

Student Association of George Brown College

Board Meeting Minutes

Date: Thursday, December 7th, 2023

Time: 6:00PM – 8:00PM

Location: Virtual - Zoom

Board of Directors – Voting Members	
Executive Members:	
Director of Communications and Internal (Acting)	Max Davidson
Director of Operations	Hadja Bah
Director of Education & Equity	Muhammad Usman
Director of Student Experience	Peter Corno
Educational Centre Representatives:	
Arts, Design and Information Technology Representative	Manvi Gumber
Business Representative	Sonakshi Chanana
Community Services and Early Childhood Representative	Barichisu Osman Abugblia
Construction and Engineering Representative	Kaung Zin Hein
Health Science Representative, including school of Nursing	Max Davidson
Hospitality and Culinary Arts Representative	Sahil Arora
Preparatory and Liberal Studies Representative	Manveer Johal
Non-Voting Member:	
General Manager	Rosalyn Miller
Resources:	
Chair	Kayla Weiler
Minute Taker	Jessica Pasion
George Brown College Representative	Melissa Gallo (Regrets Sent)
Operations Manager	Wafa Ulliyan (Regrets Sent)
Guests:	
Publications & Communications Coordinator (The Dialog)	Sean Heeger
Chief Returning Officer	Charles Wilson
Finance Coordinator	Niki Yeung
Millard & Company, Legal Counsel	Ben Millard
Elected Director of Communications and Internal	Ayush Dara
Elected Director of Operations	Erubey Lechuga

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1. Roll Call:

Board of Directors: Voting Members	Present	Absent	Regrets
Executive Members:			
<i>Director of Communications and Internal</i>	✓		
<i>Director of Operations</i>	✓		
<i>Director of Student Experience</i>	✓		
<i>Director of Education & Equity</i>	✓		
Educational Centre Representatives:			
<i>Arts, Design and Information Technology Representative</i>		✓	
<i>Business Representative</i>	✓ (late)		
<i>Community Services and Early Childhood Representative</i>	✓		
<i>Construction and Engineering Representative</i>	✓		
<i>Health Science Representative</i>	✓		
<i>Hospitality and Culinary Arts Representative</i>	✓ (late)		
<i>Preparatory and Liberal Studies Representative</i>	✓		
Non-Voting Member			
<i>General Manager</i>	✓		

Land Recognition Statement:

Student Association of George Brown College is located on the traditional territory of the Mississauga's of the Credit First Nation and other Indigenous peoples who have lived here over Time. We are fortunate to have the opportunity to learn, work, grow, and live in the community sharing the responsibility to honor and protect this land as treaty people and to live peacefully with each other.

2. Call to Order:

Time: 6:05PM

3. Approval of the Agenda

Be it resolved that the Board of Directors accept the agenda as presented with the amendments if any.

Moved by: Max Davidson, Acting Director of Communications and Internal

Seconded by: Kaung Zin Hein, Construction and Engineering Representative

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Discussion: *Any amendments to the agenda should be made at this time.*

Motion to add GBC Foundation Proposal Update as agenda item 13

Moved by: Max Davidson, Acting Director of Communications and Internal

Seconded by: Muhammad Usman, Director of Education and Equity

Discussion:

- Acting Director of Communication and Internal reads proposed motion and will discuss at the time of agenda item

Vote: Carries

Motion to add HR Related Board Matter to the agenda item 10

Moved by: Peter Corno, Director of Student Experience

Seconded by: Kaung Zin Hein, Construction and Engineering Representative

Discussion:

Vote: Carries

- Director of Operations asks whether agenda item will be in camera
- Chair answers that agenda item is not needed to be in camera

*Back to the main motion with changes

Vote: Carries

4. Limitation of Speakers

Be it resolved that all discussions and/or debates be limited to three (3) speakers for and three (3) speakers against each individual motion.

Moved by: Max Davidson, Acting Director of Communications and Internal

Seconded by: Barichisu Osman Abugbilia, Community Services and Early Childhood Representative

Discussion: None

Vote: Carries

5. Speaking Time

Be it resolved that the Board of Directors, resource persons and guests respect Robert's Rules of Order and, when invited to speak by the Chair, limit their speaking time to 3 minutes per item.

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Moved by: Max Davidson, Acting Director of Communications and Internal

Seconded by: Hadja Bah, Director of Operations

Discussion: None

Vote: Carries

6. Approval of Minutes (Appendix A)

Whereas the meeting minutes from the November 20, 2023 Board meeting requires approval.

Be it resolved that the Board of Directors accept the meeting minutes of November 20, 2023 Board meeting as presented with the amendments if any.

Moved by: Max Davidson, Acting Director of Communications and Internal

Seconded by: Barichisu Osman Abugblia, Community Services and Early Childhood Representative

Discussion: *Any amendments to the meeting minutes should be made at this time.*

- No amendments were notified and no discussion or question

Vote: Carries

7. Declaration of Conflict

At this time members are to come forward to disclose any conflicts of interest they may have, either work related, personal relationships, etc.

- Max Davidson, Acting Director of Communications and Internal, declares conflict of interest regarding HR Matters to be discussed.

8. CRO's Report

Presented by Charles Wilson, Chief Returning Officer

- (a) **Whereas** the Chief Returning Officer is required to present the report on the 2023 Fall Elections

Be it resolved that the report of the Chief Returning Officer is received.

Moved by: Max Davidson, Acting Director of Communications and Internal

Seconded by: Kaung Zin Hein, Construction and Engineering Representative

Discussion:

- Director of Education and Equity inquire' s what new system is being proposed

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- CRO is not proposing any system but advises a new system is needed
- Acting Director of Communications and Internal inquirer's if the structure being reference is the current board structure
- CRO confirms the inquiry of the Acting Director of Communications and Internal

Vote: Carries

- (b) **Whereas** an election was held in accordance with the by-laws from November 27, 2023 to December 1, 2023;

Whereas the Chief Returning Officer has certified the results in accordance with By-law 11, section 12(i) and the other requirements of By-law 11, section 18(b) has been met;

Be it resolved that **Ayush Dara** be ratified as the Director of Communications and Internal for a term commencing January 1, 2024;

Be it further resolved that **Erubey Lechuga** be ratified as the Director of Operations for a term commencing January 1, 2024

Moved by: Max Davidson, Acting Director of Communications and Internal

Seconded by: Kaung Zin Hein, Construction and Engineering Representative

Discussion: None

Vote: Carries

9. **Voting Director Accountability Manual (VDAM) Amendments (Appendix B)**

Presented by Max Davidson, Acting Director of Communications and Internal and Ben Millard, Legal Counsel

Whereas the Internal Policy and Procedures Committee has recommended changes to the VDAM.

Whereas the draft amended VDAM was sent to all board members on November 21, 2023, for review.

Be it resolved that the board of directors accept the amendments to the VDAM.

Moved by: Max Davidson, Acting Director of Communications and Internal

Seconded by: Peter Corno, Director of Student Experience

Discussion:

Motion to amend the Be it resolved to read "**Be it resolved that** the board of directors accept the amendments to the VDAM to be effective as of January 1, 2024"

Moved by: Max Davidson, Acting Director of Communications and Internal

Seconded by: Kaung Zin Hein, Construction and Engineering Representative

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Discussion: None

Vote: Carries

Motion to add, Be it resolved further resolved that on page 24 under section d) “Approving Hours and Honoraria Payment”, the “Executives’ honorariums are paid weekly [...]” be changed to “Executives’ honorariums are paid bi-weekly”

Moved by: Max Davidson, Acting Director of Communications and Internal

Seconded by: Peter Corno, Director of Student Experience

Discussion: None

Vote: Carries

*Back to the main motion with changes

Vote: Carries

10. HR Board Matter

Whereas it has long been the practice of the Student Association for the outgoing Director of Communications and Internal to provide training and support to the incoming Director of Communications and Internal and Director of Operations during the first week of the new term, and to receive fair compensation for the additional time spent providing this training and support.

Whereas Max Davidson took on the role of Acting Director of Communications and Internal, following the mid-term resignation of the former Director of Communications and Internal.

Whereas on January 1, 2024, Mr. Davidson will revert to his role as Health and Sciences Representative on the Board.

Whereas it is in the Board’s best interest for Max Davidson to provide training and support to the incoming Director of Communications and Internal and Director of Operations during the first week of January 2024, and to receive fair compensation for those efforts (which are in addition to his regular duties as the Health and Sciences Representative):

Be it resolved that Max Davidson shall provide **to a maximum of 10 hours** of training and support to the incoming Director of Communications and Internal and the Director of Operations.

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Be it further resolved that Max Davidson’s honorarium for January 2024 shall be increased to **[the current hourly compensation for DCI]** in order to fairly compensate him for this additional work.

Moved by: Peter Corno, Director of Student Experience

Seconded by: Barichisu Osman Abugblia, Community Services and Early Childhood Representative

Discussion:

- Community Services and Early Childhood Representative expresses support and is in favour

Vote: Carries

**** Acting Director of Communications and Internal calls for roll call vote pertaining to item 9 Voting Director Accountability Manual (VDAM) Amendments to be documented in the minutes ****

- Acting Director of Communications and Internal – in favour
- Director of Operations – in favour
- Director of Student Experience – in favour
- Director of Education & Equity – in favour
- Arts, Design and Information Technology Representative – in favour
- Business Representative – in favour
- Community Services and Early Childhood Representative – in favour
- Construction and Engineering Representative – in favour
- Health Science Representative – NA (Acting Director of Communications and Internal)
- Hospitality and Culinary Arts Representative – NA (Absent)
- Preparatory and Liberal Studies Representative – Absent for vote

Motion carries, 8 in favour, 0 against and 0 abstention to the motion item 9

11. Operations Committee Report (Appendix C)

Presented by Hadja Bah, Director of Operations

Be it resolved that the Operations Committee Report be approved as presented.

Moved by: Hadja Bah, Director of Operations

Seconded by: Max Davidson, Acting Director of Communications and Internal

Discussion: No discussion further beyond presentation done by Director of Operations

Vote: Carries

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12. Investment Updates (Appendix D)

Presented by Hadja Bah, Director of Operations & Niki Yeung, Finance Coordinator

Whereas the Auditor has recommended to invest excess cash balances in their Audit Report presented at the Annual General Meeting 2019-2020;

Whereas our current accounts exceed the required cash flow requirements for the organization;

Whereas our Contingency & Reserve Policy requires segregation of funds set aside for specific funds; therefore,

Be it resolved that the Board review and approve the investment recommendation presented by the Operations Committee.

Moved by: Hadja Bah, Director of Operations

Seconded by: Sonakshi Chanana, Business Representative

Discussion:

- Acting Director of Communications and Internal is in favour of investment and motion for future gains
- Acting Director of Communications and Internal recommending a roll call vote on this motion
- Director of Operations proposes a standard vote and in the event not all members participate then a roll call can be done and emphasizes the need of removing funds and investing
- General Manger clarifies that not all accounts have an overflow of excess revenue – there are areas where of amounts are planned and allocated to accounts such as contingencies, future planning and capital expansion for example.

Vote: Carries, 1 oppose

13. PRESTO Voucher Payment

Whereas PRESTO needs to be paid in a timely manner for the Transit Initiative approved by the board and commencing in February 2024.

Whereas payment is required in order to obtain the PRESTO vouchers.

Whereas cheques aren't an acceptable form of payment.

Whereas EFTs are limited to \$10,000 increments.

Whereas the Operations Committee has reviewed and approved the proposal;

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Be it resolved that The Board approves the recommendation for utilizing EFTs as the payment method for PRESTO.

Moved by: Max Davidson, Acting Director of Communications and Internal

Seconded by: Manvi Gumber, Arts, Design and Information Technology Representative

Discussion:

- Acting Director of Communications and Internal, point of information – Whereas cheques are not an ideal form of payment due to delayed processing time

Vote: Carries

14. GBC Foundation Proposal

Presented by Max Davidson, Acting Director of Communications and Internal

Whereas the GBC Foundation has provided an updated proposal.

Whereas the executive committee has discussed the feasibility of supporting the proposal.

Whereas the board of directors acknowledges that supporting the GBC Foundation through excess revenue is not sustainable long-term, and the Foundation will need to seek additional sources of funding for alumni scholarships and awards.

Be it resolved that the board of directors agrees to support the GBC Foundation with a \$94,000 donation, without precedence.

Be it further resolved that the board of directors invite Allan Penning to the January board meeting to provide a presentation on a potential fee increase for consideration, to support future initiatives including Alumni awards and scholarships.

Moved by: Max Davidson, Acting Director of Communications and Internal

Seconded by: Sonakshi Chanana, Business Representative

Discussion:

- Acting Director of Communications and Internal briefly shares current proposal presentation and discusses how the current proposal is not feasible to support 2 big initiatives but recommends an alternative support and donation without precedent.

Vote: Carries

15. Vacancy of Office of Educational Centre Representative

Whereas the Preparatory and Liberal Studies Representative was absent from the October and November board meetings and did not send regrets to the Acting Director of Communication and Internal or the General Manager.

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Whereas the Preparatory and Liberal Studies Representative does not sit on a standing committee, and the Voting Directors Accountability Manual 6.5 Governance Oversight section 4 states that education centre representatives are required to “maintain membership on at least one standing committee and attend the meeting in office or stated otherwise.”

Whereas By-Law 5.1.e: Board of Directors Members states that “the position of Director shall be deemed vacant if: (e) If they are absent at two consecutive meetings of the Board, without having provided written regrets in advance to the Director Communications and Internal or the General Manager, the Board may pass a resolution declaring that the member has abandoned their office, then the Director shall be deemed to have resigned their office.

Whereas By-Law 5.2: Declaration of Vacancy states “if the office of a Director becomes vacant under section 1, the Director of Communications and Internal (or the General Manager in case of the Director of Communications and Internal) shall at its next meeting of the Board declare the office to be vacant, except if a vacancy occurs as a result of the death of a Director, the declaration may be made at either of its next two meetings. (By-laws 2019as amended F2020, b.5, s.2)”.

Whereas the Board of Directors has a responsibility to hold each other accountable and ensure the proper use of student fees.

Be it resolved that the SAGBC Board of Directors declares that the Preparatory and Liberal Studies Representative has abandoned their office.

Be it further resolved that the Preparatory and Liberal Studies Representative shall be deemed to have resigned their office.

Moved by: Max Davidson, Acting Director of Communications and Internal

Seconded by: Sonakshi Chanana, Business Representative

Discussion:

Speakers List to include – Muhammad Usman, Director of Education & Equity; Rosalyn Miller, General Manager; Max Davidson, Acting Director of Communications and Internal; Barichisu Osman Abugblia, Community Services and Early Childhood Representative;

- Opportunity to give the Preparatory and Liberal Studies Representative to speak is provided and opportunity was not taken to discuss and explain.

Motion to amend motion to remove and place with the following statement;

Be it resolved that the Preparatory and Liberal Studies Representative has been provided

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notice related to attendance and is required to meet his obligations under the VDAM and

Be it further resolved that the Preparatory and Liberal Studies Representative will join a standing committee and attend its meeting in January and all subsequent meetings

Moved by: Max Davidson, Acting Director of Communications and Internal

Seconded by: Sonakshi Chanana, Business Representative

Discussion:

- Max Davidson, Acting Director of Communications and Internal revises motion updates the series of events that has unfolded during this meeting time
- Barichisu Osman Abugblia, Community Services and Early Childhood Representative asks if email sent could be shared to the board and the Acting Director of Communications and Internal advises no consent was provided but summed up email that was sent to selected members

Vote: Carries

*Back to the main motion with the accepted changes

Vote: Carries

16. Other Business

- CFS 42nd National Annual General Meeting Update by Max Davidson, Acting Director of Communications and Internal

17. Adjournment

Whereas the Board Meeting was scheduled till 8:00 PM

Be it resolved that the Board Meeting is adjourned at **7:55PM**

Moved by: Kaung Zin Hein, Construction and Engineering Representative

Seconded by: Barichisu Osman Abugblia, Community Services and Early Childhood Representative

Discussion: None

Vote: Carries