott
Executive Councillor	Carole Armstrong (accepted, then withdrew) Vicki Hartley Rabia Khan

Under the corporation’s bylaws, David Moore will serve on the executive committee by virtue of his position as immediate past-president.

Motion: Moved by McGuire, seconded by Spratt to close nominations.
Carried.

Each nominee briefly addressed the board. A secret ballot election resulted in the election of Vicki Hartley as executive counsellor.

Motion: Moved by Armstrong, seconded by Wong to destroy the ballots and ratify the candidates as duly elected. **Carried.**

7. OTHER BUSINESS

Moore noted the time constraints associated with review of bursary applications for the summer session. The application deadline is Tuesday, April 17 and some CCE courses are beginning in late April. He suggested constituting the Awards Committee immediately and asked that members consider their availability early in the week of April 23 when considering their participation.

The Awards Committee for 2007-2008 will consist of:

- Allan Wong (chair)
- Simon DeAbreu
- Vicki Hartley
- Darlene Hayward
- Rabia Khan

In addition, Carole Armstrong offered to serve as an alternate if required.

8. TIME OF NEXT MEETING / ADJOURNMENT

The executive director will canvass the board for a suitable day to schedule a board retreat meeting in May or June.

Motion: Moved by Armstrong, seconded by Hartley to adjourn.
Carried.

7:30 p.m.