Motion RE: Board Internal Policy

Moved by: Gareth Price, Chair of the Board of Governors
Seconded by: Katharine Callahan, Board of Governors Member-at-Large

Whereas, The Board has continued to develop to best suit the needs of the student body and responsibilities laid out in the constitution

Whereas, The current internal policy does not fully reflect the way the Board currently operates, nor does it represent an efficient way to operate the Board

Whereas, The amended policy was designed to allow the Board to operate in a transparent and efficient manner, while overcoming specific issues which were discovered over the past year of

Be it resolved That the Board of Governors accept the amended Board of Governors Internal Policy listed in **Appendix A**

Results: [**For Secretary of Council only**]

Appendix A

ENGINEERING UNDERGRADUATE SOCIETY OF MCGILL UNIVERSITY

Board of Governors Internal Policy
Adopted 08/2017, Amended 06/2018

Article 1: Definitions

1.1 The Engineering Undergraduate Society of McGill University (hereafter referred as "**EUS**") is the registered name of the non-for-profit corporation representing the engineering and architecture undergraduate students at McGill University

1.2 The **Board of Governors** (hereafter referred to as the Board) of the EUS is the administrative board of the Engineering Undergraduate Society of McGill University which is composed of Administrators as defined by the EUS Constitution

Article 2: Purpose

2.1 This policy exists to define the manner in which the Board will abide by their duties set out in the Constitution of the EUS and how the powers of the Board will be utilized in the executions of these responsibilities

2.2 This policy does not define events which the Board facilitates but are in direct conjunction with other EUS groups (E.G: Budget review and General Assemblies)

Article 3: Transparency and Accountability

3.1 All members of the Board shall be held to the highest level of transparency and accountability in their role as administrators of the EUS

3.2 All members of the Board shall sign a non-disclosure agreement and anti-fraud contract at the beginning of their term, which shall be signed by the president of the EUS on behalf of the society

3.3 The Board shall make all meeting times, locations, and agendas available to the student body at least 5 days prior to the meeting

3.4 All meetings of the Board shall be open to the public unless a closed-member session is held

3.5 Grounds for impeachment of any board member include, but are not limited to:

3.5.1 A gross misuse of power

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3.5.2 Failing to announce a relevant conflict of interest with intent to alter the opinions of the Board

3.5.3 Any breach of confidentiality

3.5.4 Any other action which breaks the trust the Board is granted by the EUS

Article 4: Selection

4.1 The Members-at-Large are chosen as outlined in Article 30.5 of the Constitution.

4.2 Vacancies shall be advertised to the general student body 14 days prior to applications closing.

4.2.1 Advertisement should include:

4.2.1.1 Pipeline or listserv blurbs

4.2.1.2 Departmental newsletter blurbs

4.2.1.3 Facebook posts

4.2.1.4 Posters

4.2.1.5 Class announcements

4.3 Vacancies for a Member-at-Large outside the election period or Alumni positions shall be filled by a selection committee.

4.3.1 The selection committee shall include:

4.3.1.1 At least one executive

4.3.1.2 At least two Members-at-Large

4.3.1.3 Up to a maximum of five members

4.3.2 The selection committee shall receive applications from all candidates and interview each candidate individually

4.3.2.1 The content of both the interviews and the applications shall be kept confidential, but shall be recorded in case of an appeal

4.3.3 A ⅔ majority vote is required to select a member to fill any vacancy

4.3.4 Once a decision has been reached, all candidates shall be informed within 24 hours of the decision and the public shall be informed within 72 hours of the candidates first notice

4.3.5 Any candidate may appeal the selection committee's decision within one week of the vote

4.3.5.1 A specific reason must be given, in writing, to the president of the EUS or Chair of the board

4.3.5.2 This appeal shall be submitted to the executive

committee to be approved by a ½ majority

4.3.5.3 In the case of a successful appeal, a new selection committee shall be formed to reinterview all candidates

4.3.5.4 The new Selection Committee shall be composed of at least one board member, one executive, and any other regular members of the EUS as deemed appropriate by the executive, up to a maximum of five members.

Article 5: Chair

5.1 The Chair of the board shall be selected from among its members

5.2 The duties of the Chair include:

5.2.1 Maintaining a calendar of annual and regular duties of the Board, such as hosting General Assemblies, to be assigned to Board members for completion

5.2.2 Ensuring the cohesiveness and effectiveness of the Board

5.2.3 Setting the time and locations for all meetings of the Board, and making this information public 5 days prior to the meeting

5.2.4 Creating the agenda for meetings of the Board and ensuring it is public, along with all related motions and presentations, 5 days before the meeting

5.2.5 Ensuring the completion of mandates, as outlined in article 7

5.2.6 Completing an annual budget for the Board

5.2.7 Being the point of contact for EUS groups and external parties, unless those duties are undertaken by another board member subject to a majority vote of the Board

5.3 The Chair may not vote, unless to break a tie

5.4 The Chair may call emergency meetings of the Board

5.4.1 The Chair shall give at least 24 hour notice of the meeting to both the Board and the Public

5.4.2 All members of the board are expected to attend

5.4.3 The agenda for the meeting shall be created by the Chair, and is not subject to approval of the Board

5.5 If the Chair is in dereliction of their duties, a motion may be brought forward by any board member to relieve the Chair without the requirement to impeach them from the Board

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Article 6: Meetings & Rules of Procedures

6.1 All meetings of the board of governors shall follow the most recent rules of the EUS council

6.2 The Board can purchase, within reason and on occasion, food and/or beverages for its members during meetings which are between the hours of 20h00-09h00, are expected to last longer than four hours, or when a guest of particular importance is attending the meeting.

6.2.1 Coffee may be purchased from the G-store or other discount options for all meeting of the Board from the discretionary budget of the Board

Article 7: Mandates

7.1 Mandates shall be the primary objective or project which each board member shall be responsible for completing

7.1.1 Mandates can be any issue a Board member feels is relevant to the long term sustainability of the EUS

7.1.2 Mandates can be assumed alone or in a pair

7.1.3 Mandates shall not be a task which another member of the society is explicitly responsible for completing

7.1.4 The executives, senator, alumni, and chair are exempt from holding mandates, but may elect to hold mandates if they so choose

7.2 Members of the Board shall not be without a mandate for more than 6 consecutive weeks

7.3 Members of the Board shall present a proposal of their desired mandate to the Board which shall include, but is not limited to, a summary of issues, possible solutions, and an estimated timeline.

7.3.1 The Board shall hold a simple majority vote to either accept or decline this mandate based on the presentation

7.3.2 If the Board declines the proposed mandate, the member shall have 3 additional weeks to propose another mandate

7.4 The board member may form an ad-hoc committee to support the completion of their mandate

7.4.1 These committees may be any size and be composed of any members of the McGill community or the EUS

7.4.2 They may include individuals who are not part of the McGill community, such as non-board alumni, by a simple majority vote of

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the Board

7.5 At each meeting, Board members with a mandate are expected to give an update about their progress and seek feedback.

7.6 When the Mandate has been completed, the Board member shall give a presentation to the Board to give a full summary of the project.

7.6.1 If, after fully exploring their mandate, a Board member discovers that they are unable to solve this issue, they may seek another mandate subject to ratification by the Board

7.7 The Chair is responsible to hold members of the Board accountable to their mandates and ensure they have access to necessary resources

7.7.1 The Chair may take reasonable steps to support the completion of a mandate

7.7.2 In the case of extreme dereliction of duty, the Chair may move to impeach the board member who has failed to follow their mandate

Article 8: Email

8.1 All members of the board shall have access to the shared, primary board email **board@mcgilleus.ca**

8.2 The Chair shall have the board email **board.chair@mcgilleus.ca**

8.3 Each board member, excluding the executives and the senator, shall be given a board email **board.[position]@mcgilleus.ca**

8.4 Board members shall ensure that all emailed information pertinent to other board members is readily available either in each board member's private board email or the shared email

8.5 Abuse of any **mcgilleus.ca** domain email is grounds for impeachment

Article 9: Online Voting

9.1 The Board may, in time sensitive cases, conduct votes online via any platform which is non-anonymous, permanently recorded, and easily available to all members of the Board (e.g: Slack, facebook messenger)

9.2 Any board member may create an online vote, which shall consist of:

9.2.1 A specified time, within 3 days, when the votes will be considered closed and the results will be archived

9.2.2 The motion, and any other relevant information, which is being voted upon

9.2.3 Two clearly label position to vote "yes", "abstain", or "no"

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9.2.4 A space for all members of the board to be able to comment and discuss the motion

9.3 The Chair or the President are permitted to cancel any online vote they feel does not meet the time sensitive requirement

9.4 After the specified time frame laid out in the vote, the results shall be recorded and considered the final vote.

9.4.1 This result shall be publicly posted, along with the discussion and all information relevant to the decision of the Board

9.5 All online votes require ⅔ of the Board to reach quorum and a simple majority to pass

9.6 If the board votes not to pass the motion, it shall not be considered a permanent revocation. The same or similar motion can be brought to the next meeting of the Board.

Article 10: Minute Taker and Speaker

10.1 The Board shall employ the minute taker of the EUS to take official minutes of all Regular meetings of the Board

10.1.1 The minute taker shall be responsible for ensuring these minutes are publicly accessible

10.1.2 The members of the Board may request the minute taker to attend sub committee meetings with the permission of the chair

10.1.3 In the case where the minute taker is not available or there is no minute taker, a board member shall assume their duties for a time.

10.2 The Board shall employ the speaker of the EUS for all Regular meetings of the Board

10.2.1 The Speaker shall be responsible for maintaining decorum during meetings and ensuring the Board follows the most recent rules of order of council

10.2.2 The members of the Board may request the Speaker to attend sub committee meetings with the permission of the Chair

10.2.3 In the absence of the speaker, the Chair shall take their responsibilities

Article 11: Endowment Fund

This article intentionally left blank

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Article 12: Amendments

12.1 Amendments to this policy must be approved by a simple majority vote of the **Board of Governors**

Article 13: Interpretation

13.1 In the case of a conflict between this policy and the following documents, the following documents prevail in the order they are listed in:

13.1.1 The Quebec Companies Act

13.1.2 The EUS Letters Patent

13.1.3 The EUS Constitution

13.1.4 The EUS Bylaws

Article 14: Relevant Related bylaws and policies

14.1 Joey's Rules of Order

14.2 Budget review meeting

14.3 Constitution section IV, articles 44.6 and 44.7

14.4 Financial bylaws

14.5 Student space fund bylaws

14.6 Selection committee policy

14.7 Budget review policy