

**McMaster Association of Part-Time Students
Board of Directors Meeting – Minutes
Tuesday, November 11, 2014 at 7:00 p.m.
Room 234, MUSC, McMaster University**

- PRESENT** Jackie Arlen (chair), Emily Cerantola, Cassandra Lo, Erick Merlos, David Moore (corporate secretary)
- REGRETS** Caroline Hill-Smith
- ABSENT** Marijana Govorcin
- STAFF** Kyle Johansen (executive director)
- GUEST** Teddy Saull (MSU President)

CONSTITUTION OF THE MEETING

The corporate secretary had issued notice in accordance with By-law 2, Section 2 (g & h). A quorum being present, the chair called the meeting to order.

ATTACHMENTS TO THE OFFICIAL COPY OF THE OPEN SESSION MINUTES

- Agenda
- Draft Open Session Minutes, 16 September 2014
- Profile – MSU President Teddy Saull
- Policy Report, 4 November 2014
 - Revisions to Board Policies 1 and 2
- Executive & Management Report, 4 November 2014
- Memo re financial reporting, 10 November 2014
 - Third Quarter Financial Report, October 2014
 - Director and Officer Expense Reimbursement Disclosure – Q3, 10 November 2014
 - Draft 2015 Budget
 - Announcement – Kim Pastrak, 20 October 2004
- Interim Director Candidate Statement – Kristin Belovari
- MAPS and university community committees, 4 November 2014
- Schedule for Annual Business of the Corporation 2015, 16 October 2014
- MUSC First Floor Feasibility Study, October 2014
- Media clippings:
 - “It’s time to get serious about improving Canada’s colleges and universities,” *The Globe & Mail*, 10 October 2014
 - “University budget reform under pressure,” *The Globe & Mail*, 11 October 2014

1. ADOPTION OF THE AGENDA

Motion: Moved by Lo, seconded by Merlos to adopt the agenda as circulated.
Carried.

2. ADOPTION OF MINUTES

Motion: Moved by Lo, seconded by Cerantola to adopt the open session minutes of the meeting of September 16, 2014, as circulated.
Carried.

3. GUEST – MSU PRESIDENT TEDDY SAULL

Arlen introduced Teddy Saull, the president of the McMaster Students Union.

Saull welcomed the opportunity to meet the members of the Board and share his thoughts about conversations he and others in the MSU have had at various points over the last few months with Arlen, Johansen, and Moore. He noted that he “jumped into the MSU,” becoming president without prior experience with the Students Union. This contributed to a fresh perspective in his early conversations with campus partners.

Saull said he wasn’t aware of the details of MAPS’ difficulties in recent years, but that his take-away from early conversations was that MAPS was having difficulty getting face time with senior University officials. He also noted MAPS withdrawal from OUSA earlier this year which he thought may have been a budget-driven decision. Board members clarified that it was not a question of cost, but rather that OUSA is not a good fit for part-time student organizations.

Saull noted that much of the work of the new board was devoted to recovery and rebuilding. Members added that with a sound organizational structure re-established in 2013, the emphasis has shifted in 2014 to advocacy and service delivery.

Saull characterized the MSU as having very strong relationships with the senior administration at McMaster and strong points of contact in provincial and national student advocacy groups. He felt there were opportunities for MAPS and the MSU to work together to do good things for students and that his early “big picture” thinking was that MAPS should be part of the MSU. He felt that assurances with respect to existing space, staffing, and a committee/council within the MSU’s structure to maintain the part-time student voice could address logistical considerations.

As conversations continued over the summer and into early fall, Saull noted that MAPS and the MSU have worked collaboratively to get at “low hanging fruit” on topics such as part-time student access to the MSU’s health and dental plans.

A conversation with Moore in September helped fill in the organizational history that led to the establishment of a student government for part-time students and identifying the issues that would make an organizational merger problematic. The MAPS Board’s policy statement in September was reflective of the progress made over the previous 18 months in re-establishing the Association as an independent entity committed to advocacy and service delivery to respond to the distinctive needs of its constituency.

While MAPS appreciates the sincerity of Saull’s organizational overtures, history has demonstrated that the good will evident in one year will not necessarily be sustained in subsequent years. MAPS remains committed to working collaboratively with our partners to effect positive change for all students.

Merlos noted that he has been a part-time student for more than a decade and that he believes MAPS has achieved new highs for member awareness and engagement. That said, he welcomed the MSU’s renewed commitment to collaboration with campus partners.

Saull closed his remarks by underscoring his commitment to dialogue and having the MSU and MAPS working collaboratively to the benefit of all their members. He then left the meeting.

4. POLICY REPORT

Johansen presented the Policy Report (copy appended to the master copy of the minutes).

Board Policies – For Approval

The membership was given the required notice and that no comments were received.

Motion: Moved by Moore, seconded by Arlen to approve revisions to Board Policy 001 – Executive Limitation and Board Policy 002 – Delegation of Authority, as circulated.
Carried.

Monitoring Committee

Motion: Moved by Cerantola, seconded by Lo that the Board approve the proposed implementation of the Monitoring Committee, as presented.
Carried.

Elections Policy

Johansen noted that the Elections Policy will come to the Board in January for approval. This will be in time to put a policy in place before the 2015 board election cycle.

The Board noted that the by-law and policy overhauls in 2013 were much more prescriptive in response to the issues in MAPS' governance from 2008 to 2012. A balance needs to be found to ensure the process for electing MAPS' leadership is clear without being so administratively burdensome as to go beyond what is either required or reasonably practical.

5. EXECUTIVE & MANAGEMENT REPORT

Johansen presented the report (copy appended to the master copy of the minutes).

Further comments included:

- **Admin-Con meeting on Nov 4** – notes will be transcribed and emailed to the Board. The email will be appended to the minutes.
- **Course Access Report** – Underground Media + Design is preparing a design work-up (both print and on-line) for the course access report for use in public communications and advocacy work. This will be a component of the data compendium MAPS has assembled on who our members are and what they have told us they need.
- **MOSAIC implementation and student government fees** – In early August, Financial Services indicated there was an urgent need to get an agreement by the University, MAPS, and MSU to a MOSAIC-friendly new approach to fee collection (and related communication to students). Nothing further has been heard about it. Johansen will follow-up during his next meeting with MSU General Manager John McGowan (November 18).
- **Total 'course fee' receipt** – This will be pursued with the senior administration in the winter term. Moore suggested flagging the issue with University VP-Administration Roger Couldrey and seeking his advice as to how best to move forward to a resolution.
- **Health Plan Provider Review** – In the absence of uptake from the MSU, the review has been deferred indefinitely.

- **MAPS acting as an 'off hours' resource to MSU members** – this is existing practice, but formalizing it would involve more information being provided to MAPS.
- **Graduation Fee** – no response has been received to MAPS' inquiry about what the Graduation Fee has been used for since its creation in 2008. Moore will follow-up during his next conversation with Justin Gunter (Manager, University Affiliates & Associations).
- **Graduation Gowns** – Moore and Arlen will develop a formal request to a Senate committee to address the gown design issue identified in the summer.
- **Linked-In** – Gifty is establishing a Linked-In presence for MAPS. This will appeal more to the over-25 demographic than some other social media.
- **The Link** – Johansen noted the desirability of having a number of contributors in order to bring a 'variety of voices' to the information communicated. Moore undertook to provide information on:
 - Completion of the \$505,000 pledge to support financial aid for CCE students
 - Award of an MBE by The Queen to a former MAPS president for service to higher education.
 - Winter term undergraduate elections to the University Senate.
- **MAPS Handbook** – 125 copies have been printed and are available for pick-up in the office. Copies will be sent later this month, together with a cover note from Arlen (foreshadowing things to come), to key campus partners. Moore will provide a suggested circulation list. The handbook is also posted on the web site.
- **MAPS logo** – Johansen will report back to the Board on options for updating the explanation of the MAPS logo (doing so in the context of the Association's new tag-line and general approach to membership communications/engagement).
- **CFMU Radio Show** – MAPS has not heard from CFMU about the potential for a MAPS show slot on the station's programming schedule. The matter is now considered closed.

Awards Committee Report

The Committee met on October 22 and selected two recipients for the Centennial Award for CCE students (Salman Ahmed Khan and Derek Pollock) and a recipient for the MAPS Instructor Award (Jim Turner). Normally only one Centennial Award is approved for each CCE and degree students, but in the absence of degree student nominees the committee agreed to make two CCE awards in 2014.

It was agreed that notification and promotion of the nomination/application period should begin earlier in future years. The terms of reference for the awards will be refined to be clear that it is the applicant's responsibility to provide a complete transcript (SOLAR printouts, in contrast, are sometimes limited to only some recent academic sessions).

The Board reviewed the proposal to adjust award amounts (effective 2015) and agreed to:

- Increase the Centennial Award from \$500 to \$1,000;
- Increase the MAPS-CCE Awards of Excellence from \$150 to \$200; and
- Maintain the MAPS Instructor Award gift certificate at \$100 (beginning in 2014, a trophy is also awarded)

Awards Dinner

Johansen advised that Kim Pastrak is continuing as "staff lead" for the awards dinner during evenings and weekends. All faculty deans are being invited to the dinner.

No response has been received from Chancellor Labarge to the invitation sent to her in July. Moore and Johansen to follow-up by email and, if necessary, Moore will speak directly with the chancellor at Convocation on November 21.

Asset Investment

The amount proposed was increased from \$150,000 to \$200,000.

Motion: Moved by Moore, seconded by Lo that the President, Vice President Finance and Executive Director be authorized to invest up to \$200,000 into Scotiabank Guaranteed Investment Certificates under the following conditions:

1. Advice will be sought from our Scotiabank Banking Managers to determine appropriate investment vehicles.
2. Any investment vehicle chosen will yield a better return on investment than keeping the cash on deposit.
3. The investment will not be 'locked in' for longer than one or two years.
4. The Executive Director will provide quarterly performance reporting on all investments.

Carried.

Leasehold Improvement – Glass Doors

No response was received to the RFP. Five firms were then invited to submit a quote. McMaster Facilities will also be installing a switch to ensure there is capacity to initiate lock-down from inside the office, in order to meet McMaster University's emergency procedures guide.

Motion: Moved by Moore, seconded by Arlen that the Board authorize up to \$9,000 for the purchase and installation of new tempered glass doors for the office suite, and any additional costs for leasehold improvements necessary after the installation of the new doors.

Carried.

Display Signage

Motion: Moved by Cerantola, seconded by Arlen that the Board approve the purchase of display signage for the pillar located outside our offices and for the purchase of up to two pull-up banners for use at MAPS events, with the total cost not to exceed \$3,000.

Carried.

Insurance Renewal

Motion: Moved by Arlen, seconded by Moore that the Vice President Finance and Executive Director be authorized to renew and issue payment for the Association's Commercial and General Liability and Officers and Directors Insurance policies on the same coverage terms as 2014, subject to the *Delegation of Authority Policy*.

Carried.

Capital Purchase – Laptop Computer

Motion: Moved by Moore, seconded by Cerantola that the Board approve the purchase of a replacement laptop computer and docking station for the executive director, not to exceed \$3,200, based on the quotation received from Lenovo Canada.
Carried.

Third Quarter Financial Report

Draft Q3 financial statements were circulated for preliminary comment. Johansen noted that a posting error will be corrected and the audit/legal line, currently showing as \$18,000, will not exceed \$12,000 for the year. He added that finalized Q3 statements will be presented for approval at the December 10 meeting of the Board. Members requested that a column be added that presents the approved budget.

Concern was expressed about timeliness in financial reporting, given that Q3 ended six weeks ago. Johansen commented that a 4-6 week delay is to be expected given the length of time it takes to get the necessary information from the University. Moore suggested that financial statements be emailed to the Board and that unless concerns were raised within a week, the documents would be deemed approved and then posted on the Association's web site.

The fall fee transfer has just been received from the University. Johansen undertook to send Moore a copy of the accompanying fee reconciliation statement from Financial Services.

The bookkeeper will be in the office more frequently in January/February as required to expedite audit-related work.

The terms of employment for coordinators included payroll source deductions, but the bookkeeper has recently advised that this may not be required by Canada Revenue Agency. Moore noted that the University has told the Inter-Residence Council that payroll deductions (income tax, CPP, EI, plus employer contributions) are required for the honoraria paid to Council members. He suggested clarification be sought in writing from CRA. Johansen will follow-up this month so a determination may be made in time for December payroll if required.

The Q3 Director and Officer Expense Reimbursement disclosure report was circulated for information.

2015 Operating Budget

A draft budget was presented for preliminary comment and a finalized draft will be brought to the December 10 Board meeting for approval. Comments included:

- Fee revenue is likely overstated. It was agreed to lower the amount to \$280,000 and make a commensurate reduction in the Contingency line.
- "Cost Recovery Services" will be changed to "Other Revenue" and the components explained in the budget notes.
- There may be some cost creep for the Awards Dinner. Moore to check with Pastrak and report back to Johansen.
- A Capital Allocation line has been added for planning purposes, but Johansen assured the Board that expenditures would only be made after approval by the President/VP-Finance, executive committee, or Board as appropriate.
- The telephone expense year-to-date may reflect double counting or unaccrued carryovers from the previous year. Johansen to investigate.

Annual report on bursary endowments

Moore advised that University Advancement has undertaken to provide the 2013-2014 bursary reports for circulation prior to the January meeting of the Board. The Gord Raymond Bursary is being added to the list of funds for which an annual report is provided to MAPS.

Moore asked that the final \$15,000 payment be made to the University in respect of the MAPS 30th Anniversary Bursaries. With the \$505,000 pledge fully honoured, this major commitment to supporting financial aid for CCE students will be the focus of an article in The Link.

MAPS Lounge behavioural expectations

The Board noted that while persons seated in the lounge may occasionally nod off, the space is not to be used to lay down and sleep. Johansen is consulting Human Rights and Equity Services about the wording of expectations in relation to office behaviour in response to some recent difficulties reported by staff.

6. GOVERNANCE

Interim Appointment to Fill Board Vacancy

There are currently two vacancies on the Board of Directors. One arises from the 2013 AGM for a term ending in 2015, the other arises from Jeff Huber's resignation for a term ending in 2016.

A call for nominations was issued to the membership in September for interim appointments, with a view to appointees serving until completion of the Winter Term 2015 general election. One expression of interest was received after the deadline (a copy of the candidate statement is attached to the master copy of the minutes). The Board has the authority under By-law 2, Section 8(a), to make an interim appointment to fill a vacancy.

Motion: Moved by Arlen, seconded by Lo that the Board of Directors appoint Kristin Belovari as a Director for a term ending with the election of directors in the Association's regular elections in 2015.
Carried.

Election of Second Vice-President

Motion: Moved by Arlen, seconded by Cerantola to ratify Cassandra Lo as Second Vice-President for the balance of the 2014-2015 term of office.
Carried.

MAPS and university community committees

This item was deferred to the January 2015 meeting of the Board.

MAPS Committees

This item was deferred to the January 2015 meeting of the Board.

Schedule for Annual Business of the Corporation (2015)

The Board received, for information, a timeline prepared by the corporate secretary (in consultation with the executive director and president) that set out the dates for notice, info session, voting, and reporting (copy appended to the master copy of the minutes).

7. REPORTS ON EXTERNAL COMMITTEES

Board of Governors (Sept. 26, Oct. 23)

On September 26, Dr. Patrick Deane was appointed to a second five-year term (ending June 30, 2020) as president and vice-chancellor of McMaster University.

Johansen will follow-up with the University Secretariat to get the document package for the September 26 meeting of the Board of Governors, including the *Report of the Committee to Recommend a President*.

Senate (Oct. 15, Nov. 12)

Malanie Dani has been appointed the part-time student on the Senate Committee on Student Affairs for 2014-2015. The composition of the search committee for a new CCE Director was approved.

By-elections were held in October for undergraduate student representative vacancies on Senate. The results were:

- Faculty of Engineering: Daniel Elbirt elected for a term ending June 30, 2016
- Faculty of Health Sciences: Jacob Bailey elected for a term ending June 30, 2015
- Faculty of Humanities: Varda Khan elected for a term ending June 30, 2015

In February/March 2015, elections will be held for undergraduate student representatives on Senate, for two-year terms beginning July 1, 2015, in each of the following Faculties: Business, Health Sciences, Humanities, Social Sciences. MAPS should use all its communications vehicles to promote the elections since part-time students are eligible to be candidates.

On Nov. 12, Senate will formally approve the graduand list for degrees to be conferred at Fall Convocations on Friday, November 21.

Student Representative Assembly (Sept. 28, Oct. 19, Nov. 2)

On September 28, the MSU's audited financial statements for 2013-2014 were approved. An operating surplus for the year of \$286,024 and net assets of more than \$5 million were reported.

On October 19, two options were considered for timing of a full-week Fall Break (limited to two days in November in each 2013 and 2014).

MUSC Board of Management (Oct. 8)

Discussion topics at the last MUSC Board of Management included:

- Collective Bargaining – negotiations are in-progress for a first contract between the MUSC and LIUNA representing maintenance staff.
- First Floor Feasibility Study – received a report on options to make better use of the first floor of the MUSC. A copy is appended to the master copy of the minutes.

- Fire Alarm System – the University is considering upgrading the fire alarm system in Gilmour Hall which is linked to the system for the MUSC.

8. CLOSED SESSION

The Board moved into closed session by general consent.

RETURN TO OPEN SESSION

9. OTHER BUSINESS

Board meeting schedule

Given the request by the auditor to meet with the Board prior to the commencement of the 2014 audit process, and anticipated governance decisions (including draft audit review), it was agreed to maintain monthly meetings through March and then consider moving to bi-monthly meetings. The corporate secretary will serve notice of meetings as follows:

- Wednesday, December 10, 2014 at 5:30 p.m.
- Tuesday, January 13, 2015 at 5:30 p.m.
- Tuesday, February 10, 2015 at 5:30 p.m.
- Tuesday, March 10, 2015 at 5:30 p.m.

10. ADJOURNMENT


Motion: Moved by Lo, seconded by Arlen to adjourn.
Carried.

10:20 p.m.

These minutes were duly approved by the Board at its meeting on December 10, 2014.



Jacqueline Arlen, President



David Moore, Secretary