# University of Toronto Graduate Students’ Union

## Board of Directors Meeting Agenda

Hybrid, on Zoom and in person (Grad loft, 16 Bancroft Avenue)
Monday, May 13, 2024 6:00 p.m. to 8:00 p.m. EDT

<table>
<thead>
<tr>
<th>EXECUTIVE OFFICERS</th>
<th>DIVISION THREE</th>
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<tbody>
<tr>
<td>Amir Moghadam, President</td>
<td>P Petra Duff</td>
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<td>Jady Liang, VP External</td>
<td>P Fateme Eskandary</td>
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<td>Farshad Murtada, VP Finance</td>
<td>P Griffin Schwartz</td>
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<td>Friedemann Krannich, VP Internal</td>
<td>P Dominic Shillingford</td>
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<td>Ameer Ali, VP Academics 1&amp;2</td>
<td>P Grisha Taroyan</td>
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<td>Julian Nickel, VP Academics 3&amp;4</td>
<td>P Joscelyn van der Veen</td>
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<td>P Amir Mohammad Zadeh</td>
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<th>DIVISION ONE</th>
<th>DIVISION FOUR</th>
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<tr>
<td>Kanika Josephine Lawton</td>
<td>P Hazirah Mohamad</td>
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<th>DIVISION TWO</th>
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<tr>
<td>Abdul Hamed</td>
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<td>Willis Opondo</td>
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<td>Hai Tran</td>
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<th>GUESTS</th>
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<tr>
<td>Nour Alideeb, Interim Chair</td>
<td>P Susana Boateng, Secretary</td>
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<tr>
<td>Corey Scott, Executive Director</td>
<td>P Gadfly Stratton, Equity Officer</td>
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Table Code: P (Present), A (Absent), R (Absent with Regrets), V (Vacated)
1. MEETING COMES TO ORDER

Meeting called to order at 6:05 pm

a. Appointment of Meeting Chair

MOTION

BIRT the UTGSU Board of Directors appoints Nour Alideeb as Chair for this meeting.

Moved: Krannich  Seconded: Nickel  Results: Passed

b. Appointment of Equity Officer

MOTION

BIRT the UTGSU Board of Directors appoints Gadfly Stratton as Equity Officer for this meeting.

Moved: Krannich  Seconded: Zadeh  Results: Passed

c. Land Acknowledgement and Equity Statement

The Land Acknowledgement and Equity Statement is read and agreed upon.

d. Adoption of Agenda

MOTION

BIRT the UTGSU Board of Directors approves the agenda as amended.

Moved: Krannich  Seconded: Schwartz  Results: Carries

e. Approval of Minutes

MOTION

BIRT the UTGSU Board of Directors approves the minutes for the Board of Directors meeting as presented in Item 1e of the agenda.

Moved: Krannich  Seconded: Nickel  Results: Carries
f. **Guests and Media**

**MOTION**

**BIRT** the UTGSU Board of Directors moves to seat all guests with speaking rights.

Moved: Krannich    Seconded: Shillingford    Results: Carries

2. **TRANSFER OF SIGNING AUTHORITY**

**MOTION**

**BIRT** the UTGSU Board of Directors ratify the following individuals as UTGSU Signing Officers, as per Bylaw 15.4, for the 2024-25 term:

- Amir Moghadam, President 2024-25 (keep)
- Farshad Murtada, VP Finance 2024-25 (add)
- Corey Scott, Executive Director (keep)
- Nusrat Huq, Finance Administrator (keep)

**BIFRT** the UTGSU Board of Directors remove the following individuals as UTGSU Signing Officers:

- Zoya Tawhidi, VP Finance 2023-24 (remove)

Moved: Krannich    Seconded: Taroyan    Results: Carries

**Discussion**

Krannich explains what a signing authority is. He states that they are designated officers who can make bank transactions on behalf of the Union.

3. **EXTENSION OF BOARD OF APPEAL CHAIR & VICE-CHAIR TERM**

**MOTION**

**WHEREAS** the policy on Board of Appeal and their appointment is currently under review at the Governance Committee; and
WHEREAS the Board of Appeal has received notices of appeals and has two duly-called constituted Boards of Appeal;

WHEREAS the Executive Committee has temporarily extended the terms of the Board of Appeal; therefore

BIRT the UTGSU Board of Directors confirm the Executive Committee motion from April 24, 2024:

Be it resolved that the terms for the BoA Chair and Vice-Chair be extended until August 31, 2024 or until new appointments are made by the Board of Directors, whichever comes first.

Moved: Jady, L. Seconded: Zoya, T. Result: Carried

Moved: Krannich Seconded: van der Veen Results:Carried

Discussion

Krannich states that the Board of Appeal Chair and Vice-Chair were appointed by the Board of Directors in January. According to him, their term ended in April but there are ongoing appeals which need to be completed. He states that the Executive Committee is recommending extending their terms until the end of August or otherwise as per the BOD directives.

Shillingford inquires if the BOD gets any information about the ongoing appeals or if the appeals are confidential.

Scott states that the Appeals Process is not very clear on access to information but that the Board of Appeal will typically notify the Board of Directors of appeal content when a response is required to make a ruling.

4. NOMINATING COMMITTEE FOR BOARD OF DIRECTORS CHAIR

MOTION

WHEREAS the UTGSU recently amended Bylaw 4.9 on April 15, 2024 to clarify the Chair of the Board of Directors appointment process; and

WHEREAS the application for the Chair of the Board of Directors has been posted from April 22 - May 12, 2024; and
WHEREAS the Nomination Committee should be composed of the incoming and outgoing President, the incoming and outgoing Vice-President Internal and one member of the outgoing Board of Directors, with the Executive Director will sit as a non-voting member; and

WHEREAS the Nominating requires additional Board of Director members in lieu of required seats; therefore:

BIRT the UTGSU Board of Directors establish a Chair of the Board of Directors Nomination Committee made up of:

- Amir Moghadam, President
- Friedemann Krannich, VP Internal
- One member from the outgoing Board of Directors
- The Executive Director (non-voting)

BIFRT that Abdul Hamed (Director Division 2) be appointed to the Chair of the Board of Directors Nomination Committee.

BIFRT the Nomination Committee has a recommendation by the June Board of Directors meeting.

Moved: Krannich  
Seconded: Zadeh  
Results: Carries

Discussion:

Krannich states that Alideeb has been filling in for individual meetings as an interim Chair. He states that the next meeting will have a motion to appoint a permanent Chair for the remainder of the governance year. He states that the bylaws require a Nomination Committee to be formed to recommend the Chair.

The Chair adds that anybody on the outgoing board can put their names forward for the Nomination Committee.

Hamed self-nominates to sit on the Nomination Committee. He is unopposed.

5. BUDGET INCREASES

MOTION

WHEREAS the Fiscal Year 2024 Budget (FY2024) requires increased allocations; and
WHEREAS there is currently no allocated budget to Board of Directors Honorariums from the 2023-24 governance year and no budget for the Board of Directors Retreat for the 2024-25 governance year; and

WHEREAS the Executive Training budget requires an increase to accommodate an executive retreat and additional trainings; and

WHEREAS the Conference & Academic Engagement Grants saw an increase in applications; therefore

BIRT the UTGSU Board of Directors approve the creation of a new Budget line under Union Expenses, Board of Directors;

BIFRT the UTGSU Board of Directors approves the allocation of $10,000.00 to the Board of Directors budget line from the Unrestricted Surplus Fund;

BIFRT the UTGSU Board of Directors approves the allocation of $1,000.00 to FY2024 Executive Training Budget line from the Unrestricted Surplus Fund, making the total budget for the year $5,000.00 from $4,000.00;

BIFRT the UTGSU Board of Directors approves the allocation of $4,000 to FY2024 Conference and Academic Engagement Grant Budget line from the Unrestricted Surplus Fund, making the total budget for the year $14,500.00 from $10,500.00.

Moved: Murtada Seconded: Moghadam Results: Carries

Discussion

Murtada states that one budget line needs to be created and two budget lines need to be increased. He states that the Board of Directors line should be recreated for the Board of Directors Honorarium and the Board of Directors Retreat. He states that the Executive Training line needs to be increased because an Executive Retreat was never budgeted for. He states that the Academic and Conference Engagement Grant needs to be increased due to increased applications and due to not fully using the fund during the COVID-19 pandemic.

Van Der Veen states that the Honorarium Committee had met to discuss the allocated amounts but never determined an amount. They are curious to know why a new amount has been proposed.
Scott states that no final report was created by the ad hoc committee due to time constraints. He states that the Board could reconstitute the committee.

Tran inquires about the number of applications for conference grants.

Murtada confirms that nineteen Conference and Academic Engagement Grants were allocated.

Scott states that the allocation for 2023-24 was based on the allocations from 2022-23. He states that the honorarium qualifications are under policy.

Moghadam inquires if the motion can be amended to recreate the reformation of the Honorarium Committee.

Murtada clarifies that the motion can be served to the next BOD meeting agenda.

Shillingford inquires if the honorarium amount will be set by the Board of Directors if that is a conflict.

Scott states that the Board Honorarium is ultimately set by the Members at the Annual General Meeting and as proposed by the Vice-President Finance. He states that this was not on the last agenda because of turnover in the organization around the AGM period. He states that the current proposal for the honorarium in the budget is for the 2023-24 fiscal year.

Shillingford inquires if it is possible for the Board to have the list of all the applicants for the Conference and Academic Engagement Grants.

Murtada states that he will confirm with the Finance Administrator but that he would need to remove personal information from the grant requests.

Krannich adds that applicants are usually approved at the Finance Committee level which constitutes members of the Board of Directors, therefore, they will definitely have the list.

6. APPOINTMENT OF COMMITTEES

MOTION

BIRT the Board of Directors confirm the appointments to the following Committees of the UTGSU:
● Governance Committee
  ● Vice-Chair [Executive Officer]: Amir Moghadam
  ● Division I (1): Vacant
  ● Division II (1): Hai Tran
  ● Division III (1): Joscelyn van der Veen
  ● Division IV (1): Vacant

● Finance Committee
  ● Division I (1): Vacant
  ● Division II (1): Vacant
  ● Division III (1): Petra Duff
  ● Division IV (1): Vacant

● Campaigns & Activism Committee
  ● Vice-Chair [Executive Officer]: Farshad Murtada
  ● Division I, II, III, IV (no limit): Petra Duff, Grisha Taroyan, Abdul Hamed, Kanika Lawton, Amir Moghadam

● Base Funding Committee
  ● Chair: Julian Nickel
  ● Vice-Chair: Ameer Ali
  ● Division I, II, III, IV (no limit): Fateme Eskandary, Hai Tran, Amir Moghadam, Griffin Schwartz, Hazirah Mohamad, Grisha Taroyan, Amir Mohammad Zadeh, Dominic Shillingford

● Election & Referenda Committee
  ● Directors/Officers (3):
    1. Joscelyn van der Veen
    2. Abdul Hamed
    3. Ameer Ali
  ● Chair (Selected from the three Directors/Officers)

● Graduate Affairs Committee
  ● Division I, II, III, IV (no limit): Fateme Eskandary, Kanika Lawton, Amir Mohammad Zadeh, Dominic Shillingford, Grisha Taroyan

● Grad Minds Committee
  ● Co-Chairs: Daisy Hu
  ● Executive Committee Representative (1): Jady Liang

Moved: Krannich
Seconded: Shillingford
Results: Carries

MOTION TO DESTROY BALLOTS

Be it resolved that the ballots be destroyed.
Moved: Krannich     Seconded: Moghadam     Results: Carries

Discussion:

Krannich states these committees are for the academic year and usually chaired by executive members of the UTGSU.

The Chair encourages members to self-nominate for as many committees they would like to be part of and further states that the Board of Directors can vote on google forms to select the Board member they would like to have on any committee if there is competition for a position.

Krannich clarifies that most vice chairs are Executives and that the Executive Committee makes recommendations for those roles, however, the final decision which Executive vice chairs a committee lies with the Board of Directors.

The Executive Committee introduces each of the Committees and their duties, tasks and standard meeting schedules.

Directors nominate themselves for positions on committees. The only contested position is for the Governance Committee (Division 2), where Tran and Opondo contest. Tran gets elected through a secret vote through Google Forms.

Krannich adds that the Executive Committee recommends Daisy Hu to be the co-chair of the Grad Minds. He states that the remaining recommendation will come following Grad Minds appointment of new officers.

7. NOMINATING COMMITTEE FOR INTERIM MEMBERS OF THE BOARD OF DIRECTORS

MOTION

BIRT the Board of Directors appoint an Interim members of the Board of Directors Nominating Committee set up as follows:

- Friedemann Krannich, VP Internal (Chair)
- Amir Moghadam, President
- Division I (1): Vacant
- Division II (1): Ameer Ali (due to no Board applicants)
- Division III (1): Grisha Taroyan
BIFRT the Board of Directors post positions for Interim Board of Director positions based on procedure below:

Goals:
1. Engage UTGSU populations in divisions and campuses not currently represented in the UTGSU Board of Directors, including the planning for UTGSU orientation.
2. Fill UTGSU Committees with divisional seats.
3. Actively engage divisions and campuses so that by-elections have active recruitment and engagement from underrepresented bodies.

Action: Appoint Interim Board of Director Members in vacant UTGSU Board seats from now until the next By-Election or Annual General Meeting, whatever comes first.

Vacancies being filled:
- Division I: Six (6)
- Division II: Four (4)
- Division III: Zero (0)
- Division IV: Six (6)
- UTM Director: One (1)
- UTSC Director: One (1)

Process:
1. Appointment of Nominating Committees: The Nominating Committee shall be made up of the Vice-President Internal (Chair), President and one Director for each division.
2. Establishment of Rubric: The Nominating Committee will establish an appropriate application posting and rubric to be used in recruiting and evaluating candidates. Such rubric should be established primarily on general eligibility, the experience and capacity to practice fiduciary duties and promote the mandate of the UTGSU as per Bylaw One and the various committees of the UTGSU, and the ability to attend Board of Directors Meetings and Retreats.
3. Promotions & Engagement: The UTGSU will endeavor to send the application through the UTGSU Digest, social media and via course union listservs and contacts.
4. **Interviews:** The Nominating Committee will review applications based on the pre-set rubric and set a reasonable number of interviews for candidates. Directors must attend all interviews of a division to have a vote in the recommendation of the slate of candidates for that division. Practically, as an example, this means that a Nominating Committee member should attend all Division I interviews to have a vote in recommending the slate of candidates for Division I. Nominating Committee members should not be expected to participate in all interviews. In the case of a tie vote, the Vice-President Internal will cast the tie-breaking vote.

5. **Appointment Process:** Interim Board Members will be recommended by the Nominating Committee as a slate of candidates submitted in a Nominating Committee Report and motion. They would take office immediately until the next By-Election or Annual General Meeting, whichever comes first. Interim Board Members would be eligible to run for the Board of Directors if they met the regular required criteria.

6. **Powers and Duties:** Interim Board Members will not be eligible to vote or meet quorum for Board of Directors Meetings, however they will be expected to attend, have speaking rights and actively participate in the meetings. They will have all other duties of the Board such as sitting on Committees for quorum and voting purposes and assisting in UTGSU projects and outreach. The Interim Board Members will be eligible for a prorated honorarium of $250.00 if they fulfill their duties.

**Timeline:**

1. Posting Period: May 14 - 29, 2024
2. Review and Interview Period: May 30 - June 14, 2024
3. Report from Nominating Committee: June 16, 2024
4. Board of Directors Meeting: Week of June 17, 2024

Moved: Krannich  
Seconded: Murtada  
Results: Carries

**Discussion**

Krannich states that many of the Board of Director seats from Division I, II, IV, UTM and UTSC are vacant. He states that the Executive Committee recommends the available Directors positions and committees be filled via an interim process not covered in the bylaws or policies. He states that the proposal is to form a Nomination Committee that
will work towards filling these vacancies. He highlighted that point four of the process is very important.

Taroyan inquires if the Interim members of the Board of Directors will have voting rights at the Board of Directors.

Scott states that at the Board of Directors level, they will not have voting rights, but that they will help meet quorum requirements as well as have voting rights at the committee level.

Taroyan inquires further if the Interim members of the Board of Directors can be removed just as the Board of Directors.

Scott explains that the interim Board of Directors members would be appointed by the Board and can therefore be removed by the Board of Directors without going to a General Meeting. He states that any removal would still need to follow general rules and fair process.

Hamed inquires if this Committee is related to the Chair of the Board of Directors appointment process.

The Chair clarifies that they are separate committees and that this motion is to fill Board of Directors vacancies.

Moghadam states that the UTGSU’s main problem has been membership engagement and having these vacancies filled will help in increasing membership engagement.

Nickel supports Moghadam’s submission and adds that there is a need for more representation on the committees.

Duff states she is not against the motion but was wondering if energy is better allocated to increase membership engagement.

Moghadam states that the Executive Committee will do their best to increase outreach and membership engagements, but that he believes filling the vacancies will help to have more people doing the outreach.

Shillingford inquires if the committee will be obligated to fill all the vacant positions.

Scott explains that the ultimate goal is to fill the positions based on qualifications and fulfilling the mandate of the UTGSU, rather than just filling all the positions with whoever applies. He states that a rubric will be followed to ensure this is fair. He states that part
of the review process is also to ensure that the interim appointment mandates are generally in alignment with Board of Director mandates who were duly elected.

Mohamad inquires if there are Executive Committee members who are from Division 4 who can help relieve her of some of her duties as she is unable to represent her Division due to time constraints. Liang states that she is the only Executive from Division 4.

**MOTION TO AMEND**

Moved: Eskandary  
Seconded: Duff  
Result: Fails

Eskandary states that it is intimidating to run in the election and engage with students during nomination and voting periods but that it is effective in getting elected with a mandate. She states that she does not think having interim Directors with voting rights at Committee meetings will help increase divisional representation. She therefore recommends a motion to amend the voting capacity at committee meetings from the main motion. She inquires if the Committee only recommends motions to the Board.

Krannich clarifies that the Finance Committee, for example, is able to make decisions on donation requests and not necessarily report back to the Board.

Moghadam adds that the Committees usually recommend items to the Board or Directors except the Finance Committee.

Scott clarifies that Krannich is correct about Committees not reporting back to the Board in the past. He states that the intention of the Bylaws is to have the Board oversee the activities of these Committees and have minutes submitted to the Board of Directors so that the Board can ensure the decisions are in the best interest of the students' union.

Eskandary inquires if the Board of Directors do not always receive the minutes from these Committees then how does the Board regulate their activities.

Scott states that this is a symptom of the change in Bylaws and Policies over the past few years and that organizational practices need to change to ensure that minutes are submitted to the Board for review.
Moghadam states that a more systematic and accountable approach needs to be adopted around these practices as they are currently not present.

The Chair confirms Eskandary’s amendment to the original motion.

Eskandary clarifies that she wants the voting rights of the Interim members of the Board of Directors stripped off.

Duff states that she agrees with Eskandary. She adds that it might be wise to forgo voting rights for the nominating committee for now.

Taroyan states that he prefers the process that the Base Funding Committee uses where volunteers and signups are recruited for specific responsibilities and campaigns of the students’ union rather than via general outreach and tasks.

van der Veen seeks clarity on whether there is a rubric to follow.

Krannich explains that he would like the Board to provide direction about whether voting rights should be extended to interim Directors.

Moghadam states that they believe these members should have voting rights on committees and to add more members to committees. They state that they think more directors on these committees will help regulate their activities by reporting back to the Board of the Directors.

Duff states that she is concerned about interim Directors trying to join the Board to specifically allocate resources to programs that they are involved in.

Moghadam states that the Board will have the right to remove individuals who violate terms of their roles via resolutions at the Board of Directors.

Zadeh states that voting rights can help enhance engagement based on their experience.

Eskandary states that they are not fundamentally against people having voting rights on these committees but wanted to bring this to the attention of the Board of Directors.

Taroyan reiterates that they would prefer to recruit directors for specific committees and projects or tasks rather than seek general candidates from the graduate student population.
Krannich clarifies that there are committees that are opened to general Members with the mandate of performing specific tasks. He adds that the premise of the motion is not to necessarily fill these existing committees.

Moghadam states that when interviewing applicants, they will be able to determine which applicant will be able to serve in the capacity that promotes the UTGSU's activism.

Taroyan self-nominates for the Nominating Committee.

Ali clarifies that if there is no director for Division II and as an executive if he is allowed to serve in the Divisional Directors place.

The Chair states that it is allowable.

Liang inquires if the Divisional Directors would also sit in for Campus-based Directors.

Scott states that as long as the Nominating Committee member attends all of the interviews for that position, they will be eligible to recommend candidates.

8. CAUCUS UPDATE AND AD-HOC COMMITTEE

MOTION

BIRT the UTGSU Board of Directors creates an ad-hoc committee (“Caucus Committee”) in accordance with Bylaw 6.5, existing from May 13, 2024 to August 31, 2024;

BIFRT this committee is mandated with creating

- Recruitment processes
- Template procedures
- Training and onboarding resources

for the purpose of re-starting the Caucuses of the UTGSU;

BIFRT that this committee is made up of

- Chair (non-voting): Friedemann Krannich, VP Internal
- Vice-Chair (voting): Julian Nickel, VP Academics Div 3&4
- Directors (3, voting): Dominic, Jocelyn, Abdul Hamed
Moved: Krannich  Seconded: Schwartz  Results: Carries

Krannich states that the Bylaws permit the Board to create ad hoc committees. He states that the intention is to help the Board restart some of the Caucuses that have been inactive. He recommends that he will be the chair and Nickel as the vice-chair and three additional division members.

Nickel proposes an amendment to have a fourth Director appointed due to the level of interest and to accommodate Duff who was the fourth self-nomination.

Duff reconsiders her self-nomination and withdraws from consideration.

Nickel rescinds his amendment.

Mohamad inquires if this committee will be working on the BDS Caucus and supporting the current encampment and demands on the university.

Nickel states that this committee would only be working on getting recruitment and procedures in place and not necessarily completing any tasks or mandates of the caucuses.

9. OTHER BUSINESS

Tran states that he is wondering if any changes are being planned for the elections given the low participation in divisions outside of Physical Sciences. He states that the nomination signature requirement was specifically difficult given some of the department cohorts are smaller than fifteen students and that there are not a lot of interdisciplinary connections.

Mohamad states that she has requested meetings to occur after 7 pm so that they can attend given the different timezone she is in.

Krannich states that they conducted a poll and that there is no perfect attendance time. He states that some Directors also identified they cannot attend after 7 pm. He states that he will have staggered dates and times so that Directors can attend as best as possible.

Scott states that there will be few meetings in the summer and that required meeting provisions will be waived in some part for summer meetings and consideration of the timing and capacity for Board attendance.
10. **ADJOURNMENT**

Be it resolved that the meeting be adjourned at 7:46 PM.

Moved: Eskandary  
Seconded: Liang  
Results: Carries

Chair: Nour Alideeb  
Minute Taker: Susana Boateng