ATTENDANCE

The following members were present:

- Chairman Plante
- Director De Sousa†
- Secretary Easton
- Vice President Gerrits
- President Beauchemin
- Vice President Fitzpatrick
- Vice President Velling
- Director Hunte
- Director Town*
- Director Parmar*
- General Manager Burdett

* Left Early | †late

The following members were absent:

- Eyre, Alexander*

* regrets

Regular Session

PRELIMINARIES

CALL TO ORDER

A quorum being present, the Chairman Plante called the meeting to order at 5:10pm.

APPROVAL OF THE AGENDA

Vice President Velling moved to add to the agenda an item relating to the Health Plan Oversight Committee Terms of Reference.
Be it resolved that an item related to the terms of reference of the Health Plan Oversight Committee be added to the agenda.

Vice President Velling and Chairman Plante.

Motion carries unanimously

Agenda, as amended, adopted

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?”

No conflicts of interest were raised.

REMARKS FROM THE CHAIR

The Chair had no remarks.

APPROVAL OF THE MINUTES

Secretary Easton explained his projected timeline for the completion of unfinished minutes.

EXECUTIVE REPORTS

PRESIDENT (Beauchemin)

President Beauchemin attended the OUSA GA and Committee on Student Mental Health. He encouraged Directors to read his Council Report.
**Vice President, Operations & Finance (Velling)**

Vice President Velling relayed updates on the formalization of the Corporate Secretary role, sub-branding, the UPASS negotiations, and the Societies MoU. Vice President Velling brought to the Board's attention a Life Insurance policy proposed by StudentCare. Directors enquired on what drove this policy to be considered. Vice President Velling explained that there was some interest at Students Council, and explained some of the possible benefits for such a policy. Vice President Velling informed the Board that the Student Refugee Program fee will increase to $4.95.

**Vice President, Education (Gerrits)**

Vice President Gerrits reviewed business from the Ontario Undergraduate Student Alliance General Assembly, including the acceptance of the auditors’ report and modifications to the bylaws. Directors enquired on who at Ontario Undergraduate Student Alliance is responsible for Corporate Compliance, to which Matt responded that the responsibility is shared by the Board.

**Vice President, Student Life (Fitzpatrick)**

Vice President Fitzpatrick highlighted her work on a bursary program, as well as her continued work with GLOW and the Equity Commissioner on the experiences of queer and racialized students on campus. Finally, she reminded Directors of the upcoming Volunteer Appreciation event.

**Committee Reports**

**Executive Committee**

The Committee had no updates for public session.

**Ad Hoc Committee on Organizational Transition**

Director Parmar informed Directors that the committee hasn’t met, but is trying to organize a new meeting time.

**Ad Hoc Committee on GM Engagement**

President Beauchemin noted changes in membership on the Ad Hoc Committee. Chairman Plante highlighted business arising for this committee following the General Meeting.
SELECT COMMITTEE ON LONG RANGE PLANNING

President Beauchemin explained that the Committee is working on developing a survey for various stakeholders, as well as organizing focus groups. Surveys should be sent out by the week of November 18.

SELECT COMMITTEE ON EXECUTIVE STRUCTURE REVIEW

Director Town explained that the committee has developed action items following their interview process.

BUSINESS ARISING FROM THE MINUTES

There was no business arising from the minutes.

GENERAL ORDERS

ELECTION TO VACANT RISK MANAGEMENT COMMITTEE SEAT

Vice President Velling explained that the seat has become vacant following Director Town’s resignation. President Beauchemin nominated Secretary Easton who accepted the nomination.

Be it resolved that the Board elect Secretary Easton to the Risk Management Committee

Chairman Plante and Vice President Velling.

Motion carries.

SIX MONTH ORIENTATION BUDGET

Be it resolved that the Board approves the budget of the Orientation Department for the time period inclusive of November 2019 to April 2020, as presented.

Vice President Velling and Vice President Gerrits.

Vice President Velling noted that the Orientation budgets were recently split into a biannual process. He continued that this budget will be significantly less expensive than the next iteration will be. Vice President Velling tried to split fixed costs across these budgets.

Directors asked what the staff time allocation on this item was, to which the Vice President, Operations and Finance responded one FTE at 50% and another FTE at 95%.

Directors asked where revenues are accounted for in the budget, to which VPOF responded that it will appear on the next 6 month portion of the budget. He continued
that this highlights issues with the budgeting process, and stated his intent to raise an item changing this budgeting process in other business.

Vice President Velling noted increases in the tote bag line due to ethical sourcing.

Secretary’s Note: Director De Sousa entered at 5:28pm., Director Town left at 5:33pm. Director Parmar left at 5:36pm.

Motion carries

AMENDMENT TO BOARD PROCEDURE 13

Be it resolved that the Board amend Procedure 13, §II(2), to include the First-Year Orientation Fund as an administered fund of WUSA, and budgeted accordingly.

Vice President Velling and President Beauchemin.

Vice President Velling explained the difference between administered funds and operating funds. He noted that this motion is to comply with direction from Students’ Council.

Motion carries unanimously.

CAPITAL IMPROVEMENT PLAN & CAPITAL PROGRAM FUND

Be it resolved that the Board approves the amendments to the terms of reference of the 'Student Life Centre Management Advisory Committee' (SLC-MAC) and reconstitute it as a standing committee entitled 'Planning, Student Spaces, and Works Committee' (PWC), as presented;

Be it further resolved that the Board direct the Office of the Vice President, Operations Finance to create a Capital Program Fund for the Council approved Capital Program, to be held in a separate account with respect to the General Operating Fund.

Vice President Velling and President Beauchemin.

Message from the Vice President, Operations and Finance: Pursuant to the approval of the Students’ Council a Capital Program has been approved, as such a new $15.00 termly fee has been established to fund a separate capital budget for the Corporation. In response, the Office of the Vice President, Operations Finance will begin the development of a Capital Improvement Plan for the Corporation and its constituency Societies, in consultation with the Societies, Senior Management, the Accounting Department, and other appropriate parties.

Vice President Velling explained his plan to set aside a portion of the operating budget to develop a principal value, and that this portion of the fee will decrease as the principal grows to a sufficient amount such that the fund can accomplish its goals based on interest generated by the fund. He continued that he will continue to update the Board on the plans for the structure of the fund as changes arise.
Directors asked about the potential for confusion between the PWC and the name of the Association’s current auditor. After discussion, the Board settled on PSWC as the committee’s acronym.

Directors asked about issues where students might suggest that Bomber space should be paid for by this fund, and asked how to manage expectations surrounding this. Vice President, Operations and Finance noted that there could be a potential for paying for commercial space out of this fund, though he highlighted that the content presented to the Board is a draft.

Vice President Velling moved amendments that the membership be changed to include two (2) Directors, and added A.9. “To strive to improve accessibility and bring student spaces towards and exceed compliance with AODA and OBC standards. These were taken as friendly amendments.

Directors raised concerns about a subcommittee of the Board being able to authorize up to $500,000 in expenditures on behalf of the Board. Vice President, Operations and Finance responded that he finds this amount reasonable, and noted that the expenditures authorized by the subcommittee will already be budgeted for by the Board, and that a key component of the committee is to approve arising capital projects. President Beauchemin noted that the membership of the committee already contains four (4) fiduciaries, and the General Manager noted that appointments for contracts around the $500,000 range require using the University’s RFP process.

Directors asked about the GSA’s involvement on the committee, which VPOF responded that it may be an opportunity to increase the GSA’s involvement in the new SLC-PAC.

Motion carries unanimously.

**Enterprise, Opportunity, and Innovation Fund Voluntary Student Contribution**

Vice President Velling explained that the Students’ Council has approved the creation of a termly $5.00 Voluntary Student Contribution to the Enterprise, Opportunity, and Innovation Fund to begin in Fall 2020, conditional on the contribution being considered a voluntary fee with associated tax receipts issued.

**Other Business**

**Health Plan Oversight Committee Terms of Reference**

Be it resolved that the Board approve amendments to the Health Plan Oversight Committee, as presented.

*Chairman Plante and Director De Sousa.*
Vice President Velling explained the proposed amendments to the document, including delegation of some authority to the Director of Health Services, in cases where clinical expertise is required. He also noted changes to the membership of the committee, the formalization of an executive subcommittee for the sake of negotiations, and the creation of a committee quorum.

Motion carries unanimously.

**Confidential Session**

*Be it resolved that* the Board moves into confidential session at 6:15pm.

*Chairman Plante and Secretary Easton.*

Motion carries

**Regular Session**

*Be it resolved that* the Board move into public session at 7:48pm.

*Chairman Plante and President Beauchemin.*

Motion carries

**ADJOURNMENT**

*Be it resolved that* the Chair adjourn the meeting at 7:49pm.

*President Beauchemin and Chairman Plante.*

Motion carries