Federation of Students’ Board of Directors Emergency Meeting Minutes

SLC 1106, UNIVERSITY OF WATERLOO
Chair: CHAIRMAN PLANTE Secretary: SECRETARY EASTON

ATTENDANCE

The following members were present:

- President Beauchemin
- Director De Sousa
- Secretary Easton
- Vice President Fitzpatrick†*
- Vice President Gerrits

* remote | †late

The following members were absent:

- General Manager Burdett*†
- Director Eyre*

* regrets | †Non voting resource member

Regular Session

1.0 PRELIMINARIES

1.1 CALL TO ORDER

The emergency meeting of the Board of Directors assembled at 6:30p in SLC 1106. Chair of the Board, Connor Plante, took the Chair, and Benjamin Easton, Secretary of the Corporation, acted as Secretary. 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.

A quorum being present, Chairman Plante called the meeting to order at 6:30p.
1.2 **APPROVAL OF THE AGENDA**

The Chair assumed the Agenda.

1.3 **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.”

1.4 **ORAL CONFLICT OF INTEREST DECLARATION**

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

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

Director Hunte, Vice President Gerrits, Secretary Easton and Director Town declared potential conflicts of interest.

1.5 **REMARKS OF THE CHAIR**

Chairman Plante summarized the items of business from the Students’ Council March Regular Meeting which had just concluded, and noted several bylaw amendment items that Council had approved for ratification by the Board.

2.0 **BUSINESS ARISING FROM THE MINUTES**

2.1 **APPROVAL OF BYLAW AMENDMENTS FOR THE ELIMINATION OF THE FALL GENERAL MEETING**

*Be it resolved that* the Board of Directors approves amendments to Article 5 and 7 of the bylaws to eliminate the Fall General Meeting and recommends ratification to the General Meeting.

*Vice President Gerrits and Chairman Plante.*

Chairman Plante explained that this motion, as with the subsequent motions on the agenda, had already been debated exhaustively by the Board at the last meeting, and therefore the approval should be mostly pro-forma. Vice President Velling highlighted to the Board the clerical fixes which will be required upon passage of the Bylaw amendments.

*Motion carries* unanimously
2.2 APPROVAL OF BYLAW AMENDMENTS TO COMPLY WITH ONCA CHANGES

Be it resolved that the Board of Directors approves amendments to Article 7 and 9 of the bylaws to Comply with ONCA Changes and recommends ratification to the General Meeting.

Chairman Plante and Vice President Velling.

Secretary’s Note: Director Hunte, Vice President Gerrits, Secretary Easton and Director Town noted conflicts of interest and withdrew from the discussion.

Vice President Velling reiterated notes from the previous meeting and highlighted the schedule of implementation may not affect these bylaw changes as a requirement immediately. It was noted that legal still recommended getting ahead of changes because it seemed the government was moving this forward more aggressively at the current time, with the ministry’s own website identifying an early to mid 2020 timeline on ONCA changes. Discussion on the transition period occurred.

An amendment was brought up to add "....effective 1 May 2020" which was adopted on consensus.

Motion carries unanimously

2.3 APPROVAL OF BYLAW AMENDMENTS FOR THE STAGGERING OF BOARD OF DIRECTORS ELECTIONS

Be it resolved that the Board of Directors approves amendments to Article 5 and 7 of the bylaws to stagger the election of the Board of Directors and recommends ratification to the General Meeting.

Chairman Plante and Vice President Velling.

Secretary’s Note: Director Hunte, Vice President Gerrits and Secretary Easton declared conflicts of interest because of their intent to be elected as an At-Large Director. Vice President Fitzpatrick also joined the call at this time, 6:45p.

There was no further discussion by the Board as the items had already been recommended by the Committee of the Whole of the Board and then further recommended by Council for adoption.

Motion carries unanimously

2.4 APPROVAL OF GENERAL MEETINGS AGENDA

Be it resolved that the Board approves the General Meeting agenda as presented.
Chairman Plante noted a clerical change that he had fixed on the agenda the afternoon prior to the meeting.

Directors suggested using guidepost headers for easier understanding of the agenda by the members. Chairman Plante responded that Marketing and Communications will re-format the agenda to this effect in promotion to the membership.

President Beauchemin suggested that there be a section added for remarks from outgoing executives near the beginning of the meeting. A friendly amendment was raised and adopted to add item 1.a) for remarks from outgoing executives.

Vice President Gerrits noted a discrepancy between fee amounts for co-op research support positions on the agenda and the amounts approved by Board at the 3 March 2020 Special Meeting due to adjustments for opt-out rates to which Vice President Velling and Chairman Plante committed to following up after the meeting to ensure the amounts were correct.

Directors asked if the General Meeting may delegate its powers to the Students’ Council under proper parliamentary approval to which Vice President Velling replied that they would be allowed to do so.

**Motion carries unanimously**

Vice President Velling requested a review of the expectations of Directors at the General Meeting, which Chairman Plante provided. The Chair noted that Directors could not oppose any Board-recommended items.

**ADJOURNMENT**

Having concluded all business on the agenda with no immediate business arising, the Chair declared the meeting adjourned at 6:56pm.