

VIA E-MAIL

Date: August 31, 2022  
To: University of Victoria Students' Society Board of Directors  
From: Cruz Advisors (Martin Cruz, GSP, MPA & Brittany Lausen, BBA)  
Re: Governance Review – Findings

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## **EXECUTIVE SUMMARY**

Cruz Advisors, a third-party consulting firm, conducted interviews of former and current Board Members and Excluded Managers to determine the key issues the University of Victoria Students' Society ("UVSS") has and continues to experience. This report outlines the findings from those interviews.

Thematic analysis was used to organize the information collected and to determine common themes. The findings indicate that:

1. there is a desire to address the issues surrounding the governance structure;
2. there is a desire to build a community and to work together as a team for the wellbeing of University of Victoria ("UVic") students;
3. staff support is and has been critical to the success of the student leaders over the past five years and the success of the organization;
4. there are serious inconsistencies and lack of clarity in certain aspects of the organization's governance structure;
5. there is lack of awareness; and
6. there is a lack of accountability.

Note that this report does not contain any recommendations. Recommendations will be presented once the review of the Equity, Diversity, and Inclusion ("EDI") Report from 2021 is completed and the environmental scan of other student organizations has been conducted.

## **BACKGROUND**

Cruz Advisors is tasked to complete a full governance review of the UVSS. To complete this review and in alignment with the Request for Proposal document circulated early 2022, Cruz Advisors met with former and current members of the UVSS Board to gather information and personal perspective on issues that UVSS have and continues to experience with respect to its governance structure. Cruz Advisors also met with Excluded Managers to gather their input and experience.

This report outlines the findings, which are based on the interviews and focus group discussions that occurred during the month of August.

## **ANALYSIS**

This part of the report is divided into three parts.

The first part focuses on the method conducted to gather information;

The second part provides an overview of thematic analysis; and

The third part outlines the findings, or the recurring themes that arose during the interviews.

### *Part I: Method*

Cruz Advisors reached out to former Board members dating back to five years. The list of former Board members was provided by UVSS. A total of 20 interviews were conducted over the course of three weeks. Note that none of the respondents were paid and all were willing to share their input and feedback openly. Pre-set questions were sent to former Board members ahead of the interview to allow them to think back on their experiences. The interviews were conducted on a one-on-one basis to allow for a more informal conversation setting and to protect the information being collected.

Between August 18-19, 2022, Cruz Advisors conducted two focus groups. One for the Lead Directors (“Leads”) and one with current members of the Board. In addition, four interviews were conducted. Three with the current Excluded Managers, and one with a current member of the Board. To simplify, this report uses the term “interview” which denotes both the one-on-one interviews and focus groups conducted.

Cruz Advisors did not reach out to any former Excluded Managers or UVSS employees. The nature of one’s relationship with their former employment and the reason for their departure is unknown and should be kept confidential as established under the Provincial Government’s employment standards and personal privacy information legislations. To prevent risks and to establish a foundation of openness and transparency (if Cruz Advisors interviews one, all former employees must also be interviewed), Cruz Advisors advised UVSS that they will not be interviewing former employees.

### *Part II: Thematic Analysis*

Thematic analysis is a “foundational method for qualitative analysis.”<sup>1</sup> With the amount of information generated from the interviews, thematic analysis was beneficial in sifting through the large amount of data collected. The information collected was analyzed and placed into themes.

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<sup>1</sup> Nowell, L.S. et al. Thematic Analysis: Striving to Meet the Trustworthiness Criteria. *International Journal of Qualitative Methods*. <https://journals.sagepub.com/doi/pdf/10.1177/1609406917733847>

The themes listed in this report surfaced in more than three-quarters of the interviews and focus groups conducted. Personal anecdotes have been removed to ensure confidentiality of the participants.

The common themes collected from the interviews:

| UVSS' Strengths and Opportunities   | UVSS' Challenges and Threats      |
|---|-----------------------------------|
| Willingness to address the on-going issues  | Inconsistency and lack of clarity |
| Desire to build a community while working cohesively and effectively  | Lack of accountability            |
| Staff support, specifically from the Excluded Managers, is critical to the success of the organization and of the student leaders | Lack of awareness                 |

### *Part III: Findings*

Note that not all of the themes collected are negative. This section outlines all the themes arising from the interviews.

#### **1. There is a desire to address the issues surrounding the governance structure.**

An overwhelming number of the respondents noted that this governance review is a step in the right direction. There are some key issues arising from the governance structure and there is an understanding that it must be addressed in order for the organization to be relevant and successful. Respondents believe that these issues are setting the organization back, as well as the student leaders serving on the Board.

Governance structure issues and behavioural issues are two different things. Governance structure means the structure of the Board, the translation of decisions to actions, the delegation of authorities, and whether the organization is meeting its obligations to the members as outlined in its mission and vision statements. This is ultimately what this governance review is looking to address and determine what the key issues are surrounding the governance structure of the organization.

#### **2. There is a desire to build a community and to work together as a team for the wellbeing of UVic students.**

Former and current student leaders, along with the staff, see the potential in the UVSS. They believe in what UVSS can achieve for its members. Folks are willing to compromise to achieve greater and bigger things. Those currently involved with the UVSS want to build a sense of community for the UVSS and for its members. This can be interpreted differently depending on the personality of the respondent and the position they had or currently is in.

In a current polarizing environment, this theme is an important opportunity for the UVSS to take advantage of.

### **3. Staff support is and has been critical to the success of the student leaders over the past five years and the success of the organization.**

An overwhelming number of respondents noted that staff support is critical to the success of the student leaders and of UVSS, in general.

Staff possess institutional knowledge. They negate some of the issues brought by the yearly turnover of student leaders by providing newly elected leaders guidance and information that is crucial to decision making. Student leaders, particularly those in Lead roles, are able to learn from the expertise and experience of staff.

### **4. Inconsistencies and Lack of Clarity**

Lack of clarity is a common theme that surfaced in 19 of the 20 interviews conducted. Lack of clarity, for the purpose of this report, means that some parts of UVSS' governance structure are confusing and not easy to understand. There are several sub-themes that captured this thought.

- *The organizational chart is unclear on where the line is that separates governance decision-making to operational work.*

Based on the interviews, most of the respondents are unaware of what governance decision really entails. Most of the responses reflect the work of UVSS committees, but not of the Board itself. Committee work creates a clear, direct path for Board members to get involved in operational decisions. This path muddies the responsibilities and creates confusion on who is leading and who is managing the organization.

- *There seems to be an unclear understanding of the organization's values and what needs to be prioritized.*

Organizational values are the guiding principles that provide an organization with purpose and direction.<sup>2</sup> They guide the organization when making decisions to achieve its mission and vision.

Based on the responses, there seems to be an unclear understanding across former and current Board members on what the values are supposed to be versus what the organization's mission and vision are. This creates a different understanding across the board (no pun intended!) on what needs to be prioritized. For example, some of the respondents flagged that social justice is something they embody in every decision they

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<sup>2</sup> Lencioni, P. M. Make Your Values Mean Something. *Harvard Business Review*. <https://hbr.org/2002/07/make-your-values-mean-something>

make. This means they keep every student in mind regardless of race, social background, gender, etc. when making decisions. Other respondents, on the other hand, see social justice as a priority the UVSS should strive for. They see it more as a task (the vision of the organization), as opposed to something that guides them when making decisions and working on behalf of the UVSS.

- *The energies within the organization are being spent on issues that do not address current student needs. It is unclear to some respondents whether the UVSS is still representing the students.*

In addition to the previous bullet point, respondents flagged their concerns on where UVSS' advocacy work is heading. Respondents noted that there is a perception that the organization solely focuses on issues that affect the greater community and have neglected to address direct student issues. For instance, while tuition for international students has skyrocketed significantly, the Board focused on internal conflicts (accusations of racism, sexism, etc.)

- *Committees are heavily utilized, but unsure of their mandates and intended purpose.*

Respondents used their experience with committees as examples to expand on their answers during interviews. Based on the responses received, it is unclear what a committee's mandate and purpose are. Some committees have no decision-making ability and are merely working groups, while some are recommending bodies to the Board. A few respondents were also confused as to why some committees exist.

While much of the learning occurs at the committee-level for some student leaders, what surfaced is that Leads and Excluded Managers are bogged down with committee work and attending committee meetings. Unfortunately, the work done through the committee structure does not result in meaningful impact to UVSS members.

- *It is unclear what the Leads are responsible for and why DALs "report" to the Leads.*

DALs are divided into groups and are assigned into a portfolio, which are headed by the Leads. Respondents noted that some DALs feel unimportant and feel they have become a second thought to Leads. This has created an imbalance within the Board.

While respondents are excited and see the value of providing support to Leads, they also note that the current working relationship between Leads and DALs creates this narrative that the Leads' work is more important than the DAL's work.

In addition to this, a respondent flagged that the Director of International Student Relations receives significantly less attention than the Leads and the DALs.

- *The job posting is different from what the job really entails. This is for Leads and for Excluded Managers.*

Respondents noted that the job postings for all positions (Board positions and employees) are different from what the job actually entails.

The number of hours worked was consistently brought up. Respondents believe that in order to complete their task, they have to work more than what they are getting paid for. In addition, respondents believe they should be getting paid more than what their actual job entails. They have more responsibility than what is actually listed within their job descriptions.

- *Decisions are made on the fly. UVSS is reactive, as opposed to being proactive, when it comes to dealing with issues and problems.*

According to respondents, everyone is bogged down with work, which leads to decisions being made on the spot without proper consideration and risks are no longer being assessed. This signifies that UVSS has become more reactive as opposed to being proactive when dealing with issues that affect its members and the organization.

- *The Board is unsure of what the Excluded Manager's roles are. The roles are unclear, and the Board is unsure of who to go to for support.*

According to respondents, there is quite a bit of crossover of responsibilities between the Excluded Managers. The organizational chart provided on the UVSS was reviewed to get a deeper understanding of this comment.<sup>3</sup> It is unsure who is ultimately the staff liaison with the Board. There is no assigned staff that provides governance support and acts as official point-of-contact for Board members. This creates confusion and potential miscommunication not only between student leaders, but also between Excluded Managers.

## **5. Lack of Accountability**

Accountability is a principle of good governance. According to the Canadian Audit & Accountability Foundation, accountability is “an obligation of an individual, a group, or an organization to answer for a responsibility that has been conferred.”<sup>4</sup> Lack of accountability was a theme that surfaced in 17 out of 20 interviews.

- *There are no mechanisms in place for anyone who breaches UVSS policy.*

According to respondents, there are and were certain individuals who have broken Policy (specifically the Board Directors Policy) and were not penalized for it. They noted

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<sup>3</sup>University of Victoria Students' Society Organizational Chart. <https://uvss.ca/governance/>

<sup>4</sup> “What is Governance?” Canadian Audit & Accountability Foundation. <https://www.caaf-fcar.ca/en/oversight-concepts-and-context/what-is-oversight-and-how-does-it-relate-to-governance/what-is-governance>

that this behaviour has become continuous and has become a norm within the UVSS. For instance, some feel that there is quite an imbalance on the Board pertaining to reported work. Some do more work than others.

In short, there are no consequences in place, regardless of their actions. Everyone receives the same credit (honorarium or salary), regardless of the work done. This has fostered resentment as opposed to resilience within the Board.

- *Folks within the UVSS lack the ability to deal with workplace conflict in a healthy manner.*

Good governance is based on healthy discussions and debates, and ultimately finding a common group that would serve the best interest of the members the organization serves. Respondents noted that when issues arise, the parties involved tend to deal with workplace conflict in an unhealthy manner as opposed to resolving the issue at hand. This leads to further conflict and ultimately fosters a toxic work environment. Again, there is no consequence for one's actions.

- *It is unclear who the Advocacy Representatives are accountable to. They have a vote on the Board, but are not elected by the general student population.*

Based on the interviews conducted, there seems to be a confusion on the role of advocacy groups on the Board. Some respondents question why they have a vote on the Board when they are not directly elected by the students.

- *The Board is involved in the operations and staff not involved in the governance are too quick to disregard the directions of the Board. In addition, staff who are not Excluded Managers are meddling in Board-related business.*

The Board, as a whole, is legally responsible for the organization. What the Board decides is final and binding, unless there are clear processes in place for the Board to retract or reconsider its decision.

Respondents have noted that before a decision is brought forth to the Board, there have been situations in which some staff members try to interfere and influence members of the Board to vote with their interest in mind, as opposed to the organization's members. Staff, who do not report to the Board (non-Excluded Managers), bypass the hierarchy or chain of command, and speak directly to student leaders.

This clearly undermines the governance process of the organization, creates confusion on who is in charge, and ultimately causes tension and stress within student leaders.

## 6. Lack of Awareness

Lack of awareness is a theme that arose in 19 out of the 20 interviews. Awareness, as per this report, means knowing and being conscious of what is happening around them. There are a couple of points that surfaced during the interviews.

- *The Elections rules and regulations are too stringent and not communicated clearly and effectively.*

According to former Board members, in the past, they got involved because of the slate system. Their peers encouraged them to run, and while they experienced struggles with the governance structure, they are truly thankful for their experience.

With the removal of the slate system, however, respondents have noted the low number of students running and the low voter turnout. In addition, there were strict guidelines in the use of social media platforms which prevented candidates from engaging with students online in hopes to drive student voter and awareness.

It is also worth noting that a respondent flagged that some election rules were never enforced, unless the action was blatant.

- *Students are generally unaware of the UVSS and what it does.*

Elections were a hot topic in all of the interviews with former and current Board Members. Responses on how well Elections are marketed and communicated are mixed, however, all parties agree that there is room for improvement.

Respondents also noted that it is becoming more common that in a given year, a small fraction of students are submitting nomination packages in response to an issue, but they are unsure of what the responsibilities truly are as a DAL or a Lead.

- *In general, respondents are unsure of what “governance” means and what it entails.*

Based on the responses received, there is no straight-forward response to what governance means. Board training focused heavily on training that is not governance related (e.g., EDI training as opposed to governance training). While respondents see/saw a lot of value in the training they received, it did not provide them a clear understanding of their fiduciary duty. This, along with the current structure, fosters confusion for Board members.

## **Conclusion**

The findings from the interviews are not all negative. The respondents' willingness to support the governance review and address the issues is encouraging and would certainly help address the inconsistencies and lack of clarity, lack of awareness, and



lack of accountability within the UVSS. There is room for improvement in all aspects of the organization's governance structure.

The next steps will focus on tying the findings to the EDI report that was completed in 2021 and conduct an environmental scan of other Canadian student organizations that will lead to the final recommendations to the Board.

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*Cruz Advisors thanks all those who took part in the interview process, former and current UVSS Board Members. Your time is valuable, but your willingness to see the organization succeed is commendable.*