

# Waterloo Undergraduate Student Association

## COUNCIL HANDBOOK:

A Guide for Students and Members  
of the Students' Council

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Approved, 3 April, 2019

**Record of Amendment:**

18 October, 2019 | Jason Small, *Deputy Speaker*

30 March, 2020 | Seneca Velling, *Secretary*

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## Introduction

*Congratulations!* You are now a member of the Students' Council (*i.e.*, Council), the governing body of the Waterloo Undergraduate Student Association, the student government at the University of Waterloo responsible for representing all undergraduate students.

This handbook will be a manual that contains information that is needed to successfully be a Councillor and perform your duties to set advocacy priorities, prepare budgets, drive high-level change on campus, fight for student interests, and oversee the Executives, Board of Directors, Clubs, Societies, Services, and represents and advocates on behalf of students! To assist you in carrying out your responsibilities as part of Council, this handbook provides information about the Waterloo Undergraduate Student Association (usually referred to as "WUSA"), Council and its Committees, the Board of Directors and its Committees, and the University. For more specific information, please consult the Students' Council Procedures, Board of Directors Procedures, Policies and Bylaws of the Corporation, or speak with the President, Chair of the Board, Speaker, or the Secretary.

Note: all the governing documents can be found at [wusa.ca/library](http://wusa.ca/library)

### *The Federation of Students, University of Waterloo*

The "Federation of Students, University of Waterloo" is the legal name of the University of Waterloo's undergraduate<sup>1</sup> student government. As of 2019, the branding name "Waterloo Undergraduate Student Association" or its abbreviation WUSA is generally used to refer to the organization and is a registered business operating name owned by the Federation. Within the governing documents, the organization continues to be referred to as the "Federation of Students" or "the Federation". In this handbook, "WUSA" and "the Federation" are used interchangeably.

### *Legal Status as a Corporation*

The Federation of Students, University of Waterloo is incorporated as a not-for-profit corporation under the authority of the Ontario *Corporations Act*, R.S.O. 1990, c. C38, or any successor thereto (e.g. the not yet of force Ontario *Not-for-Profit Corporations Act*). Predating its incorporation, the Federation operated under a Board of Governors' approved constitution of which portions are still in force where they do not conflict with the Governing Documents.

The Federation regulates and oversees a number of Student Societies that officially represent the interests of undergraduate students within, and to, their constituency (e.g., Arts Student Union), the University, and community at large and are financially autonomous under various policies of the Federation (*viz*<sup>2</sup>. the Feds-Societies Agreement).

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<sup>1</sup> Note: WUSA also represents all professional students at Waterloo or its satellite campuses (e.g., Pharmacy or Optometry).

<sup>2</sup> "Viz" is an abbreviation of "videlicet", meaning "namely" or "that is to say" in English.

### *Membership*

Members include more than 30,000 undergraduate students currently enrolled at the University of Waterloo (including students from all six faculties), along with students at Waterloo's Federated & Affiliated Colleges (St. Jerome's University, Renison University, Conrad Grebel University College, St. Jerome's University College), and students on Satellite Campuses (Cambridge Campus, Kitchener Campus, and Stratford Campus).

Membership is broken into three categories: Full Members, Part-Time Students, Full-Time Staff Members, and Honorary Members:

1. Full Members
  - a. Each undergraduate student currently registered at Waterloo or registered in a co-operative work term;
  - b. Each person who was an undergraduate student in the previous term who has not withdrawn or graduated; and
  - c. The Executives of the Corporation
2. Part-Time Students are full members of the Federation, but pay only 30% of the normal full-time WUSA fee.
3. Full-Time Staff Membership consists of all salaried employees who are hired to work a minimum of thirty-five (35) hours a week for at least twelve (12) months. Their membership rights are limited to participation in General Meetings, voting in elections, and nominating Full Members for Directorship.
4. Honorary Members are individuals or groups awarded honorary membership by a General Meeting at the recommendation of the Students' Council or directly by the Students' Council. They hold honorary membership for the life of the Corporation, but are not legal members for the purposes of the Act.

### *Activities*

WUSA runs many student services and oversees approximately 300 student clubs through its Internal Administration Committee (IAC), liaises and oversees with the Student Societies in the University's schools and faculties, puts on numerous events throughout the year, and represents student interests to the University and to various levels of government.

WUSA also provides a Health and Dental plan to the students through [StudentCare](#) as well as the Universal Transit Pass (U-Pass). In Winter 2019, a Legal Insurance Service for students aimed at providing access to legal counsel for sexual assault and harassment, workplace and contract matters, housing and tenancy rights, academic disciplinary appeals was approved. In addition, WUSA operates the Centre for Academic Policy Support (CAPS) to support students navigating the University academic policy process and provide expert advice on filing grievances and appeals.

WUSA directly organizes regular events including Orientation, Welcome Week, Cultural Caravan, and Wellness Days.

WUSA also owns and operates several commercial businesses, employs many full-time staff, and hires hundreds of part-time student staff, mostly to work in the food and beverage outlets that it runs (International News, the Bombshelter Pub, or the Dispensary) and in the Marketing & Communications department. The Federation manages and controls the Student Life Centre (SLC) and other student-managed spaces on the various campuses.

### *Governing Documents*

#### The Letters Patent & Supplementary Letters Patent

The Letters Patent (also known as the “Articles of Incorporation” or commonly as the “[Charter of the Federation of Students](#)”) outline the general aims (objects) of the Federation:

“To promote the welfare and interests of the Students of the University of Waterloo in all matters respecting their common interests,” etc...

The Charter is a legal instrument issued by the Crown in Right of Ontario via a Government Minister. It is what defines the Federation as a corporation chartered in Ontario for the purposes outlined in the Charter (*i.e.*, the objects of the corporation) subject to legal statutes (laws, regulations, etc). The Charter has very strict rules governing what can be included and how it can be changed. Prior to being legally formed, the Charter was approved by the University of Waterloo’s Board of Governors, allowing the then Waterloo Students’ Council to seek incorporation. The Charter was approved by the University of Waterloo Board of Governors’ and subsequently by the Provincial Secretary on 27th of April 1967 and received Supplementary Letters Patent in 1980 (we turned 50 years old in 2017).

These documents are very high level, and constitute our highest authority under the law. The Charter takes precedence over the Bylaws and Policies of the Corporation, and any Procedures established by Council or the Board, and even contracts with the University or other groups, but in practice it is seldom referred to in most matters that come before Council. The Charter is also the place where the Federation’s name is officially declared.

Everything the Federation does must come back to its single core object, stated above, "to promote the welfare and interests of the Students of the University of Waterloo in all matters respecting their common interests..." and as such, Council and the Board have various duties to uphold and enforce the Charter. The Board has a *fiduciary* duty of loyalty to these objects above all else (*i.e.*, to "act in the best interests of the Corporation" to further the objects in the long-term). Council has a *representative* duty of loyalty to the membership (your constituents) to hold their interests in trust and to hold the Board and Executives accountable to students. See [Object II](#) "to act as a representative of the students, and to promote & maintain responsible student government" for more details.

Currently, the Charter is subject to the provisions of the Ontario *Corporations Act*, R.S.O. 1990, or any successor act(s) to that one (e.g., the not yet in force *Not-for-Profit Corporations Act*). Per the provisions of incorporation and contract with the University of Waterloo, all amendments to the Charter must be approved through the Federation's internal means and by the University of Waterloo Board of Governors before they may be presented to the Provincial Government for final approval.

The Charter replaced the original University of Waterloo Board of Governors' approved "Constitution of the Federation of Students" that pre-dated our incorporation. Aspects of the original "Constitution" which have not been superseded by the Charter, Bylaws and Policies, or procedures, continue to apply. An original copy of the "Constitution" and the signed Charter can be found in the President's Office.

### The Bylaws

The Bylaws set out the basic structure of the Federation (Council, the Executive, etc.). The Bylaws act as a modern constitution for the organization that characterizes the distribution and diffusion of powers. It is the most fundamental and basic of rules setting up the power structures and organization of the Federation, rather than rules of procedure, and prescribe high-level mechanisms for General Meetings, Referendums and Elections, and the amending of the Bylaws. The Bylaws take precedence over Policies of the Corporation or Procedures, and, with some exceptions defined by the Bylaws, can be amended<sup>3</sup> by the Board provided a  $\frac{2}{3}$ -majority only after consultation and approval by a simple majority of Council. Following approval by both Council and the Board, Bylaw amendments must be ratified by the General Meeting to go into effect, meaning that they are fairly hard to change.

Per the Act, sections 129-130, the Board of Directors is empowered to draft and pass Bylaws of the Corporation, subject to existing Bylaws, Policies and Procedures, provided they are ratified by a General Meeting of the membership. The Board cannot pass Bylaws to put into immediate effect that pertain to Meetings of Delegates (representatives of the membership), such as those empowering Students' Council<sup>4</sup>. Council has the right to review and recommend any changes to a proposed Board-proposed bylaw changes. Most bylaw changes<sup>5</sup> will only take effect once approved by a two-thirds ( $\frac{2}{3}$ ) vote of the Board and a majority vote of Students' Council. All bylaw changes approved by the Board, even those that do not need consent of Council, must be ratified at a General Meeting of the Corporation to continue to have force after said General Meeting.

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<sup>3</sup> Subject to Policies established by Council on process for amendment and procedures established by Board governing conduct of General Meetings.

<sup>4</sup> Note: Students' Council is a Meeting of Delegates for the purposes of the Act.

<sup>5</sup> Those being, Amendments to Article 1: Interpretation, Article 3: Membership, Article 4: Dues, Article 5: General Meetings, Article 7: Board of Directors, Article 8: Students' Council, Article 11: Elections and Referenda, Article 13: Membership in External Political Organizations, and Article 14: Amendments, or amendments of the same or like substance to the above.

The Bylaws give Council the authority to set the Policies of the Corporation, and also give the Students' Council and the Board of Directors the power to establish Rules of Procedure to regulate the conduct of their business (e.g., budget development and approval for Council, or Human Resources and Commercial Operations for the Board).

Under the Act, every Director, Officer, Executive, Councillor, and member must follow the Bylaws. Every decision made by the Corporation must comply with the Bylaws. If a decision conflicts with the Bylaws, it is unenforceable and will not be enacted.

## Policies

[Policies](#) (or "Policies of the Corporation") are formal stances made by Council that set out the beliefs, governing principles, or views of the Corporation<sup>6</sup>. Policies affect the Federation's objectives, operations, plans, and the interpretation of governing documents. The Bylaws give Council the authority to set the Policies of the Corporation, which act in a few capacities:

1. Interpretation of Charter and Bylaws — To the fullest extent possible under the law, the governing documents of the Corporation must be interpreted and implemented to uphold and enforce the Federation's Policies.
2. Outline the beliefs and high-level rules governing the Federation such as advocacy objectives or corporate standards.
3. Devolve Council powers or functions to other bodies or to build additional checks-and-balances in the Federation.
4. Set standards for and responsibilities of the Board of Directors to meet in the execution of their duties.

Policies are subdivided into two categories based on their purpose:

1. Advocacy Policies — those policies which highlight student beliefs and long-term advocacy goals of the Federation (e.g. regulated tuition framework). These advocacy stances can be targeted towards either the University, the City, or a governmental body.
2. Corporate Policies — those policies which are highlight the Federation's actionable, governance, operational, and administrative beliefs (e.g. controlled substances use in WUSA spaces).

They are further classified by type and function (i.e., UA - University Advocacy or FC - Financial Controls). For more details, read through [Policy 0: Administration of Policies](#), which outlines the scope, function, and enforcement of policies.

Policies greatly impact the day-to-day actions of the Federation. As such, they go through a thorough review and development process:

- Advocacy Policies either begin in committee or are introduced by a private member of Council and are referred to committee. In committee they are vetted, refined, and

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<sup>6</sup> This can include philosophical matters or views government policies relating to or associated with post-secondary education or university policies, but not including recommendations given to the Board of Directors regarding specific internal operations.

consultation occurs. After this process, an Advocacy Policy is returned to Council where it may be passed by a two-thirds majority of Council.

- Corporate Policies either begin in committee, at the Board, or are introduced by a private member of Council. Corporate Policies must be referred to the Policies & Procedures Committee, or another body determined to be more appropriate by Council, to review compliance with the bylaws and existing policies and procedures. After review and amendment by the Policies & Procedures Committee, they are provided to the Board of Directors for comment and, if applicable, recommended amendments. The Board issues a statement as to operational impact with respect to adoption or rejection of the Policy when it is returned to Council. After this process, a Corporate Policy is returned to Council where it may be passed by a two-thirds majority of Council.

Corporate Policies do not expire, but come under review at least once every three years; Advocacy Policies expire after three years but may be renewed.

- To *renew* a policy requires a simple-majority vote if there are no amendments to the policy and notice is provided.
- To *rescind* (over-turning) of a policy before it's renewal date requires a two-thirds majority vote.
- Any policy can be *temporarily suspended* by a majority vote, but a temporary suspension only lasts up-to two months and can only be re-suspended twice before automatically coming back into force permanently.

Taken together, Policies allow the Governing Documents to be interpreted and can even devolve powers to Council<sup>7</sup>, the Board, or the Executive Committee to set procedures or internal protocols regulating specific matters. Compliance with Policies by the Executive, Officers, and Board of Directors is expected, though at times Policies may not be enforced because they conflict with the Letters Patent, Bylaws, or the law.

#### *An Overview of the Policy Writing Process*

- Once you have an idea for something you would like WUSA to support, make sure to do some research on the idea.
  - Look for data to support your ideas, see if you're able to policies that other student associations or institutions have created that address a similar problem - there are usually a lot of resources available to help you formulate ideas, and put them down on paper.
  - Consult with fellow councillors and the constituents you represent to make sure that your ideas are sound.
- Present your ideas to Council for discussion during the "First Reading" process<sup>8</sup>

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<sup>7</sup> Yes, that means Council can create powers or additional checks and balances, even by giving itself the authority to regulate something that it cannot directly exercise.

<sup>8</sup> Council uses a multiple reading process for policies where ideas get presented first to discuss them and hone them down. Then in each subsequent reading or committee referral, the policies get amended and refined to improve them! A final policy is presented to Council *normally* after it has gone through a first reading, a committee consideration, amendment, and then a second reading.

- Council will then reject or send the idea to a committee more specialized to do a thorough review of the topic at hand (e.g. the Snow Day policy, an Advocacy Policy, was referred to the Education Advisory Committee after First Reading)
- The committee will further refine and formalize your idea or proposal, and will return it to Council with a recommendation during the "Second Reading" process
- At this point, Council can then adopt, reject, or further amend this policy

### Rules of Procedure

Rules of Procedure (or "Procedures") can be broken into two forms:

1. *Parliamentary Authority* (i.e., Robert's Rules of Order) which govern the Corporation in all applicable cases where they are consistent with the law, the bylaws, and special rules of order established by the Corporation. *See attached guidelines for more details.*
2. *Special Rules of Order* for the Corporation adopted by Council or the Board of Directors. Council (as WUSA's governing body) or the Board (as WUSA's strategic and fiduciary body) have the right to set procedures of conduct regarding policies, actions, and affairs of various aspects of the Federation.
  - a. The Board has the power to establish procedures managing the affairs of the Corporation, contracts which the Federation may enter into, and space/premises that the Federation owns or operates. The Board may also create procedure regarding review of finances and the audit, oversight of the Officers of the Corporation, conduct of the General Meetings, establishing staff structure and HR process, approval of Bylaw amendments, and may create committees as necessary to effectively execute the Board's duties.
  - b. Council may pass procedures governing processes for approval of Policies, approval of Bylaw amendments, oversight of the Board of Directors and Executives, setting of member priorities and advocacy/lobbying objectives, oversight of societies and commissions, administration of clubs and services, and management of the various WUSA-operated endowment funds. Council may also create procedures regulating elections and referenda, selection and vacancies of the Board of Directors, administration of WUSA's clubs and services, appointment of delegates or representatives to external and University bodies, and to create committees as necessary to effectively execute Council's duties.

Some matters are governed by procedures from both the Board and Council, such as preparation and approval of budgets, but all procedures must comply with both the Bylaws and Policies of the Corporation.

Generally, Procedures elaborate on the Bylaws, prescribing the rules to be followed (the "how"). Procedures are much easier to change than the Bylaws: all that is required is a two-thirds vote by Council. With what is known as "*suspending the rules*", Council can also temporarily suspend individual provisions of the Procedure by a two-thirds vote.

## Long Range Plan

The Long Range Plan is developed by the Office of President on behalf of the Board of Directors and must be approved by Students' Council before the Board votes to implement it. The plan must align with the Federation's governing documents.

The objective of the Long Range Plan is to cement WUSA's reputation as a strong, innovative organization that is responsive to the developing issues and needs of its membership, while remaining focused on activities that support its vision and mission. The plan outlines the mission, core values, and enduring principles of WUSA and highlights what long-term strategic goals will remain unchanged year-to-year. The strategies will guide future Executive and Board of Directors in focusing on deliverables throughout their term, to ensure that WUSA remains responsive to our internal and external environments. All organizational planning (annual plans of the Board, Executive Action Plans, staff planning, etc) must further the Long Range Plan.

## *Students' Council*

Students' Council is the governing body of the Federation and includes voting and non-voting members. Council conducts its business through various committees, its Officers, and the Executive.

### Council Membership

1. Voting Members: *taken from the Bylaws*
  - a. Four (4) Executives — President\*, Vice President of Operations & Finance, Vice President of Student Life, and Vice President of Education.
  - b. The President, or a designate selected in accordance with Procedure, of each recognized constituency Student Society.
    - i. Note: If a constituency has more than one recognized Society, Council must reserve one seat for each additional society president from the regular at-large elected membership of the assembly.
  - c. About twenty-five (25) At-large Councillors (totals sometimes vary due to rounding) — Councillors are directly elected from each constituency (Faculties, Federated & Affiliated Colleges, and Satellite Campuses).
2. Non-voting Members: *taken from the Bylaws and Council Procedures*
  - a. The Chair of the Board of Directors.
  - b. Commissioners of the Federation.
  - c. Chairs or Vice-Chairs of Committees of Council<sup>9</sup>.
  - d. Speaker of Students' Council\* — as the presiding officer of Council, the Speaker is *typically is non-voting*, however may vote to break a tie if Council is equally divided on a question.
  - e. Those other persons from time to time as determined by Students' Council.
3. Council may add non-voting members by a two-thirds vote.

### Constituencies

Students at Waterloo in various faculties, colleges, or satellite campuses are organized into student societies or associations (e.g. Engineering Society or St. Jerome's University Students' Union). Each of these student societies or associations form a "Constituency" of the Federation, sending representatives to Students' Council and conducting activities for their members.

#### **Allocation of Constituency Seats:**

In addition to the *ex officio* voting seat for Presidents of Student Societies or Associations, the number of representatives a Constituency gets on Council depends on the number of students in the Constituency. All Constituencies are allocated voting Councillor seats according to the formula  $n = 25 \cdot (C/N) + 0.5$  (where n is the number of Councillor seats, C is the number of voting

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<sup>9</sup> If not otherwise a member of Council.

members of that constituency, and N is the total voting membership of the Corporation); according to this formula, all constituencies get at least one Council representative.

### **Constituency Societies:**

In practice, the Constituency Societies (student societies or associations) have a fair amount of autonomy, but technically they do not exist as legal entities<sup>10</sup> and therefore all their funds and assets belong to the Federation, subject to policy agreements made recognizing autonomy and independent financial management. The Federation has bound itself to respect the legal and financial autonomy of such societies through the *Feds-Societies Memorandum of Understanding* ("Societies Agreement") and other Corporate Policies, and through Council's Committee of Presidents (COPs) procedure. While Council has the power to establish procedures regarding general oversight and to issue directives to the Constituencies, these powers have been entirely delegated to COPs to create policies and procedures regulating societies and upholding the Societies Agreement.

Constituency Societies generally do their banking and bookkeeping through the Federation Accounting Office (via the Societies Accountant) or, if they do manage their own finances entirely, must submit both budgets and books to the Federation for audit and review periodically. Constituency Societies receive dedicated fees independent from the WUSA Fee(s), which they can alter by their own means (e.g., the Science Society's Board may approve increases in the fee for CPI, but larger increases must go through a referendum or General Meeting according to their own society procedures), unless otherwise determined by Council; the results of such changes to a Constituency Society's fee must be presented to WUSA Vice President Operations & Finance who works with the President to forward them to the University's Board of Governors if protocols have been properly followed.

Disputes between Societies and the Federation typically get solved through by COPs, but the final appeals body for any breach of the Societies Agreement, as with all policies, is delegated to the Board of Directors. Ultimately the Federation is responsible for the conduct of the Societies and therefore retains sufficient decision-making capacity if it should need to act.

An important final note on the Societies is that their original constitutions were approved by the Students' Council and provided for methods of their self-regulation and further amendment without the need for Council's intervention. The original "Constitution of the Federation of Students", as approved by the UW Board of Governors, prescribed for the governance, regulation, and responsibility for Societies by Council. The supremacy of the Students' Council for this regulation has continued as is reflected in the Objects of the Federation enshrined in the

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<sup>10</sup> While categorically true for the University and its internal faculties and satellite campus constituencies, this is less clear for the Affiliated and Federated Institutions of Waterloo (AFIW) groups. Each of the University of Waterloo ("UW"), St. Jerome's University, Conrad Grebel University College, Renison University College, and St. Paul's University College is an independent legal entity, with its own constitution and governance system; as such student unions at AFIW are a bit of an edge-case/legal quagmire. Some may be treated as legal entities or at least internal departments of those institutions that, while Federated with the University of Waterloo, are accountable to and overseen by WUSA. To date, these AFIW student unions are not incorporated separately of the institution they belong to, and therefore as of yet do not exist as legal entities in their own right.

Charter as well as in the bylaws. The bylaws leave the general regulation of Societies to the Students' Council, but provide that the President be responsible for “the day-to-day oversight and support of all ... societies, subject to those procedures established by Council and relevant contractual agreements.”

### Quorum

In order to transact business, a minimum number of people is required; this is referred to as a quorum of the assembly. Quorum for Students' Council is a simple-majority of delegates (i.e. voting Councillors).

### Orders of Business

Council has an order to business on the Agenda to allow for effective meetings and to deal with business effectively.

*Preliminaries* — Adding items to the agenda requires a two-thirds vote, although new items of business can still be raised without needing that vote once the entire agenda is complete.

1. Call to Order
2. Election of Officers (*when vacancies exist*)
3. Ratification of Society & Pro Tempore Designates (*when applicable*)
4. Approval of the Agenda
5. Approval of the Minutes

*Territorial Acknowledgement* — Pursuant to Federation Policy 50, *Indigenous Engagement and Inclusivity*, the Federation acknowledges that the University of Waterloo is on the traditional territory of the Neutral, Anishinaabeg, 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.

*Approval of the Minutes* — The minutes of a meeting are the official record of what happened at that meeting, and contain the authoritative versions of the actions taken at the meeting. If there are significant reservations about the minutes, the approval may be dispensed with, and the minutes will be returned at the subsequent meeting for approval.

*Consent Agenda* — In accordance with Council Procedure 9, items on the consent agenda will be considered in gross, without debate or amendment. Items will be moved from the consent agenda to the regular agenda upon the request of any member. The purpose of the consent agenda is not to suppress debate but to allow Council to quickly consider and approve uncontroversial items.

*Reports* — Motions arising directly out of a report, including to adopt the recommendations in the report, may be considered immediately after the report without having to wait until later in the meeting. No action is required to receive a report. If Council decides to adopt or accept a report, then it is endorsing the entire report and not just the recommendations.

1. Executive Reports
2. Board of Directors Reports
3. Councillor Reports
4. Officer of Council Reports
5. Standing Committee and Commission Reports

*Special Orders* — A special order is an item of business that will take precedence over all other business at the designated time for the special order. As it suspends the normal rule that each item must be disposed of before another can be brought up, setting or removing a special order requires a two-thirds majority vote unless originally included in the agenda.

*Business Arising From the Minutes* — Business arising from the minutes is business carried on to a meeting from a previous meeting. This includes items previously referred to a committee that have now been returned to Council.

*General Orders* — A general order is an item of business that is ordered to be taken up at a meeting. Most agenda items submitted in advance by individual councillors are placed in this section. Time limits to discussions indicate the point at which the Speaker will end the discussion unless Council directs otherwise.

*New Business* — Any Councillor may raise any item of concern during new business. Generally, long discussions without a specific motion before Council should be avoided, and are technically against the rules of procedure. If a Councillor has any questions about the procedure, form, or content, they should ask the Speaker.

### Conduct of Debate & Discussion

#### *Speaking at Council*

Council meetings are formal, at least to a certain degree. Members are not to speak at will, but must wait to be recognized by the Speaker. To be recognized, members raise their hands. The Speaker then adds them to the Speakers' List and lets them know when it is their turn to speak.

Members may speak no more than four times on any one motion (with time limits existing for each turn), unless no one else wishes to speak. Always address the Speaker when you are speaking to the assembly; it sounds stiff and formal, but it often helps prevent people's feelings from getting hurt by being directly pointed to or addressed. The Speaker will determine whether the person a comment is directed to may invoke their "*right of reply*" (otherwise known as "*direct response*").

### *Interrupting*

In general, members shouldn't interrupt each other. Once someone has the floor, they must be allowed to finish speaking. When they are finished, the Speaker will give the floor to the next speaker on the speakers' list.

Interruptions and speaking out of turn are allowed only in the following exceptional circumstances:

- **to raise a “point of order”**: It is permissible to interrupt (by calling out, “Point of order”) if the rules of debate are not being followed – for instance, if the mover of a motion has begun to speak on it before it has been seconded, or if an amendment is proposed that is not relevant to a motion, or if the agenda is not being followed.
- **to raise a “question of privilege”**: It is permissible to interrupt to bring up an urgent question affecting the “privileges” of Council or its members – for instance, if it is too noisy to hear the debate, or if a sensitive matter is raised that should be discussed in camera. Often this is called “a point of personal privilege,” especially if it affects only individual member, rather than the entire assembly.
- **to raise a “point of information” or “point of clarification”**: It is permissible to interrupt to ask for information – for instance, in a debate on whether to spend money, a member could interrupt by requesting the chair to ask the VP Operations & Finance to tell Council whether or how much money is available.
  - Note on Points of Information: It is improper to interrupt debate in order to *provide* information; it is only proper to interrupt in order to *request* information.
  - Also, points of information should be directed to the Speaker, who will then decide who is best to provide the information requested.
- **to make a “parliamentary inquiry”**: It is permissible to interrupt to ask the Speaker whether it is possible to carry out a certain action. If members wish to do something (refer a motion to committee, call for a vote, etc.) and are not sure how, they should feel free to ask the Speaker for advice in this way.
  - Generally a good Speaker will notice if someone is unsure or trying to suggest something but doesn't know how and will offer a suggested motion, e.g., “It sounds like you would like this motion to be referred to [Committee Name], would you like to move that?”

### *Decorum*

When engaging in debate it is easy to get caught up in the moment. Be mindful that everyone has an opinion and their thoughts are valid even if you disagree with them. There is no correct or incorrect way to do something until the decision is made; once a decision is made the assembly has determined what the “correctness” of the item was (*viz.*, if the motion carries that was the “correct” choice, if the motion failed then that was the “correct” choice for the item in the opinion of the assembly as a whole). You don't have to agree with an outcome, and should feel free to criticize it if you wish, but do try to be respectful of the result.

### *Order of Speaking*

The mover of a motion has the right to speak first on it during debate in order to “motivate” it. Or they may cede the floor to someone else to motivate, with the consent of the Speaker. The second for a motion has the right to speak next. After someone has spoken in favour of the motion in this way, the Speaker will ask if there is anyone who would like to speak against the motion. After that, the Speaker will maintain a speakers' list of all those wishing to speak for or against the motion in the order that they raise their hands.

### *Moving and Seconding*

Only members of Council (including non-voting members, including the Speaker) can move or second motions, though generally the Speaker refrains from moving or seconding an item other than items that are “assumed by the Speaker” (e.g., adopting the agenda).

Note that seconding a motion does not imply support for a motion. It only means willingness to hear it debated. Ordinarily the Speaker will take the second as the second speaker to the motion even if the seconder wishes to speak in opposition to the motion on the floor.

Note on preventing items coming to the floor: If you find something inherently objectionable about a motion on the floor, you may prior to the item being seconded raise an “**Objection to the consideration of a question**” as a motion. This motion is not debatable, requires a two-thirds ( $\frac{2}{3}$ ) vote against consideration, and may only be applied to the main/primary motion, not to any amendments. Objections suppress debate, and so must be made before debate has begun.

### *Amendments*

Amendments may be introduced during debate on motions to alter parts of a motion. You can amend an amendment (known as secondary amendment or further amendment), but you cannot amend an amendment to an amendment (tertiary amendments are prohibited).

Again amending something means you need someone willing to consider your amendment, even if they don't support it (seconding the amendment). Once you move a main motion it is owned by the assembly, so any amendments to it can be *friendly* (taken on consensus without a vote) or *unfriendly* (requiring debate and a vote). Any member can object to an amendment making it unfriendly. Generally the Speaker will ask the mover and seconder of the main motion if an amendment to that motion is friendly or unfriendly, but any other Councillor can provide opposition too.

### *Dividing a Question*

It is possible to divide a proposed motion into separate parts, with each part to be considered separately. For instance, a motion to oppose a government policy and to contribute money to a campaign against that policy could be divided to discuss the proposed financial contribution separately.

### *Motion to Reconsider*

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During the course of a meeting, it is permissible for a member who voted on the winning side on a motion at that meeting to ask that Council reconsider that motion in order to change the result (e.g., if that member changed their mind or learned new information that they believe should be cause to reconsider the item).

There is a special type of motion to reconsider known as "*Motion to Reconsider and Enter into the Record*" this motion, if seconded, suspends the item from coming into force immediately/at the end of the meeting and instead forces reconsideration of the item at the next meeting (with no allowed action on the item until then). If the motion to reconsider and enter a question is not called up before adjournment of the next meeting, the objectionable act then goes into effect upon adjournment of that meeting. A motion to reconsider and enter is *out of order* when its purpose is obviously dilatory (i.e., the purpose it to delay a required action that would render that action unable to be taken in the future).

#### *Motion to Rescind*

Any member can move that Council rescind a motion it passed at a previous meeting; the motion to rescind requires a two-thirds ( $\frac{2}{3}$ ) majority to succeed, unless notice has been given in which case it is considered with simple-majority (50%+1).

Actions that cannot be undone cannot be rescinded — for instance, it is not possible to rescind a motion to spend money if the money has already been spent; so a motion to rescind a budget would be rescinding all but the money that had already been spent.

#### *Calling the Question*

A member who wishes debate to end may "call the question" or "order the previous question". Calling the question requires a second and halts debate immediately. The motion is not debatable and goes to a vote immediately. If a motion to call the question is adopted by a two-thirds ( $\frac{2}{3}$ ) majority, then debate on the main motion is concluded and voting begins, notwithstanding any Speaker's List that had been taken. If there is no opposition on whether to call the question then the main motion proceeds to the floor anyhow.

Note: for a more detailed guide to some of the basic motions and questions that can be proposed or raised at a meeting, according to Robert's Rules, see the Appendix.

#### *Guidelines for Effective Meetings*

1. **Keep Meetings Efficient!** There was a time when Council meetings that drag on for hours, this is not good for anyone and is a sign of poor use of the committee governance structure. If someone has stated your point then consider not repeating it, unless you think the opinion is in the minority and expressing support would help.

In addition, there is the Consent Agenda portion of the agenda to avoid discussion on non-essential matters which are likely to be not contentious (like referral of something to

Committee, or accepting certain reports, or adopting something that has gone through three committees).

2. **Don't Cut Off Legitimate Debate.** Although the main concern in recent years has been to keep meetings short, at times the opposite concern has arisen, when some Council members felt debate had been cut off by calling the question before everyone who wanted to had a chance to speak. Allow Council to remain a place to challenge ideas.
3. **Speak Up.** Councillors have the right to raise questions or voice opposition as long as they do so in accordance with the procedures outlined above. You don't have to keep silent just because the matter has been discussed previously at Council or at consultation sessions. If you don't like something you have a duty to say so, otherwise who will know? One piece of advice though, keep it collegial. Sometimes we can let our passion drive us, but getting angry doesn't solve problems it just entrenches people.
4. **If Council Goes Long, Getting Home Safe.** Council usually doesn't go on for hours, but occasionally meetings can go into the evening. If it does go into the evening, Council can vote to authorize cab fare reimbursement for Councillors who cannot get home by public transit, busing, or carpool. In addition, if you live within 110 km of Waterloo, then you're eligible for a full refund for attending and returning from Council.

If getting home safe or catching your bus is important, feel free to leave a bit early!

5. **Childcare and Other Care Expenses.** Council members with child care responsibilities can get reimbursement for child care expenses incurred as a result of attending Council meetings. If this applies to you, chat with the VP Operations & Finance about it.

## Powers

Council is an meeting of delegates of the Corporation, under Section 130 of the Ontario *Corporations Act*, and therefore has nearly all powers of a General Meeting to make decisions on behalf of the membership month-to-month (within limitations). While Council's powers are broad, a summary of some expressly enumerated, implied, or policy/contractually derived powers include:

1. Overseeing, receiving reports from, and providing regular feedback to the Executives and Board of Directors.
2. The power to determine student priorities regarding expenditure of members' dues, establishing student perspective on all matters in relation to post-secondary education, and to set the Policies of the Corporation.
3. The sole power to impeach and recommend for removal or suspension of an Executive to the Board of Directors. This power is special and requires a three-quarters (3/4) majority vote at a regular meeting of Council with at least seventy-two hours notice provided to all members of the Federation.

4. Council is responsible for preparation of the Federation's annual budget<sup>11</sup> and bicamerally approves the budget with the Board of Directors, with the exception of budgets restricted by the Board.
5. The power to establish procedures regarding the formation, administration, discipline, and disbandment of WUSA clubs and services; procedures regarding general oversight of WUSA Commissions.
6. Recognizing and constituting Societies, including those recognized to represent constituencies, and the establishment of procedures regarding the general oversight of Societies. Societies are ultimately subject to the authority of Council.
7. Power to delegate representatives to serve on bodies outside the University, approve joint committees with the University and other bodies, and to regulate the appointment of members to University decision-making bodies, with Council as expressly delegated to the President or a designate thereof.
8. The power to establish such committees and procedures as required for the conduct of its business, including those that define elections and referenda processes.
9. To make recommendations to the Board on matters pertaining to internal affairs of the Corporation (e.g., operations).
10. Regulate the selection process for Directors of the Corporation and screen applicants for Directorship.
11. Regulate elections and referenda, ratify results of elections and referenda, and resolve all matters of controversy in elections and referenda.
12. Call Special General Meetings of the Corporation for consideration of any business determined appropriate by Council.
13. Adjust the WUSA fee(s) by amounts *less than or equal to* the annual increases of the Consumer Price Index of Canada (according to Statistics Canada for the calendar year immediately previous) and separately those related to staff salary growth. As well, Council may determine (on the recommendation of the Board of Directors) whether fees are optional or compulsory, as well as how they are distributed (i.e. one fee or multiple).
14. To approve fees and bylaws/constitutions for WUSA administered endowment funds.
15. To directly (or indirectly via referendum) approve the creation of new administered programs and direct the Board of Directors to create such fees and funds to support those administered programs (e.g. U-Pass, Orientation, the Capital Maintenance & Improvement Fund, or the Student Refugee Program).
16. To otherwise regulate all undergraduate ancillary fees, subject to agreements with the University of Waterloo.
17. Removal of Directors, excluding the Executives, from office by a simple majority of votes cast in the affirmative with at least seventy-two hours notice provided to all members of the Federation.
18. Supervise, or delegate to a Board or Committee the supervising of, WUSA administered endowment funds.

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<sup>11</sup> The power to prepare budgets is primarily exercised through the Budget & Appropriations Committee, while Council regularly participates in Q&A period with the Committee, and votes to accept the prepared budget report to be presented to the Board for final approval, it rarely engages in line-by-line review other than over certain key items.

19. Handling of vacancies of the Board of Directors, subject to prescriptive provisions in the Bylaws.
20. Confer honorary memberships.

### Special Delegate Powers

If Council is specifically constituted by the Board of Directors to serve as a delegated General Meeting, in representing the membership in lieu of a traditional members' meeting, it has all those powers of the General Meeting, subject to limitations regarding amendments to the bylaws affecting Councillors and Council. Such direction has been taken before in WUSA's history at times when General Meetings could not reasonably be called or were prohibited from being called (e.g. cap on event participation due to [COVID-19 pandemic in Winter 2020 term](#)). This course of action is a special delegate meeting of the Council and must be called by the Board with an agenda set by the Board, as is traditional with all General Meetings.

### Responsibilities of Councillors

As Councillors, you are representatives of the membership and your constituency. Your duties and loyalties are principally to your constituents and your society. As a Councillors, you must, in addition to what is set out in the bylaws, policies, and procedures of the Corporation:

1. Attend all Council meetings.
2. Attend all General Meetings of the Corporation, which may also be done via proxy.
3. Actively participate in decisions and policy development.
4. Actively engage and consult with students regarding the undergraduate student experience. Councillors are expected to consult their constituents and constituent society regularly, but consultation does not always imply that councillors must represent the views of their constituency society.
5. Report on any relevant updates and activities within their constituency.
6. Report on the consultation efforts with their constituents, and the results thereof.
7. Represent and act on behalf of their constituents, insofar as you are able.

### *Conflicts of Interest*

Complete honestly a Conflict of Interest Declaration which will be made public to all members about your potential conflicts while on Council. As a Councillor you are expected to be aware of your conflicts and proactively strive to avoid situations where you can benefit from them. Council strictly enforces a code of conduct, which requires you to acknowledge when you have an actual, perceived, or potential conflict of interest when the opportunity exists for you to use the authority, knowledge, or influence of the Students' Council, or its committees, for individual benefit or to preferentially benefit any individual or organization with whom you have a familial, personal, fiduciary, or financial relationship. If such a situation arises, you must declare it and the nature/extent of the interest immediately and refrain from participating in any discussion or vote in relation to the matter. If Council or a committee believes you are in conflict, they may

declare you in conflict and also limit your capacity to actively gain from any decision which might be made.

### *Confidentiality*

While all sessions of Council as an assembly must be conducted in public and must be accessible for the membership to participate in openly. Occasionally, Council holds an *ad hoc* Committee of the Whole in confidential session, at which no votes may occur or decisions can be made. This rare occurrence is used for sensitive updates that are squarely within Council's remit (e.g. one such example from the FY2020 governing year was the Executives seeking consultation on confidential University funding matters related to undergraduate ancillary fees set but the joint Student Services Advisory Committee).

Confidentiality is important for some Committees. WUSA has a number of committees that review privileged and confidential information. Unless specified in the terms of reference of the Committee, all committee sessions are public, but check with the Committee Chair before discussing sensitive matters. As a Councillor you may be a member of a committee that operates in confidential session, and if so you must sign a non-disclosure agreement which requires that you not disclose to any party or person, outside of the members of the committee, any written or oral information or materials disclosed or provided to the committee deemed to be confidential that have been redacted from the public record. What is and is not confidential is limited by Policy 52: Freedom of Information and Secrecy in Corporate Governance. Once your term on Council ends, you are expected to keep confidential information and materials undisclosed to any party or person unless consent to disclose has been obtained by a resolution of Council and by the any affected party or person, there is a legal right or duty to disclose, disclosure is compelled by process of law, or otherwise as noted in procedure.

### *Violations of Code of Conduct*

If you are accused of violating the Councillor's Code of Conduct, the Officers of Council will be responsible for determining the most appropriate method to address the violation which may include but not be limited to meeting with you to discuss the matter, your removal from Committees or the Board (as applicable), or other more severe penalties. The Officers are responsible for conducting a thorough review of the accusation and, if necessary based on the validity of the actions, determining the most appropriate corrective action. The Officers of Council must report on their ruling and provide supporting information at the next regular meeting of Council. If you feel the Officers are wrong, overly punitive, or unfair in their action you always have the right to appeal the decision of the Officers of Council to Council, which requires only a simple majority (50%+1).

### Recall or Expulsion from Council

As Councillor, you can be removed from Council during the governing year in only two ways: expulsion or recall referendum.

### *Expulsion*

Expulsion is a process of “cleansing the body” so to speak, where Council votes to remove you as a member due to truancy/absenteeism. If you are absent for two (2) regular meetings of Council in a twelve (12) month period without being excused, or more than four (4) regular meetings of Council for any reason other than distance related reasons specified in Council Procedure, you may be expelled from Council by majority vote. In the event the vote to remove a Councillor fails, another may not occur until the Councillor is absent another regular meeting without having been excused.

In addition, attendance at committee meetings is essential. Regular absenteeism from committees can be used to call an expulsion vote and remove you from Council.

Council has established procedures that make specific requirements for excused absences for Councillors on co-op or calling into meetings. The President and/or Speaker have the sole right to determine who is and is not excused; these decisions of the Speaker are not appealable.

### *Recall Referendum*

There are two types of recall referenda:

- Executive Recall Referenda — which must be initiated only by a petition signed in writing or electronically of at least 2900 or 10%, whichever is fewer, of the voting members of the Corporation; and
- Councillor Recall Referenda — which must be initiated only by a petition signed in writing or electronically of at least 500 or 10%, whichever is fewer, of the voting members of the respective constituency of the Councillor.

All recall referenda are subject to the following limitations:

- The question of all recall referendum is worded “Should [name] be removed from the office of [office]?”
- The results of a recall referendum do not carry unless the number of votes in favour of removing an Executive or Councillor is at least the number of votes cast in favour of electing that Executive or Councillor in the most recent election.
- All recall referenda are ratified by Students' Council, however recall referenda for the removal of an Executive may not be ratified without the Board of Directors first providing reasonable assurance of the continuity of day-to-day operations to the Students' Council.
- Ratification for recall referenda cannot be unreasonably withheld by Students' Council. *Viz.*, Council needs a good justification for refusing to ratify, such as very low voter turnout, elections/ballot tampering, etc.
- Notwithstanding normal Elections & Referenda Procedures, polls during a recall referendum shall be open for no fewer than twenty-four (24) hours.

A Councillor or Executive who is recalled ceases to be a Councillor or Executive upon ratification of the recall referendum result, or at the time determined by Students' Council for the ratification to enter into effect.

*Impeachment of Executives*

Executive members of Council are *ex officio* members, meaning they are there by virtue of the fact that they are Executives. While they can be expelled from Council under ordinary methods, Council can impeach an Executive, which in effect recommends to the Board of Directors the removal or suspension of the Executive. This power is special and requires a three-quarters (3/4) majority vote at a regular meeting of Council with at least seventy-two hours notice provided to all members of the Federation.

## *Board of Directors*

The Board of Directors is the body corporate for WUSA, responsible for directing and overseeing the operations and management decisions relating to the legal, financial, human resources, high-level organizational strategy and long-range planning.

### Powers

The Board is principally responsible for managing all the affairs of the Corporation on behalf of the Students' Council and student body generally, in accordance with the Charter, the Bylaws and Policies, and any procedures or agreements. To that end, the Board of Directors is legally responsible for all the activities, operations, programming, and actions of the Corporation.

To give agency to its objects and directives, the Board devolves powers to the Officers of the Corporation to exercise in its name on behalf of WUSA (including its constituency Societies), like the entering into of contracts, managing of financial controls, or purchasing of assets. To this end, the Board is also the ultimate arbiter of human resources matters respecting the Executive and corporate Officers, including considering the removal of Officers if they are impeached by Council.

The Board is the chief human resources and financial management body for WUSA and oversees all financial management, controls, audit, and organizational structure. Directors serving on the Board, or its committees, audit the activities of management and receive regular reports to ensure they have confidence in the faithful execution of all activities done in the Board's name by the Corporation's Officers (Executives, Chair, Secretary, General Manager).

### The Evolution of Board Membership

Historically, the Board was iterated through a variety of compositions. In its recent history, the Board was composed of the four (4) Executives and five (5) Councillors, which led to considerable workload concerns for Councillors who were already stretched thin with Council Committees and priorities. In addition, the challenges of truly balancing fiduciary and representative obligations (on the part of Councillors) and operational and strategic considerations (on the part of Executives) led to the gradual restructuring of the Board of Directors.

The Board added at-large seats to provide for "independent Directors" circa 2010, and then began to review its relationship with Council further. In an effort to distance representative functions of Council in setting legislative policies that bound the Board from its fiduciary functions to manage the administration of the affairs of the Corporation, further changes occurred. The number of Councillor seats was reduced to two (2) and the number of at-large seats increased to five (5). Between 2017-2020, continued concerns regarding Executives

serving as Director, allowing for a circular accountability pathway for the organization's HR body, discussions advanced on removal of some Executives from the Board, particularly those with minimal portfolio overlap with the Board's functions as a strategic high-level management body for legal, financial, contractual, and risk management.

In consideration of these concerns, in addition to forthcoming legal constraints imposed by the anticipated change in the governing law due to the gradual entering of force of the Ontario *Not-for-Profit Corporations Act, 2010* (ONCA), the Board of Directors and Students' Council bicamerally approved bylaw changes that were ratified by the Winter 2020 General Meeting, to restructure the Board of Directors. As a result, the role of the Executive on the Board of Directors was scaled back, and in turn to reduce concerns regarding the loss of the operational insight these Executives provided, the election of Directors was amended to be done in rotation, providing for two (2) year staggered terms of office for At-Large Directors.

### Board Membership and Selection of Directors

The Board of Directors is composed of the following members:

1. Voting members
  - a. President;
  - b. Vice President, Operations & Finance;
  - c. Two (2) members elected as Councillors of Students' Council; and
  - d. Four (4) other full members of the Corporation.
2. Non-voting, resource members
  - a. Vice President, Education;
  - b. Vice President, Student Life;
  - c. General Manager; and
  - d. Secretary of the Corporation.

In addition, At-Large Directors are elected in rotation by ranked ballot at the Annual General Meeting to hold office for two (2) year staggered terms., while Councillor and Executive Directors are elected to hold office on the Board for one (1) year. All Directors are required to serve the term of office or until their successor is duly elected. In the event of a failure of the Annual General Meeting to elect Directors (or otherwise a vacancy), the Board can temporarily appoint a qualified Director until such time as Council or a General Meeting can elect a qualified member or ratify the appointment to serve for the remainder of the term of office.

The only candidates allowed to stand for election for the Board are those that are nominated by the Students' Council<sup>12</sup>, which get presented as a report to the Annual General Meeting with a

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<sup>12</sup> Note that the Students' Council devolves the screening and nomination process for Directors to its *Director Screening Panel*, a committee of Council composed of two (2) Councillors, two (2) Directors, and two (2) at-large students

series of recommendations. As part of this nomination and screening process, Council reviews both legal minimum requirements of Directors and relevant acument for the role.

### Remuneration of Directors

Directors are permitted to receive some remunerations, including monetary honorarium and discounts, for their service as Directors or their service in another capacity (e.g. serving as an Officer or on Committees). Council is responsible for annually determining the value of Directors' honoraria, and establishing procedure to determine the timing of remunerations, in addition to the minimum conditions that must be met in order for a Director to qualify for remunerations.

### *General Meetings*

The Federation holds General Meetings (members' meetings) to provide public oversight, a forum for discussion on high-level corporate matters, and to give all members a chance to inform the direction of the organization. Typically, WUSA holds one Annual General Meeting during the Winter term, which is a legal requirement of the Corporation. All full-time undergraduate students have the right to participate and vote at a regular General Meeting. These meetings act as town hall forums for discussion and general advisement on the direction of the association, but can if necessary make key decisions (provided that the Bylaws don't limit those types of decisions to another body, like a Referendum, Council, or the Board).

A second manner of General Meetings is what is known as a delegated General Meeting. This is when the Board constitutes a special delegate meeting of the Students' Council, in accordance with section 130 of the Ontario *Corporations Act*, 1990, to serve specifically in the capacity of a members' meeting, as elected delegates of the full membership. In the case where Council is constituted by the Board as a delegated General Meeting, all normal rules of General Meetings apply to Council.

Special General Meetings (including both regular and delegated meetings) can be called by the President, upon adoption of resolution by Council or the Board, or after the delivery of a written petition ("requisition") signed by two thousand nine hundred (2900) or ten (10) percent, whichever is fewer, voting members of the Corporation to accept, reject, or decide between particular proposals.

### Proposals and the GM Agenda

All members have a right to submit proposals for consideration to the General Meeting within the timelines for submission set by the Board of Directors.

The Board is responsible for preparing the Agenda for any General Meeting, and typically entrusts the President and their staff with formatting the approved Agenda package for notice to the membership.

With the exception of Bylaw amendments, the Board cannot refuse to include a Council or member submitted proposal with the Agenda for a General Meeting that does not contravene the Bylaws (this includes policy interpretations of the Bylaws), provided:

1. That the proposal was submitted before the deadline given in the Initial Notice by the Board; and,
2. That no similar proposal was voted on at a General Meeting less than one (1) calendar year prior to the deadline for the submission of proposals.

The Board shall include only those proposed bylaw amendments that have received approval in accordance with the Bylaw amendment process outlined in the Bylaws, Policies, and any

relevant Procedures (i.e. Bylaw amendments must follow the amendments process or they cannot be presented to a GM).

Similarly, if a power is already conferred to another body (such as Students' Council, Executive Committee, or the Board) a General Meeting can neither act on nor revoke that power or prohibit the body from exercising it without first amending the bylaws. By ratifying bylaws, the General Meeting in effect limits its own power by conferring rights and privileges to other bodies, and by consequence limiting its own abilities.

### *Amendments to the Agenda*

The Bylaws prohibit new business from being presented at a General Meeting. Only items included in the Agenda Package can be considered at General Meetings. Any amendments proposed at the meeting must be within the scope of the original motion.

### Quorum

In order to transact business, a minimum number of people is required; this is referred to as a quorum of the assembly. Quorum for a regular General Meeting is two-hundred (200) voting members in person or represented by proxy. In practice, it is challenging to maintain quorum for the entire duration of a regular General Meeting. Quorum in the case of the delegated General Meeting is the quorum of Council, as each Councillor is a delegate representing a proportion of the student population.

### Voting and Proxying

All members are entitled to one (1) vote to be cast either in person or by proxy. To vote by proxy a member must find a proxy-holder (any person, including non-members) and submit a valid proxy form at least 24 hours prior to the start of the meeting. Councillors are permitted to hold up to five (5) proxies for members of the same constituency, subject to rules regarding impartial selection and execution of those proxies set by the Board for the administration of the General Meeting.

The Board of Directors has set procedures regulating the conduct of General Meetings and regarding proxying. The law prohibits proxies from being used to appoint or remove the auditor or to elect Directors of the Corporation<sup>13</sup>. In addition, subject to bylaw requirements, the Students' Council has set Policy and procedural rules regarding nomination of Directors and screening of all candidates for Directorship. Only members screened and nominated by the Students' Council's screening panel may stand for election.

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<sup>13</sup> Proxies may be used to elect Directors if all candidates for Directorship are screened and their information is released with the *information circular* (second notice/Agenda package). This was the original reason for development of a screening panel by Council for Directorship applications.

### *Referenda*

Referenda can be used to order substantial changes to the Federation, remove a Councillor or Executive from Office, or bring an important question to the whole student body. Unlike General Meetings, referendums have no quorum requirement by default (although Council has set procedural requirements in the Elections & Referenda Procedures), but the decisions enacted must be ratified normally by Students' Council or a General Meeting. For example, the recent Fall 2018 "Full Fall Reading Break Referendum" attained over 10,000 votes cast and set the course for the future of a Fall break on campus.

Referenda may be called by:

1. a requisition of members,
2. a General Meeting,
3. the Students' Council,
4. the Board of Directors, or
5. the President.

Some examples of past referenda to provide context of problems they seek to address are:

- Full Fall Reading Week pilot
- WUSA Legal Service
- UPass for Part-Time Students

Students' Council has the power to establish procedures that govern elections and referenda that are not contrary to the bylaws, covering matters pertaining to campaigning expenses, rules, voting, formation of unbiased and fair questions, verification of signatures, official notices, dispute resolution, and more. Students' Council has the power to resolve all matters of controversy pertaining to any elections or referenda related matters. This is traditionally done via the Independent Commission for Elections & Referenda (ICER) which is headed by the Elections & Referenda Committee and an appointed Chief Returning Officer.

### *Fees & Member Dues*

The Federation collects various types of fees from students. Generally, fees can be broken down into Member Dues, Administered Fees, and the Orientation Fee.

Member dues are collected by the University of Waterloo on behalf of the Federation from each undergraduate at the time of registration each academic term and are awarded to the Corporation on a fee-per-student basis at the beginning of that term. Administered Fees include Supplementary Health Insurance, Dental Insurance, Universal Transit Pass (UPass), and the Student Refugee Program.

Portions of the WUSA fee are mandatory for all students, but to comply with [provincial government directive](#) as of 17 January 2019, most Federation fees will be optional and may be opted-out of electronically. This directive from the provincial government was struck down by the Courts as illegal and was nullified. While the government is in the process of appeal, the outcome is not clear. Therefore, Council is currently undergoing an extensive fee review with the Board of Directors and the Budget & Appropriations Committee to determine which fees will be compulsory and optional against an agreed upon set of principles.

Changes to WUSA fees and dues paid by members may be approved by the Board subject to procedures governing Fee increases and pending ratification:

- Increases in an amount *less than or equal to* the annual increases of the Consumer Price Index of Canada (according to Statistics Canada for the calendar year immediately previous) may be ratified by the Students' Council or by a General Meeting of the Corporation.
- Increases in an amount exceeding the annual increases of the Consumer Price Index of Canada (according to Statistics Canada for the calendar year immediately previous) may be ratified by Referendum or by a General Meeting of the Corporation, provided that:
  - No specific increment to member dues rejected by a Referendum may be added to the orders of a General Meeting within one (1) year of such.
- Separately from CPI, increases to the WUSA fee due to staff salary related growth shall be presented separately from all other increases, and may be ratified by the Students' Council.

Unless otherwise determined by the Students' Council, payment of the WUSA fee(s) is compulsory for all undergraduate students of the University of Waterloo, and may not be refunded. Council may only change the status of a fee at the recommendation of the Board of Directors, and this is traditionally done following review by the Budget & Appropriations Committee. The Students' Council also determines the apportionment of the Federation of Students fee into a suite of distinct fees, subject to the aforementioned agreement with the

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### Students' Council

University of Waterloo, although this authority is normally delegated to the Board of Directors and conducted by the Vice President, Operations & Finance on behalf of the Board.

Administered program fees can be changed by the Board within certain limits. Above these limits all changes are subject to ratification by a General Meeting, Council, or a Referendum. Similarly, new administered programs can be introduced through these means too. Council seldom has introduced new programs where a new fee is on the docket, but it is well within the powers of the assembly to exercise this right. Caution and careful consideration is advised in such courses of action, as the reputational impact such decisions can have may be significant. Always consider both the long-term benefit to your constituency as well as the immediate impact your actions regarding fees may have on your fellow students who elected you to represent them.

WUSA administered endowment funds (e.g. the Student Life Endowment Fund or the Enterprise, Opportunity, and Innovation Endowment Fund) have their fees set by the Students' Council as well. Changes to these fees are determined by the relevant Endowment Fund Board of Directors or Administrative Committee, and must be ratified by Council before they can go into effect.

Usually, new fees are proposed by the VP Operations & Finance or the Board, but sometimes the students at large propose them to address specific needs.

All Fees approved must ultimately be approved by the UW Board of Governors to be implemented.

## *Officers*

### **Officers of Council**

All Officers of Students' Council are elected immediately at the first meeting of Council in each term, with the Speaker elected first. Normally, the Secretary of the Corporation (appointed by the Board of Directors) acts as or appoints a Secretary for Council. The election of Officers of Council takes priority over all other business, and the meeting may not adjourn without Election. By default, the President is the Speaker and has the powers of that office until such time as Council names someone else to the role. Any WUSA member is eligible to hold any office of Council.

#### *Speaker*

The Speaker is the presiding officer of Council and accordingly has no vote, unless the Council is equally divided. The Speaker is required to carry out their duties as presiding officer in an impartial manner and with the objectives of fairness, transparency, and democracy in mind. They are responsible for advanced proficiency with parliamentary authority (RONR 11th Edition) and for arrangements necessary to hold Council meetings, such as ensuring that a room is booked and that any necessary equipment will be brought to the meeting.

Together with the Officers of Council, the Speaker prepares the agenda for each meeting of Council in accordance with the procedures and serves as a resource to Councillors, to ensure that they are able to effectively raise their concerns and issues to the appropriate part of the Federation, and to assist them in crafting any motions that they may wish to bring before Council. The Speaker, with the assistance of Officers of Council, ensures committee chairs provide Council with an oral summary of the on-goings of their committee.

Normally the President serves as the chair of Council, but if the President doesn't then Council may elect or appoint a Speaker. In such instances, the Speaker reports to the President of WUSA.

#### *Deputy Speaker*

The Deputy Speaker is the second presiding officer of Council, serving whenever the Speaker is unable or unwilling to do so. When the Speaker is chairing, the Deputy Speaker acts as the Parliamentarian of Council, to advise the presiding officer and ensure debate is consistent with bylaws, policies, procedures, and parliamentary authority. In this role, the Deputy Speaker advises on procedural questions under the governing documents of the corporation, rule, and precedent as well as preparing and compiling, with the consent of Speaker and assistance of Secretary, documentation of such to be made available to the members of Council. As Parliamentarian, the Deputy Speaker shall be responsible for advanced proficiency with parliamentary authority (RONR 11th Edition).

#### *Secretary & Clerk*

## WATERLOO UNDERGRADUATE STUDENT ASSOCIATION

### Students' Council

By default, the Secretary & Clerk is the Secretary of the Corporation, but if Council elects another party for this role or the Secretary of the Corporation appoints a recording secretary, then that recording secretary is accountable to Secretary of the Corporation.

The Secretary serves at the pleasure of the Speaker and may be dismissed at the recommendation of the Speaker with approval from Council. The Secretary produces the minutes and proceedings of each meeting of Council and submits them to Council for approval. During each meeting, the Secretary keeps a log of business conducted during the meeting for the convenience of the presiding officer and of Council.

The Secretary ensures that copies of all approved minutes and proceedings, all changes to the policies and procedures, and all committee reports are submitted to the responsible employee and the Secretary of the Corporation for filing.

The Secretary keeps track of the membership of Council and each committee of Council and informs Council of any resignations or the removal of Councillors as governed by procedure. The Secretary is responsible for informing newly-appointed committee members of their appointment and ensures that the chair of the committee has their contact information.

The Secretary, with the assistance of the Officers of Council as necessary, is responsible for ensuring reports of Committees of Council are submitted for deliberation. The Secretary also communicates on behalf of Council when appropriate such as to ensure that the Board of Directors is formally informed of any recommendations made to it by Council, or to communicate any external appointments made by Council.

The Secretary, with notice given to the appropriate Communications and Media Relations staff member, is responsible for formally inviting all news groups on campus no later than three (3) days after the agenda is sent to Council, to cover the upcoming Council meeting.

### **Federation Executive**

The Executive Committee, consists of the:

- President, who is the chair of the committee;
- Vice President Education, who is vice-chair of the committee;
- Vice President Operations & Finance;
- Vice President Student Life;
- General Manager (*non-voting* Full-Time resource member); and
- Secretary of the Corporation, or a designate selected in accordance with procedure (either the VP Operations & Finance by default, or otherwise a Director or appointed *non-voting* resource member)

## WATERLOO UNDERGRADUATE STUDENT ASSOCIATION

### Students' Council

The Executive provides leadership and direction for the Federation, but is subject to the authority of Students' Council and overseen as employees of the Corporation (in a human resources, legal, and strategic capacity) by the Board of Directors.

The four members of the Executive are elected directly by and from the students every Winter academic term and assume office on May 1, the beginning of the Fiscal Year.

The Executive Committee usually meets weekly. The individual members of the Executive have the following duties and powers:

1. The **President** is generally responsible for overseeing the Federation and its activities and for ensuring that the policies enacted by Council and that the strategic and annual plans approved by the Board are implemented and complied with. The President also serves as the presiding officer for General Meetings and of Students' Council\*. The President serves as the leader of the University's Senate Undergraduate Caucus and on the Board of Governors of the University, representing and appointing, in accordance with Council Procedures, appropriate representatives to all University decision-making bodies requiring student representation. The President is the official spokesperson of the Federation, and maintains key stakeholders relationships. The President has responsibility of maintaining and promoting relationships between the Federation, Student Societies, Residence Councils, and the Affiliated and Federated Institutions as well as oversight of the constituency societies, as well as day-to-day oversight of these subsidiaries of the Federation.

Under the Bylaws, the President is the chair of Council, but the Bylaws also allow the President or Council to designate another Speaker. The Office of Speaker of Council serves a few purposes, first it enables an impartial Speaker to take over the responsibility of chairing Council meetings, thus freeing the President to participate in debate; allows the President to regain a regular voting seat on the Council; and, it allows Council to name a chair that is not the President. However, it is important that the views of Council are supreme to the views of the President; ultimately the President heads the student government and their opinions and decisions are intended to reflect the will of Council.

The President is also the Chief Executive Officer and, as an agent of the Board and Vice Chair of the Board, is accountable for the other Executives and ensuring/promoting alignment of their portfolios' alignment with the Policies and Bylaws of the Corporation, furtherance of the Long Range Plan, and implementation of any other Board approved plans. As part of this capacity, the President chairs the Executive Committee and oversees, implements, and enforces compliance with the Bylaws and Policies of the Corporation, including any procedures made thereunder, and is primarily responsible for interpretation of the governing documents between Council meetings.

2. The **Vice President Education** (or VPED) is the closest role to that of a true “Vice-President”, and in the absence/vacancy of the President serves as *acting* president. The VPED sits on numerous University committees and is generally responsible for advocating on behalf of undergraduate students to the University of Waterloo, the Government of Ontario, and the Government of Canada, on all matters related to postsecondary education. The VP Education, or a designate of their choosing, is the Federation's representative to any External Political Organizations (e.g. the Ontario Undergraduate Student Alliance, OUSA).

The VP Education also promotes a high-quality academic and co-op environment for all students at the University of Waterloo, the routine evaluation of academic policies and practices, and financially accessible post-secondary education. In this role, the Vice President ensures that student disciplinary are fair and equitable, while maintaining the integrity of the scholastic activities at the University. In addition, the VP Education promotes relationships with the City of Waterloo and the Region of Waterloo to promote student welfare (e.g., student crosswalks on University Avenue, unsanctioned gatherings like Ezra Street, or snow plowing).

3. The **Vice President Operations & Finance** (or VPOF) is generally responsible for the high-level oversight of operational, financial, human resources, commercial, and contractual affairs of the Corporation. The Vice President works closely with the General Manager, who more directly supervises these areas of responsibility, to provide such oversight. In addition, the Vice President Operations & Finance is expressly responsible for preparing the budgets of the Corporation with the Budget & Appropriations Committee, in consultation with the Executive Committee, for Students' Council; oversight of the Corporation's insurance policies, on which the Vice President makes recommendations to the President; and any plans or programs administered by the Corporation; high-level supervision of purchasing, financial controls, expenses, insurance receipts, payroll, and drafting or legal agreements, promoting the commercial services of the Corporation and establishing business relationships with external parties; providing supervision to all full-time management personnel save for the General Manager<sup>14</sup>; the audited financial statements of the Corporation and reports regarding expenditures of funds, legal agreements, and operations; and ensuring the Corporation complies with all legal, financial, and ethical obligations and agreements.

The Vice President Operations & Finance is the Chief Financial and Chief Operating Officer of the Federation. They chair the Budget & Appropriations Committee, Internal Funding Committee, Risk Management Committee, and Personnel Committee. The Vice President's role is one of a key advisor to the President, Board, and Council on all

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<sup>14</sup> Note: regular day-to-day supervision of appropriate staff is conducted through the applicable reporting managers, and chiefly the responsibility of the General Manager. Together with the General Manager, the VP Operations & Finance is responsible for development and implementation of the Federation Organizational Chart which outlines the Federation's reporting structures as approved by the Board of Directors.

financial, legal, human resources, and risk considerations.

By default, the Vice President Operations & Finance is the Secretary of the Corporation and responsible for the maintenance, curation, and stewardship of all legal records (including minutes) of the Corporation. Traditionally, the Board names an alternative or assistant secretary to fill this role. In the FY2020 governing year, the Board of Directors approved a full-time role for a Corporate Secretary (Secretary & Clerk) to supplement these administrative functions and support the General Manager in year-over-year maintenance of records.

4. The **Vice President Student Life** (or VPSL) generally responsible for promoting an environment wherein students can pursue personal and social growth within the Federation, the University of Waterloo, and the broader community. Their specific function is aimed to promote and coordinate student participation in athletic, cultural, and social activities as well as assisting student-initiated projects; encouraging and facilitating collaboration between all clubs, services, and external political organizations; maintaining and promoting relationships with external community groups that enhance the student experience; and oversight of the day-to-day operations of the WUSA Clubs and Services, through the appropriate managers.

The Vice President is responsible for the administration and promotion of the volunteer program through the Federation at the University of Waterloo. The Vice President Student Life oversees the Corporation's efforts to create a balanced introduction to the academic, social, and community aspects of university life for new students to the university.

### **Commissioners and Associate VPs**

Commissioners are *ex officio* non-voting members of the Students' Council and expected to report on their duties.

#### *Executive Commissions*

The bylaws give each Executive the right to create commissions, which are only funded by Council's willingness to budget for them, and solve a particular purpose or mandate within the purview of that Executive. The Bylaws provide that Council has the power to regulate and oversee commissions, *with the proviso* that Commissioners are under the day-to-day management of the appropriate Executive.

Council has permitted some Commissioners to be styled as Associate Vice Presidents (AVPs) that function as a hand of the Executive to do research and provide assistance or those assigned duties as the relevant Executive may see fit.

Executives must inform Council of the establishment or disestablishment of any Commission, and provide the names of all appointed commissioners for ratification to Council. This notice typically includes an explanation of the specific mandate of the commission and which committee shall provide oversight or advice to the Commission (e.g., the Academic Affairs Commissioner is accountable to the VP Education but receives oversight from the Education Advisory Council), that is to say the appropriate Executive is responsible for, manages, and oversees day-to-day work of their commissioners whereas Committees ensure the Executive and by extension the Commissions are working within scope, mandate, and addressing direction provided by policies, strategic plans, etc.

#### *Independent Commissions*

Council has established Independent Commissions as well, which are for the purposes of addressing specific matters or supporting Council priorities independently of the Executive, for a period of time specified in the terms of reference of the same. These Commissions are entirely accountable to the Students' Council, or those committees, Officers, or persons as charged by Council for dealing with the bodies. Typically, these types of commissions are supervised by the President. Independent Commissions have those powers and responsibilities granted by devolution of authority from the Students' Council within the limitations imposed by the Policies, Procedures, and Bylaws of the Corporation. An example of an independent commission is the Independent Commission for Elections & Referenda (ICER) which is meant to provide quasi-independent agency from the President for the governance of elections and referenda processes. This commission is headed by the Chief Returning Officer (CRO), who chairs the supervisory committee known as the Elections and Referenda Committee (ERC).

#### **Chair of the Board of Directors**

The Chair of the Board is generally responsible for presiding over all meetings of the Board; serving as a resource to the other members of the Board; acting as a liaison between the Board and Students' Council, including advising Council where appropriate on corporate affairs; assisting the President in managing the governing documents of the Corporation; and ensuring all Directors are properly trained to execute their duties.

The Chair and President are jointly responsible for the administration of discipline of Directors and Officers subject to those Procedures established by the Board of Directors and appropriate Policies. The Chair and President perform all other duties as determined by the Board. The Chair and President are chiefly responsible for ensuring that each Director and/or Officer is familiarized and complies with the Policies and Bylaws of the Corporation, Board Procedures, and applicable statutes.

#### **Secretary of the Corporation**

## WATERLOO UNDERGRADUATE STUDENT ASSOCIATION

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The Secretary of the Corporation is by default the Vice President Operations & Finance unless otherwise designated by the Board of Directors, but the Board has recently chosen to create a Part-Time role to be held by an external party so that all Directors can participate in debate equally. The Board has approved a full-time Corporate Secretary role to act as *Assistant Secretary of the Corporation* (known as Secretary & Clerk elsewhere in this manual), providing secretarial and administrative support role to accommodate the growth of governance operations, better balance administrative work-load of senior management, and assure compliance with legal obligations.

The Secretary of the Corporation organizes and manages the minutes and other legal documents of the Corporation for the Chair and President; they assist the Executive, Councillors, and Directors in exercising their duties; they ensure a Recording Secretary has been appointed to act as secretary of:

- The Board of Directors;
- The Students' Council;
- The Executive Committee;
- A General Meeting of the members; and,
- Any other governing body or meeting of the Corporation as determined by the Board.

Typically the Secretary of the Corporation works with the Vice President, Operations & Finance, to oversee the legal documentation of the corporation; reporting to both the President (regularly) and ultimately directly to the Board. The Secretary provides guidance, advice, and support to the Chair and Vice Chair (President), who are ultimately responsible for legal records of the Corporation under the Act.

### *Committees*

The Federation employs policy and committee governance that rests on the effective delegation and empowerment of committees to minimize the operational and administrative burden on Council otherwise created by the sheer quantity of information, advice/consultation sought, and decision-making required. In recent years, Council has strived to decrease the number of committees while enabling them to execute their mandates as effectively as possible so as to serve as a counterweight to the Executive. However, this has been balanced with minimizing operational decision making at committees and ensuring a focus on the high level.

Other changes in recent years saw the revamping of the Budget & Appropriations Committee to reduce the laissez-faire budget development, vetting, and approval procedures of the Students' Council and Board of Directors. Concern over distance between the corporate and governance sides of the Federation led the Board to devolve full budgetary review authority to the Budget & Appropriations Committee to ensure oversight of commercial and other corporate accounts by the membership.

In practice, most of the fun action, such as nitpicking policies, is supposed to happen at committees rather than at Council, which considers and often accepts committee proposals. Committees are typically open to the public and any interested Councillors to observe.

### **Committees of Council & Joint-Committees**

There are now ten standing Council committees, each consisting of Council members, Executives, and Students at Large (often called members at large, that is, ordinary students who are not on Council or serving on commissions) and a number of joint Committees. The standing and joint committees are:

1. *Committee of Presidents* (COPs) — The Executive Committee of the Students' Council whose membership consists of the president of each constituency society or association recognized by Council, the President and the Speaker/Deputy Speaker of Council. The Committee serves to:
  - a. Maintain and promote communication, liaison, and coordination between the Federation and the constituency societies;
  - b. Maintain, uphold, and review the Societies Agreement and other formative Policies adopted by Council relating to Societies' governance;
  - c. Formulate its own policies and procedures in accordance with the Federation's policies and bylaws;

- d. Encourage and develop student representation in all sectors of the University of Waterloo and to advise the President on decisions made regarding University representation including the business of the University Senate and Board of Governors;
  - e. Provide advice on or approval of student appointments made by the President, in accordance with the procedure.
  - f. Make decisions on behalf of the Students' Council between regular meetings of Council with strict provisions as to the use of this power; and,
  - g. Make recommendations to the Students' Council pertaining to the governance structures of the Federation.
2. *Policies & Procedures Committee* † (PPC) — The Policies & Procedures Committee ensures that the Policies and Procedures of the Corporation are consistent with the Bylaws; reviews student Councillor(s) policy proposals; with the assistance of the Research and Policy Officer conducts research to develop and draft policies; proposes amendments, renewals, and newly developed policies and procedures to Council; Ensures unwritten procedure commonly utilized by the Corporation is proposed as a written procedure; and ensures the policies and procedures manuals are updated and complete. The Committee works under close advisement from legal counsel, staff support, and other parties as appropriate.
3. *Budget & Appropriations Committee* † (BAC) — The Budget & Appropriations Committee is a joint Board-Council committee and its terms of reference requires review and approval by both bodies. It assists with the budget preparation process in accordance with Council and Board procedures governing budgeting and additional appropriations. It reviews the year-to-date expenditures and ensures consistency with approved budgets. It assesses budget-to-actuals and makes recommendations to incoming Council and Board, as needed. It reviews all commercial operations and restricted budgets before they receive approval by the Board of Directors and provides a recommendation for adoption or otherwise any and all amendments to those budgets.
4. *Campus Life Advisory Committee* † (CLAC) — The Campus Life Advisory Committee conducts regular evaluation of all programs within the student life/internal portfolio to examine the effectiveness and classification of each service, commission, or working group. It identifies the need for additional services and researches/develops services proposals to recommend the creation or termination or change of mandate of each service or other programs to Council. It advises the VP Student Life on social issues and other issues related to campus life, including inequity, diversity, and mental and physical health. The Committee administers services implementation and oversees development of services. It identifies key performance indicators and desired outcomes of new and existing services and using those metrics periodically reviews services and revises

evaluative process for services. The Committee receives the termly service and commission reports to Students' Council and makes recommendations accordingly.

5. *Internal Administration Committee* ‡ (IAC) — The Internal Administration Committee administers the WUSA clubs and services in accordance with the provisions of Council Procedures governing clubs and services. It solicits nominations for the Federation Leadership and Campus Life Awards. It organizes, administers, and awards the Federation Leadership and Campus Life Awards in accordance with procedures.
6. *Education Advisory Council* (EAC) — The Education Advisory Council advises the VP Education and Students' Council on matters relating to academic policy issues at the University of Waterloo, especially those being considered by the Senate and its related bodies. It further advises on matters relating to municipal, regional, provincial, and federal advocacy as well as engaging with membership on current issues through means such as educational campaigns, surveys, and external partnerships. It is responsible for the review and recommendation of advocacy policies or amendments of policies related to the Education portfolio. The Council may make decisions on behalf of Council, where deemed appropriate by the Council, related to matters of Education portfolio where there is urgent matter of concern to students. It serves as the primary forum and focus group of the VP Education and campus partners who wish to gather feedback on academic issues, for review of draft research papers presented by affiliated external political organizations, and review of membership in external political organizations via Membership Review Subcommittees.
7. *Co-op Students' Council* (CSC) — The Co-op Students' Council is a body that meets to facilitate regular feedback channels between undergraduate students, the Co-operative Education Department (CE), and the Federation on issues relating to co-operative education. It is a forum for students to advise the Vice President, Education and CE staff of current attitudes and opinions towards existing operations and to provide suggestions and advice for improvement. The Council's mandate covers a range of CE operational issues including, but not limited to: job placement software (e.g. WaterlooWorks), student-staff relationships at CE, student support through co-op process, progress on CE projects, employment standards, availability and diversity of jobs. The Council also takes on those other items as assigned by the Co-op Department or the VP Education.
8. *Internal Funding Committee* ‡ (IFC) — The Internal Funding Committee administers the Student Life Endowment Fund, Enterprise, Opportunity, and Innovation Fund; the Special Projects Fund; and other Federation endowment or financing opportunities, in accordance with appropriate Council procedures and fund bylaws.
  - a. *Student Life Endowment Fund, Board of Directors* ‡ (SLEF Board) — The SLEF Board oversees the governance of the Student Life Endowment Fund on behalf of the Federation and the University of Waterloo, in accordance with its Constitution and the SLEF bylaws. Subject to the University of Waterloo Act

(1972), the Endowment Fund raises funds to be used for an *Ongoing Commitment to Improving the Quality of Student Life at the University of Waterloo* and makes recommendations with respect to the investment and administration respecting the use of the Funds held by the University on behalf of undergraduate students; its Officers receive monthly and yearly reports from the University with respect to the income and capital of the Fund and may require the University to hire a separate “money manager” to administer the Funds (paid for out of the funds) if it thinks that is necessary. All funding decisions, day-to-day decision-making, and administration is delegated to the Internal Funding Committee in accordance with the SLEF bylaws and other procedures of Council.

9. *The Honorary Lifetime Membership Committee* — The Committee solicits nominations for honorary lifetime membership, reviews the names of individuals for consideration for the honorary membership, and prepares a report recommending individuals for honorary lifetime membership which is typically presented to the Winter General Meeting on behalf of Council.
10. *Elections and Referenda Committee (ERC)* - This Committee is responsible for the oversight, and the fair and impartial execution of all Elections, By-elections, and Referenda administered by the Federation. Among other duties, this includes ruling on the appeals of all decisions made by the Federation’s Chief Returning Officer. Members of this committee must act impartially and shall not show or promote bias towards any candidate, campaign team, or referendum committee during any Electoral Event for which they are a member of the ERC.

Note: *The double-dagger (‡) indicated the Committee may operate, or by default does operate, in confidential session.*

### **Committees of the Board**

There are now four standing Board committees, each consisting of Directors, Executives, and resource staff. The standing committees of the Board are:

1. *Executive Committee* ‡ — a Bylaw Committee responsible for direct supervision of all operational and managerial decision-making within the scope of powers and limitations conferred by the Bylaws, Policies, and Procedures of the Corporation. Advises and keeps updated the President of the Federation on all activities of the Vice Presidents.
2. *Personnel Committee* ‡ — The Personnel Committee is generally responsible for evaluation, termination, and engagement of Full-Time Personnel. It is responsible for new job descriptions approved, review of applicants, interviewing of applicants, determining lengths of employment contracts, determining compensation which will be assigned in compliance with the University Salary Grade scale, and extending offers of selection. The Committee reviews contracts and job descriptions and, where progressive disciplinary measures have failed, the Personnel Committee has the power to terminate

Full-Time personnel within the procedures outlined by the University of Waterloo's Human Resources department. The Committee normally follows the recommendations, guidelines, and policies of the University of Waterloo and its Human Resources Department. The Committee conducts an annual evaluation of personnel in accordance with the University of Waterloo Human Resources department's performance appraisal guidelines. The Committee determines the distribution of holiday pay.

3. *Audit and Risk Management Committee* ‡ — The Audit and Risk Management Committee is responsible for approval of the instruments used to measure risk based on the recommendations of the VP Operations & Finance, the review of financial controls, and ensuring management action on and compliance with the direction of the Board respecting the audit. This occurs yearly in last fiscal quarter. Additionally, the committee is responsible for accepting risks and providing and update to the Board.
4. *Planning, Student Space, and Works Committee (PSWC)* ‡ — PSWC oversees the management of the Student Life Centre (SLC) and other student buildings, commons, and spaces; it makes recommendations on management to the VPOF and the Board of Directors; it develops the five (5) year Capital Improvement Plan for student spaces on campus and oversees all planning activities related to capital improvement; it is responsible for ensuring that all student spaces comply with relevant codes, statutory and regulatory requirements; approves, on behalf of the Board, all capital, renovation, or construction projects up to a maximum of \$500,000 (or as otherwise budgeted for in the Capital Budget); and reports to the Board on all matters related to capital projects, financing of those projects, and fulfillment of capital plans. Its purpose is to ensure that the interest of students are considered in all decisions relating to the SLC and other student managed or operated spaces on- and off- campus. One Councillor and at-large student sits on this committee.

### **Ad Hoc and Select Committees**

Council can also create *ad hoc* or *select* committees where they are needed. Examples of these styles of committees include the Governance Review Committee, the Task Force for General Meeting Engagement & Council Reforms, or the Waterfowl Mascot Committee.

- *Ad hoc* Committees are formed for a specific task or objective, and dissolved after the completion of the task or achievement of the objective (e.g., Waterfowl Mascot Committee).
- *Select* Committees are committees made up of a small number of members of Council appointed to deal with particular areas or issues. It is a special subcommittee of the Council as a whole and is often investigative in nature, collecting data or evidence, and will dissolve after findings have been reported to the assembly. Select committees, unlike *ad hoc* committees, typically have their own budgets or resource staff support (e.g., *Select Committee on Long Range Planning*).

### *Services*

#### **Student-run Services**

Student-run Services are administered by the Federation's Campus Life Department according to Council procedures. The VP Student Life oversees the department's administration of services to the student body. These include the Bike Centre, Campus Response Team, Co-op Connection, Student Food Bank, Glow Centre for Sexual and Gender Diversity, International and Canadian Student Network, MATES, Off Campus Community, Racial Advocacy for Inclusion, Solidarity, and Equity (RAISE), Sustainable Campus Initiative, and Women's Centre.

Recently, Council approved (March 2018) the creation of RAISE after a fee increase passed to accommodate the service without compromising the level of service provision from other WUSA services. In October 2018, Council authorized the dissolution of the Warrior Tribe service for a variety of factors including inability to fulfil mandate without substantial overhaul, a lack of use, and lack of volunteers, executives, and coordinators willing to participate with the service. In September 2019, Council authorized the dissolution of the Volunteer Centre service due to lack of effectiveness. Currently, the Vice President Student Life is considering changes to the Sustainable Campus Initiative which are intended to be presented to Council in Winter 2020. Effective Fall 2020, part-time salary and wages for service coordinators have been provisionally approved as a pilot project at a base rate of \$16.00 hourly; implementation of this decision (and the associated fee adjustments) is predicated on implementation and management plans and associated procedural amendments being approved by Council during the Spring 2020 term.

For the mandates of all active services, see [Council Procedure 25: Federation of Students' Services](#).

#### **Commercial Operations/Business Units**

The Board of Directors of the Federation is ultimately responsible for the management of the various WUSA businesses, but the actual day-to-day running of the businesses is carried out by the business unit managers reporting to the Commercial Operations Manager.

The Federation owns or operates the Caffeine Dispensary, the FedBus, the Used Book Store, and an International News franchise. The Federation is currently renovating the Bombshelter Pub space for a new commercial operation outlet. The Bombshelter Pub closed in December after significant financial losses, a need for renovations, and management difficulties, under expert consultant advice ([see letter from the Board](#)); in September 2019, Council accepted a proposed direction to repurpose the [Bomber space into a student lounge & bar](#).

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In addition, many of the Federation's constituency Societies operate Coffee and Donut Shops (CnDs), Novelties Shops, and other business operations.

The Federation also leases space in the SLC to various business tenants, including the Student Pharmacy and CIBC.

### **Ancillary Services**

The Federation operates various Ancillary Services, including management of the Student Life Centre (SLC) building, the Turnkey Student Services Desk in the SLC and Davis Centre (DC), and student lounge spaces. Similar to the Commercial Operations/Business Units, the Board of Directors is ultimately responsible for the management of ancillary service operations of the Federation, for which day-to-day management is conducted by the applicable service manager and/or building operations manager.

### *Some WUSA Staff*

In addition to elected and appointed student officials, the Federation also has permanent staff to assist Council and the Executive. A directory of all staff members can be found on the [WUSA website](#). This section will highlight Council-relevant staffing roles and some general guidelines for contacting staff.

#### **General Notes for Contacting Staff**

Outlined below are some general notes for contacting staff. This list is by no means exhaustive. Please review internal communications guidelines to supplement this reading.

- Staff are advised to reserve bandwidth to support requests from Council, however Council requests are managed by the President in consultation with the General Manager and VP Operations & Finance. Councillors, caucuses, and Committees are requested to please contact the applicable Executive (cc: President) to handle the management of all requests for support or staff objectives. Please respect that staff have direction from management, executive, and ultimately strategic priorities set through Board and Council that may impact their capacity to act on requests.
- Asking questions of staff is a natural consequence of Councillors, caucuses, and Committees doing their jobs. If you're reaching out to staff for questions (not requests) please note that the staff may check with their managers internally about responses. If you don't hear back in a timely fashion, please reach out to the President who will work to resolve your requests.
  - Councillor Directors should remain mindful that they are members of the most senior strategic decision-making body of the Federation, oftentimes questions and requests can be misinterpreted as Board-direction. If you are a Councillor Director, please consult the Chair of the Board and President on inquiries prior to contacting staff, unless otherwise indicated.
- Certain staff roles are expected to communicate back-and-forth with Council, Committees, Caucuses and Councillors as part of their job functions. You may be reached out to communications, research, and secretarial staff. In these cases, please feel free to reply to those staff.
- Remain courteous and respectful in your communication. Your behaviour, communication style, and requests will reflect on the Students' Council as an institution for years to come, whether you intend for it to or not.
- Respect confidentiality and be mindful of sharing information with unauthorized parties.

#### **General Manager (Chief Administrative Officer)**

The General Manager is accountable to the President and Vice President Operations and Finance to strategically lead the development, management, administration, operation, rationalization, assessment and viability of all of the Association's activities. They serve as the

## WATERLOO UNDERGRADUATE STUDENT ASSOCIATION

Students' Council

Chief Administrative Officer (CAO) for WUSA. The General Manager is responsible for strategic leadership and change management (given the yearly turnover of the Executive and other governance areas of WUSA), supervision of all staff management, business and operations management, and year-over-year reputational management with relevant stakeholders, as well as financials and compliance management. To learn more, see the General Manager's [job description](#).

Point person for corporate governance, historical context and institutional memory, and similar. Contact information: [sburdett@wusa.ca](mailto:sburdett@wusa.ca) | ext. 36263

### **Secretary of the Corporation**

Together with the President and Speaker/Deputy Speaker of Council, serve as a go-to person for new Council members. Works with the Recording Secretary on minutes. Supports distribution of Council agendas and documentation. Maintains an address and phone list of Council members. The Secretary of the Corporation oversees the full-time Corporate Secretary (who is *assistant Secretary of the Corporation*) who reports to the General Manager.

Point person for internal governance and compliance questions. Contact information: [secretary@wusa.ca](mailto:secretary@wusa.ca) | ext. 33880

### **Research and Policy Officer (RPO)**

Provides assistance to the Officers of Council, the President, VP Education, and the rest of the Executive and Council in the background research and review of government and university policies in order to support developing WUSA advocacy policies and leads the undertaking of other critical research to support organizational objectives.

Point person for research inquiries and support. Contact information: [policy@wusa.ca](mailto:policy@wusa.ca) | ext. 30147

### **Communications & Media Relations Manager**

Coordinates all aspects of media relations, oversees the WUSA News & Updates and social media sites, and assists with communications and marketing strategies for various WUSA projects. Supports the Executive and Council response to media inquiries, issuing of press releases, and develops student-wide email communications.

Point person for communications with media/press as well as external and internal communications. Contact information: [klbradsh@wusa.ca](mailto:klbradsh@wusa.ca) | ext. 33292

Note: for general social media support requests, please submit a request at <https://request.wusa.ca/>.

### **Stakeholder Relations Officer (SRO)**

## WATERLOO UNDERGRADUATE STUDENT ASSOCIATION

### Students' Council

Responsible for supporting WUSA in progressing and achieving advocacy goals to improve the accessibility, affordability, accountability, and quality of the education experience at the University of Waterloo by developing relationships with university and external stakeholders. Supports the development and maintenance of strategic relationships with officials at the federal, provincial and municipal levels of government, as well as other public sector institutions. Stewards the internal stakeholder management systems to track, grow and use relationships from initial contact, growth, collaboration and ending. Plans a wide range of events that support stakeholder development. Provides high level support to the government relations objectives of WUSA.

Point person for University and Governance Relations questions. Contact information:

[kerri.behling@wusa.ca](mailto:kerri.behling@wusa.ca) | ext. 38357

### **Marketing Manager**

The Marketing Manager is responsible for the strategic development & execution of the marketing initiatives of WUSA. The Manager works with a full-time and part-time student staff team to establish and maintain brand guidelines for WUSA's multiple advocacy, service & commercial oriented departments. The Manager ensures multi-year marketing plans and brand campaigns are tailored to effectively reach and resonate with the diverse membership of the students in the University of Waterloo community. They will manage the priorities and daily activities of the marketing department and ensure all initiatives are on brand and work towards achieving the organization's long-term goals.

The go-to person for new Council related marketing requests and material needs, including signage, creative materials, and updated name placards. Contact information:

[a2kelley@wusa.ca](mailto:a2kelley@wusa.ca) | ext. 37662

### **Services Manager**

Oversees the Student-run Services of the VP Student Life and oversight of and within rules established by the Internal Administration Committee. Participates in regular review of Student-run Services with the Internal Administration Committee and Campus Life Advisory Committee.

Point person for services data, questions, and administration. Contact information:

[services.manager@wusa.ca](mailto:services.manager@wusa.ca) | ext. 31202

### **Clubs Manager**

Oversees and administers the Clubs system under the supervision of the VP Student Life and oversight of and within rules established by the Internal Administration Committee.

Point person for clubs data, questions, and administration. Contact information:

[clubs.manager@wusa.ca](mailto:clubs.manager@wusa.ca) | ext. 38420

## WATERLOO UNDERGRADUATE STUDENT ASSOCIATION

Students' Council

### **IT Manager**

Oversees the WUSA computer systems. Helps administer the Council mailing list and other Information Technology.

Point person for IT support, including mailinglists, speaker and secretary emails, security access, and AV support. Contact information: [p48patel@wusa.ca](mailto:p48patel@wusa.ca) | ext. 37872

Note: for general inquiries on IT, website updates, and application support, please submit a request at <https://request.wusa.ca/>.

### **Job Descriptions**

To read any and all WUSA full-time staff job descriptions, [visit the UW HR Job Description listing](#).

## *Communications*

### **Speaking in Public**

Only the President can act as spokesperson for the Federation, including Council, unless delegated to another person.

If approached by the media in your capacity as a Councillor, you should generally consult the Communications & Media Relations Manager and/or the President. That being said, you are a representative of your constituency and should feel at liberty to speak on behalf of *yourself and only yourself* about constituency matters. Generally, the Society President for a constituency is responsible for speaking on behalf of that constituency, so if you are speaking on behalf your caucus consult with your constituency society first (e.g., if you are an Environment Councillor, speak with the Environment Students' Society before speaking "on behalf of Environment students").

### **Disclaimers for Communications**

In all official, verbal, and written communications with media — even on behalf of only yourself — disclaim your communication with:

#### *Written Disclaimer*

"Notice and Disclaimers: Any views expressed are not intended to represent the official views of the Waterloo Undergraduate Student Association, the Students' Council, its officers, or directors."

Use: Emails, messaging, memos, etc.

#### *Verbal/Oral Disclaimer*

"Any views I have expressed my own personal views as a Councillor of [constituency caucus] and are not intended to represent the official views of the Waterloo Undergraduate Student Association, its officers, or directors."

### **Bookkeeping Note**

Keep your contact information up to date with the Secretary of the Corporation. They will be sending Council agendas, minutes, reports, and documents to your email address. If you find yourself not receiving emails about Council or Committees, please ensure you're on the Council Mailinglist: <https://mailinglist.wusa.ca/sympa/arc/council>.

For records for previous email communications of Council visit:

- 2019 to Present, <https://mailinglist.wusa.ca/sympa/arc/council>
- Prior to 2019, <https://listarchive.wusa.ca/council/>

### *Remuneration, Compensation, and Money*

With the exception of those COouncillors filling the role of a Director, non-Executive Councillors are not eligible to receive any form of remuneration/compensation, with the exception of discounts and termly appreciation events, for serving in their role. That being said, Councillors receive remuneration for serving as officers or employees or in other capacities. This can include honorarium for service as a committee membership, committee chairperson, commissioner, Officer of Council, Officer of the Corporation, or a Recording Secretary.

As volunteers, Councillors receive discounts at Federation commercial operations/business units and are invited to the termly appreciation events.

But Council members do get to make decisions affecting the large amounts of money handled by the Federation. Most notably, it is up to Council to prepare, vet, and approve (bicamerally with the Board) the annual Federation budget. The system in place for the budget means that there is first of all a preliminary/transition budget approved by the outgoing Council, and then a more detailed budget in August presented to Council in report form which contains a breakdown of expected expenditures for the individual departments of the Federation. To see prior year's budget reports [visit the WUSA website](#).

Council also manages or administers many of the Federation's Funds and University Endowments, respectively, which means that Council's committees must pass a resolution before money can be spent from those Funds.

## *University Governance*

### **University of Waterloo Board of Governors**

As the highest governing body at the University, the Board of Governors is in charge of administering the property, revenue, business, legal, reputational, strategic- and long-range planning, and other affairs of the University. The Board sets tuition fees and must also approve changes to the WUSA fee and the various constituency Society fees that WUSA has approved (this is because the University collects our funds on our behalf). The Board of Governors is one of two governing bodies at the University, however, unlike WUSA's structure, the Board of Governors is also the body to finalize all additions, changes, and amendments to the policies and procedures of the University and is not accountable to the University Senate. Most, if not all, items brought before the Board of Governors have usually been put through various rounds of consultation with relevant stakeholders.

The Board of Governors is composed of a wide variety of stakeholders including:

- The Chancellor of the University of Waterloo
- The President and Vice-Chancellor of the University of Waterloo
- The Mayors of Waterloo and Kitchener
- The Waterloo Regional Chair
- 7 faculty members
- 2 staff members
- **3 undergrad students chosen amongst the undergrad senators (the WUSA President and two additional students elected by the UW Senate on the advice of the WUSA President)**
- 2 graduate students
- 10 community members (external to the university), some of whom are alumni
- 2 provincial government appointees

### **University Senate**

The Senate is a governing body at the University with final decision-making power over academic matters such as departmental structure, new programs, new courses, academic planning, and so forth. The Senate also makes recommendations for decisions for which the Board of Governors has final authority, including, as noted above, budgets, strategic and long-range plans, additions or any amendments to the bylaws, policies, procedures, or guidelines of the University. Faculty, staff, undergraduate, and graduate Governors on the Board of Governors, so-called "internal governors", are appointed by the Senate to serve on the Board.

A bare majority of senators are faculty members. The remaining senators include:

## WATERLOO UNDERGRADUATE STUDENT ASSOCIATION

### Students' Council

- A variety of members of the University's senior administration
- **The Presidents of WUSA**, the Graduate Student Association, and the Faculty Association
- **8 elected undergrad students (one from each faculty + 2 at-large)**, elected in accordance with WUSA procedures
- 4 graduate students
- Some alumni and community member governors

### The UWaterloo President

The Chief Executive Officer of the University and presiding officer of the Senate, appointed by the Board of Governors. Oversees the University Secretary, Provost, and suite of Vice-Presidents.

### Associate Provost, Students

Responsible for UWaterloo Student Services, Athletics & Recreation, and liaison with the Federation and the constituencies. The AP Students or officials in their office may visit Council to make presentations, as may other UWaterloo officials on such issues as financial aid, campus planning, tuition, etc.

### University Committees with Undergraduate/WUSA Representation

Below is a list of Committees from the University's Board of Governors, Senate, Secretariat or other bodies that include undergraduates, societies representation, and/or WUSA representation. For a full list of Committees, Councils, or other bodies of the University please visit the [Secretariat's website](#).

1. *Board of Governors Executive Committee* (WUSA President) — To exercise all the powers held by the Board of Governors, within the limits of the University Act, between regular meetings of the Board except to repeal, amend or modify the University Act or bylaws or to appoint a President or to appoint Governors. At each regular meeting of the Board it shall report on all matters with which it had dealt.
2. *Board of Governors Building & Properties Committee* (WUSA President) — Oversee, recommend initiatives, approve on behalf of the Board of Governors, and develop procedures for construction and capital projects.
3. *Senate Executive Committee* (WUSA President) — To make to exercise the powers of Senate, within the limits of The University of Waterloo Act, 1972, on all matters considered by the Executive Committee in its discretion to be of sufficient urgency that they must be decided prior to the next regular meeting of Senate, provided that the Executive Committee shall have no power under any circumstances to repeal, amend or

modify Senate bylaws, or to exercise Senate's responsibilities under University Policies.  
To Prepare the agenda for all meetings of the Senate.

4. *Senate Finance Committee* (3 members from the elected student membership of the Senate, at least 1 graduate and 1 undergraduate) — To consider, study, and review all matters pertaining to the financial operations of the university and to make recommendations to Senate thereon. To consider, study, and review the general policies governing the internal allocation of the university's financial resources and to make recommendations to Senate thereon. To receive each year from the vice-president, academic & provost, for consideration, study, and review, on behalf of Senate, a detailed operating budget for the university and make recommendations on that budget.
5. *Long Range Planning Committee* (3 members from the elected student membership, at least 1 undergraduate student and at least 1 graduate student) — To make recommendations to the Senate on matters pertaining to the coordination, implementation, and consideration of the planning process for academic, physical, and operational development of the University and achievement of those plans.
6. *Senate Undergraduate Council* (WUSA VP Education and the VP Academic or equivalent from each constituency society representing a faculty) — The Undergraduate Council has the power to consider all matters related to academic quality of undergraduate studies within the university and make recommendations to the Senate with respect to rules and regulations for the government, direction, and management of undergraduate studies. The Committee can also make recommendations regarding new undergraduate programs/plans and changes to or deletion of those programs/plans as well. All new courses, proposed changes to existing courses and minor changes to programs and/or plans can be made by the Committee.
7. *Senate Honorary Degree Committee* (2 members from the elected undergraduate Senators) — The Honorary Degree Committee considers and makes recommendations to the Senate for candidacy for honorary degrees and confers the title of Distinguished Professor Emeritus or Honorary Member of the University.
8. *University Committee on Student Appeals* (4 undergraduate members appointed by the provost for overlapping two-year terms) — Final adjudication and hearing of student appeals concerning disciplinary actions under University Policies, overruling decisions of the Vice President Academic and Provost or the Faculty Committees on Student Appeals regarding such matters, and any other matter concerning a student referred to the Committee by the Senate or Board of Governors.
9. *Co-operative Education Council* (WUSA VP Education, WUSA Co-op Affairs Commissioner, and student members from each faculty) — *Note: traditionally student members are chosen by the VP Education as the VP Academic or equivalent of each constituency society.* — Monitors progress related to implementation of CECA review report recommendations, and provide annual report to Senate and the Board of

Governors. Reviews reports from faculties/departments/schools related to sustainability of co-op plans, ongoing or new. Identifies and assesses best practice (at the university and elsewhere) related to co-op education, and highlight opportunities and support needed to enhance co-op at University of Waterloo. Provides oversight for co-op academic credit courses taken during work terms. Identifies strategies and actions to enhance culture of co-op education within the university, especially for faculty and non-CECA staff. Advocates and advises co-operative education at University of Waterloo.

10. *Student Services Advisory Committee (WUSA President and VPs, 1 undergraduate member appointed by the WUSA President)* -- This Committee is a UW Board of Governors Committee that serves as a joint committee of UW, WUSA, and the GSA pursuant to the terms of the Student Reserves Memorandum and sanning resolution of the UW Board of Governors. The Committee reviews all aspects of student services supported in whole or in part by the Student Services Fee. It also approves and recommends for implementation to the Vice-President, Academic & Provost: on proposals for increases, decreases or redistribution of services and funds in connection with student services supported in whole or in part by the Student Services Fee; on the adequacy of these student services by annually receiving reports on the functions and budgets of the student service units supported in whole or in part by the Student Services Fee; and by conducting periodic in-depth reviews of said reports and budgets of selected student service units as outlined by the committee in the annual work plan. The Committee sets the amount of the Student Services Fee and encourages open discussion and debate about student services and proposed fee changes.
11. *Undergraduate Student Relations Committee (USRC) (All WUSA Executives, 3 undergraduate members appointed by the WUSA President of which 2 are elected Senators)* — The Committee serves as a forum for communication between representatives of the undergraduate students and senior University officers with responsibility for student relations, and addresses matters of concern relating to University-student relations and/or student life. It also reviews and recommends to the Provost new incidental fees and changes to existing incidental fees assessed to undergraduate students, on behalf of the Students' Council, and is responsible for the initiation, development and review of Class Z policies and for consultation on policies that affect undergraduate students in general.

### *Other Organizations of Note*

#### **The Imprint Publications (Imprint)**

Formerly an organ of the WUSA<sup>15</sup>, the University of Waterloo student newspaper is now an independent entity, separately incorporated. It is one of three student newspapers and media groups on campus along with the Iron Warrior (affiliated with the Engineering Society) and MathNEWS (affiliated with the Mathematics Society).

As with all organizations receiving undergraduate ancillary fees, Imprint's fees are regulated by the Students' Council as delegated to the President, and must be approved by WUSA before being presented to the UW Board of Governors for adoption.

#### **Grand River Transit (GRT) / Light Rail Transit (LRT)**

WUSA holds a contract with GRT for a Universal Transit Pass (or UPass for short) for undergraduate and professional students. Costing approximately \$100.00 per term for regular stream students and co-op students, the UPass fee is a non-refundable fee collected on behalf of Grand River Transit which saves students \$90.00/month for regular transit passes. The fee is paid by full-time undergraduate students on academic terms; students can also use the pass during an academic co-op, or off term.

#### **StudentCare (ASEQ)**

Founded in 1996, "ASEQ | Studentcare" was the result of student association leaders joining forces to enact a common vision. Together, they were committed to offering the post-secondary community health and dental plans that would always be simple and reliable. As part of this vision, Studentcare supports over a million students to effectively manage their health care. Studentcare acts as a broker and plan administrator for the student health plan, dental plan, student assistance program, and legal protection service. On behalf of WUSA, Studentcare negotiates a collective Plan that has a variety of benefits and balances costs to students. Studentcare supports the administration of some of these Plans and liaises with the insurance company to resolve complex cases collects feedback from students on Plan satisfaction and awareness and more.

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<sup>15</sup> The history of Waterloo's student newspaper is quite interesting! Imprint was a club that became a service that became separately incorporated. It replaced the Chevron, the prior student newspaper.

*Fin.*