

## SPECIAL COUNCIL MOTION, SEPTEMBER 8, 2022

### Noting

- 1) That the undersigned had previously called a Special Meeting to discuss governance issues pertaining to Council decisions, where those decisions would be materially impacted by full and frank disclosure of details and timelines regarding Executive relationships and resignations, and furthermore speak to broader governance matters at the University.
- 2) The chronology of events capturing the attempts at convening this meeting is summarised in the attached document (appendix 1), for the benefit of Council members who may not have been party to *all* of the correspondence, some of which was not distributed to all Council members.
- 3) That the Special Meeting in question commenced on June 20, 2022 but was then suspended following the passing of a resolution requesting further motivation for the agenda, notwithstanding the fact that previous meetings have been held with no documentation whatsoever (rather than only documentation deemed insufficient).
  - a. This is arguably a case of egregious *post hoc* reasoning, in that when Council made the decision to request further information, the issue of insufficient documentation not having been a concern in the past was not ventilated, and Council would thus not necessarily have been aware of present, nor the possibility that it was acting inconsistently.
  - b. The Chair notes, in an email of 28 July, with reference to 20(g) of the Statute (allowing for Council to determine its own procedures) that “*I consider the motion adopted on 20 June 2022 to therefore be binding* “. No discussion on the merits of the motion was entertained at the meeting of June 20, and there was likewise no discussion of the merits of adopting the procedure in question, nor the consistency of doing so with reference to precedent.
  - c. We believe that for this decision by Council to be regarded as objective, rather than simply a response to the particular set of motions before Council, that an impartial Chairperson would prefer to entertain discussion on procedure in a context more detached from particular cases, and that the lack of inclination to do so suggests prejudice against the substance of the motions, and/or its signatories, by the Chair.
- 4) In subsequent correspondence from Dr Manjra (July 13, 2020) the agenda was formulated to conform to the demands and objections of some members of Council. The follow-up correspondence from the Chair of Council (28 July) indicated that the items 1 and 2 of the June 20 agenda were properly formulated, even if they might still benefit from further support, while item 3 was considered improperly formulated.
  - a. In the email dated 28 July 2022, the Chair notes that “*if there is any supporting documentation in relation to items 1 and 2, this should also be furnished in line with the aforementioned motion*”, which implies that these items are ripe for deliberation. However, the supporting documentation was already in the possession of Council members, in the form of the minutes of the special meeting dealing with the departure of DVC Lis Lange, and the NDA between Associated Professor Lange and the University. That notwithstanding, Dr Manjra requested the Registrar’s office to again furnish these documents to Council members as additional documentation for the Special Council meeting that was requested.
- 5) The email from the Chair of Council (28 July 2022) further states that:
  - a. *The motion of Council clearly stated that once your written particularity and/or supporting documents are received, the management team and persons named therein shall be afforded the opportunity to respond, in writing if they so elect.*

*Your further particulars, together with their written responses, if any, shall thereafter serve at the convening of the next Special Meeting.*

- b. That notwithstanding the assertions in (4) above, the Minutes of the Special Council meeting in question are not yet available. Our recollection concurs that suspension of the meeting was called for until such time as more detail was presented to Council, but we however do not share the view that a motion was passed affording an opportunity to respond, whether in writing or other means, as a precondition for the resumption of the suspended meeting.
- 6) That presenting Council deliberations or decisions in a prejudicial way is an abrogation of the responsibility of the Chair, and that speaking of motions having “clearly stated” anything, where such motions are not available for scrutiny, and where Minutes capturing said motions have not been adopted by Council, is an exemplar of the Chair acting on behalf of Council with unsanctioned authority in interpreting the business of a meeting, and then presenting said interpretations as fact.
- 7) The Chair’s assertion that the resumption of the suspended Special Council meeting was called for September 8, without any documentation, even though information and documentation had been provided, and the documentation was to be presented via the office of the Registrar;
- 8) That the signatories received a request for further information regarding the September 8 meeting on 31 August, with a response deadline of September 2 (the Chair’s request was however sent on August 28). Either of August 28 or August 31 allow little time to respond, given that the signatories are a group of 7, where finding time to collectively consider a response is logistically complex.
- 9) Further to the timing point, the signatories indicated their wish to proceed with items 1 and 2 on August 1, by email to the Registrar. To then receive a further request for more information 28 days later, with a deadline of either 5 days or 2 days, for items where (as per #3, above), the signatories believed they had provided the information requested, again appears prejudicial.
- 10) This delayed response is characteristic of this entire episode, and in the context of the details captured here, seems deliberate, willful and prejudicial;
- 11) That not meeting the deadline would cause the meeting to collapse, and that this would invariably reflect poorly on the signatories, making it all the more important that there is clear and timeous communication from all parties, as well as that there be robust impartiality on the part of the Chair.
- 12) That the Chair’s email of 28 August, requesting further information (despite #3 above) does not appear impartial, in that it refers to the signatories’ “assertions and speculations”; speaks of “your portentous reference to the King Reports”; and avers that the signatories provide “misleading and inaccurate” information regarding executive departures. These comments, but particularly the second, malign the characters and motives of the signatories, and the tone of the response overall is one of at least dismissal, if not contempt.
- 13) That the email of 28 August, from the Chair of Council, closes with a statement that if the documentation requested is not provided by the deadline, “I will have to cancel the special meeting request”, where
  - a. a revised set of documents had been submitted, but had not yet been viewed by Council in order for Council to decide whether they meet the criteria imagined at the June 22, 2022 meeting;
  - b. where the Chair (c.f. #3, above) had already given the impression that they were satisfactory, for items 1 and 2;
  - c. where the denial of a Special Meeting request runs the risk of violating 19.(1), and would therefore be a decision that should be taken after careful consideration, consultation, and in a spirit of fairness and impartiality;

- 14) Notwithstanding #3 above, it is not the role of the Chair to assume Council's position on any matter, nor to speak on behalf of Council, not least because of the absence of approved minutes. It is up to Council to decide these matters.

*And believing*

That while it is generally understood, and appropriate, that governance bodies such as Council should typically refrain from commenting on the character of individual members, it is also crucial to good governance that issues are treated on their merits, rather than encounter obstruction and obfuscation of the sort detailed above.

That meeting that would otherwise require about two hours of Council members time, has escalated into a coordinated campaign to delay, or cancel the meeting and which has consumed far more time, than any such meeting would have taken. The call for Special Council meeting should not require special pleading, as that would be gross distortion of democratic process and would denude this Council of both moral authority and institutional credibility.

*Therefore resolves*

1. *A Motion of Censure against the Chair of Council, requesting*
  - a) an apology for the disrespect shown to both the substance of the concerns expressed in correspondence related to this Special Meeting, as well as to the character and motives of the signatories to the Special Meeting request;
  - b) a commitment to continuing in the role of Chair of Council with respect for and recognition of the fact that it is not the Chair of Council's role to govern on Council's behalf.
2. And given (Motion 1), that
  - c) Council proceeds with discussion of the papers submitted for the June 20 meeting, as edited in subsequent submissions, with no disruptions, and with impartial chairing.

Hereby proposed by Dr Shuaib Manjra and seconded by Mr Malcolm Campbell