Federation of Students’ Board of Directors’ Minutes

SLC 1106, University of Waterloo

Speaker: Director Wray  Secretary: Director Potter

ATTENDANCE

The following members were present:

- Barakat, Abdullah Mohamed
- Brieva, Antonio
- Burdett, Suzanne
- Gerrits, Matthew Douglas John
- Gupta, Vaishnavey Sushilkumar
- Knight, Jill Leanne
- Potter, Tristan Wesley Morris
- Schwan, Brian
- Tang, Zhe Chong
- Tran, Tomson Huynh
- Wray, Alexander James David

The following members were absent:

- Clubine, Andrew

PRELIMINARIES

CALL TO ORDER

Director Wray called the meeting to order at 5:05 PM.

REPORT OF THE CHAIR

EXECUTIVE REPORTS

Please see the attached written reports for the full reports from the Executive to the Board of Directors.
**Federation of Students December 4, 2017**

**Report of the Vice President, Student Life**

The Vice President, Student Life reported that the Campus Life Department is still working on strategic plan for their department.

They are also looking into the social membership fee and the involvement of graduate students who have paid the membership fee. This will lead into a short info paper for graduate students to clarify what using a service and volunteering means within Feds.

**Report of the Vice President, Operations and Finance**

The Vice President, Operations and Finance reported that the Health and Dental RFP document is consuming a large amount of his time, and is one of the big items he is working on this year. He has been collecting previous RFP’s, as well as investigating various service providers so Feds does not waste time with providers that can’t support coop. This involves getting info on what clients they have and how they operate and cross checking.

As well, the last week was spent discussing the situation between MathNews, Math-Soc, and Feds. There will be a more focussed discussion on this later in the meeting.

**Be it resolved that**  Board moves into confidential session.

*Vice President Schwan and Director Tran.*

**Motion carries**  at 5:10 PM.

**Be it resolved that**  Board moves out of confidential session.

*Director Wray and Vice President Schwan.*

**Motion carries**  unanimously at 5:14 PM.

**Report of the Vice President, Education**

The Vice President, Education reported that the advocacy efforts are going well, and they had meetings in Ottawa and Toronto over the last few weeks. Waterloo in particular is getting lots of interest from the government and Ontario Undergraduate Student Alliance which is also increasing the image of Feds in the eyes of key stakeholders.

The Vice President, Education also had meetings with CASA to talk about provincial partnerships, which was a very useful meeting to put Ontario Undergraduate Student Alliance and Feds on the map. There were some useful conversations about how various student unions do institutional advocacy, and the Vice President, Education noted that the way Feds works with the administration of uWaterloo is exceptional; whatever is being done to ensure that Feds executives are in places to have productive conversations with administrators needs to be continued.

A director asked if the meetings in Toronto were being held while Vice President Clubine was representing Feds or Ontario Undergraduate Student Alliance. The Vice President, Education reponseded that the meeting was arranged through their position within Ontario Undergraduate Student Alliance, but the questions and examples being dicussed related to Western and uWaterloo most often. He also highlighted that Ontario Undergraduate Student Alliance representation is Feds representation.
A director asked if there was an effective way to reach out as a Feds executive as opposed to as an Ontario Undergraduate Student Alliance representative, and Vice President Clubine replied that Feds does have staffing for that, but that the Ontario Undergraduate Student Alliance association often got the advocacy team in the door.

**REPORT OF THE PRESIDENT**

On vacation.

**REGULAR**

**EXECUTIVE PAY REVIEW UPDATES**

Vice President Schwan reported that they were having a lunch meeting with the Human Resources (HR) department next week, as HR is currently occupied. Feds’ HR representative estimated that it would take 3 to 4 weeks to get a meeting.

**MATHNEWS AND FEDS ACCOUNTING SITUATION**

The Vice President, Operations and Finance and Vice President, Student Life were alerted of the issue between MathSoc, MathNEWs, and the societies accountant on Friday morning, and the primary focus was to make a formal apology and then work with MathNEWs and MathSoc to rectify the situation and communicate that the thoughts shared by the staff member were not an accurate representation of Feds beliefs. They had a amenable solution to the issue was quickly found. The executives ar now working with Imprint to update their article on the situation.

To give context on the situation, the Vice President, Operations and Finance explained that the biggest issues that a society will have from a Feds stance is how retained earnings changes on a term-to-term basis, where the retained earnings threaten Feds not-for-profit status. The general rule of thumb is that an organization should have less than two thirds of a year’s income in retained earnings.

Historically, MathNEWs has reported retained earnings that are higher than expected, and the conversation should have been to plan how money coming in would be spent. The staff member also recommended that signing authority for MathNEW’s accounts be given to MathSoc, which was untennable for a news organization that is meant to hold MathSoc accountable. Feds has now offered to handle a separate bank account, which solves the issues for MathNEWs. Seperately, some individuals thought MathNEWs was under the Dean of Math, so it was communicated that MathNEWs was under Feds.

To clarify, Feds did not withhold funding; MathSoc believed that they couldn’t release the money until they had a new Memorandum of Understanding with MathNEWs. As well, Feds does not have signing authority on society bank accounts, and is not closing accounts; Feds is trying to get all the students accounts to be with the same institution though.
Moving forward, the executives are reviewing the issues with the staff involved and creating awareness and recognition around what Feds, insurance providers, and auditors are concerned about. This includes more training in the accounting department (and other departments) so that staff are more flexible and can better maintain external relationships. Future society communication will go through the executives (Vice President, Operations and Finance or Vice President, Student Life), when discussing financial items and relationship building.

The executives are also following up with each society to make sure there are no other gaps and that student desires are being met. The executives want to make sure that Feds is presenting solutions to the student population and enabling them, rather than blocking them.

A director asked if there will need to be a formal agreement between MathNEWs and Feds. Vice President Schwan responded that this may be required, but that he will look into it more.

A director asked if the executive would be communicating with societies directly, instead of societies interacting with accountants. The Vice President, Operations and Finance will be sitting in on one-on-ones with the accountant for first few meetings in January. They expressed that it would be a good idea for the Vice President, Operations and Finance to sit in on the first one-on-one with the accountant each time there is a new society executive.

A director asked if it would make sense to have a public apology in addition to the email and verbal apologies. The Vice President, Operations and Finance responds that Feds is working with Imprint to update the current article with the apologies and the current situation. They are being careful not to re-hash the issue and bring it up again to the whole student body.

A director expressed concern with the continual erosion of trust in the organization. Feds had significant gains in the last year, and was wondering if this set us back. Specifically, what image is Feds projecting externally as we move forward? The Vice President, Operations and Finance expressed that the last two years had been great for executives and staff to build relationships and trust between student groups; engagement in meetings and with the community has been growing. They believe that Feds is getting better at bringing the student voice back to students at-large, and Feds’ outreach is improving.

The key thing that the executive have been communicating is that staff are not here for their paycheques, they are here for students and if a staff member is not passionate about helping students then they should spend their time elsewhere. They expressed that there was nothing more detrimental than staff sitting at their desk and ignoring students.

In conclusion, the Vice President, Operations and Finance thinks there is room to grow, and it must be continually emphasized that students are the centre and that Feds is here to help and serve students. The executives do not believe blocking student ideas is an option, and Feds needs to either provide alternatives or other options when student visions are untenable. This will involve compromise, but Feds needs to always be working to solve student problems. If Feds continues performing as it has for the last year, and acknowledge the situation and grow from our mistakes, Feds can improve.
APPROVAL OF THE MINUTES

Be it resolved that Board approves the open minutes of the meeting held on November 13, 2017.

Be it further resolved that Board approves the open minutes of the meeting held on October 5, 2017.

Be it further resolved that Board approves the open minutes of the meeting held on October 19, 2017.

Be it further resolved that Board approves the open minutes of the meeting held on October 23, 2017.

Director Tran and Director Gerrits.

Motion carries unanimously.

PROGRESS REPORT ON ACTION PLANS

Be it resolved that Board requests the Executive prepare a progress report on the implementation of their action plans for discussion at the January Regular Meeting.

Director Gerrits and Director Potter.

An executive asked if there were any specifics that the board wanted to see, or just a broad idea of what has been happening. The Board is hoping to use this as a template to create more concrete documentation around the progression of activities during the year.

The Board is looking for one report from the Executive Board with updates on where they are with everything, including general ratings on how each item is progressing and what obstacles the executives are facing.

Motion carries unanimously.

PROCEDURE 4: ACCESS TO INFORMATION

Be it resolved that Board renews Procedure 4: Access to Information, setting the mandatory renewal date as January 1, 2020.

Director Wray and Director Tran.

No changes.

Motion carries unanimously.

PROCEDURE 25: GINNY LEE MEMORIAL EMERGENCY LOAN FUND

Be it resolved that Board amends Procedure 25: Ginny Lee Memorial Emergency Loan Fund, setting the mandatory renewal date as January 1, 2020.

Director Wray and Director Gerrits.
The proposed amendment changed the approval body from the Board of Directors to the Executive Board.

Given that the fund is rarely used, and the application process is fairly straightforward, directors expressed agreement that this can be delegated to the members of the Executive Board.

**Motion carries unanimously.**

**WINTER BOARD MEETING DATES**

The chair will send out a doodle poll.

**OTHER BUSINESS**

**RESIGNATION AND DIRECTOR SELECTION PROCESS**

*Be it resolved that*  Board directs Director Wray and President Brieva and to solicit nominations for the vacant at-large director position on the Board of Directors from December 6, 2017 to December 13, 2017 through appropriate communication channels.

*Be it further resolved that*  Board calls a special meeting to review nominations and select a director on December 18th, 2017 3:30. *Director Wray and Director Gerrits.*

Board received the resignation of Director Gupta. Director Gupta will be graduating, and is accepting an exciting new job.

Board needs to select a new board member to serve up until the next Board is appointed, and expressed that a public poll for applications should happen.

**Motion carries unanimously.**

**CONFIDENTIAL SESSION**

*Be it resolved that*  the Board moves into confidential session at 6:02 PM. *Vice President Clubine and Director Gupta.*

**Motion carries unanimously.**

*Be it resolved that*  the Board moves out of confidential session at 6:52 PM. *Vice President Clubine and Vice President Knight.*

**Motion carries unanimously.**
ADJOURNMENT

Be it resolved that the Board adjourn until the next meeting. Vice President Clubine and Vice President Knight.

With no new business the meeting was called to adjourn at 6:52 PM.

Motion carries unanimously.
Board of Directors Regular Meeting

Open Session

Executive Updates

FOR INFORMATION: Resolved, Board receives the following verbal reports:

- Vice President Education (Clubine)
- Vice President Student Life (Knight)
- Vice President Operations and Finance (Schwan)
- President (Brieva)

Minutes of Meeting

MOTION: Resolved, Board approves the open minutes of the meeting held on November 13, 2017 (Wray)

MOTION: Resolved, Board approves the open minutes of the meeting held on October 5, 2017 (Wray)

MOTION: Resolved, Board approves the open minutes of the meeting held on October 19, 2017 (Wray)

MOTION: Resolved, Board approves the open minutes of the meeting held on October 23, 2017 (Wray)

Governance Items

MOTION: Resolved, Board requests the Executive prepare a progress report on the implementation of their action plans for discussion at the January Regular Meeting (Gerrits)

MOTION: Resolved, Board renews Procedure 4: Access to Information, setting the mandatory renewal date as January 1, 2020. (Wray)

MOTION: Resolved, Board amends Procedure 25: Ginny Lee Memorial Emergency Loan Fund, setting the mandatory renewal date as January 1, 2020 (Wray)

FOR DISCUSSION: MathNews and Feds Accounting Situation (Schwan)

FOR DISCUSSION: Winter Board Meeting Dates (Wray)

Financial Items

FOR DISCUSSION: Executive Pay Review updates (Schwan)

Other Items

MOTION: Resolved, Board moves into confidential session

MOTION: Resolved, Board directs Brieva and Wray to solicit nominations for the vacant at-large director position from December 6th to December 13th, 2017 through appropriate communication channels.

MOTION: Resolved, Board calls a special meeting to review nominations for the director position on

Attendance

Present
- Alexander Wray, Chair
- Tristan Potter, Secretary
- Brian Schwan, Vice President Operations & Finance
- Jill Knight, Vice President Student Life
- Andrew Clubine, Vice President Education
- Suzanne Burdett, General Manager
- Vaishnavy Gupta, Director
- Tomson Tran, Director
- Matthew Gerrits, Director
- Abdullah Barakat, Director
- Remote

Excused
- Antonio Brevia, President
- Zhe Tang, Director

Minutes
December 18th, 2017 at 3:30pm.

Confidential Session

Minutes of Meeting

MOTION: Resolved, Board approves the confidential minutes of the meeting held on November 13, 2017 (Wray)

MOTION: Resolved, Board approves the confidential minutes of the meeting held on October 5, 2017 (Wray)

MOTION: Resolved, Board approves the confidential minutes of the meeting held on October 19, 2017 (Wray)

MOTION: Resolved, Board approves the confidential minutes of the meeting held on October 23, 2017 (Wray)

Other Items

MOTION: Resolved, Board adjourns the meeting