

**KWANTLEN UNIVERSITY COLLEGE
STUDENT ASSOCIATION**

MINUTES

Council Meeting

Friday, 29 April 2005 @ 12:30 PM

Surrey Campus – Fishbowl Lounge

Call to Order: The meeting was called to order @ 12:42 PM by Laura Anderson. Mohammad arrived, and took the chair, at 12:48 PM.

Present: Mohammad, Speaker of Council
Laura Anderson, Chairperson of the Executive Board and Director of External Affairs – voting member
Arka Movsessian, Newton Campus Director – voting member
Ashveen Koonja, Richmond Campus Representative – voting member
Jeff Nelson, Director of Operations – voting member
Ken McIntyre, Director of Academic Affairs – voting member
Duncan Keist, Richmond Campus Representative – voting member
Ron Correll, Policy Analyst
Desmond Rodenbour, General Manager
Duncan McDonald, Director of Finance – voting member
Rigel Vincent, Director of Events and Student Life – voting member
Sammy Chau, guest
Kyle Sanker, guest
Forest Li, Students of Colour Liaison – non-voting member
Cara, guest
Matt Vu, Acting Surrey Campus Director – non-voting member
Stafford Richter, Langley Campus Representative – voting member
David Ashley, guest
Kristina Kearley, Women’s Liaison – non-voting member
Johnny Woo, Richmond Campus Representative – voting member, arrived 1:30 PM
Steve Lee, Richmond Campus Director – voting member, arrived 1:30 PM

Agenda: **29 April Motion Council 2005-04-29-01 Duncan M / Jeff**
“BIRT the agenda be amended by striking item C-1 (Stafford’s Presentation)”
CARRIED

29 April Motion Council 2005-04-29-02 Duncan K / Jeff
“BIRT the agenda be adopted as amended.”
CARRIED

Introduction of New Members:

No new members were introduced.

Declaration of Vacancies:

No new vacancies were declared.

Chairperson's Report:

Laura reported that between 5 PM and 7:18 PM on Wednesday 27 April, 2005, Kwantlen University College (KUC) re-keyed the Society's offices and effectively locked the KSA out of our leased space. She also reported that KUC seemed to be operating on the basis of a letter received, either from Aaron Takar or the KSA Ombudsperson, stating that a group of candidates from the KSA's election were the duly elected Board of the KSA.

The Executive met on Thursday and has sought legal advice concerning this matter. A letter was sent to KUC from Blake, Cassels, and Graydon LLP this morning (Desmond distributed a copy to Council) stating that the KSA will be seeking an interlocutory injunction against KUC to gain access to their offices and keep the rogue candidates out. They are being given until Monday at 12 noon to respond favorably.

**29 April Motion Council 2005-04-29-03 Ashveen / Kristina
"BIRT the meeting go *in camera* with everyone present."
CARRIED**

NOTE: The Speaker explained to everyone present that all matters discussed in an 'in camera' session are to be kept confidential.

The meeting went *in camera* at 1:14 PM.

By an *in camera* resolution, the meeting returned from its *in camera* session at 1:20 PM.

Desmond mentioned that he had just spoken to Mark Bell (Initial Security) and that the meeting was welcome to continue in the Fishbowl until 2:30 PM when standard operating procedure required that the room be locked.

Stafford asked for, and received, a printed copy of the C.R.O.'s final report which was distributed broadly by email on Thursday 28 April at approximately 11:30 AM.

General Manager's Report:

Desmond reported that most staff members and officials have communicated to him that they will continue to take direction from him

as General Manager. However, some staff members appear to be in dereliction of their duty and potentially defying his 28 April memo to all staff. Desmond reported that the 28 April memo, among other things, directed the staff and officials not to cooperate with the rogue executive.

Steve Lee and Johnny Woo entered the meeting at 1:30 PM.

Desmond asked for a resolution re-affirming his appointment as General Manager, if for no other reason than to offer some clarity to the staff and officials of the society that there has been no change in the job status of the General Manager.

He also recommended that it would be appropriate to pass a resolution extending Council's term. He restated that the due process regarding the election must be allowed to continue to resolution. He further reminded Council that the C.R.O.'s report can't be presented or received until after the appeals process has been completed.

The Speaker confirmed that he had received notice that there were currently appeals pending.

**29 April Motion Council 2005-04-29-04 Duncan K / Arka
"BIRT Council re-affirm Desmond Rodenbour as the General
Manager for the Kwantlen Student Association."**

Steve Lee spoke at some length expressing his support for Desmond in his role as General Manager over the past months. He noted the Society has been functioning more effectively since Desmond was appointed General Manager.

Ashveen asked if Desmond and Ron had received any correspondence from the rogue executive. Ashveen mentioned that he had heard a rumour that the rogue executive had suspended Desmond and Ron.

Desmond responded that he has received no correspondence from the rogue executive. He further pointed out that only Council can change the job status of the General Manager and only the General Manager would have the authority to suspend the Policy Analyst. Desmond reported that neither of these events had happened.

**29 April Motion Council 2005-04-29-05 Jeff / Duncan M
"BIRT the motion be amended to add the following clause at the end
of the resolution 'and liaison with all legal counsel.'"**

Ken called the question omnibus. The call to question was **CARRIED**.

The motions (2005-04-29-04 and 2005-04-29-05) were CARRIED.

**29 April Motion Council 2005-04-29-06 Ken / Rigel
 “BIRT Council extend the term of the current Board of Directors
 and members of Council until the conclusion of the next meeting of
 Council: and
 BIFRT a special meeting of Council be held on 6 May 2005 at 12:30
 PM in a location to be announced by the Chairperson.”**

Johnny suggested that it might be appropriate to negotiate a solution with the rogue executive. Johnny also asked if it was feasible to just extend the terms of the five executive officers.

In response, Kristina expressed support for the motion, reminded Council that we need to follow the rules, and also said she didn't want to be in this situation but that it was necessary.

Desmond stated that he understands Johnny's concerns but negotiating with the rogue executive on this point may be irrelevant because the legal issue currently is between the KSA and KUC (Desmond referred to the lawyers' letter from Blake, Cassels, and Graydon LLP dated 29 April 2005, as distributed to Council earlier).

Desmond also stated that his understanding of the *Society's Act* and related law is that it would be abhorrent to the structure of a Society for it to be without directors. He further pointed out that the Board of Directors likely has a fiduciary duty to serve until replaced.

Ken called the question. The call to question was **CARRIED**.

The motion (2005-04-29-06) was CARRIED.

Rigel inquired as to the whereabouts of Paul Browning (KSA Ombudsperson).

Desmond responded that Paul hasn't actually disappeared and gave an overview of the Ombudsperson's duties regarding elections. Desmond suggested to Council that, although it would be inappropriate to meddle with the Ombudsperson's arms-length appeal process, it may be prudent to direct the Ombudsperson to attend the next meeting of Council and give a progress report regarding the status of any election appeals. Desmond stated further that KSA Regulations do permit the General Manager to re-assign the Ombudsperson's duties should the Ombudsperson be unable or unwilling to serve. Desmond further commented that he hoped that such action would be unnecessary.

29 April Motion Council 2005-04-29-07 Ken / Jeff
“BIRT Council direct the Ombudsperson to attend the next Council meeting and provide Council with a status report regarding election appeals.”

Steve points out a potential conflict of interest issue regarding the Ombudsperson insofar as CUPE 2396 appears to be supporting the rogue executive, and may be even more involved than merely supporting the rogue executive. This situation may place the Ombudsperson, as a member of CUPE 2396, in an awkward situation.

Desmond restated that that situation could lead to the re-assignment of duties as mentioned earlier and that, should this resolution pass, he will be in a better position to know if such an action is necessary by the next meeting of Council.

Jeff asked if we should ask for a full report from the Ombudsperson.

Desmond responded that Council ought not to interfere in any way with the Ombudsperson’s due process.

29 April Motion Council 2005-04-29-08 Duncan M / Stafford
“BIRT the motion (2005-04-29-07) be amended to include the following:
‘BIFRT the Ombudsperson be directed to immediately contact Michael R. Howcroft of Blake, Cassels, and Graydon LLP and to fully disclose to him whether or not the Ombudsperson has had any correspondence with Kwantlen University College (KUC) and, if so, forward copies of that correspondence to Mr. Howcroft.’”
CARRIED

The motion (2005-04-29-07) was CARRIED as amended.

29 April Motion Council 2005-04-29-09 Duncan K / Rigel
“BIRT Council suspend the usual notice provisions of the KSA Regulations with regard to Two-Thirds (2/3) Resolutions; and BIFRT Council delegate its authority to the General Manager, as stipulated in human resource contracts, to terminate staff (with or without cause).”

Desmond thanked Council for their confidence and suggested that, because he did not have any immediate plans to terminate staff until more information is known, it may be prudent to postpone this motion until the next meeting of Council.

Rigel pointed out that it may be better to pass this motion now when the General Manager doesn't actually need it.

Steve said that he trusted Desmond's judgment and that this matter can be postponed.

29 April Motion Council 2005-04-29-10 Steve / Arka
"BIRT Council postpone the main motion until its next meeting."

Duncan M spoke against postponement, in case Desmond discovers something that requires immediate action.

Ken reminded Desmond to use caution and to avoid "jumping the gun."

Jeff calls the question. The call for the question is **CARRIED**.

The motion to postpone (2005-04-29-10) was DEFEATED.

29 April Motion Council 2005-04-29-11 Laura / Rigel
"BIRT the main motion be amended to include the following at the end of the main motion, 'should the General Manager exercise his discretion and use this delegated power, he must communicate the reasons for his action to the members of Council prior to carrying out any related termination, unless there are extenuating circumstances.'"

Steve asked if the General Manager has the power, whether or not this motion passes, to suspend staff.

Desmond replied that he does have that power whether the motion passes or not. Desmond further advised Council that he had no strong opinion on the main motion.

Rigel calls the question omnibus. The call to question was **CARRIED**.

The motions (2005-04-29-09 and 2005-04-29-11) were CARRIED by a Two-thirds (2/3) Resolution, as required by the contractual obligations with KSA senior staff.

29 April Motion Council 2005-04-29-12 Ken / Jeff
BIRT the meeting be adjourned.
CARRIED

The meeting was adjourned at 2:35 PM.