

Chair	Matt McLean
Secretary	Michal Kononenko
Expected Attendees	Leila Meema-Coleman, Sarbajoy Majumdar, Kevin McNamara, Victoria Debrincat, Abdullah Barakat, Allyson Francis, Andrew Svoboda (Call in), Shale Craig (Call in), Cody Bechberger, Don Tu
Excused Absences	None

Engineering Society Board of Directors Meeting Agenda *October 2014*

1.0 Welcome and Call to Order

Speaking: *Chair*

The meeting was called to order at 7:00pm

2.0 Approval of Agenda

Motion: Approve the agenda

Mover: Cody Bechberger

Seconder: Victoria Debrincat

Motion passes unanimously

3.0 Approval of October 16 Meeting Minutes

Motion: Approve the minutes

Mover: Abdullah Barakat

Seconder: Sarbajoy Majumdar

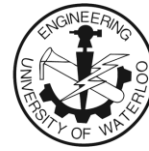
Motion passes unanimously

4.0 New Business

4.1 Board discussion with GRC committee members

Speaking: Matt McLean

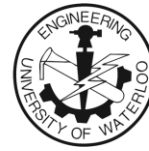
- At the first meeting, the chair mentioned that training for the board members was to be done.
- The best way to do training is to speak with the Governance Review Committee.
- Two of the former members of this committee, Leila Meema-Coleman and Allyson Francis, are present
- First, Leila will review why the changes need to be done



- Speaking: Leila Meema-Coleman
 - If we want to incorporate in the future, we will need a Board of Directors. There is no need to incorporate right now but if in the future this is an option it would be good to be set up to
 - The Board was also created as a pilot project and proof-of-concept should a board be needed in the future
 - Also, it is good practice to oversee financials that are not overseen by council
- *Point of information:* Can you explain incorporation?
 - Incorporation would make EngSoc its own separate legal entity.
 - If EngSoc incorporated, it would be able to make money, own property, etc.
 - Currently, this would result in a large financial expense of relatively little gain. U of T's Engineering Society is incorporated, but we are not. This current regime works for us at the moment.
 - Finally, the purpose of the board is to create a year-round administrative body available to support A and B Societies in developing EngSoc's vision.
- *Point of information:* You mentioned this board is a practice session. Does that imply a lack of permanence in the board's structure?
 - Certainly not. The board is meant to be a permanent part of EngSoc, but there will obviously be a learning curve as we move towards solidifying the board's procedures.
- *Point of information:* What changes in EngSoc are expected due to creation of the board?
 - The creation of the board was motivated by good practice. FedS audits EngSoc annually, and they wanted oversight on financials that were not done by Council
 - Board does not want to take workload away from council while it is being reviewed
- *Point of information:* The constitution states that the business and affairs of EngSoc shall be managed by a Board of Directors. From a practical perspective, what will be directly managed by BOD, and what will be managed by council?
 - The board will manage money not obtained from student deposits
 - This includes revenues from the C & D, Novelties, etc.

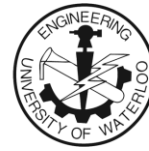
4.2 Mid-term budget Actual approvals [See attached documents]

- *Speaking:* Kevin McNamara
 - The budgets and actuals over the summer term were brought



up at the board's first meeting of the term, but the actuals were not approved by Board

- It is required for budgets to be approved at the beginning, middle, and end of each term
- ECIF ran a deficit due to few deposits over the summer, but the fund itself is not in deficit
- The Income in the Corporate section consisted of advertising sales for the Orientation Week Book
- No significant expenses were incurred through the summer
- The General account consists of payroll, novelties and Ridgidware revenues
- The Income account for BSoc covers the BSoc portion for payroll
- Donation Revenue account is income mostly earned from GradComm donations
- Iron Warrior Income came through advertising
- Novelties income is from sales
- Revenue account holds miscellaneous revenue items
- RidgidWare income consisted of the Dean's contribution for starting the shop
- Scholarship expense was to fund 3 leadership awards and the first-year award
- Sponsorship expenses were for BSoc's sponsorship during the summer term
- The expense items are as follows
 - Bank charges were incurred due to EngSoc's bank transactions
 - Bar Services: licensing POETS incurs a fee. If the bar minimum isn't met, EngSoc has to pay the difference
 - Cable: Fee for running cable TV and internet to POETS
 - Payroll: EngSoc employees
 - Dues: These are fees for CFES and ESSCO, drawn from funding from the Dean
 - Iron Warrior: Expense was printing costs
 - Joint Council: Expenses incurred due to running Joint Council
 - For General Expenses, ASoc and BSoc pay into the general accounts, and the expenses are drawn from that account
 - Orientation Week: These expenses are covered by A and BSoc, and include booking Hagey Hall for ComEng, EngSoc slap bracelets, and EngSoc-funded components of Orientation Week
 - Novelties and POETS are fairly self-explanatory
 - Sponsorship: These were paid out over the summer, but the account also includes reimbursements from the



- prior term
 - Supplies: Account consists of Orifice Supplies
 - Telephone: Telephone bills for the Orifice
 - Postage: These were fees incurred for postage services, involved in mailing checks, mailing invoices, etc.
- *Point of information:* Do we have an external contractor for cable and telephone or do we go through the university?
 - We currently make use of University services for cable and telephone. We also get a good deal from the university as the phone is used quite a bit, and the service is pretty affordable.
 - The C & D had a slow term over the summer, which is why it is in deficit. This happens from time to time, and so it is nothing to worry about, especially during the summer.
 - A plan is being made to improve ordering
 - The department-specific income item includes income from departments ordering food from the C & D for their events
 - Cash variance is an expense reflecting offers to keep the change, errors in counting cash over the day. These errors accumulate and are accounted for here
 - Casual Payroll: this is a payroll expense for part-time events
 - Fuel: Vendors can charge us for fuel used at events
 - Phone: Small expense for phone services to the C & D
 - Monthly Payroll: Expense for C & D full-time staff
 - Utilities: Expense for running water and power to the C & D
 - Other Income: Miscellaneous expense for C & D income external to the other items
- *Point of information:* Where is the account for C & D gift certificates?
 - C & D gift cards get charged to the directorships' respective budgets, and the funds from gift cards go into the weekly sales revenues

Motion: Approve the Actuals for the Summer term

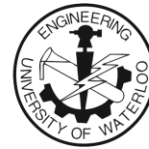
Mover: Kevin McNamara

Seconder: Abdullah Barakat

Result: Motion passes unanimously

4.3: Fall midterm budget review

- *Speaking:* Kevin McNamara
 - The budget actuals for this term include all expenses from the beginning of the term to October 17th
 - General and C & D budgets run from the first of September
 - The corporate account is sitting at 16514.48
 - Three installments per year cover yearbook payment. The ads in the yearbook more than cover what we need for printing.
 - The general account is currently in a deficit. This is due to the payment of student fees from FedS not being processed. The payment



has been received, but Mary Bland has been on vacation, and the payment was not processed in time for the budget review.

- Novelties sales are going well, with most of the revenue coming from coverall sales
- Bar services expense also covers delivery of bar goods.
- Supplies have gone over budget, due to under-estimated budget for Orientation Week, as well as with P**5.
- P**5 expenses consisted of payouts for previous terms
- *Point of information:* What falls under repairs and renovations?
 - This is not explicitly stated.
 - EngSoc budgeted for OWeek, but it wasn't included in the term budget
 - Department orders are steady in the C & D, and the shop is currently sitting in the black this term
 -

Motion: Approve actuals from September 1st to October 17th as presented

Mover: Kevin McNamara

Seconder: Victoria Debrincat

Result: Motion passes unanimously

4.3 Termly Secretary Appointment Procedure [See Appendix A]

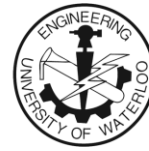
Speaking: Sarbajoy Majumdar

- Based on experiences from the first meeting, a board member would be overwhelmed if he also had to be secretary, and the role of secretary would distract a board member from making decisions
- This motion would merge the role of EngSoc council secretary and board secretary
- We don't want to waste time deciding who should be board secretary early in the term when major decisions are being made

Discussion on motion

- Debrincat: The secretary position would have to be changed, and the applicant would have to be made aware that the secretary position would have a larger commitment
- Francis: This would also imply that the executive chooses the secretary for the board, which runs counter to the mandate of the board to provide oversight for the executive
- Svoboda: What if we elected a secretary prior to the term?
- Bechberger: This means we would have to pick a secretary 2 months in advance of when they would be needed
- Meema-Coleman: We can open applications for chair soon, and run applications for board secretary concurrently with chair applications
- Barakat: We can use the same process as we used to take on a B-Soc member, apart from the physical meeting needed to decide the member.
- McLean: That is an option, but it would have to happen during exams

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- Meema-Coleman: The extra elections would also slow down the board meeting
- Craig: Alternately, we can allow the council secretary to default to temporary board secretary until a board secretary is chosen
- McLean: This means we would have to do an email vote during exams, even though they limit discussion on the candidates
- Barakat: We could call a special meeting of board to discuss the issue
- McLean: Based on this discussion, the following would be our process
 - A call will be made for applications for board secretary and chair on the last day of classes
 - The board will vote via email to select the chair and secretary

Motion: Amend the motion to adopt the procedure mentioned by Matt McLean
/* Secretary's note: The motion has been altered to reflect this motion */

Mover: Don Tu

Seconder: Victoria Debrincat

Result: Motion passes unopposed

Continued Discussion on Motion

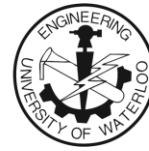
- McLean: Is the secretary selection something that we want to send to committee?
- Meema-Coleman: We could bring this motion back to the board once the board governing documents are underway
- Debrincat: We should approve as much as possible in council with regard to governing documents before the documents are adopted by board
- McLean: Board-related procedural matters do not need to go to council. They can be approved in board.
- Meema-Coleman: The board is currently writing an internal board procedures manual. This manual will standardize chair selection and secretary selection. This manual will not contravene any established bylaws
- McLean: Shale Craig will be the owner of this project. The details will be discussed at the next board meeting.

Sarbajoy Majumdar withdraws his motion

5.0 November Meeting Date Discussion

- *Speaking:* Matt McLean
 - Sundays seem to work as a good time for meetings. How would November 23rd at 7:00 PM work for everyone?
- Bechberger: Free at the time
- Debrincat: Not going to be free, but can Skype in to the meeting
- McLean: Are other people hesitant on that date?

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- Tu: Will be able to Skype in
- McLean: A Doodle poll will be sent out to decide on board meeting time.

6.0 Adjournment of Meeting

Motion: Adjourn the Board Meeting

Mover: Cody Bechberger

Seconder: Sarbajoy Majumdar

Result: Motion passes unopposed

Appendix A

Motion	
Title:	Stop the Secretary Scramble
Mover:	Sarbajoy Majumdar
Seconder:	Victoria
Spirit:	To fix the way Board appoints a secretary for future terms.
Whereas:	Minutes are necessary for every board meetings for approvals yet current secretary is only appointed for Fall 2014 term.
BIRT:	The board secretary will be elected via the following process: <ol style="list-style-type: none">1. A call for applicants for the position of board secretary will be held at the last day of classes of the prior term2. The board will then select a secretary.3. The secretary will then be approved on the first meeting of the board held on the successive term
BIFRT	