

Please note that the wording of questionnaire questions set forth in the motions below, and in the motions in all prior minutes, is merely suggested for the purpose of BRS debate and is subject to refinement.

Call to Order

A weekly meeting of ICC BRS was held on Friday 13th of Nov. 2015 at North York Civic Centre. It began at 7 PM and was presided over by Shahram Tabe-Mohammadi, with Kaveh Shahrooz as secretary.

Attendees

Subcommittee Members in Attendance: Behzad Jazizadeh, David Mousavi, Kaveh Shahrooz, Mehrdokht Hadi Mojtaba Adibrad, Pantea Jafari, Shahram Tabe-Mohammadi, Tayaz Fakhri,

ICC Board Members Observing: Soudeh Ghasemi

Update

Shahram updated the group on conversations he had had about the work of the BRS with members of the PR committee. He indicated that reactions were positive and constructive, and encouraged BRS members to similarly participate in meetings of other committees to socialize the work of our subcommittee.

Approval of Minutes

A motion to approve the minutes of the previous Friday 30th of Oct. meeting was made by Shahram and seconded. The meeting minutes were approved and adopted by all *subject to* a revision to indicate that a motion was brought at the Oct. 30 meeting to permit individuals to observe BRS meetings in accordance with any procedures the BRS may adopt from time to time. That motion had carried by 5 votes in favour and 2 abstentions.

Protocols for Observers

The group discussed and debated the protocols for observers at BRS meetings. The discussion centered on the number of meetings at which observers would be permitted, the number of observers permitted at such meeting(s), and rules of confidentiality and attribution.

Motion: Moved by Shahram, and seconded that "observers be permitted to attend one, rather than several, meetings of the BRS."

The motion carried with 5 in favour of one session (Behzad, Kaveh, Mehrdokht, Shahram, Tayaz), and 3 against (favouring permitting observers at several sessions) (David, Mojtaba, Pantea)

Motion: Moved by Shahram, and seconded, that "5 observers be permitted to attend the BRS session, rather than more or fewer."

The motion carried with 5 in favour (David, Kaveh, Pantea, Shahram, Tayaz), and 2 against (favouring a higher number) (Behzad, Mojtaba). Mehrdokht was absent for the vote.

Motions Regarding Questionnaire

(A) Size of the Board of Directors

Motion: Moved by Shahram, and seconded, that "the following question be included, in the form set out below, in the questionnaire."

“3.9. The current number of BOD is 9. It is proposed to increase or decrease this number.

- a. The current number of Directors (9) is just fine**
- b. The number of Directors should be increased to 11**
- C. The number of Directors should be decreased to 7”**

A discussion followed concerning whether the option to increase the number to 11 should be included in the questionnaire.

The motion carried by a vote of 5 (David, Mehrdokht, Pantea, Shahram, Tayaz) to 3 (Behzad, Kaveh, Mojtaba.)

(B) Minutes of the ICC Board

Motion: Moved by Shahram, and seconded, that “the questionnaire contain a question regarding providing the minutes of the ICC board to members of the organization.”

A discussion followed regarding whether member input on this question should be sought as part of the democratic process, whether provision of minutes is so basic a corporate governance point that it should be added to the bylaws as a matter of course, or whether this should not be a bylaw requirement because there are reasons why a board may wish not to release minutes.

Motion defeated by a vote of 1 in favour (David) and 7 against (Behzad, Kaveh, Mehrdokht, Mojtaba Pantea, Shahram, Tayaz)

Motion: Moved by Shahram and seconded, that “since the question regarding the minutes will not be part of the questionnaire, that the provision of board minute to the membership be included in the bylaws rather than debated later.”

The motion was defeated by a vote of 3 (Behzad, David, Shahram) to 5 (Kaveh, Mehrdokht, Mojtaba, Pantea, Tayaz.)

PLEASE NOTE: The issue of whether or not to include a requirement to provide board meeting minutes to members has been set aside for later discussion and vote.

(C) Open ICC Board Meetings

Motion: Moved by Shahram, and seconded, that “a question asking whether ICC board meetings should be open to all observers should be included in the questionnaire.”

A discussion was had regarding whether opening the board meetings to all observers increases transparency or if it reduces the effectiveness of the board and allows for greater disruption to its work.

The motion was defeated by a vote of 0 to 8.

Secretary
BRS

Date of Approval

