Federation of Students’ Board of Directors Minutes

SLC 1106, UNIVERSITY OF WATERLOO

Chair: CHAIRMAN PLANTE  Secretary: PRESIDENT BEAUCHEMIN

ATTENDANCE

The following members were present:

• President Beauchemin
• Director De Sousa*†
• Secretary Easton*
• Vice President Gerrits

* remote  †late

The following members were absent:

• General Manager Burdett†
• Director Eyre*

* regrets  †Non-voting resource member

Regular Session

Preliminaries

Call to Order

The Regular Meeting of the Board of Directors assembled at 6:00p in SLC 1106, University of Waterloo. Chairman Plante took the Chair, and President Beauchemin recorded minutes on behalf of Secretary Easton. The Chair verified the meeting was properly constituted in accordance with the Corporation’s bylaws, policies, and procedures, that due notice had been given to all members, and that a quorum was present.

Approval of the Agenda

The Chair assumes the Agenda.
TERRITORIAL ACKNOWLEDGEMENT

Pursuant to Federation Policy 50, Indigenous Engagement and Inclusivity, the Federation’s Board of Directors acknowledges:

“The University of Waterloo is on the traditional territory of the Neutral, Anishnaabeg, and Haudenosaunee peoples. The University of Waterloo is situated on the Haldimand Tract, land promised to the Six Nations, which includes six miles on each side of the Grand River.”

ORAL CONFLICT OF INTEREST DECLARATION

In accordance with Procedure 2 §II(6), the Vice President Velling posed the following question:

“In relation to any of the items of business on the agenda for this meeting, does any Director had an actual, perceived, or potential conflict of interest?”

Vice President Velling raised a perceived conflict of interest in regards to agenda item 5.3, Executive Review Committee.

Chairman Plante ruled this not to be a conflict of interest and welcomed the Executives to provide their thoughts during the discussion item.

No other conflicts of interest were declared.

REMARKS FROM THE CHAIR

The Chair had no remarks.

APPROVAL OF THE MINUTES

MAY 15 SPECIAL MEETING

Be it resolved that the Board approve the public minutes of the May 15, 2019 Special Meeting.

Secretary Easton and Chairman Plante.

Motion carries

JULY 9 REGULAR MEETING

Be it resolved that the Board approve the public minutes of the July 9 Regular Meeting.

Chairman Plante informed the Board he had not yet received these minutes from the Board’s recording Secretary and therefore withdrew the motion.

Withdrawn from consideration
EXECUTIVE REPORTS

PRESIDENT (BEAUCHEMIN)

President Beauchemin reported that he had been working on adding a governance process for re-brands to Council Procedure 13, the MoU with the Societies, and updates to Policies through PPC.

Directors inquired about the timeline of the Society’s MoU and when the Board would see it. President Beauchemin responded that it will be going to Corporate Legal Counsel first, and then likely coming to the Board in September. He further reported that most of the concerns had been agreed to in principle with the Societies and that it was just the language being finalized.

VICE PRESIDENT, OPERATIONS & FINANCE (VELLING)

Vice President Velling reported that he has been focusing on the development of the budget for this fiscal year, which includes finalizing last year’s actual numbers. Additionally the Vice President said he had been working on a number of other initiatives including a tentative agreement with Chris Read, Associate Provost, Students at the University, in regards to rules around fair competition between our businesses and UW Food Services; collaborating with Alumni Relations to solicit donors for the SLEF and EOI funds; implementing a new health, safety and risk program that the University is requiring us to comply with; met with Watcard to begin discussions around transitioning them from an ancillary unit to a student service; and continued looking at options for expanded mental health coverage under our Health Plan.

Directors asked what the timeline is around the potential expansion of the Health Plan to which Vice President Velling replied that he’d be looking to finalize options for a decision to be made in the fall, with implementation for next Spring or Fall 2020 if that is the chosen route. Additional questions were asked in regards to the new Health, Safety and Risk program with Directors expressing concerns around compliance costs but Vice President Velling stated that costs were minimal, beyond staff time of the SLC Operations Manager.

VICE PRESIDENT, EDUCATION (GERRITS)

Vice President Gerrits had nothing to report.

VICE PRESIDENT, STUDENT LIFE (FITZPATRICK)

Vice President Fitzpatrick was absent but Directors did state questions related to her portfolio regarding how the rebrand will be communicated to Orientation Week leaders. President Beauchemin said he would follow up with Vice President Fitzpatrick on the question but did note that Orientation staff are working on a plan.

Secretary’s Note: Director De Sousa joined the call at 6:27p.
COMMITTEE REPORTS

EXECUTIVE COMMITTEE

Nothing of significance to report. The committee has made the decision to meet less frequently in order to make better use of the Executive’s time.

Ad Hoc Committee on Organizational Transition

This committee has not yet met.

Ad Hoc Committee on GM Engagement

The committee met this past Sunday to welcome new members and get them informed on what work the previous Task Force had completed last year. Jason Small was also appointed Vice-Chair of the committee and he will be putting together a work plan for the upcoming year.

Select Committee on Long Range Planning

The committee has met and approved the job description for the external consultant. President Beauchemin is now waiting to hear back from the individual who he has extended the offer to.

Confidential Session

Be it resolved that the Board moves into confidential session at 6:32p for the immediate consideration of agenda item 11.4.

Vice President Velling and Vice President Gerrits.

Motion carries on consensus.

Regular Session

Be it resolved that the Board move into public session.

Chairman Plante and Secretary Easton.

Motion carries unanimously
BUSINESS ARISING FROM THE MINUTES

AMENDMENTS TO BOARD PROCEDURE 3

Be it resolved that the Board adopt amendments to Procedure 3, Director’s Code of Conduct, as presented.

President Beauchemin and Chairman Plante.

President Beauchemin introduced the item and explained that the code of conduct section that had been previewed in the prior draft had been removed due to the feedback received from Directors.

Motion carries unanimously

GENERAL ORDERS

AMENDMENTS TO BOARD PROCEDURE 12

Be it resolved that the Board adopt amendments to Procedure 12 under the revised name of, Executive Salaries and Contract, as presented.

Vice President Velling and Chairman Plante.

Vice President Velling introduced the item and its history. Due to some recent bylaw changes this was a timely Procedure to review. Directors were pleased with the new Procedure where outgoing Executives can be retained on a part-time, casual basis, meaning they will be paid only for the hours they worked.

Motion carries unanimously

CONTINUING RESOLUTION FOR APPROPRIATIONS

Be it resolved that pending a continuing resolution on expenditure of member dues approved by the Students’ Council at its 17 August 2019 regular meeting, the Board approves continuation of funding at the same levels as the Spring 2019 Term approved budgets, less any amounts required to be reduced in the interests of the financial position of the Corporation;

Be it further resolved that the Vice President, Operations & Finance be expressly authorized to reduce, withhold, or limit funding and/or spending rates less than the Spring 2019 Term approved budgets, or where appropriate and reasonably necessary, increase such funding and/or spending rates as may be required in the interests of good business practice;
Be it further resolved that the President shall bring this resolution into force and effect within three (3) business days following the passage of the aforementioned continuing resolution on the expenditure of member dues being approved by the Students’ Council; whereupon, the Vice President, Operations & Finance shall execute this resolution and inform the appropriate staff of funding and any limitations on use of such funding;

Be it further resolved that this resolution shall hold force and effect not longer than the 30th of September 2019, or a sooner date set by the Students’ Council as condition to continuing resolution on the expenditure of member dues.

Vice President Velling and President Beauchemin.

Vice President Velling introduced the motion and explained that in light of the Students’ Choice Initiative, the associated fee restructuring was a higher priority than budget to actuals review.

An amendment was brought forward to strike the 30th of September 2019 and replace it with the 31st of October 2019.

Adopted by friendly amendment.

Directors asked for further justification as to why this was resolution was necessary and it was explained that the organization’s current budget will expire at the end of August, and the full operating budget will not be prepared on time. Therefore, a continuing resolution is needed to allow the organization to continue to operate at last year’s budgeted levels.

Motion carries unanimously

EXECUTIVE REVIEW COMMITTEE

Director Town introduced the ERC discussion, referring to the supplied document. Directors expressed support for moving forward with a review and felt the proposal was quite clear. Some suggestions that arose were having the Vice-President’s not directly involved in the committee to create more independence; creating a longer timeline that could more realistically be met; adding the RPO and General Manager as non-voting resource members; and not naming it ERC due to potential confusion with the elections and referendum committee.

The Board also wished to have the membership of the committee finalized at this meeting and for a Councillor member to be included.

Be it resolved that the Chair and the President, on behalf of the Board, request one councillor interested in the select committee.

Vice President Velling and Director Town.

Motion carries unanimously
RECESS

Be it resolved that the Board enter a 5 minute recess at 8:21p.

President Beauchemin and Director Hunte.

Motion carries unanimously

Confidential Session

Be it resolved that the Board moves into confidential session at 8:28p.
Chairman Plante and Vice President Gerrits.

Motion carries on consensus

Regular Session

Be it resolved that the Board move into public session at 10:26p.
Chairman Plante and Vice President Gerrits.

Motion carries unanimously

ADJOURNMENT

Be it resolved that the Chair adjourn the meeting at 10:27p.
Vice President Gerrits and President Beauchemin.

Motion carries unanimously