



## **Board of Directors Meeting**

Sunday, January 24th, 2021

Google Meet, Concordia University, Montreal, Canada

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### 1. ATTENDANCE

Name	Role	Present
Luca Manolache	Chairperson of the board	X
Adrienne Digo	Secretary to the board	X
David Ronci	President	X
Kimiya Derakhshani	Vice-President of Internal Affairs	X
Hanna Lee	Vice-President of Financial Affairs	X
Isabelle Bacon	Vice-President of External Affairs	X
Amanda Morgan	Vice-President of Academic Affairs	X
Kayla Charky	Vice-President of Sports and Competition	X
Ariane Drouin	Vice-President of Marketing and Communications	X
Jonathan Fisch	Vice-President of Social Affairs	X
Sierra Campbell	Building, Civil and Environmental Engineering (BCEE) Representative	X
Zafir Khalid	Computer Science and Software Engineering (CSSE) Representative	X
Michael Arabian	Electrical and Computer Engineering (ECE) Representative	
Manon Maistre	Mechanical & Industrial Engineering (MIE) Representative	
Tharushi Rathnayaka	Independent Representative	X
Zach Bys	Independent Representative	X
Julia Levantian	Sage	X



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## 2. SUMMARY OF MOTIONS

Motion	Motion	Result
20210124-01	Motion to call Council motion 20210104-01-Amended to a vote. Notably, “during the budget approval BOD meeting, VP Finances from each society are permitted to be present to clarify questions regarding their budget.”	Defeated
20210124-02	Motion to call Council motion 20210104-02-Amended to a vote. Notably, “Motion to have the full member society budgets approved by the BOD before the 1st of September of every year”	Defeated
20210124-03	Motion to call Council motion 20210104-02 to a vote. Notably, “Motion to have the full member society budgets approved by the BOD before the 15th of October of every year”	Passed in unanimity
20210124-04	Motion to close the session.	Passed in unanimity
20210124-05	Motion to open the session.	Passed in unanimity
20210124-06	Motion to motion 20210104-03. Notably, “Motion to make the BOD agenda available to member society executives in the week following the BOD meeting”.	Defeated



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20210124-07	Motion to close the session.	Passed in unanimity
20210124-08	Motion to open the session.	Passed in unanimity
20210124-09	Motion to send a clear email to all VP Finance of societies about the procedure to spend money during the summer.	Passed in unanimity
20210124-10	Motion to close the session.	Passed in unanimity
20210124-11	Motion to open the session.	Passed in unanimity
20210124-12	Motion to close the session.	Passed in unanimity
20210124-13	Motion to open the session.	Passed in unanimity
20210124-14	Motion to close the session.	Passed in unanimity
20210124-15	Motion to open the session.	Passed in unanimity
20210124-16	Motion to close the session.	Passed in unanimity



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20210124-17	Motion to open the session.	Passed in unanimity
20210124-18	Motion to have the VP Finance and President of ECA look into this topic so an informed decision can be made on Council motion 20210119-10.	Defeated
20210124-19	Motion that the VP Finance should write at the end of mandate report that there was an office manager when school was in person.	Passed in unanimity
20210124-20	Motion to close the session.	Passed in unanimity
20210124-21	Motion to open the session.	Passed in unanimity
20210124-22	Motion to approve the EngGaames Approved Budget 2020-2021.	Passed in unanimity
20210124-23	Motion to close the session.	Passed in unanimity
20210124-24	Motion to open the session.	Passed in unanimity
20210124-25	Motion to approve <i>UAV Approved Budget 2020-2021</i>	Passed in unanimity
20210124-26	Motion to close the session.	Passed in unanimity



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20210124-27	Motion to open the session.	Passed in unanimity
20210124-28	Motion to close the session.	Passed in unanimity
20210124-29	Motion to open the session.	Passed in unanimity
20210124-30	Motion that the budget be redisplayed in a manner where the equipment fund budget is included the same way we see the budget lines, and the amounts to be reevaluated for next BOD.	Passed in unanimity



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### 3. PROCEDURES

#### 3.1. Opening of the meeting

Meeting opened at 10:04 AM

#### 3.2. Appointment of the Chair

Kayla, seconded by Ariane, motions to appoint Luca as chair for this meeting of the Board of Directors.

Passed in unanimity

#### 3.3. Appointment of the Secretary

Kayla, seconded by Kim, motions to appoint Adrienne as secretary for this meeting of the Board of Directors.

Passed in unanimity

#### 3.4. Approval of the Agenda

Kayla, seconded by Ariane, motions to approve the agenda.

Passed in unanimity



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### 3.5. Approval of Previous BOD's Minutes

Kayla, seconded by Ariane, motions to approve previous BOD's minutes.

Passed in unanimity

## 4. EXTERNAL PRESENTATIONS

4.1. N/A

## 5. RETURNING BUSINESS

### 5.1. Discussion and Vote of Council's Motions

*Discussion of Council Motion 20210104-01*

Kayla: Julia, you had a point why this isn't a good idea.

Julia: I didn't see why it was necessary with 2. We're fine with no members. If they want one, it's fine. Otherwise it's excessive. Up to you.

David: Two because the SAE President doesn't know the finances of each of his departments. The second person would help with knowledge.

Kim: On the mandate of their VP Finance, they are supposed to know.

Hanna: Some societies have more than one finance for each division.

David: Most of the Board is not supposed to ask questions about the budget line. It's supposed to be the final amount. Even if we ask society questions, the budget





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should already be completed and used up. Allocating numbers arbitrarily shouldn't happen at all. While I understand the appeal, it's in the best interest of VP Finance is to have those numbers beforehand.

Hanna: It's good to have people from their societies to have a say in their budgets for transparency. It's best to obtain - if they say like, "what do they need this for and that for". I could have a deeper understanding of what they can say.

David: Budget line should be clear to the user and you when reading the budget line. It shouldn't be more complex than that. We shouldn't change the numbers at BOD.

Hanna: Last time, when I did the budget, I understood the reasons why. I made the numbers and there was a lot of resistance with the BOD. Being there and seeing why some things get rejected is good to know as well (for transparency). They can stand up for it.

Kayla: You should have this discussion before-hand. The BOD is there just to pass and ask questions if necessary. Justification, not knowing what budgets correspond to should be done before-hand

Julia: In the council meeting last time, they were upset because in the minutes, the BOD asked certain questions, they didn't agree with certain questions. That's fine. They can come. But the amount allocated isn't up for rebuttal.

Hanna: Julia said what i wanted to say.

David: I don't want to vote if it's not properly discussed. If there's a large issue with the allocation, perhaps BOD should decide to not vote on budgets at BOD, rather pushed a week or two and re-evaluated. Re-discussed with societies to find out the values and importance of things. So budgets aren't pressured to be done. Answers could be asked during BOD. Things not properly allocated can be reconsidered for the upcoming BOD.

Hanna: That's more time-consuming. As Kayla said, I speak to each finance member for budgets. They give me reasons why it's not allocated properly. I then allocate accordingly. Then, in BOD some numbers changed. Hence their frustration. For them to be there, there is a sense of control. Therefore most of it gets approved. I understand BOD members don't understand the needs of societies in terms of budgets, it's good that they're there. Preliminary decisions on allocations can be done before BOD, and reasons are listed in BOD.

David: We're not discussing anything. VP finance should be able to answer every question. Otherwise, it shouldn't be approved and delayed 2 weeks. Delaying is



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unfortunate but it's something that shouldn't be approved. It adds less pressure to make modifications.

*Amanda joined at 10:20AM*

Hanna: David, I agree we shouldn't modify. But numbers allocated were questioned and adjusted in the last BOD. We should move to doing budgets sooner because some of the points raised were that some societies want to know their budgets before September to be able to register for competitions.

Ariane: If we have BOD and societies, there's gonna be many arguments; a mess. We are choosing their budgets so it's normal for them to change

Julia: Having members there, VP Finance role is to stand their ground and resolve budgets. Bridging them in, VP Finance is no longer the liaisons with BOD and societies. It becomes an additional source of conflict.

Hanna: I agree, but this is based on my experience in last BOD. What I allocated, all of it was questioned. I think it's good for them to be there.

Julia: We shouldn't have made so many changes. Maybe if there were so many concerns, we should vote on another BOD a week or 2 later.

Kayla: motion to amend motion. Instead, have VP Finances from each society present rather than 2 voting members.

20210104-01-Amended: Kayla, seconded by Zach, motions to amend motion 20210104-01 to state: "during the budget approval BOD meeting, VP Finances from each society are permitted to be present to clarify questions regarding their budget."

Vote on 20210104-01-Amended

For: 7

Against: 3

Abstain: 2

20210104-01-Amended is passed in unanimity

*Isabelle left at 10:35 AM*  
*Isabelle entered at 10:36 AM*



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20210124-01: Kayla, seconded by Zach, motions to call Council motion 20210104-01-Amended to a vote. Notably, “during the budget approval BOD meeting, VP Finances from each society are permitted to be present to clarify questions regarding their budget.”

Motion 20210124-01: Vote

For: 5

Against: 6

Abstain: 1

Motion 20210124-01 is defeated as per Bylaw B.4.7. requiring a two-thirds majority vote of the BOD.

### *Discussion of Council Motion 20210104-02*

Hanna: Instead of October, September 1st, so we can do it in the summer.

20210104-02-Amended: Hanna, seconded by Ariane, motions to amend motion 20210104-02 to state: “motion to have the full member society budgets approved by the BOD before the 1st of September of every year.”

Ariane: Asking them to do the budgets in the summer, I’m not sure all societies would agree.

David: There's nothing stopping the VP finance to do it in the summer. Suggestion from the council, the 15th of October is the latest date. To force them, where some are not operational during the summer won't work. Maybe earlier October, it should be based on when societies are capable. There's lots of ways to go around it. The amendment doesn't mean anything.

Julia: The finance decides their own society deadline. I question the relevance of putting more restrictions for the members of the BOD. Technically nothing happens to VP Finance if nothing gets done. I don't see the point.



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Hanna: It's not true if nothing happens if budgets don't get approved. Budgets were approved a lot later.

Isabelle: When's the current deadline for making budgets?

David: Technically there's no official deadline. It's the first two weeks of October traditionally. It can be done earlier; it depends on the VP Finance.

20210124-02: Ariane, seconded by David, motions to call Council motion 20210104-02-Amended to a vote. Notably, "Motion to have the full member society budgets approved by the BOD before the 1st of September of every year"

Motion 20210124-02: Vote

For: 3

Against: 8

Abstain: 2

Motion 20210124-02 is defeated as per Bylaw B.4.7. requiring a two-thirds majority vote of the BOD.

20210124-03: Ariane, seconded by David, motions to call Council motion 20210104-02 to a vote. Notably, "Motion to have the full member society budgets approved by the BOD before the 15th of October of every year"

Ariane: Do you think we should put this in the bylaw?

David: For clarity, we didn't make a motion. It's a suggestion. No official motion has been made to board. Having it passed and making it to a bylaw is different. It's a bylaw proposed change. If it's suggested, I can show anyone who wants to do it, or future BOD.

David: We have the suggestion, and we can create a motion based on it. We should re-formulate it. It's a suggestion from the council. If we make a motion on it, we should discuss the agenda point and then we create a motion on BOD level and work off of that.



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Kim: So we don't have to amend anything, we can just make the motion in the new state.

Motion 20210124-03: Vote

For: 9

Against: 1

Abstain: 1

Motion 20210124-03 is passed in unanimity

*Discussion of Council Motion 20210104-03*

20210124-04: David, seconded by Julia, motions to close the session.

Motion 20210124-04 is passed in unanimity

20210124-05: Kayla, seconded by Kim, motions to open the session.

Motion 20210124-05 is passed in unanimity

20210124-06: Kayla, seconded by Kim, motions to motion 20210104-03. Notably, "Motion to make the BOD agenda available to member society executives in the week following the BOD meeting".

Motion 20210124-06: Vote

For: 3

Against: 8

Abstain: 1

Motion 20210124-06 is defeated as per Bylaw B.4.7. requiring a two-thirds majority vote of the BOD.



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### *Discussion of Council Motion 20210119-01*

20210124-07: David, seconded by Isabelle, motions to close the session.

Motion 20210124-07 is passed in unanimity

20210124-08: Ariane, seconded by David, motions to open the session.

Motion 20210124-08 is passed in unanimity

20210124-09: Ariane, seconded by Isabelle, motions to send a clear email to all VP Finance of societies about the procedure to spend money during the summer.

Motion 20210124-09 is passed in unanimity

### *Discussion of Council Motion 20210119-02*

20210124-10: Ariane, seconded by David, motions to close the session.

Motion 20210124-10 is passed in unanimity

20210124-11: David, seconded by Isabelle, motions to open the session.

Motion 20210124-11 is passed in unanimity



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David: This is for the minutes- We will discuss this in ECA meetings. It is important to us and we will work on advertising it in the future.

### *Discussion of Council Motion 20210119-03*

Isabelle: As a suggestion- Can we talk about it in the Exec. meeting and move on again? If you guys want.

Ariane: Yes.

### *Discussion of Council Motion 20210119-04*

20210124-12: David, seconded by Kayla, motions to close the session.

Motion 20210124-12 is passed in unanimity

20210124-13: Kayla, seconded by Amanda, motions to open the session.

Motion 20210124-13 is passed in unanimity

### *Discussion of Council Motion 20210119-05*

David: To clarify, the motion was brought up because societies should have a voice in the summer and have Council to be held during the summer period.

Ariane: To change bylaw, do we need  $\frac{2}{3}$  ?



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Luca: Yes

David: People have their own individual lives within- academic year starts September and ends April. If an ECA member wants to do society operations, it's up to their own right. Although ECA has a duty to perform Frosh in the summer. I don't think it should be mandated for this to happen as a mandatory event.

David: If a society wants to discuss something, they should present themselves to an ECA member and form a communication to their needs and wants if they wanna discuss it immediately in the summer. That option was always available to them I believe.

### *Discussion of Council Motion 20210119-06*

David: This is for 4.7. I think it was referring to voting on CEO. They want to say, societies should have a right in the selection of the CEO within the ECA. That's what they wanted to bring up.

Luca: ECA's honorarium. They wanna change  $\frac{2}{3}$  vote of BOD to  $\frac{2}{3}$  majority vote of council. Can someone confirm?

David: Yes.

20210124-14: Kayla, seconded by Isabelle to close the session.

Motion 20210124-14 is passed in unanimity

20210124-15: Ariane, seconded by Kim to open the session.

Motion 20210124-15 is passed in unanimity

Ariane: Let's move on to the next point.





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David: The honorarium will be given on whether they complete or not their mandate. It will continued to be decided by the BOD

### *Discussion of Council Motion 20210119-07*

Daivd: I think during Council, it was recognized after the motion was made, there were already things in course to incur this. So I believe that they realized after it wasn't necessary motion to be made. That's all my clarification.

20210124-16: Isabelle, seconded by Kayla to close the session.

Motion 20210124-16 is passed in unanimity

20210124-17: Isabelle, seconded by Kim to open the session.

Motion 20210124-17 is passed in unanimity

### *Discussion of Council Motion 20210119-08*

Kayla: I don't hate this. Why not. Sure, they can do the interviewing. We might have a stake in something like that whereas they won't. I don't see why we shouldn't just do this.

David: What happens is, when you vote within BOD, if there's a conflict of interest. You don't vote on matters that benefit you. Additionally, we are elected officials to represent the whole student body. BOD abstain for that case so that current thing that may affect them positively.

Kayla: That makes sense. We can move on.



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### *Discussion of Council Motion 20210119-09*

Kayla: Didn't we make a change to this in one of the previous meetings that was more fair and add that to the bylaws? I got a nod yes from Kim.

David: I would like to say that this shouldnt be added as a bylaw. It can be created as a finance policy, so if we think this is important, we can mandate that the certain financial operations be made known on wiki. Or policy be made in future to accommodate these kinds of things.

Hanna: Isn't the bylaws our policy?

*Julia left at 11:47 AM*

David: Bylaws and policies are different. There are policies that are available on website, and others no. There are additional rules where things can be written in detail that could be adhered by the BOD so no they are not the same

Hanna: I've never seen those policies David. So I thought the bylaws were part of our policies

David: There are policies on our website right now. The fourth drop down. That's the policy we use for society creation.

Hanna: Okay. I think they want something more official to be written.

David: Policy is official.

Hanna: But in terms of finance. Society creation isn't finance related.

Luca: Can we move on the next one? Yes? Okay.

### *Discussion of Council Motion 20210119-10*

Ariane: All the banks- when you put an account. What does that imply for society?

David: Can you repeat?

Ariane: What does it imply legally?



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Kim: I don't know if we have the knowledge regarding this. I thought legal entities can have their own accounts because of tax and stuff. Melize mentioned: another society can open as subsidiaries. Maybe we can ask a bank? I don't know.

Hanna: I don't know if that's the case with other societies Melize is in. All of their societies have their own bank account, they didn't do taxes because they didn't know, and they had to pay.

Hanna: To answer Kim, they can have their- they can open an account. We have a separate account under us. When it comes to their spending, we can't tell what they spent. It causes more finance work cuz we have to verify. In terms of legal processes in making accounts, it's doable but were still accountable for whatever they use it for. I think it creates more VP Finance work. They still have to take care of their own axes. They have to have their own accountant as well if I'm not mistaken.

David: I don't think we have the knowledge right now to make any good decisions. Whether it's possible or legal implications. Maybe she's liable in some way? We don't know the situation. We are aware we are the legal entity for our societies which are entities created under the ECA. We are the EC and they're also ECA and we are their company. If it's possible within this account, I would say if the BOD wants to ask someone to look into this and ask questions where things have to be done properly, we can't say anything on the motion because it's uninformed decisions.

*Zach left at 11:56 AM*

20210124-18: Kayla, seconded, Isabelle motions to have the VP Finance and President of ECA look into this topic so an informed decision can be made on Council motion 20210119-10.

Motion 20210124-18: Vote

For: 3

Against: 2

Abstain: 4

Motion 20210124-18 is defeated as per Bylaw B.4.7. requiring a two-thirds majority vote of the BOD.



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### 5.2. Discussion of Hiring an Office Manager (Hanna Account Access?)

Luca; Can i have a clear answer if Hanna has online access?

Hanna: They're open I can call the account manager to get direct deposits, but no online access

*Tharushi left at 12:01 PM*

Motion that the VP finance should at the end of mandate that

20210124-19:Ariane, seconded by Hanna motions that the VP Finance should write at the end of mandate report that there was an office manager when school was in person.

Motion 20210124-19 is passed in unanimity

## 6. NEW BUSINESSES

### 6.1. Budgets Re-Vote

*Hanna presented the EngGames Approved Budget 2020-2021*

Hanna: This is what was approved in October. They requested to open a revision because entrepreneurship and EnGames machine. Machines is to be confirmed. I have a letter from their organizers if you wanna see. This is what needs to be approved in BOD if everyone agrees.

Ariane: What's "delegate subsidy" and why did it go down?

Hanna: Today's points are the ones I revised in the third column.



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*Sierra left at 12:06 PM*

20210124-20: Kayla, seconded by Isabelle, motions to close the session.

Motion 20210124-20 is passed in unanimity

20210124-21: Kayla, seconded by Kim, motions to open the session.

Motion 20210124-21 is passed in unanimity

20210124-22: Kayla, seconded by Hanna motions to approve the EngGaames Approved Budget 2020-2021.

Motion 20210124-22 is passed in unanimity

*Hanna presented the UAV Approved Budget 2020-2021*

Hanna: For UAV, they weren't able to do USC, they missed the deadline. They requested for AUVSI. USC to be given to AUVSI. I give them 4 thousand 500 extra. Part of the previous competitions, Rabby said they didn't attend but they gave me a full report of all the competitions and all they won.

20210124-23: Kayla, seconded by Isabelle to close the session.

Motion 20210124-23 is passed in unanimity

20210124-24: Kim, seconded by Isabelle to open the session.

Motion 20210124-24 is passed in unanimity



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20210124-25: Kayla, seconded by Kim motions to approve *UAV Approved Budget 2020-2021*

Motion 20210124-25 is passed in unanimity

*Hanna presents the Society Requests Equipment Fund*

Hanna: So, this semester there won't be office supplies given. But materials and equipment, there are some funds we can give. CSME requested 3D printing I approved. EngGames: machines is given 1k for equipment. IEE for lab restock. SAE: requested for cables, no approval for camera. If you have specific questions

20210124-26: Kayla, seconded by Kim to close the session.

Motion 20210124-26 is passed in unanimity

20210124-27: David, seconded by Kayla to open the session.

Motion 20210124-27 is passed in unanimity

David: I motion that the budget be reevaluated and presented in a clear and understanding manner for all Societies and BOD.

Hanna: Budget approved last semester was without equipment fun. Equipment fund was separate. It's operating cost. If it is vague, I can show you descriptions. This is not part of the BOD agenda. It's to just approve the amounts allocated because I saw it as fitting

Kayla: The reason why we are tabling this is because it's not clear. And I think it needs to be more clear for record keeping, and clarity.



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Kim: I think hanna has the description for what the societies are asking. What could save us here, is Hanna, send us the descriptions and we can go through them and table it for the next meeting.

Hanna: I understand, I don't think it's ideal for it to be extended each time. They need their budget. What was presented and approved isn't considering the equipment fund. It's separate.

20210124-28: Kayla, seconded by Ariane, motions to close session.

Motion 20210124-28 is passed in unanimity

20210124-29: Kim, seconded by Kayla , motions to open session.

Motion 20210124-29 is passed in unanimity

20210124-30: David, seconded by Kayla, motions that the budget be redisplayed in a manner where the equipment fund budget is included the same way we see the budget lines, and the amounts to be reevaluated for next BOD.

Motion 20210124-30 is passed in unanimity

Hanna: I want to point out the longer we delay this, the longer the societies have to wait to send budget.

David: We are responding to a budget presented by VP Finance at discretion when the VP finance wants to present. Added that it should already be done. Having the BOD voting on something they don't agree with isn't right.

Hanna: What's done is done. We can look for solutions and make the best out of what happened. Not to say that I'm presenting the budget late.

David: We can disagree with the budget forever because it's up to the BOD as we are rep of the student body. And whatever circumstances is, it is what it is.



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Hanna: I think it's in the best interest of BOD to get budgets done ASAP so societies can function. Technically I've given the description; everything is there. Again, I'm open to answer them and give you a case for each.

David: To clarify, the final budget approval is up to the discretion of the BOD and not to the VP Finance.

## **7. ANNOUNCEMENTS & VERBAL REPORTS**

Ariane seconded by Kayla, motions to adjourn the meeting.

*Meeting adjourned at 12:54PM*