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
- Knight, Jill Leanne
- Potter, Tristan Wesley Morris
- Richardson, Savannah
- Schwan, Brian
- Tang, Zhe Chong
- Wray, Alexander James David

The following members were absent:

- Clubine, Andrew
- Tran, Tomson Huynh

PRELIMINARIES

CALL TO ORDER

Director Wray called the meeting to order at 7:08 PM.

REPORT OF THE CHAIR

The Chair extended congratulations to Director Richardson on her appointment to Board and Director Gerrits for his aclamaition to incoming Vice President, Academic. He continued to welcomed everyone back from the break, extending the welcome in particular to the new director Director Richardson.

EXECUTIVE REPORTS

Please see the attached written reports for the full reports from the Executive to the Board of Directors.
Report of the Vice President, Education

Not present.

Report of the Vice President, Student Life

The Vice President, Student Life reported that their departments action plans were being finalized, and that there were no other updates for the Board. The Vice President, Operations and Finance will cover an item that they were both working on later in the meeting.

Report of the Vice President, Operations and Finance

It was noted that the Vice President, Operations and Finance had acquired a fashionable new shoulder accessory (injured and in a cast).

Due to a number of unforeseen setbacks, the Vice President, Operations and Finance has been working to ensure the continued operations of Feds services and so couldn’t complete the report on platform actuals the Director Gerrits requested. There can be an update in new business if the Board would like to know more.

The Health and Dental Plan RFP is in the final editing stages. The Vice President, Operations and Finance has been reaching out to other student providers and brokers to get some idea of the offerings and assess the providers that are capable of handling the complexity of our student plan. They are doing reference checks with other schools as well. The hopeful timeline is to send it out next week. The Executive Board will be the evaluation committee and will send a report to board about the process and the bid that won. The Vice President, Operations and Finance expressed that they were happy to answer any questions from board on the process, documents, or anything else.

The Vice President, Operations and Finance has a draft version of the final budget process, which will be sent out to budget committee next week. They have fallen behind due to the previously mentioned management issues.

Finally, the Vice President, Operations and Finance is looking to make some changes to organizational structure. They have started the discussions internally and are looking at making a report at the next board meeting. The purpose of changes will be to solve inefficiencies and reduce middle management so that staff have streamlined access to the executives and to enable collaboration and idea generation between departments.

Report of the President

The President has been working with the Vice President, Operations and Finance, GSA, and Chris Read from the University on a Memorandum of Agreement for the SLC/PAC expansion. The process is mainly being used as a reminder of what was agreed upon by the parties when the referendum was planned for the expansion.

The process has also created greater certainty around GSA’s role within the building. It was established that they won’t have day to day management control of the building,
as well as giving a high-level overview of the mechanism that will be implemented so they can contribute to the costs of the building.

With the Memorandum of Agreement finished, they can start to construct the operations contracts. They will be moving on to the SLC Management Agreement, which is starting with a principles document being developed with Chris Read that outlines more of what the University, GSA, and Feds wants from a formal agreement.

Perhaps due to the recent relationship building that Feds has been doing with the University, both parties are more open to making the agreement more high level and empowering for students.

**REGULAR**

**MINUTES**

**Be it resolved that**  Board approve the minutes from December 4, 2017.  
*Director Wray and Vice President Schwan.*

Vice President Schwan was going to lunch with HR, not Director Wray.

Update mathnews section to not have redo notes. This was due to a draft version of the minutes being sent out.

**Motion carries**  unanimously.

**Be it resolved that**  Board approve the minutes from December 18, 2017.  
*Director Wray and Vice President Schwan.*

**Motion carries**  unanimously.

**GENERAL MEETING DATE**

**Be it resolved that**  Board sets the date of the Winter General Meeting for March 21, 2018 at 12pm. The Board directs the Executive to undertake all necessary actions to prepare for the General Meeting in accordance with the bylaws.  
*Director Wray and Director Barakat.*

**Motion carries**  unanimously

**SLC/PAC MEMORANDUM**

**Be it resolved that**  Board approve the SLC/PAC Memorandum Of Agreement, as presented.  
*President Brieva and Director Barakat.*

**Motion carries**  unanimously.
PROCEDURES 13 TO 15

Be it resolved that Board recieves and immediately tables the following revisions to the below procedures:

Procedure 13 Fee Increases
Procedure 14 Reimbursement of Travel Costs
Procedure 15 Reimbursement of Childcare Costs

Director Wray and Vice President Schwan.

Director Wray wishes to make fees more understandable and coherent, specifically the changes aim to:

• Allow certain fee increases to go to a general meeting instead of referenda in order to encourage more informed participation in governance,
• Modify how board approval works to be more understandable, but with no meaningful changes.

He also proposed some changes to reimbursement procedures, including to make all expenditures in CAD ($), to allow the advocacy portfolio to expense alcoholic drinks, and to update the policy in general to be more representative of current expenses.

Finally, Director Wray would like feedback on the childcare procedure. There are no changes proposed, but there will be some consultation with the Human Resources Department.

Motion carries unanimously.

PROCEDURES 7, 8, AND 11

Be it resolved that Board approves changes to the following procedures:

Procedure 7 Execution of Documents
Procedure 8 Authorization of Capital Expenditures
Procedure 11 Legal Expenditures

Director Wray and Director Barakat.

There were no changes to any of the procedures, they are to be renewed.

Motion carries unanimously.
WINTER MEETING DATES

Be it resolved that Board sets the following dates and time for its regular meetings in the winter term.

- Thursday Feb 8, 2018 at 5:30 PM
- Wednesday March 7, 2018 at 5:30 PM
- Wednesday April 11, 2018 at 5:30 PM
- Wednesday April 25, 2018 at 5:30 PM

Director Wray and Director Barakat.

Motion carries unanimously.

CONFIDENTIAL SESSION

Be it resolved that the Board moves into confidential session at 7:40 PM.
Director Tang and Director Barakat.

Director Richardson signed a confidentiality form, conflict of interest to be signed after the meeting. Director Richardson will declare any conflicts of interest as they arise.

Motion carries unanimously.

Be it resolved that the Board moves out of confidential session at 7:59 PM.
President Brieva and Vice President Schwan.

Motion carries unanimously.

OTHER BUSINESS

BYLAW AMMENDMENT

A Bylaw amendment was proposed under article 11 section 1, which will add an approval vote for acclaimed positions.

This will hopefully decrease future risk from uncompetitive executive slates, and increases confidence that the executive are representing students.

The change will apply to Council and executive positions.

Directors were asked to bring thoughts to the next meeting.
EXECUTIVE COMPENSATION REVIEW

Director Wray asked Director Richardson to leave the room.

The Vice President, Operations and Finance updated the Board that there was no movement on this. The uWaterloo HR department is doing back-logged USG grading for thousands of positions in the university and is very backlogged.

uWaterloo HR hinted that the USG grade would likely be around a 13 or 14; this is much higher than what students can feasibly pay.

It was expressed that the Board needs to publish a report at some point.

Another idea is to use the North American Classification Codes, which put salaries to common professional and scientific services. Board can look at median pay for people aged 19 to 25 in that group.

Executives have a lot of risk and responsibility, which contributes to the high salary classifications.

Director Wray and Vice President Schwan will collate some preliminary data on USG and NAC pay grading.

ADJOURNMENT

Be it resolved that the Board adjourn until the next meeting.
Director Barakat and Vice President Schwan.

With no new business the meeting was called to adjourn at 20:11 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

Resolved, Board approves the minutes of the regular meeting held on December 4, 2017.

Resolved, Board approves the minutes of the special meeting held on December 18, 2017.

Governance Items

Resolved, Board sets the following dates and times for its regular meetings in the winter term:

- February, ___, 2018 at ___
- March, ___, 2018 at ___
- April, ___, 2018 at ___

Resolved, Board sets the date of the Winter General Meeting for March 21, 2018 at 12pm. The Board directs the Executive to undertake all necessary actions to prepare for the General Meeting in accordance with the bylaws.

Resolved, Board approves the Student Life Centre / Physical Activities Complex Memorandum of Agreement, as presented.

Resolved, Board receives and immediately tables the following revisions to the below procedures:

- Procedure 13: Fee Increases
- Procedure 14: Reimbursement of Travel Costs
- Procedure 15: Reimbursement of Childcare Costs

Resolved, Board approves changes to the following procedures:

- Procedure 7: Execution of Documents
- Procedure 8: Authorization of Capital Expenditures
- Procedure 11: Legal Expenditures

Financial Items

For Discussion: Executive Compensation Review

Other Items

Resolved, Board moves into confidential session.
Confidential Session

Minutes of Meeting

Resolved, Board approves the confidential minutes of the regular meeting held on December 4, 2017.

Resolved, Board approves the confidential minutes of the special meeting held on December 18, 2017.

Other Items

MOTION: Resolved, Board adjourns the meeting.
BUDGET and PROJECT MEMORANDUM OF AGREEMENT
For the Student Life Centre / Physical Activity Complex Expansion

BETWEEN

The Federation of Students
(Hereafter referred to as Feds)

AND

The Graduate Student Association - University of Waterloo
(Hereafter referred to as GSA-UW)

AND

The University of Waterloo
(Hereafter referred to as UW)
1. Introduction

i. This Budget and Project Memorandum of Agreement document outlines the general approach and project commitments to which the Feds, GSA-UW, and UW agree to uphold in full, for the Student Life Centre / Physical Activity Complex Expansion ("SLC/PAC").

ii. The SLC/PAC project will be a newly constructed building that connects the SLC and the PAC on the campus side facing MC and the BMH Green.

2. Referendum details

In February 2016, the UW undergraduate students voted to support the following in a referendum:

"Do you support a fee of $18.00 per term for the construction of the SLC/PAC Expansion with the following conditions:

• part time students pay 30% of the fee,
• the fee will begin after completion of the project
• the fee will be indexed annually to inflation, thereafter
• any student contributions to on-going operating costs will be determined by a committee whose membership is comprised of a majority of students"

In February 2016, the UW graduate students voted to support the following in a referendum:

"Do you support a fee of $18.00 per term for the construction of the SLC/PAC Expansion with the following conditions:

• student contributions to on-going operating costs, determined by a committee whose membership is comprised of a majority of students
• part time students pay 30% of the fee,
• the fee will begin after completion of the project
• the fee will be indexed annually to inflation, thereafter."

3. Approval of budget and timing

i. The initial project cost from A.W. Hooker Cost Consultants was $34M. This is the amount that the February 2016 student referenda were based on. This was approved at the UW Board of Governors and UW Buildings and Properties Committee on April 2016.

ii. After tender, the project was awarded to Bondfield, the low bid, with a cost of $44M.

iii. Building and Properties Committee and Board of Governors approved a $7M increase of the original budget to $41M in April 2017. It was agreed by all stakeholders that the additional $7M was necessary to construct a building that
would optimally support the students. The additional $7M is exclusively an increase in the University of Waterloo contribution and doesn’t alter the original $34M that the students are contributing.

iv. A comprehensive, collaborative value engineering exercise with the conclusion of a final post-tender, post value engineering amount of $41M.

4. Key building components

The following building elements that are included in the SLC/PAC as determined by all stakeholders. These general elements* were agreed to through collaborative discussions from initial concepts to final program submission:

- Student lounge and study spaces
- Large, bookable event space, including rough-ins for sky wall **
- Multi-purpose rooms of various sizes that are bookable by any student, group or club
- Multi-faith space with cleaning amenities, including rough-ins for sky wall **
- Increase of PAC fitness centre space
- Graduate student lounge
- GSA-UW offices
- Additional dining seating
- Additional eating options ***
- PAC integration and control with grand entrance
- SLC/MC enclosed link
- Green roof over dining area
- Climbing wall at pinnacle of building
- LEEDS Silver Shadow
- Additional PAC studio space
- Custom designed space for Imprint (Note: final placement of Imprint is to be determined by Imprint and Feds)
- Fitness equipment
- Furnishings
- AV

*This is not an exhaustive list but highlights the main components.
** Future installation of sky walls will not be funded by a UW initiated student fee.
*** UW Food Services will fund in full its equipment to outfit Food Services-operated space, estimated to be $525,000. If the amount goes above this amount, Food Service will bear the costs in full.

5. Exclusions
The following are building elements that were part of the original concept but through a collaborative value engineering exercise (April 2017) were removed from the project and agreed by all parties:

- Green roof on south courtyard. This doesn’t compromise our LEEDS Silver Shadow status.
- One clearstory skylight in fitness area. This doesn’t compromise the intent to have as much natural light in the fitness centre as possible.

The following are building elements that were agreed to not be part of this project even though they were part of the original concept:

- Covered walkway towards AHS building – this will be better handled as part of the planned North Commons Landscape Development project, and will not be funded by a student fee.
- Recreational equipment (foosball, ping pong tables, etc.) in the main lounge – it was determined that this isn’t the most ideal space for recreational equipment.
- Grey water harvesting – Determined to not positively contribute to improved sustainability in this facility. Grey water has to be treated, can create maintenance issues and potentially create problems with plumbing fixtures.
- Rain water harvesting - Determined to be impractical because of the small roof area involved. The quantity of water harvested was determined to be insufficient.

5. Final budget considerations

i. The repayment of the student capital contribution of $24M is to be amortized over 30 years or less, at an interest rate of 3.3%, commencing with an initial fee of $18.00 per term which is indexed annually to inflation. Indexing will use CPI (all items) for Ontario from Jan 1 – Dec 31 (calendar year) effective Spring Term (May 1) the following year, as per http://www.statcan.gc.ca/daily-quotidien/171020/t002a-eng.htm. Both full-time and part-time (30%) undergraduate and graduate students will pay the fee each term beginning the term following the substantial completion of the building.

ii. Should the final cost of the project be less than the estimated cost of $41M, the amount unspent will proportionally reduce the contribution by each party in accordance with their contributions outlined in section 3. (iii)

iii. Should the final cost of the project be more than the estimated cost of $41M, UW will be responsible for paying the difference and no additional money will be asked of the undergraduate or graduate students.

iv. A student ancillary fee will fund the operating costs of the building in a 'to be determined' manner. Students will work collaboratively to approve the fee in the 2017-2018 SSAC cycle. The operating costs are allocated by UW for all space on campus, and the operating costs for the SLC/PAC will be the same as all other operating units on campus.
6. The Project Team

i. The project team consists of:
   a. Feds President, and others appointed by the President
   b. GSA-UW President, and others appointed by the President
   c. Director, Athletics, and others appointed by the Director
   d. Director, Food Services, and others appointed by the Director
   e. Manager, Space Planning, and others appointed by the Manager

ii. The role of the project team is to support the construction company with information and support as needed during the construction phase. Communication out to all students and necessary campus partners is coordinated through this group.

iii. The role of the project lead is to attend the bi-weekly construction meetings and relay all pertinent information back to the project team. This position is the main link between the Bondfield and the project team and ensures that the necessary campus partners (i.e. IST, Watcard, Convocation staff, Orientation staff, etc.) are pulled in when needed. This role is responsible for keeping the Associate Provost, Students abreast of all major project details.

iv. The project team meets biweekly throughout the construction phase of this project.

7. Changing the principles

i. Modifications to these principles must be agreed upon by all affected parties.

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For the Federation of Students:  
For the Graduate Student Association

______________________________  ______________________________
Antonio Brieva  Robert P. Bruce, MA
President  President
Federation of Students  Graduate Student Association - UW

For the University of Waterloo
Chris Read  
Associate Provost, Students  
University of Waterloo  

Signed into effect on ________________.