Federation of Students
2019 Winter General Meeting
Thursday, March 21st, 2019
Call to Order at 5:00 pm
SLC Great Hall

Chair Richard Wu
Feds President, 2018-2019

Agenda Items¹

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<td>iii. [Articles 1, 3, 8, 9 &amp; 11] Resolution to Improve the Role of Council &amp; Executives</td>
<td>(Main Motion</td>
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¹ Pursuant to Article Five: General Meetings of the By-laws of the Federation of Students, items 1 through 7 are required to remain in the order as originally published. Items 8 and 9, and any relevant sub-items, may be rearranged as agreed upon by the Assembly.
iv. [Article 14] Resolution to Improve the By-law Amendment Process (Main Motion | Supporting Documents)  
Decision

v. [Articles 1, 7, 8, 9 & 11] Resolution for Impeachment and Recall Process (Main Motion | Supporting Documents)  
Decision

vi. [Article 4] Resolution for the Accountable Adjustment of Member Dues (Main Motion | Supporting Documents)  
Decision

vii. [Article 5] Resolution to Expand General Meeting Representation (Main Motion | Supporting Documents)  
Decision

b. [Article 3.1(2)] Resolution to Allow for Membership during Expulsion Appeals (Bilal Akhtar, Seneca Velling, Deon Hua, Austin Richard) (Main Motion | Supporting Documents)  
Decision

c. [Article 9] Resolution to Adjust Responsibilities of Executive Portfolios (Matthew Gerrits, Richard Wu) (Main Motion | Supporting Documents)  
Decision

d. [Article 11.4] Resolution on Improved Counting of Ranked Ballots (Jason Small, Seneca Velling, and Jacob Siemons) (Main Motion | Supporting Documents)  
Decision

e. [Article 9] Resolution to Better Align By-laws, Procedures, and Practices (Tomson Tran, Seneca Velling) (Main Motion | Supporting Documents)  
Decision

f. [Article 11.1(6)] Resolution to Refer Contents of 11.1(6) to Board Procedure (Richard Wu) (Main Motion | Supporting Documents)  
Decision

g. [Articles 10 & 15] Resolution to Correct Spelling and Numerical Errors in the By-laws (Connor Plante, Katherine Sebben, Alexandria De Sousa, Garrett Jeevanayagam) (Main Motion | Supporting Documents)  
Decision

9. Member-submitted Proposals
   a. Diversity and Inclusion Report for the Federation of Students (Kyera Mapp) (For Discussion)  
   Discussion

   b. Research Opportunities for International Students (Bassem Ahmed) (For Discussion)  
   Discussion

   c. Spring Term Reading Week (Rohit Dabke) (For Discussion)  
   Discussion

10. Adjournment
MAIN MOTIONS
General Orders

1) Opening Remarks from the Chair

FOR INFORMATION

2) Approval of the Agenda

MOTION

Be it resolved that the Assembly approves the Agenda.

3) Approval of the Minutes from the October 24th, 2018 Annual General Meeting (Documentation)

MOTION

Be it resolved that the Assembly approves the minutes from the October 24th, 2018 Annual General Meeting.

4) Notice of Appointment of the Auditor by the Board of Directors

FOR INFORMATION

At the most recent Annual General Meeting of the Federation of Students, quorum was found to have been lost prior to the Appointment of the Auditor. Pursuant to §94(1) and §94(2) of the Ontario Corporations Act, the Board of Directors, at their December 3rd, 2018 regular meeting, authorized the re-appointment of MNP LLP as the auditor of the Corporation until the Fall 2019 Annual General Meeting, at which point the Assembly will make a new appointment.

5) Increases to the Federation of Students Fee

a. Increase due to CPI

MOTION

Whereas the annual average increase of the Consumer Price Index was 2.3% in 2018, and

Whereas adjusting the Feds fee to include this increase will allow Feds to continue to strive to offer its services at an exceptional level,

Therefore, be it resolved that the Assembly ratifies an increase in the Federation of Students fee by CPI of 2.3%.
b. Increase to cover staff salary

**MOTION**

*Whereas* full-time staff working for the Federation of Students follow salary-increase guidelines as set by the University of Waterloo,

*Whereas* increases in full-time staff salary over the past several years was greater than increases due to the Consumer Price Index of Canada, causing a gap in Feds’ fee distribution, and

*Whereas* by adopting an increase of 0.3%, or $0.24, increase would allow the Federation of Students to continue to strive to meet exceptional standards of service,

**Therefore, be it resolved that** the Assembly ratifies an increase in the Federation of Students fee of $0.24 to cover the difference between CPI increases and increased salary costs.

c. Increase to support Feds Advocacy

**MOTION**

*Whereas* funding for advocacy under the VP Education portfolio in real dollars has decreased in recent years,

*Whereas* expanded resources will allow for greater student advocacy on areas of interest to the student body,

**Therefore, be it resolved that** the Assembly ratifies a Federation of Students Fee increase of $0.62 per assessment beginning September 2019 to support increased funding for part-time salaries, travel for federal advocacy, professional development, and funding for increased stakeholder engagement including VP Education town halls,

**And be it further resolved that** the Assembly ratifies a Federation of Students Fee increase of $0.17 per assessment beginning September 2020 to support special projects related to federal advocacy, promotional items related to advocacy, and further increase to part-time pay and professional development.
6) Ratification of the 2019 Elections & Referenda

a. 2019/2020 Councillors, Senators, and Executives
   (Results of the 2019-2020 General Election)

   **MOTION**

   **Be it resolved that** the Assembly ratifies the various elections and confirmation votes of Students’ Council, and the Elections of **Michael Beauchemin** as President, **Amanda Fitzpatrick** as Vice President Student Life, **Matthew Gerrits** as Vice President Education, and **Seneca Velling** as Vice President Operations & Finance as Executives of the Federation of Students, University of Waterloo for the 2019-2020 fiscal year.

   **Be it further resolved that** the Assembly ratifies the various elections and acclamations of student Senators to the University Senate for the 2019-2020 fiscal year.

b. Feds Legal Service Referendum (Elections and Referenda Results)

   **Be it resolved that** the Assembly ratifies the Feds Legal Service Referendum.

c. Feds UPass Referendum (Elections and Referenda Results)

   **Be it resolved that** the Assembly ratifies the Feds UPass Referendum.

7) Election of the Board of Directors

   **MOTION**

   **Be it resolved that** the Assembly elects _____, _____, _____, _____, and _____ to the at-large seats for the Federation of Students, University of Waterloo Board of Directors for the 2019-2020 fiscal year.  
   ([Listing of At-large Candidates])

   **Be it further resolved that** the Assembly elects _____, and _____ to the Council-Director seats for the Federation of Students, University of Waterloo Board of Directors for the 2019-2020 fiscal year.  
   ([Listing of Council-Director Candidates])
8) Ratification of By-law Amendments

   a. Recommendations Proposed by the *Task Force for General Meeting Engagement*

      i. Resolution to Enable Proxy Voting for and Ensure Legal Compliance of the Board ([Documentation](#))

         **MOTION**

         *Whereas* the Federation of Students is incorporated under the Ontario *Corporations Act* and is therefore required to follow all provisions of the Act,

         *Be it resolved that*, in accordance with Section 129 and 130 of the Ontario *Corporations Act*, R.S.O. 1990 c. C.38, the Assembly ratifies the Board-approved amendments to the By-laws of the Corporation, to come into effect on May 1st 2019, as presented.

      ii. Resolution to Electronic Voting and Proxying at General Meetings ([Documentation](#))

         **MOTION**

         *Whereas* proxies for General Meetings should be submittable online, and

         *Whereas* remote participation in the General Meeting should be accommodated through legally permissible methods,

         *Whereas* the Assembly continues to support the implementation of online voting, whether through *pre-hoc*, concurrent, or *post-hoc* methods, in a legally permissible manner,

         *Be it resolved that*, in accordance with Section 129 of the Ontario *Corporations Act*, R.S.O. c. C.38, the Assembly ratifies the Board-approved amendments to the By-laws of the Corporation as presented.

      iii. Resolution to Improve the Role of Council and Executives ([Documentation](#))

         **MOTION**

         *Whereas* the Students’ Council is currently an assembly of delegations of the Corporation subject to those powers and limitations conferred in the By-laws and Act,
Whereas the spirit accompanying this motion should be codified in the By-laws,

Whereas the Board of Directors is accountable to the membership through Students’ Council,

Be it resolved that, in accordance with Section 130 of the Ontario Corporations Act, R.S.O. 1990 c. C.38, the Assembly ratifies Board-approved amendments to the By-laws of the Corporation, to come into effect on May 1st, 2019, as presented.

iv. Resolution to Improve the By-law Amendment Process
(Documentation)

MOTION

Whereas the By-laws of the Federation of Students represents a constitution for the Federation of Students, and changes thereto should be done in an accountable manner for the membership,

Whereas the original Article 14: Amendments was approved for ratification at the Fall 2017 Annual General Meeting, but failed to be presented for ratification at the time, and

Whereas the By-laws include numerous references to an amendments process that binds the Board, but no such process currently exists,

Be it resolved that, in accordance with Section 129 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the Assembly ratifies the Board-approved amendment to the By-laws of the Corporation as presented, to come into full effect at the conclusion of the present meeting, and to add the following as Article 14: Amendments (with the current Article 14: Introduction being renumbered as Article 15)

v. Resolution for Impeachment and Recall Process
(Documentation)

MOTION

Whereas mechanisms should exist for the removal of an Executive or Councillor in a fair, accountable, and reasonable manner,

Whereas a recall referendum of a Councillor should be initiated through a petition with a number of signatures recognizant of their constituency membership, and
Whereas signatures for recall referendum should be collectable online and should be different for Councillors and Executives,

Be it resolved that in accordance with Section 130 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the Assembly ratifies the Board-approved amendments to the By-laws of the Corporation, to come into effect on May 1st, 2019, as presented.

vi. Resolution for Accountable Adjustment of Member Dues (Documentation)

MOTION

Whereas increased costs due to Consumer Price Index (CPI) are a result of inflation and necessary for maintenance of existing service levels,

Whereas increased costs due to increases in staff remuneration are the result of contractual arrangements negotiated between the University of Waterloo and the UW Staff Association, and Feds is bound by these agreements,

Whereas failure to adjust for increases to staff remuneration can impact the level of service provision by Feds,

Whereas small fee increases to off-set these increased costs should still be subject to ratification in a democratic manner by either the Students’ Council or a General Meeting,

Whereas large fee increases should be subject to ratification by the full membership at a General Meeting or Referendum (which would also permit online voting),

Be it resolved that, in accordance with Section 129 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the Assembly ratifies Board-approved amendments to the By-laws of the Corporation, as presented.

vii. Resolution to Expand General Meeting Representation (Documentation)

MOTION

Whereas Councillors holding additional proxies presents an opportunity for more members to have their votes represented at General Meetings,
Whereas students have a right to participate in General Meetings despite being unable to attend in person, and

Whereas the Board of Directors has established procedures regarding the impartial selection and execution of proxies based on a first-come first-serve basis to be awarded to attending Councillors indiscriminately,

Be it resolved that, in accordance with Section 129 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the Assembly ratifies the Board-approved amendments to the By-laws of the Corporation, to come into effect on May 1st, 2019, as presented.

b. [Article 3.1(2)] Resolution to Allow for Membership during Expulsion Appeals (Bilal Akhtar, Seneca Velling, Deon Hua, Austin Richard) (Documentation)

MOTION

Whereas currently membership in the Federation of Students is suspended as soon as academic or non-academic expulsion as a result of disciplinary action is issued by the University,

Whereas Feds provides services and offers resources a key component of which is support for appeals and grievances in the University’s policy process,

Whereas current definitions and limitations on membership render undergraduate students who are in the process of appealing disciplinary action non-members of Feds, making them effectively ineligible for services designed to support them,

Whereas the Assembly believes students seeking appeal or in the process of appealing expulsion as a result of disciplinary action should continue to be considered Feds members until the verdict of the appeal or subsequent appeals is determined,

Be it resolved that, in accordance with Section 129 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the Assembly ratifies the Board-approved amendment to the By-laws of the Corporation, as presented.
c. [Article 9] Resolution to Adjust Responsibilities of Executive Portfolios (Matthew Gerrits, Richard Wu) (Documentation)

MOTION

Whereas, as referenced in the By-laws of the Federation of Students, the President is responsible for the maintenance and promotion of relationships with key University stakeholders and for general oversight of the governance of the Federation of Students,

Whereas student societies are a significant stakeholder and can provide key insights in the pursuit of the above principles, responsibilities, and objectives,

Whereas, as referenced in the By-laws of the Federation of Students, the Vice President Student Life is responsible for the promotion of an environment wherein students can pursue personal and social growth within the Federation of Students, University of Waterloo, and the broader community; and for the promotion and coordination of student participation in athletic, cultural, and social activities,

Whereas the Corporation, per the By-laws of the Federation of Students, strives to create a balanced introduction to the academic, social, and community aspects of university life for new students to the University, and

Whereas the aforementioned goal of the Corporation better aligns with the goals and responsibilities of the Vice President Student Life, and can serve to enhance the relationship between the Federation of Students and Waterloo Orientation,

Whereas moving general oversight of societies under the President is a logical step to maintain consistency within the organization, given that Students’ Council, which oversees the seats of society Presidents on Students’ Council, falls under the purview of the President,

Whereas moving general oversight of societies under the role of the President will:
- Provide opportunities to enhance the relationship between the Federation of Students and student societies;
- Provide more opportunities for society Executives to be involved with the Federation of Students;
- Provide an increase in accountability between the President and the Presidents of student societies; and,
- Provide opportunities for society Presidents to play a more active role in governance and advocacy of the Federation of Students,
Be it resolved that, in accordance with Section 129 of the Ontario Corporations Act, R.S.O. 1990 c. C.38, the Assembly ratifies the Board-approved amendment to the By-laws of the Corporation, to come into effect on May 1st, 2019, as presented.

d. [Article 11.4] Resolution on Improved Counting of Ranked Ballots (Jason Small, Seneca Velling, and Jacob Siemons) (Documentation)

MOTION

Whereas the Federation of Students uses ranked voting systems which allow for preferential ranking of candidates to ensure the will of voters is best represented in the outcome of elections.

Whereas candidates can be disqualified or may withdraw from election after results are issued but before the election is ratified by Students’ Council or a General Meeting,

Whereas if candidates withdraw, votes should transfer to subsequent preferences as would occur normally so as to prevent biasing outcomes,

Whereas counting withdrawn/disqualified candidates votes as abstentions is undemocratic and can potentially privilege specific outcomes,

Whereas proper nouns should be used grammatically correctly and with the properly spelling,

Be it resolved that, in accordance with Section 130 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the Assembly ratifies the Board-approved amendment to the By-laws of the Corporation, as presented.

e. [Article 9] Resolution to Better Align By-laws, Procedures, and Practices (Tomson Tran, Seneca Velling) (Documentation)

MOTION

Whereas the Board has charged the Chair with responsibility for ensuring familiarity and compliance the governing documents of the Corporation and the discipline of Directors and Officers, subject to procedures of the Board,

Whereas the Secretary of the Corporation is responsible for management and maintenance of records of the Corporation,

Whereas Section 299 of the Ontario Corporations Act requires records of minutes of Executive Committee be taken,
Whereas the Secretary of the Corporation is not required to be a Director, and so while Directors must uphold policy, the Secretary is under no such obligation should they not be a Director,

Whereas the Secretary of the Corporation should be subject to policy compliance requirements in the execution of their duties,

Be it resolved that, in accordance with Section 129 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the Assembly ratifies the Board-approved amendment to the By-laws of the Corporation, as presented.

f. [Article 11.1(6)] Resolution to Refer Contents of 11.1(6) to Board Procedure (Richard Wu) (Documentation)

MOTION

Whereas Students’ Council has adopted more fleshed out rules regarding acclamation votes for vacancies in the Elections & Referenda Procedures that address edge cases currently lacking in the existing By-law,

Whereas procedural rules are better tools for the conduct of elections and allow for more flexible reform based on experience and feedback from the Research & Policy Officer, Elections & Referenda Officer and examination of best practices,

Be it resolved that, in accordance with Section 130 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the Assembly ratifies the Board-approved amendment to the By-laws of the Corporation, as presented.

g. [Articles 10 & 15] Resolution to Correct Spelling and Numerical Errors in the By-laws (Connor Plante, Katherine Sebben, Alexandria De Sousa, Garrett Jeevanayagam) (Documentation)

MOTION

Whereas the By-laws of the Federation of Students are a constitution of the Corporation and should be devoid of typos and numerical inaccuracies,

Be it resolved that, in accordance with Section 129 of the Ontario Corporations Act, RSO 1990 c C.38, the Assembly ratifies the Board-approved amendments to the By-laws of the Corporation, as presented.
9) Member-submitted Proposals

a. Diversity and Inclusion Report for the Federation of Students (Kyera Mapp)

FOR DISCUSSION

b. Research Opportunities for International Students (Bassem Ahmed)

FOR DISCUSSION

c. Spring Term Reading Week (Rohit Dabke)

FOR DISCUSSION

10) Adjournment
SUPPORTING
DOCUMENTATION
President Wu makes some opening remarks and discusses Robert’s Rules of Order, says “There are such things as motions that you will see up in the agenda. Those are basically proposals for us as a Federation to do things, and they are provided by the membership. And as well, those motions need to be moved, and you need a seconder… the person who is moving it is the person who is proposing it. The seconder is not necessarily saying they’re supporting it [the proposal], they are saying that ‘hey, I really want this to be debated.’ After the first and seconder is voted on, that’s when the people start to debate the motion. After all the debate is done, then people vote on the motion. And usually, to approve something, it’s about 50% +1 of whoever is present. There are a couple of points that you will hear that some members will raise; they are just to keep things parliamentary. Points of order is when a member believes that a rule has been broken and directs it to the chair. Point of information is ‘hey, I have a question…’

1. Approval of the Agenda
Be it resolved that the General Assembly approves the agenda.
Moved by Elizabeth O’Sullivan, Seneca Velling.
Motion adopted.

2. Approval of the Minutes from the March 2018 General Meeting
Be it resolved that the General Assembly approves March 2018 General Meeting Minutes.
Moved by Steven, Michael.

Point of Order:
Seneca: If you weren’t at the meeting, you should be abstaining on approving the minutes because you weren’t here for what happened.

Kurt: I would just like to get my name corrected in the minutes. I’ve been here for six months here now, and still can’t spell my last name. It’s pretty easy to fix. It’s MacMillian instead of McMullan, thank you.

Motion adopted.
Noted Abstentions: Katie Arnold.

3. Receiving the Auditor’s Report
Cheryl: I’m here to speak quickly about the auditor’s report. Today, I’m going to be speaking to the main financial statements of our organization, which is the statement of financial position (I learned as a balance sheet) and the statement of operations (I learned it as an income statement). The statement of financial positions shows the value of items that we own, the amounts we owe to others, and net assets (I learned as retained earnings). The statement of operations shows the results of our operations for the year
(i.e. whether or not we had a profit or a loss). On our statements, we have several funds. The first one is our general fund; second is dental; third is health; fourth is UPASS; and then we have orientation, student refugee program, and then the societies have been grouped together as one lump sum. The first thing to know about the general fund is that this is where your fees go in to. So the $57.76 for full-time and $17.33 for part-time is allocated into this fund. All of our operations for the commercial services (Bombshelter, INews, Wasabi, Campus Bubble, Used Bookstore, Kitchen), and all of our services which may include clubs, services, campus life budget and governance budget all flow through this particular fund. All of these monies are free to be spent where we as a Corporation wish to spend them. The dental, health, UPASS, SRP, and orientation funds are separated because the student fees collected are restricted. This means that the funds must be spent only for their specific purpose. For instance, the money that goes into the health fund…can only be used to pay for the premiums for your health insurance. The same with the dental it; it can only be spent on dental premiums. The society fund is an aggregate of all of the societies financial information because the Federation of Students has no control over the spending of these funds, they are also considered restricted. I have a couple of highlights for the year…overall, when it’s all consolidated together, our net assets increase by $402000.00, there was an increase in total assets of $959,000. Last year, the increase was only $640000.00. Societies as a whole are doing really well. There’s an increase in asset of $183000.00. Unfortunately, this year, the general fund had a $400000.00 loss, which is a larger loss than last year. The financial statements in its entirety is posted on www.feds.ca

Point of Order:
Student member: Can we have a quorum check?

Student member would like to withdraw motion.

Point of order:
Michael: Cannot withdraw motion.

Quorum count lost (under 140 members present).

President Wu: We have lost quorum. Point of order cannot be withdrawn. All items will be for information only.

Point of Order:
Student Member: Can we just look at Robert Rules of Order to look at that?

Seneca: Member can withdraw motion, including parliamentary motions but the Chair has to give the right to the body. If anyone else objects to withdraw the motion, the body has to be given the opportunity/give permission to withdraw the motion. So if I move a motion and I withdraw my motion, then the Chair has to ask ‘Does anyone object to the withdrawal of the motion?’ If anyone objects, the motion proceeds to the floor and if anyone does not object, the motion may be withdrawn.
President Wu: Quorum check called and the member requested to withdraw the motion. Does the assembly objet to this?

Chris: We didn’t hit quorum, if there’s not many people then it’s sketchy.

President Wu: We didn’t hit quorum, which means we lost quorum.

John Hunte wish to move to table the motion.

President Wu: There’s still an objection from a member.

John: The objection was to withdraw completely and defer, which requires 50+1% of the members present. John wants to defer the quorum check for one hour.

Student member: You can’t defer a point of order.

President Wu: The quorum check has been sustained due to an objection. We are moving forward as all items as information. Article 5 General Meetings of the Federation of Students Bylaws, Section 4(1): A quorum for the transaction of business at any meeting of members shall consist of at least two hundred (200) voting members present in person or represented by proxy. Since we have counted each person’s placard and their proxy placard, and we have failed to meet quorum, we cannot transact business, however we can move on with information. This means that we will move forward with all items as information.

Chris Lolas: I’m just going to give a little bit of historical context here. If you lose quorum, the meeting is over. So officially, yes, once you’ve lost quorum, this meeting is over. Everything else isn’t for information so much as ‘Hey, we’re happening to talk about this stuff. It’s not a part of the meeting, it’s not officially a for information item, it’s just Richard is going to be up here talking about things and people can have that discussion if they want to, although it’s not an official meeting.’

Point of Order

Michael: You’re allowed to do three things specifically: You can continue with discussions on items, you just cannot make any decisions (so you can’t vote on anything); You can set the date and time to continue the current meeting; and you can adjourn the current meeting.

President Wu: Knowing all of those fact and various interpretations, we are going to move on with everything for information.

**ADJOURNMENT: 1:04**

Remaining agenda items discussed as for information only.
At-Large Director Candidate Report

A note from the Director Screening Panel: Everything in this report is based from the candidates’ application and interview. The content does not represent the ideas, or expectations of the Federation of Student, the Board of Directors, or Students’ Council. There are some instances where candidates were misinformed regarding the Federation of Students’ structure. Please keep that in mind when reviewing this document.

Rayyan Ahmed Quraishi
Faculty: Mathematics

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<td>Why are you interested in serving as a director?</td>
<td>- Sees lots of opportunities for Feds to grow and improve</td>
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<td>- Sees Board as the fastest way to affect change</td>
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<td>Describe your understanding of the roles and responsibilities of the Board of Directors.</td>
<td>- Makes decisions related to organizational strategy, legal, financial, and human resources</td>
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<td>- Responsible for long-term planning</td>
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<td>Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest?</td>
<td>- Store Clerk at International News</td>
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<td>- Volunteer with the Food Bank and the Volunteer Centre</td>
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<td>- In order to manage conflict of interest, will ensure to remain objective and provide information in order to allow for idea sharing</td>
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<td>Any planned engagements, outside of academic requirements, that may constitute significant time commitments?</td>
<td>- Continue volunteering with student-run services</td>
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<td>- Continue working at International News</td>
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<td>Can you discuss your understanding of the Federation of Students structure?</td>
<td>QUESTION NOT ASKED TO THIS CANDIDATE</td>
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<td>How do you plan to prepare for this role?</td>
<td>- Talk to past directors</td>
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<td>- Reach through governing documents</td>
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<td>- Go through existing plans</td>
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<td>- Talk to student-run service coordinators</td>
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<td>What do you hope to achieve in this role? How would you achieve these goals from a strategic rather than operational level?</td>
<td>- Understand potential challenges with opt-in fees</td>
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<td>- See feasibility of moving Feds to a profit model for certain areas</td>
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<td>- Create more employment opportunities for students</td>
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<td>Questions</td>
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</tr>
<tr>
<td>Why are you interested in serving as a director?</td>
<td>- Passion for policy and advocacy</td>
</tr>
<tr>
<td></td>
<td>- Excellent learning opportunity to understand how Feds operates in the</td>
</tr>
<tr>
<td></td>
<td>university context</td>
</tr>
<tr>
<td></td>
<td>- Will allow her to apply skills and pressure decision makers to make</td>
</tr>
<tr>
<td></td>
<td>decisions in the best interest of students</td>
</tr>
<tr>
<td>Describe your understanding of the roles and responsibilities of the</td>
<td>- Directors act on behalf of the corporation</td>
</tr>
<tr>
<td>Board of Directors.</td>
<td>- In order to fully participate, a director must familiarize themselves</td>
</tr>
<tr>
<td></td>
<td>with policies, procedures, and by-laws</td>
</tr>
<tr>
<td></td>
<td>- Respect, uphold, and enforce policies</td>
</tr>
<tr>
<td></td>
<td>- Act in a non-biased manner</td>
</tr>
<tr>
<td>Do you currently or expect to hold a position within the Federation of</td>
<td>- OUSA delegate</td>
</tr>
<tr>
<td>Students? How do you plan to manage that conflict of interest?</td>
<td></td>
</tr>
<tr>
<td>Any planned engagements, outside of academic requirements, that may</td>
<td>- AHS Senator</td>
</tr>
<tr>
<td>constitute significant time commitments?</td>
<td></td>
</tr>
<tr>
<td>Can you discuss your understanding of the Federation of Students</td>
<td>- Board of Directors is highest ranking body</td>
</tr>
<tr>
<td>structure?</td>
<td>- Executive committee where all executives are parallel</td>
</tr>
<tr>
<td></td>
<td>- Council has two representatives on Board</td>
</tr>
<tr>
<td></td>
<td>- Administrative fees and Feds fees covers different aspects of the</td>
</tr>
<tr>
<td></td>
<td>corporation</td>
</tr>
</tbody>
</table>
| Services available to students are meant to be easily accessible  
| International News has reduced costs for students  
<table>
<thead>
<tr>
<th>Directors represent all undergraduate student which is different that the role a councillor has</th>
</tr>
</thead>
</table>
| **How do you plan to prepare for this role?**  
| - Research and reading relevant by-laws and clauses  
| - Would gather information from relevant people |
| **What do you hope to achieve in this role? How would you achieve these goals from a strategic rather than operational level?**  
| - Ask meaningful questions  
| - Goals: ensure students are being accounted for when making decisions, create benefit for students, and support other directors |
| **How will you judge when situation are appropriate to seek expert advice?**  
| - Understand confidentiality concerns  
| - Seeking advice from any Board member is appropriate  
| - Important to understand who is best to talk to |
| **Is there anything else you would like students to know?**  
| - Eager to learn  
| - Attended two (2) OUSA General Assemblies  
| - Having experience as a Don, AHS Senator, and as an OUSA delegate I ensure to take the time needed to be prepared. This includes reading agendas, asking questions, advocating on behalf of students, and doing any necessary research.  
| **Knowing that Council sets policies for the Corporation, what do you see the relationships between Board and Council being? How would you mitigate conflicts with councillors?**  
<p>| - Ensure there are productive conversations and debates. Use conflict management skills learned from being a Don. Ensure everything remained professional. |</p>
<table>
<thead>
<tr>
<th>Questions</th>
<th>Responses</th>
</tr>
</thead>
</table>
| Why are you interested in serving as a director?                         | - Passion for student advocacy, policy enforcements, and evolution of current practices  
- Gain a greater understanding of university operations  
- Attending General Meetings has gotten her interested in the role of the Board |
| Describe your understanding of the roles and responsibilities of the Board of Directors. | - Critically evaluate the needs of the University  
- Responsibilities include understanding relevant policies and documents, and practicing policies |
| Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest? | - AHSUM VP Finance: oversees budgeting, capital investments, invoicing, along with a number of additional duties  
- Will declare conflict of interest at Board meetings and at AHSUM meetings  
- Will ensure everyone is aware of the conflict |
| Any planned engagements, outside of academic requirements, that may constitute significant time commitments? | - Residence Community Leader  
- AHS Strategic Plan Advisory Committee Member  
- Being a director would be their primary commitment |
| Can you discuss your understanding of the Federation of Students structure? | - Board is the highest decision making body  
- Board oversees Executives  
- Council is an electoral body, equitably representing groups on campus |
| How do you plan to prepare for this role?                               | - Read Ontario Corporations Act, and Feds governing documents  
- Talk to current and past directors to seek advice |
| What do you hope to achieve in this role? How would you achieve these goals from a strategic rather than operational level? | - Relationship building, goal sharing, and idea sharing  
- No specific Feds goals |
<table>
<thead>
<tr>
<th>Questions</th>
<th>Responses</th>
</tr>
</thead>
<tbody>
<tr>
<td>How will you judge when situation are appropriate to seek expert advice?</td>
<td>- If they are not confident in their understanding of the situation, ask for help. There is no shame in asking for help.</td>
</tr>
<tr>
<td>Is there anything else you would like students to know?</td>
<td>- Experience as a Don has providing experience in conflict management and conducting meetings.</td>
</tr>
<tr>
<td></td>
<td>- Very skilled at working in a team, communication, and leadership</td>
</tr>
<tr>
<td>Knowing that Council sets policies for the Corporation, what do you see the relationships between Board and Council being? How would mitigate conflicts with councillors?</td>
<td>- Maintain open channels of communications. Is able to gather information to see bigger picture, find compromises, and maintain level-headed.</td>
</tr>
</tbody>
</table>

**Connor Plante**  
Faculty: Arts

<table>
<thead>
<tr>
<th>Questions</th>
<th>Responses</th>
</tr>
</thead>
<tbody>
<tr>
<td>Why are you interested in serving as a director?</td>
<td>- As a current Director, they are interested in continuing to serve as a Director</td>
</tr>
<tr>
<td></td>
<td>- Cares deeply about Feds</td>
</tr>
<tr>
<td></td>
<td>- Would like to continue being involved in the Bombshelter Pub revitalization project, implementation of new budgetary processes, implementation of the new Legal Service, and adoption of the new fee structure</td>
</tr>
<tr>
<td></td>
<td>- Having experience on the Board is a huge value-add</td>
</tr>
<tr>
<td>Describe your understanding of the roles and responsibilities of the Board of Directors.</td>
<td>- Trustee of the Corporation</td>
</tr>
<tr>
<td></td>
<td>- Bound to perform duties outlined by the Ontario Corporations Act, by-laws, policies, and procedures</td>
</tr>
<tr>
<td></td>
<td>- Act in the best interest of the Corporation</td>
</tr>
<tr>
<td></td>
<td>- Manage strategic level affairs of the corporation</td>
</tr>
<tr>
<td></td>
<td>- Manage contractual affairs (e.g. UPass and Health and Dental)</td>
</tr>
<tr>
<td>Questions</td>
<td>Responses</td>
</tr>
<tr>
<td>--------------------------------------------------------------------------</td>
<td>---------------------------------------------------------------------------</td>
</tr>
<tr>
<td>Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest?</td>
<td>- Co-op Affairs Commissioner, which ends April 30, 2019 &lt;br&gt;- Sits on four (4) committees: Budget and Appropriations Committee, President’s Advisory Committee, OUSA Membership Review Panel &lt;br&gt;- OUSA delegate &lt;br&gt;- Always states conflict of interest</td>
</tr>
<tr>
<td>Any planned engagements, outside of academic requirements, that may constitute significant time commitments?</td>
<td>- None</td>
</tr>
<tr>
<td>Can you discuss your understanding of the Federation of Students structure?</td>
<td>QUESTION NOT ASKED TO THIS CANDIDATE</td>
</tr>
<tr>
<td>How do you plan to prepare for this role?</td>
<td>- Would continue to remain versed in governing documents &lt;br&gt;- Interested in supporting transition of new directors</td>
</tr>
<tr>
<td>What do you hope to achieve in this role? How would you achieve these goals from a strategic rather than operational level?</td>
<td>- In light of the Students Choice Initiative, explore ways to incentivize students to remain opted-in to fees &lt;br&gt;- Explore new opportunities from a Commercial Operations perspective in SLC/PAC Expansion</td>
</tr>
<tr>
<td>How will you judge when situation are appropriate to seek expert advice?</td>
<td>- Rely on professional opinion of executive and General Manager, and go external if either party recommends doing so &lt;br&gt;- Any legal concerns, get expert advice &lt;br&gt;- Evaluate based on capacity and cost</td>
</tr>
<tr>
<td>Is there anything else you would like students to know?</td>
<td>- None</td>
</tr>
</tbody>
</table>

Kanan Sharma  
Faculty: Mathematics
<table>
<thead>
<tr>
<th>Question</th>
<th>Answer</th>
</tr>
</thead>
<tbody>
<tr>
<td>advocacy work is not crippled by financial changes</td>
<td>- Interested in getting involved in the Bombshelter Pub revitalization project</td>
</tr>
<tr>
<td>- Has hands-on experience working in one of Feds’ commercial operations</td>
<td>- Passion for student government, and as such is already familiar with governing documents</td>
</tr>
<tr>
<td>Describe your understanding of the roles and responsibilities of the Board of Directors.</td>
<td>- High level, strategic planning and direction of the Corporation</td>
</tr>
<tr>
<td>- Work with Council and the Executives to ensure Feds is abiding by by-laws, policies, and procedures</td>
<td>- Ensure Feds doesn’t experience any financial or legal issues</td>
</tr>
<tr>
<td>- Oversight of commercial operations and human resources</td>
<td>- Approval of annual budget</td>
</tr>
<tr>
<td>- Empowered to purchase, lease, and/or sell any assets of the Corporation</td>
<td></td>
</tr>
<tr>
<td>Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest?</td>
<td>- Retail Associate at International News</td>
</tr>
<tr>
<td>- Declare conflict of interest, will step out of the room for discussions when needed</td>
<td></td>
</tr>
<tr>
<td>Any planned engagements, outside of academic requirements, that may constitute significant time commitments?</td>
<td>- Retail Associate at International News</td>
</tr>
<tr>
<td>- Running in MathSoc Executive elections</td>
<td>- Running for At-Large Senator</td>
</tr>
<tr>
<td>Can you discuss your understanding of the Federation of Students structure?</td>
<td>- Council represents constituents to Feds. Council is there for students, advocates for students, sets how fees are spent, and sets referendums.</td>
</tr>
<tr>
<td>- Board of Directors has legal oversight and engages in high-level planning. Also oversees operations and agreements</td>
<td></td>
</tr>
<tr>
<td>How do you plan to prepare for this role?</td>
<td>- Review Corporations Act and governing documents</td>
</tr>
<tr>
<td>What do you hope to achieve in this role? How would you achieve these goals from a strategic rather than operational level?</td>
<td>- Interested in sitting on Risk Management Committee due to the relation in program of study</td>
</tr>
<tr>
<td>- Wants to work with councillors and executives on long-term planning</td>
<td></td>
</tr>
</tbody>
</table>
How will you judge when situation are appropriate to seek expert advice?
- Ensure confidentiality is never broken
- Work connect with relevant personnel
- Gather the opinion and thoughts of other directors

Is there anything else you would like students to know?
- Sits on the Board of Directors for the Mathematics Endowment Fund
- Executive of Mathematics Society: Oversees human resources and legal concerns, worked on long-term and strategic planning for society

Benjamin Easton
Faculty: Arts

<table>
<thead>
<tr>
<th>Questions</th>
<th>Responses</th>
</tr>
</thead>
<tbody>
<tr>
<td>Why are you interested in serving as a director?</td>
<td>Experience within Feds: two years on Council and one year as the Municipal Affairs Commissioner</td>
</tr>
<tr>
<td></td>
<td>- Understands how Feds operates</td>
</tr>
<tr>
<td></td>
<td>- Large appreciation for importance of student union</td>
</tr>
<tr>
<td></td>
<td>- Sitting on Board will allow them to protect the organization from the challenges of the Students Choice Initiative</td>
</tr>
<tr>
<td>Describe your understanding of the roles and responsibilities of the Board of Directors.</td>
<td>Fiduciary duties</td>
</tr>
<tr>
<td></td>
<td>- Directors do not serve as representatives, that’s the role of a councillor, however they still must act to ensure there is trust from the student body</td>
</tr>
<tr>
<td>Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest?</td>
<td>Currently the Municipal Affairs Commissioner</td>
</tr>
<tr>
<td></td>
<td>- Not expecting to hold a position within Feds for 2019/2020 governing year</td>
</tr>
<tr>
<td>Any planned engagements, outside of academic requirements, that may constitute significant time commitments?</td>
<td>None</td>
</tr>
<tr>
<td>Can you discuss your understanding of the Federation of Students structure?</td>
<td>QUESTION NOT ASKED TO THIS CANDIDATE</td>
</tr>
<tr>
<td>How do you plan to prepare for this role?</td>
<td>Reading and understanding by-laws</td>
</tr>
</tbody>
</table>
- Read through past minutes
- Understand what they could do, what Board’s goals are, and what has been done

What do you hope to achieve in this role? How would you achieve these goals from a strategic rather than operational level?
- Develop value-proposition for students in light of new opt-out structure
- Determine what the opt-out structure will look like

How will you judge when situation are appropriate to seek expert advice?
- Always aims to be realistic about their own knowledge and when to seek help
- Would always seek advice on legal matters
- The full-time staff are a valuable resource

Is there anything else you would like students to know?
- Has sat on Education Advisory Council
- Role as Municipal Affairs Commissioner: developed and actioned on a plan with goals focused on community relations, student housing, and local elections.
- Sat on the Internal Funding Committee
- Brings a good amount of experience from various aspects of the Corporations

Alexander Eyre
Faculty: Engineering

<table>
<thead>
<tr>
<th>Questions</th>
<th>Responses</th>
</tr>
</thead>
</table>
| Why are you interested in serving as a director?                         | - Has the background to effectively deal with financial and contractual matters
<p>|                                                                          | - Served as a Councillor for the past two years                            |
| Describe your understanding of the roles and responsibilities of the Board of Directors. | - Highest authority                                                       |
|                                                                          | - Directors are tasked with making decisions related to finance and contractual obligations of Feds |
| Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest? | - Has held an Engineering Councillor position for the last two governing years: Have written and debated various policies including Student Mental Health and Wellness, Value-For-Money, and Free Speech |</p>
<table>
<thead>
<tr>
<th>Question</th>
<th>Answer</th>
</tr>
</thead>
<tbody>
<tr>
<td>Not expecting to hold a position within Feds for 2019/2020 governing year</td>
<td></td>
</tr>
<tr>
<td>Any planned engagements, outside of academic requirements, that may constitute significant time commitments?</td>
<td></td>
</tr>
<tr>
<td>Can you discuss your understanding of the Federation of Students structure?</td>
<td></td>
</tr>
<tr>
<td>- Council is main representative body: sets policy, works with executives to ensure they are working towards goals that are of interest to students and to ensure they are actively listening to concerns of students.</td>
<td></td>
</tr>
<tr>
<td>- Council is made up of constituencies</td>
<td></td>
</tr>
<tr>
<td>- Feds fee funds major operations</td>
<td></td>
</tr>
<tr>
<td>- Board: corporate structure, financial and contractual decisions</td>
<td></td>
</tr>
<tr>
<td>- Feds operates student-run services not already provided by the University or municipality</td>
<td></td>
</tr>
<tr>
<td>- Board is responsible for commercial operations; must ensure they remain viable.</td>
<td></td>
</tr>
<tr>
<td>How do you plan to prepare for this role?</td>
<td></td>
</tr>
<tr>
<td>- Working with councillors and board members on council</td>
<td></td>
</tr>
<tr>
<td>- Research and read Feds by-laws</td>
<td></td>
</tr>
<tr>
<td>- Talk to current and past Board members for advice on the role</td>
<td></td>
</tr>
<tr>
<td>What do you hope to achieve in this role? How would you achieve these goals from a strategic rather than operational level?</td>
<td></td>
</tr>
<tr>
<td>- Ensure Feds is positively impacting the student experience</td>
<td></td>
</tr>
<tr>
<td>- Will work with executives to ensure services and events are properly marketed</td>
<td></td>
</tr>
<tr>
<td>- Wants to ensure Feds is run with greater fiscal responsibility</td>
<td></td>
</tr>
<tr>
<td>How will you judge when situation are appropriate to seek expert advice?</td>
<td></td>
</tr>
<tr>
<td>- When myself and/or other directors are lacking the necessary information, ask for help</td>
<td></td>
</tr>
<tr>
<td>- Especially important to ask for help on legal matters</td>
<td></td>
</tr>
<tr>
<td>- Understand best practices</td>
<td></td>
</tr>
</tbody>
</table>
Is there anything else you would like students to know?  
- Was involved in Waterloo Satellite Design Team, which shows leadership within a team setting

**Katherine Sebben**  
Faculty: Arts

<table>
<thead>
<tr>
<th>Questions</th>
<th>Responses</th>
</tr>
</thead>
<tbody>
<tr>
<td>Why are you interested in serving as a director?</td>
<td>- Get more involved with Feds and contribute to the decision making process</td>
</tr>
</tbody>
</table>
| Describe your understanding of the roles and responsibilities of the Board of Directors. | - Provide advice and direction to Executive team  
- Vote on issues that affect the student body  
- Act in the best interest of students and the corporation |
| Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest? | - Campus Life Advisory Committee and President’s Advisory Committee Member for the 2018/2019 governing year  
- Otherwise none |
| Any planned engagements, outside of academic requirements, that may constitute significant time commitments? | - Hack the North Marketing Coordinator |
| Can you discuss your understanding of the Federation of Students structure? | - Board of Directors: highest governing body  
- Council: voice of the students  
- Student fees: funds Feds  
- Student-run Services: supports put in place by students and are run by students. They bridge the gap between what the university offers and what the students need.  
- Commercial Operations: not for profit and act to serve students  
- Societies: Each constituency has a society that address specific student needs, provide services and events for those students, and are the voice of their faculty. Overseen by Feds but governed independently. |
| How do you plan to prepare for this role?                                 | - Brush up on Feds governance, and Executive platforms to form |
stances/ideas on what will likely arise throughout the year
- Talk to students about issues they are passionate about in order to be a good representation for them

<table>
<thead>
<tr>
<th>Question</th>
<th>Response</th>
</tr>
</thead>
<tbody>
<tr>
<td>What do you hope to achieve in this role? How would you achieve these goals from a strategic rather than operational level?</td>
<td>Restructure the Bombshelter Pub: next steps, student feedback, re-evaluate service from a strategic level, outside consultation</td>
</tr>
<tr>
<td>How will you judge when situation are appropriate to seek expert advice?</td>
<td>As students, there is a lack of experience and an opportunity to learn</td>
</tr>
<tr>
<td></td>
<td>In favour of seeking advice</td>
</tr>
<tr>
<td>Is there anything else you would like students to know?</td>
<td>Passion for UWaterloo students</td>
</tr>
</tbody>
</table>

**Colin Parkyn**  
Faculty: Science

<table>
<thead>
<tr>
<th>Questions</th>
<th>Responses</th>
</tr>
</thead>
<tbody>
<tr>
<td>Why are you interested in serving as a director?</td>
<td>Interested in participating in student government and contribute to the community</td>
</tr>
<tr>
<td></td>
<td>Ability to learn new skills, techniques, and ways of thinking</td>
</tr>
<tr>
<td></td>
<td>Wasn’t elected as a Councillor, so looking into being a Director</td>
</tr>
<tr>
<td>Describe your understanding of the roles and responsibilities of the Board of Directors.</td>
<td>Board acts on behalf of students to make decisions for Feds regarding budgets, directives, contracts, and other items</td>
</tr>
<tr>
<td></td>
<td>Legally responsible for the actions of Feds, and must follow all laws</td>
</tr>
<tr>
<td></td>
<td>Keep up-to-date on all matters concerning Feds</td>
</tr>
<tr>
<td>Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest?</td>
<td>Materials and Nanoscience Society Executive</td>
</tr>
<tr>
<td></td>
<td>No mention of what to do in the case of a conflict of interest</td>
</tr>
<tr>
<td>Any planned engagements, outside of academic requirements, that may constitute significant time commitments?</td>
<td>None</td>
</tr>
</tbody>
</table>
Can you discuss your understanding of the Federation of Students structure?
- Board is the highest authority, Council falling below Board
- Student fees go into a pool and are divided by the VP Operations and Finance
- Board decides who runs what service

How do you plan to prepare for this role?
- Be aware of all relevant laws in Ontario and Canada
- Understand how Feds is structured and the fees are split up
- Continue reading past Board minutes

What do you hope to achieve in this role? How would you achieve these goals from a strategic rather than operational level?
- Goals: small ones such as two-ply toilet paper, housing ensure the Bombshelter Pub is financially feasible, ensure commercial operations are profitable

How will you judge when situation are appropriate to seek expert advice?
- Advice is always beneficial
- Always ask for advice in the case of human resources, legal or financial situations

Is there anything else you would like students to know?
- N/A

**Fayza Ibrahim**
Faculty: Arts

<table>
<thead>
<tr>
<th>Questions</th>
<th>Responses</th>
</tr>
</thead>
</table>
| Why are you interested in serving as a director?                          | - Passionate about representing students and ensuring their voices are heard  
- Wants to ensure the student voice is incorporated into decision making to ensure decisions have a positive impact  
- Having run in the executive elections, has a strong understanding of student needs and believes being a Director will allow her to make the most of this knowledge |
| Describe your understanding of the roles and responsibilities of the Board of Directors. | - Ensuring the Corporation maintains the interest of students and stakeholders  
- Addresses financial matters and challenges within governance structure  
- Plays a role in accountability  
- Ensures the vision and mission of Feds is actualized |
<table>
<thead>
<tr>
<th>Questions</th>
<th>Responses</th>
</tr>
</thead>
<tbody>
<tr>
<td>Do you currently or expect to hold a position within the Federation of</td>
<td>- Promotional Representative: build relationships with students, works to improve reach of Feds, and has given her a stronger understanding of Feds governance structure</td>
</tr>
<tr>
<td>Students? How do you plan to manage that conflict of interest?</td>
<td>- Volunteer and/or Executive of UWBASE, RAISE, and the Women’s Centre</td>
</tr>
<tr>
<td>Any planned engagements, outside of academic requirements, that may</td>
<td>- Ignore personal interests to focus on interest of students and the Federation</td>
</tr>
<tr>
<td>constitute significant time commitments?</td>
<td></td>
</tr>
<tr>
<td>Can you discuss your understanding of the Federation of Students structure?</td>
<td>- Council: representative body, reviews work of executives, can make recommendations for Board</td>
</tr>
<tr>
<td>How do you plan to prepare for this role?</td>
<td>- Board: annual budget, financial and legal oversight</td>
</tr>
<tr>
<td>What do you hope to achieve in this role? How would you achieve these</td>
<td>- Ensure student voice is followed</td>
</tr>
<tr>
<td>goals from a strategic rather than operational level?</td>
<td>- Want to ensure council recommendations are being considered at Board</td>
</tr>
<tr>
<td>How will you judge when situation are appropriate to seek expert</td>
<td>- Consult with other Directors</td>
</tr>
<tr>
<td>advice?</td>
<td>- Becoming well-informed will help in knowing when to seek advice</td>
</tr>
<tr>
<td>Is there anything else you would like students to know?</td>
<td>- Consultation and consensus building is an important part in knowing when to seek advice</td>
</tr>
<tr>
<td>Derek Broekhoven</td>
<td></td>
</tr>
<tr>
<td>Faculty: Engineering</td>
<td></td>
</tr>
<tr>
<td>Why are you interested in serving as a director?</td>
<td>- Program (Legal Studies and Social Development Studies) has contributed to the development of skills to dismantle systemic barriers</td>
</tr>
<tr>
<td></td>
<td>- Very driven and learns quickly</td>
</tr>
<tr>
<td></td>
<td>- Can take and give direction</td>
</tr>
<tr>
<td>Question</td>
<td>Answer</td>
</tr>
<tr>
<td>------------------------------------------------------------------------</td>
<td>--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------</td>
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| Describe your understanding of the roles and responsibilities of the Board of Directors. | - Vote on significant changes to how the Corporation is run  
- Oversight of finances, included Executive salaries  
- The Board’s job to pass all motions brought forward relating to constitution, and ensuring a reasonable budget  
- Authorizing legal action  
- Financial feasibility of corporation |
| Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest? | - Various roles in the Engineering Society  
- Sat on Engineering Society Council  
- Running for Engineering Society VP Student Life  
- Will remove themselves from discussion and decisions where there may be a conflict of interest |
| Any planned engagements, outside of academic requirements, that may constitute significant time commitments? | - Running as VP Student Life for Engineering Society |
| Can you discuss your understanding of the Federation of Students structure? | - Four executives  
- Lots of volunteers  
- Board: includes executives, and makes decisions on the overall direction of Feds  
- Feds fees: VP Operations and Finance, President, and Council distribute the fees |
| How do you plan to prepare for this role? | - Fill knowledge gaps  
- Read governing documents  
- Talk to those with more experience, such as current and incoming Executives |
| What do you hope to achieve in this role? How would you achieve these goals from a strategic rather than operational level? | - Improve student opinion of Feds |
| How will you judge when situation are appropriate to seek expert advice? | - If there is something they haven’t had experience with, will seek advice  
- If a large number of individuals is affected, expert advice should be sought |
| Is there anything else you would like students to know? | - None |
Michelle Teplitski  
Faculty: Engineering

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| Why are you interested in serving as a director?                          | - Interested in learning more about how the University functions and student experiences across faculties  
                                                                                                                                  - Keep the executive team accountable for their decisions and actions  
                                                                                                                                  - Big supporter of incoming executive team and would like to see what they accomplish this year                                                                                                               |
| Describe your understanding of the roles and responsibilities of the Board of Directors. | - Highest decision-making body within Feds  
                                                                                                                                  - Guides financial and contractual affairs  
                                                                                                                                  - Roles include: Chair, Secretary, Executives, Student Councillors, At-Large Members, General Manager                                                                                                         |
| Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest? | - Engineering Society A VP Finance: produced budget, manage reimbursements, coordinated sponsorships, ran the Engineering Society swag store, provided budget-to-actuals updates to Engineering Society board  
                                                                                                                                                                                                                                                                 |
| Any planned engagements, outside of academic requirements, that may constitute significant time commitments? | - Engineering Society A VP Finance, Spring 2019                                                                                                                                                                                                                                                                                          |
| Can you discuss your understanding of the Federation of Students structure? | - Was not familiar with students’ council  
                                                                                                                                  - Was not familiar with the functional difference between Board and Council  
                                                                                                                                  - Board approves various things, such as approving where fees are spent and service spending                                                                                                               |
| How do you plan to prepare for this role?                                | - Read governing documents  
                                                                                                                                  - Planning to have conversations with previous directors                                                                                                                                                    |
**Stephanie Jeon**  
Faculty: Applied Health Sciences

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| Why are you interested in serving as a director?                         | - Interest in student politics and policies  
|                                                                         |   - Interested in leading change in the University  
|                                                                         |   - Believes it is important to engage first and second year students, and as an involved second year student can bring perspectives on how to do so |
| Describe your understanding of the roles and responsibilities of the Board of Directors. | - Final decision-making body  
|                                                                         |   - Oversight of Executives  
|                                                                         |   - Oversees financial, legal, human resource, and contractual affairs  
|                                                                         |   - Oversees student society finances  
|                                                                         |   - Must ensure to be in compliance with policies  
|                                                                         |   - Made up of eleven members |
| Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest? | - Applied Health Sciences Undergraduate Member (AHSUM) Director of Events: Worked to increase student satisfaction, oversaw two Junior Directors, and facilitated events  
|                                                                         |   - Has previous experience in managing conflict of interest  
<p>|                                                                         |   - Role of a Director would be a priority |</p>
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| Any planned engagements, outside of academic requirements, that may constitute significant time commitments? | - Front Desk Assistant  
- Student Computing Consultant  
- WeConnectU volunteer  
- AHS Ambassador  
- Is running in the AHSUM executive election |
| Can you discuss your understanding of the Federation of Students structure? | - Board of Directors: four executives, five at-large members, two councillor members, and one General Manager. This is the final decision making body of Feds  
- Council: Legislative body  
- Wants to understand more about commercial operations and Feds fees |
| How do you plan to prepare for this role?                               | - Talk to current Directors, Executives, and Councillors  
- Understand what Feds does and how the role fits into the structure  
- Read past meeting minutes |
| What do you hope to achieve in this role? How would you achieve these goals from a strategic rather than operational level? | - Believes it’s better to start with a clean agenda and determine what the Board should accomplish as a whole |
| How will you judge when situation are appropriate to seek expert advice? | - Would consult with other directors  
- Consult with experts in the area, such as full-time staff, to get as much information as possible to make a decision  
- Be attentive and consult on issues that consult the larger student population |
| Is there anything else you would like students to know?                  | - Has developed skills in active listening, making informed decisions, and clearly communicating ideas/opinions  
- Roles, such as AHS Ambassador, weConnectU volunteer, Residence Ambassador, and a Front Desk Assistant, has given her the opportunity to hear student concerns, giving her a strong understanding of student needs |

**Simran Parmar**  
Faculty: Science
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| Why are you interested in serving as a director?                         | - Interested in continuing to share passion for Feds and give back to the corporation  
- Sees areas where the corporation is lacking, such as the lack of transparency in finances, including clearly outlined where the Feds fee goes towards and more clarity on large decisions such as the Bombshelter Pub closure |
| Describe your understanding of the roles and responsibilities of the Board of Directors. | - Provide strategic direction  
- Approving the annual budget  
- Review and oversees finances  
- Establish staff structures and human resource procedures  
- Ensure cooperation between themselves and Students’ Council  
- Necessary oversight of elected Executives |
| Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest? | - Promotional Representative: has educated students on the function and role of Board, and the importance on engaging with your student government  
- RAISE volunteer  
- Should it be necessary, is willing to leave position as Promotional Representative to mitigate any conflict of interest. Will discuss with incoming Board what their thoughts are. |
| Any planned engagements, outside of academic requirements, that may constitute significant time commitments? | - May-August commitments are very flexible  
- September – April will be a Promotional Representative |
| Can you discuss your understanding of the Federation of Students structure? | - Board: oversees finances, human resources, staff structure, and the executives to ensure financial and legal compliance  
- Council: Is the space for students to raise issues and ensure the student voice is being heard  
- Commercial services: operate on a break-even model  
- Feds fees: cover service costs |
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| How do you plan to prepare for this role?                               | - Will work with current and incoming VP Operations and Finance to fill any finance-related knowledge gaps  
- Read over governing and budgetary documents  
- Ensure to be aware of historical decisions, including success and challenges attached to them |
| What do you hope to achieve in this role? How would you achieve these goals from a strategic rather than operational level? | - Ensure transparency in how fees are spent  
- Work on ways to avoid public relations errors and perception problems  
- Look at how Feds business models are operated  
- Review other student union models for successes |
| How will you judge when situation are appropriate to seek expert advice? | - If there is a lack of information                                                                                                                                                                    |
| Is there anything else you would like students to know?                 | - Strong communication skills  
- Executive of two clubs: Duties included organizing events, and ensuring the club was working within its budget  
- Bike Centre Coordinator: general oversight of service, including volunteer management, working with a business model, and budget management  
- Has been a Director on the Grand River Hospital Volunteer Association  
- Manages the finances of his family’s business.  
- Has experience ensuring compliance with budgets, ensuring human resource policies are followed, and in utilizing cost-cutting measures to increase cost efficiency |
Councillor Director Candidate Report

A note from the Director Screening Panel: Everything in this report is based from the candidates’ application and interview. The content does not represent the ideas, or expectations of the Federation of Student, the Board of Directors, or Students’ Council. There are some instances where candidates were misinformed regarding the Federation of Students’ structure. Please keep that in mind when reviewing this document.

**John Hunte**  
Mathematics Councillor for 2019/2020 governing year

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| Why are you interested in serving as a director?                         | - Continue having strategic discussions regarding improvements to the budget process to ensure Feds is more fiscally responsible  
|                                                                          | - Sees the need over increased oversight of Executives                                                                                  |
| Describe your understanding of the roles and responsibilities of the Board of Directors. | - Protect the Corporation  
|                                                                          | - Oversight of Executive and staff  
|                                                                          | - Reviewing amendments to bylaws and policies  
|                                                                          | - Ensure budgets follow the strategic goals of the Corporation  
|                                                                          | - Ensure decisions are aligned with strategic goals                                                                                  |
| Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest? | - Budget Committee Member 2018/2019  
|                                                                          | - No other planned commitment outside of being a Director. Interested in serving on Budget Committee again along with Risk Management Committee |
| Any planned engagements, outside of academic requirements, that may constitute significant time commitments? | - Board and Council are parallel but have specific responsibilities that shouldn’t be overlapped  
|                                                                          | - Council acts in the best interest of students whereas Board acts in best interest of the Corporation  
|                                                                          | - Directors have a legal obligation to the Corporation                                                                                  |
| Can you discuss your understanding of the Federation of Students structure? | - Read Ontario Corporations Act  
|                                                                          | - Review policies and procedures  
|                                                                          | - Review agreements                                                                                                                      |
| How do you plan to prepare for this role?                               | - Read Ontario Corporations Act  
|                                                                          | - Review policies and procedures  
<p>|                                                                          | - Review agreements                                                                                                                      |</p>
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| Why are you interested in serving as a director?                                                                                               | - To become more involved with Feds  
- Having sat on Engineering Society Board of Directors, they bring experience in providing financial and executive matter oversight. |
| Describe your understanding of the roles and responsibilities of the Board of Directors.                                                    | - Attend regular meetings once a month and special meetings as needed  
- Make decisions on confidential and public matters  
- Oversees finances and operations of Feds  
- Directors provide thoughts and guidance to executives based on the reports they receive |
| Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest?          | - Sat on Education Advisory Committee  
- MATES Peer Supporter  
- Engineering Society roles: Academic Class Representative, Board of Directors, Mental Health Commissioner, and Director (various roles) |
- Megan doesn’t hold any decision making ability with relation to Engineering Society, as such there is no conflict of interest.
- Likely will resign from paid office position should she be a successful Director

Any planned engagements, outside of academic requirements, that may constitute significant time commitments?

- Engineering Councillor 2019/2020 governing year
- Will hold a few directorships for Engineering Society
- Work in Engineering Society office (which can be decreased or eliminated as workload requires)

Can you discuss your understanding of the Federation of Students structure?

- Executives responsible to both Council and Board
- Board: oversight to entire corporation and to council
- Feds fee: different fees for different aspects
- Constituents are undergraduate students, split by faculties and university colleges
- Feds provides commercial operations

How do you plan to prepare for this role?

- Read through Feds governing documents; specifically Board procedures and advocacy policies

What do you hope to achieve in this role? How would you achieve these goals from a strategic rather than operational level?

- Goals relate to executive initiatives; they would like to ensure all goals are aligned
- Has an interest in revitalizing relationship between Feds and Counselling Service to support MATES

How will you judge when situation are appropriate to seek expert advice?

- In areas outside of their experience and knowledge seek advice

Is there anything else you would like students to know?

- Lots of experience in student advocacy work
- Sat on two Boards: Iron Warrior and Engineering Society
- Able to manage a multitude of commitments on top of course load, a testament to dedication to students and furthering on-campus organizations
**Navya Jayesh Mehta**  
Mathematics Councillor for 2019/2020 governing year

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| Why are you interested in serving as a director?                          | - Drawn to student governance, advocacy, and leadership  
- Opportunity to ensure inclusivity, decisiveness, and change  
- Serve the larger student body  
- Interested in the role Board plays in shaping the executive action plans                                                                                                                                                                                                                                                                                                                                                         |
| Describe your understanding of the roles and responsibilities of the Board of Directors. | - Board is the highest decision-making body at Feds  
- Comprises of the executives, two councillors, and five at-large members  
- Regulate the corporation, specifically on financial and contractual matters  
- Approve the Board Annual Plan  
- Ratify procedures covering capital expenditures and professional development  
- Charting the direction of Feds  
- Board is a liaison between the corporation and the University administration                                                                                                                                                                                                                                                                                                           |
| Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest? | - UW FinTech Club: Technology Director                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Any planned engagements, outside of academic requirements, that may constitute significant time commitments? | - None                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Can you discuss your understanding of the Federation of Students structure? | - Council: discussions regarding things students would like implemented  
- Board of Directors: highest decision making body, made-up of eleven (11) members make financial decisions, make decisions where council is unable to  
- Acknowledged that Feds structure knowledge is limited, but if appointed they would ensure to read about and understand the structure more thoroughly                                                                                                                                                                                                                                                                                                                   |
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| How do you plan to prepare for this role?     | - Has been reading a book focused on how corporations make decisions and outlines corporate structures  
                                             | - They want to continue understanding how Feds governance works  
                                             | - Wants to focus on how to turn Feds into a well-functioning corporation                                                                 |
| What do you hope to achieve in this role?     | - Create accountability for the action plans Executive create  
                                             | - Wants to create a framework for Executives to effectively achieve their action plans                                                |
| How will you judge when situation are         | - There should be expert advice when directors have questions about implementation and/or if the Board is deeply divided                     |
| appropriate to seek expert advice?            |                                                                                                                                            |
| Is there anything else you would like students | - UW Residence Council: VP Finance  
                                             | - IT Advisory Board: met with IST senior management, looked at process development, and review IT services across campus  
                                             | - WATonomous Student Engineering Team: Project Manager, managed budgets, maintained sponsorship flow, and revamped internal business process  
                                             | - Strives for perfection  
                                             | - Ability to recognize different between important data and background data is an asset                                                                 |
| to know?                                       |                                                                                                                                            |

June (Huiqin) Xu  
Mathematics Councillor for 2019/2020 governing year
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| Why are you interested in serving as a director?                        | - Looking to drive and improve the Board’s promises of accountability, transparency, and dedication to representing students  
- Acts as a bridge between students, external vendors, and operations  
- Drive long-term goals                                                                                                                                                                                                                                                                                                                                                                               |
| Describe your understanding of the roles and responsibilities of the Board of Directors. | - Guide long-term direction to best serve its shareholders, students  
- Directors have a responsibility to discuss and vote on matters influencing this direction  
- Membership includes four executives, two councillors and five at-large members                                                                                                                                                                                                                                                                                                                                 |
| Do you currently or expect to hold a position within the Federation of Students? How do you plan to manage that conflict of interest? | - Mathematics Society, First-Year Representative  
- Involved with Women in Computer Science                                                                                                                                                                                                                                                                                                                                                                                                                   |
| Any planned engagements, outside of academic requirements, that may constitute significant time commitments? | - Mathematics Senator  
- Mathematics Councillor                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Can you discuss your understanding of the Federation of Students structure? | - Board: higher level objectives of Feds outlining major milestones and themes of goals to accomplish over the governing year  
- Council: represents students, and councillors serve on behalf of and provide input for the specific constituency they represent  
- Feds fees: council governs how the fees are spent and councillors are able to propose referendums that can impact the fee  
- Student-run services: Executives are main support for and provide oversight of services, however councillors can help work on improving services  
- Commercial Operations: should be governed by Executives, with executives being the mediator between various governing groups, staff, and stakeholders  
- Mathematics Senator  
- Mathematics Councillor  
- Board: higher level objectives of Feds outlining major milestones and themes of goals to accomplish over the governing year  
- Council: represents students, and councillors serve on behalf of and provide input for the specific constituency they represent  
- Feds fees: council governs how the fees are spent and councillors are able to propose referendums that can impact the fee  
- Student-run services: Executives are main support for and provide oversight of services, however councillors can help work on improving services  
- Commercial Operations: should be governed by Executives, with executives being the mediator between various governing groups, staff, and stakeholders |
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| How do you plan to prepare for this role?                                                  | - Talk to past Directors about their experiences  
- Review documents online such as the Board Annual Plan, and past meeting minutes  
- Communicate with various constituencies to hear the needs of students |
| What do you hope to achieve in this role? How would you achieve these goals from a strategic rather than operational level? | - Accountability and transparency  
- Work on strategies to ensure these goals are realized  
- Implement more frequent reporting structures and post-mortems for major activities |
| How will you judge when situation are appropriate to seek expert advice?                    | - If the item has the potential to put the corporation at risk  
- Legal issues  
- Technical issues, such as budgeting  
- If Directors don’t have experience in a specific area, ask for help |
| Is there anything else you would like students to know?                                     | - None                                                                                      |
Resolution to Enable Proxy Voting for and Ensure Legal Compliance of the Board

Background / Spirit:
Currently proxy votes cannot be used to vote for Directors unless the candidates for directorship are known in advance. This year a new advanced application process allowed candidates for director election to apply and to be voted on using proxies at the GM. To ensure this process continues in future years, the follow amendments are proposed.

A portion of these changes are additionally necessary to comply with the Ontario Corporations Act, including lowering the threshold for removal of Directors to a simple-majority.

Resolution:
WHEREAS, the Federation of Students is incorporated under the Ontario Corporations Act and therefore is required to follow all provisions of the Act

BIRT, in accordance with Section 129 and 130 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the Assembly ratifies the following Board-approved amendments to the Bylaws of the Corporation, to come into effect on May 1st, 2019:

1. Article Five: General Meetings, Section 1: Timing —
   (1) General Meetings of members shall be held in the Region of Waterloo, at such a location as the Board of Directors may determine.
   (2) One (1) General Meeting must be held in both the Fall academic term before November 30; and in the Winter academic term before March 30 of each year.
   (3) The financial statement and report of the auditor must be presented at the Fall General Meeting each year.
   (4) For the purposes of the Act, the Fall General Meeting shall be considered the Annual Meeting of the Corporation.
   (5) The ratification of Executives, and the election of the Board of Directors from those applications received and screened by Students’ Council must be presented at the Winter General Meeting.
   (6) A Special General Meeting may be called by any of the following:
      a) A requisition as defined in Article 1.1(20);
      b) Students’ Council;
      c) The President; or
      d) The Board of Directors.
   (7) A call for a Special General meeting must include the general nature of the business to be presented at the meeting.
(8) The Board of Directors shall call a Special General Meeting within twenty-one (21) business days of the receipt of the requisition at the head office of the Corporation.

2. Article Seven: Board of Directors, Section 2: Membership —
   (1) The Board of Directors shall consist of:
   a) The four (4) Executive;
   b) Two (2) members elected as Councillors of Students’ Council;
   and,
   c) Five (5) other full members of the Corporation.
   (2) The General Manager shall sit as a non-voting resource member of the Board.
   (3) All Directors, other than the Executive, shall be elected by ranked ballot at the Winter General Meeting to hold office for the subsequent fiscal year. Candidates for such election shall only be eligible if they have submitted an advance application as specified in procedures established by Council.
   (4) No individual may hold multiple seats on the Board.
   (5) In accordance with the Act, all Directors must be at least eighteen (18) years of age and not bankrupt.
   (6) In the event of a vacancy among the elected Directors, including due to failure of the Winter General Meeting to elect a full seven (7) Directors, the Board of Directors may appoint a qualified member to fill the vacancy, subject to ratification by the Students’ Council.
   (7) Vacancies that occur prior to the Fall General Meeting will be appointed by the Board only until the Fall General Meeting elects a qualified member to serve for the remainder of the fiscal year.
   Vacancies that occur after the Fall General Meeting will be appointed by the Board, subject to ratification by the Students’ Council at the next available meeting.
   (8) Vacancies of Council Directors may only be elected from Students’ Council.

3. Article Seven: Board of Directors, Section 9: Removal of Directors —
   (1) In accordance with Section 67 127.2 of the Act, any Director, excluding an Executive, may be removed from office by a two-thirds (2/3) vote simple majority of votes cast at a General Meeting, provided the proposal for the Director’s removal was submitted in accordance with the requirements for the submission of proposals specified by these bylaws in Article 5.3(1).
   a) Following the successful removal of a Director, the General Meeting may, by majority vote, elect a new Director to fill the vacant seat, subject to specification in these bylaws.
(2) Without in any way derogating from the foregoing, in accordance with Section 127.2 of the Act, Students’ Council may elect to remove a Director, excluding an Executive, from office by a simple majority of votes cast in the affirmative. Such a vote must be preceded by a notice period lasting at least seventy-two (72) hours with notice provided to the membership, subject to additional requirements in Council Procedure.

   a) Following the successful removal of a Council Director, the Students’ Council, by majority vote, may elect a new Director to fill the vacant seat from amongst their membership.

(3) All votes to remove Directors shall take place by secret ballot. The Board may establish additional procedures to regulate the process by which a removal motion is debated at a General Meeting.
Resolution to Electronic Voting and Proxying at General Meetings

Background / Spirit:
Electronic submission of proxies is essential for a campus with nearly 60% co-op students and student with part-time work, classes, and labs. It is essential to make sure members are able to engage as much as legally allowable. The below changes allow for electronic submission of proxy forms for General Meetings, subject to existing verification rules. In addition, the changes permit the Board to establish procedures for online voting. While we regret that online voting cannot currently be implemented as discussions are still in progress with the Federation’s legal counsel and IT, we are committed to enabling online voting as soon as feasible.

Resolution:
WHEREAS proxies for General Meetings should be submittable online, and

WHEREAS remote participation in General Meeting should be accommodated through legally permissible methods,

WHEREAS the Assembly continues to support the implementation of online voting, whether through pre-hoc, concurrent, or post-hoc methods, in a legally permissible manner,

BIRT, in accordance with Section 129 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the Assembly ratifies the following Board-approved amendments to the Bylaws of the Corporation:

1. Article Five: General Meetings, Section 5: Voting of Members —

   (1) Each voting member of the Corporation shall at all meetings be entitled to one (1) vote. Voting electronically or by other means may occur, if permitted in procedures established by the Board of Directors.

   (2) A voting member may appoint any individual to vote by proxy on their behalf, in accordance with Section 84 of the Act, subject to the following conditions:

       a) Proxies shall be executed in writing or electronically, and shall contain the signatures or the electronic equivalents and the student's identification number, if applicable, of the proxy holder, as well as any restrictions placed upon the proxy holder;

       b) No individual may hold more than one (1) proxy;

       c) Proxies to be used at a General Meeting may be deposited at the Head Office of the Corporation in writing or submitted electronically no fewer than twenty-four (24) hours prior to the start of the meeting, or at the end of the last business day
prior to the day on which the meeting is to take place, whichever is first;
d) The validity of each proxy shall be verified by the President, or a suitable designate; and,
e) All verified proxies shall be available for examination by any member of the Corporation.

(3) Voting on Directors shall be conducted by secret ballot, unless all nominees can be acclaimed to the available positions.
Resolution to Improve the Role of Council and Executives

Background / Spirit:
These changes clarify that the Students’ Council is an assembly of delegates in accordance with the Ontario Corporations Act and adding additional responsibilities for oversight of the Board of Directors to make the body more accountable for its decision making.

In addition, the standing practice of having the Commissioners, Chairs of Committees (who are not Councillors), and other parties on Council in a non-voting capacity is being included for clarity.

The President is head of the student government (Council) and accordingly should serve as the speaker of the Students' Council, unless Council chooses to appoint a Speaker in their place.

Resolution:
WHEREAS the Students’ Council is currently an assembly of delateges of the corporation subject to those powers and limitations conferred in the bylaws and the Act,

WHEREAS the above should be codified in the Bylaws,

WHEREAS the Board of Directors is accountable to the membership through the Students’ Council

BIRT, in accordance with Section 130 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the Assembly ratifies the following Board-approved amendments to the Bylaws of the Corporation, to come into effect on May 1st, 2019:

1. Article One: Interpretation, Section 1: Definitions —
   (1) For the purposes of these bylaws and all other bylaws of the Federation of Students, unless the context requires otherwise:
   (a) “The Corporation” shall mean the corporation of the Federation of Students, University of Waterloo;
   (b) “Federation of Students” shall mean the corporation of the Federation of Students, University of Waterloo;
   (c) “Procedure” shall mean the governing and operational rules of the Corporation, including special rules of order;
   (d) “Policy” shall mean a document setting out the beliefs of the Corporation;
   (e) “Society” shall mean those student groups recognized by the Corporation that officially represent the the interests of
undergraduate students within, and to, their faculty, the university, and community at large;
(f) “Board of Directors (Board)” as defined in Article 7.1(1);
(g) “Director” shall mean a member of the Board of Directors of the Corporation;
(h) “Students’ Council (Council)” as defined in Article 8.1(1);
(i) “Councillor” shall mean a voting member of Students’ Council of the Corporation, and a delegate under Section 130 of the Act;
(j) “Executive” shall mean the President and Vice Presidents of the Corporation;
(k) “President” shall mean the Chief Executive Officer of the Corporation;
(l) “Clubs” shall mean those student groups gathered together with the intent of fulfilling a specific mandate, that have completed the sanctioning process outlined in the procedures officially recognized by the Federation of Students, and have been formally recognized by the Federation of Students;
(m) “Services” shall mean those non-revenue generating operations provided by the Corporation to its membership;
(n) “Commercial Services” shall mean those revenue generating operations provided by the Corporation to its membership;
(o) “Commissions” shall mean those groups of one or more volunteers and part-time staff who undertake specific projects under the supervision of an Executive;
(p) “Standing Committees” shall mean those bodies struck by either the Board of Directors or Students’ Council whose mandate is continuous;
(q) “Committees” shall mean those bodies struck by either the Board of Directors or Students’ Council to fulfill a specific mandate in a finite period of time;
(r) “University of Waterloo” shall mean the academic institution and the Corporation of the University of Waterloo, in the City of Waterloo, in the Province of Ontario and its satellite campuses and locations;
(s) “Requisition” shall mean a written request 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;
(t) “General Meeting” shall mean a meeting of the members of the Corporation and may be the annual meeting of the
Corporation for the purposes of the Act, or any other meeting of the members;
(u) “Student” shall mean an undergraduate student of the University of Waterloo;
(v) “The Act” shall mean the statute of Ontario governing the incorporation of the Federation: The Ontario Corporations Act, 1990; or a successor thereto, as applicable;
(w) “Year” and “fiscal year” shall mean May 1 to April 30;
(x) “Business Day” shall mean a day in which the Corporation’s Head Office is open;
(y) “External Political Organization” shall be defined as an organization that engages in lobbying or advocacy activities on behalf of post-secondary students to any level of government.

2. Article 3: Membership, Section 3: Honorary Membership, Clause 1(a) —
(1) The honorary membership of the Corporation shall consist of:
   (a) Each individual or group awarded honorary membership by a two-thirds (2/3) vote of a General Meeting or the Students’ Council, in recognition of outstanding service to the Corporation and/or the University of Waterloo.

3. Article Eight: Students’ Council, Section 1: Purpose —
(1) The purpose of Students’ Council is to represent the full members of the Corporation through the general oversight of the Federation of Students’ Executives and Board of Directors, to determine member priorities with respect to the expenditure of dues, and to establish the Policies of the Corporation.
   (2) Students’ Council shall be considered an assembly of delegates, in accordance with Section 130 of the Act, subject to the limitation and powers conferred by these Bylaws.

4. Article Eight: Students’ Council, Section 2: Membership —
(1) Voting members shall include the Executive, Councillors from each constituency, and the president, or designate selected in accordance with Procedure, from each constituency Society, provided that no two voting society representatives on Council are representing the same constituency.
   (2) The President shall be the presiding officer of the Council and accordingly shall have no vote, unless the Council be equally divided. The President shall serve as presiding officer until such time as Council elects a Speaker.
(3) The Secretary of the Corporation, determined by the Board of Directors, shall be the recording secretary of the Council, until such time as Council elects a Secretary.

(4) No individual may hold multiple seats on Council.

(5) Non-voting members shall be:
   a) The Chair of the Board;
   b) Chairpersons of Committees of Council who are not themselves members of Council;
   c) Commissioners;
   d) Those other persons from time to time as determined by Students’ Council.

5. Article Eight: Students’ Council, Section 3: Constituencies —
   (1) The constituencies of Students’ Council are:
      a) Faculty of Applied Health Sciences
      b) Faculty of Arts
      c) Faculty of Engineering
      d) Faculty of Environment
      e) Faculty of Mathematics
      f) Faculty of Science
      g) Cambridge Campus
      h) Kitchener Campus
      i) Stratford Campus
      j) St. Jerome’s University
      k) Renison University
   
   (2) The distribution of voting seats, not including society presidents, among constituencies on Students’ Council shall be allotted by the Board of Directors in accordance with the following formula:
      a) Each constituency shall have \(25 \times \frac{C}{N} + 0.5\) voting seats, where \(C\) is the number of voting members of that constituency, and \(N\) is the total voting membership of the Corporation; and
         b) In the event the formula produces a fractional number of seats, the number of seats will be rounded to the nearest whole number; and,
            c) A constituency that fails to reach a rounded product of one (1) from the formula, shall receive one (1) voting seat.
   
   (3) New constituencies with registered students created after the annual allotment of seats shall have voting seats added to Students’ Council as defined by the above formula.
   
   (4) The members of each constituency shall elect, in accordance with Article 11.4(1), the Councillors of that constituency.
a) In the event that there is more than one recognized constituency Society for a given constituency, Council shall reserve one elected seat for each additional society, which shall count against, and not exceed, the total number of seats allocated in accordance with Article 8.3(2). This seat(s) shall be held by the Society president, or designate selected in accordance with procedure.

(5) Students registered at a college or satellite campus location will be members of that constituency. Students registered in programs which are jointly hosted by several faculties may run or vote in elections for both.

6. Article Eight: Students’ Council, Section 6: Meetings —
   (1) Regular meetings of Council shall occur at least monthly at a date, time, and place determined by Council. One week’s notice shall be required for regular meetings. An initial meeting of Council shall be held within the first two weeks of a Fiscal Year.
   (2) Special meetings of Students’ Council may be called, with at least forty-eight (48) hours’ notice, by:
      a) The Speaker of Students’ Council;
      b) The President;
      c) The Board of Directors; or,
      d) One half (50%) third (1/3) of the members of Students’ Council.
   (3) A meeting may be held without notice if every absent Councillor provides a written waiver of notice for the meeting.
   (4) In accordance with the Act and subject to any procedures established by Council regarding the conduct of meetings and debate:
      a) No Councillor may hold more than one vote or vote by proxy; and
      b) No member of the Corporation may be prohibited from attending a meeting of the Students’ Council and participating in discussions at such meetings.
   (5) Meetings of Council must be held on a University of Waterloo campus unless authorized by a two-thirds (2/3) vote of Council.
   (6) No meeting of Council shall occur during the interim, campaign, or polling period of a general Council or Executive election.

7. Article Eight: Students’ Council, Section 7: Powers —
   (1) Students’ Council shall receive regular reports from, and provide regular feedback to the Executives of the Corporation.
(2) Students’ Council shall receive regular reports from, and provide regular feedback to the Chair of the Board of the Corporation as it pertains to the actions and operations of the Board of Directors.

(3) Council shall have the power to determine student priorities regarding the general expenditure of members’ dues, to establish student perspective on all matters in relation to post-secondary education, and to set the Policies of the Corporation.

(4) Without restricting the generality of the above, Council shall have:
   a) The responsibility to prepare the Federation of Students’ annual budget for approval by the Board of Directors, insofar as the budget pertains to the expenditure of members’ dues, and exempting those portions of the budget restricted by the Board;
   b) The power to establish procedures regarding the formation, administration, discipline, and disbandment of all Federation of Students’ Clubs and Services;
   c) The power to establish procedures regarding general oversight of constituency societies;
   d) The power to establish procedures regarding the general oversight of commissions established by the Federation of Students;
   e) The power to delegate representatives to serve on bodies outside the University;
   f) The power to establish joint committees and councils with the University; and,
   g) The power to establish such committees and procedures as required for the conduct of its business, including those that define elections and referenda processes.

(5) Students’ Council may make recommendations to the Board of Directors on any matter pertaining to the affairs of the Corporation.

8. Article Eight: Students’ Council, Section 8: Duties —
   (1) Councillors must, in addition to what is set out in the bylaws, the policies, and the procedures of the Corporation:
      a) Attend all Council meetings;
      b) Attend all General Meetings of the Corporation;
      c) Actively participate in decisions and policy development;
      d) Actively engage and consult with students regarding the undergraduate student experience;
      e) Report on any relevant updates and activities within their constituency; and,
      f) Report on the consultation efforts with their constituents, and the results thereof; and,
g) Represent and act on behalf of their constituents, insofar as they are able.

(2) Councillors who 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 by Council Procedure, may be removed from Council by majority vote.

(3) 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.

(4) Council shall determine the procedures and requirements for excusing absences.

9. Article Nine: Officers, Section 2: Executive —

(1) The President and Vice Presidents form the Executive of the Corporation.

(2) The Executive shall be elected by the members in accordance with Article 11.4(1), and must be a full member of the Corporation and eligible to sit on the Board at the time of their election.

(3) An Executive may not be a chairperson or executive of a club or other organization receiving or petitioning to receive fund from the Corporation, with the exception of an external political organization in which the Federation of Students holds membership.

(4) An Executive may not sign a cheque addressed to an organization of which they are a member unless the specific expenditure is explicitly authorized by the Board of Directors.

(5) The Executive shall form the Executive Board Committee, with the General Manager serving as a non-voting resource member, and shall have the powers and responsibilities as the Board of Directors may determine.

10. Article Nine: Officers, Section 3: President —

(1) There shall be a President, who shall be the Chief Executive Officer of the Corporation and a member of the Executive. The President shall be responsible for administering the affairs of the Federation, in accordance with these bylaws and in conjunction with the rest of the Executive Board Committee.

(2) Without limiting the generality of the above, the President shall be expressly responsible for:

a) Presiding over General Meetings;

b) Presiding over Students’ Council;

c) Representing, or selecting in accordance with Council Procedure an appropriate representative to, all University
decision making bodies requiring undergraduate student representation; and,
d) Maintaining and promoting relationships with key university stakeholders, in conjunction with other members of the Executive Committee as appropriate.

(3) The President shall assist the Officers of Council and Board in the fulfillment of their roles.

(4) The President shall serve as a resource to the rest of the Executive Committee in the fulfillment of their roles.

(5) The President shall oversee the implementation of the Corporation’s long-term vision.

(6) The President shall oversee 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.

(7) The President shall have the power to, from time to time, establish Commissions as necessary to assist with any of the above duties or responsibilities.

(8) The President shall be the Vice-Chair of the Board of Directors, unless otherwise designated by the Board.

(9) The President shall, to the fullest possible extent, respect and uphold the Policies of the Corporation in the execution of the above duties.

11. Article Nine: Officers, Section 4: Vice President, Operations and Finance —

(1) There shall be a Vice President, Operations and Finance, who shall be a member of the Executive.

(2) The Vice President, Operations and Finance shall, in consultation with the General Manager, be generally responsible for the oversight of operational, financial, human resources, commercial, and contractual affairs of the Corporation.

(3) Without limiting the generality of the above, the Vice President, Operations and Finance shall be expressly responsible for:
   a) Preparing the budgets of the Corporation, in consultation with the Executive Committee, Students’ Council, and the Board of Directors;
   b) Overseeing the Corporation’s insurance policies, including any plan or program administered by the Corporation;
   c) Supervising purchasing, financial controls, expenditures, insurance receipts, payroll, and drafting of legal agreements;
   d) Promoting the Commercial Services of the Corporation and establishing business relationships with external parties;
e) Providing a supervisory role over full-time management personnel, with the exception of the General Manager, and any other personnel determined by the Board of Directors;
f) The audited financial statements of the Corporation, and reports regarding expenditures of funds, legal agreements, and operations; and,
g) Ensuring the Corporation complies with all legal, financial, and ethical obligations and agreements.

(4) The Vice President, Operations and Finance shall ensure that audited financial statements of the Corporation are prepared, and provide the necessary copies to the Board of Directors, Students’ Council, the Executive Board Committee, and the University of Waterloo Treasurer.

(5) The Vice President, Operations and Finance shall ensure that the audited financial statements of the Corporation are presented to the Students’ Council and at a General Meeting, and are made available to the full membership of the Corporation.

(6) The Vice President, Operations and Finance shall have the power to, from time to time, establish Commissions as necessary to assist with the fulfillment of any of the above duties or responsibilities.

(7) The Vice President, Operations and Finance shall, to the fullest possible extent, respect and uphold the Policies of the Corporation in the execution of the above duties.

12. Article Eleven: Elections and Referenda, Section 3: Election and Referenda Procedure —

(1) Students’ Council may establish procedures for elections and referenda not contrary to these bylaws, including, but not limited to:
   a) Expense limits;
   b) Campaigning rules;
   c) Nomination and qualification procedure;
   d) Voting rules;
   e) Formation of unbiased and fair questions;
   f) Verification of signatures;
   g) Official notices;
   h) Dispute resolution;
   i) Disqualification of candidates.

(2) Unless otherwise specified by Students’ Council, Council shall resolve all matters of controversy in elections and referenda.

(3) No procedure established by Council relating to elections and referenda may be established, rescinded, or otherwise amended during the interim, campaign, or polling period of any election or referendum.
Resolution to Improve the Bylaw Amendment Process

Background / Spirit:
Currently the bylaws reference a non-existent amendment process. The bylaws of the corporation by default can be amended, with changes going into effect immediately, by the Board of Directors unless those bylaws provide otherwise. This change would ensure that in the future bylaws can only be made in an accountable manner with consideration to legal compliance, fiduciary considerations, and consultation with the membership. The outlined process would require the Board seek approval from Students' Council for a variety of amendments that might impact current students before implementing them. It also ensures that future changes to the bylaws are done in a manner consistent with the Ontario Corporations Act. All Bylaws continue to require ratification by a General Meeting.

Resolution:
WHEREAS the Bylaws of the Federation of Students represent a constitution for the Federation of Students, and changes thereto should be done in an accountable manner for the membership,

WHEREAS the original Article 14: Amendments was approved for ratification at the Fall 2017 Annual General Meeting, but failed to be presented for ratification at the time, and

WHEREAS the Bylaws include numerous references to an amendments process that binds the Board, but no such process currently exists,

BIRT, in accordance with Section 129 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the Assembly ratifies the follow Board-approved amendment to the Bylaws of the Corporation, to come into full effect at the conclusion of the present meeting, to add the following as Article 14: Amendments (with the current Article 14: Introduction being renumbered as Article 15):

1. Article Fourteen: Amendments, Section 1: Approval of Changes —
   (1) Any part of these bylaws may be amended from time to time by a two-thirds (2/3) vote of the Board of Directors, and shall take effect immediately or on a date set by the Board, subject to the following requirements:
      a) All amendments shall only take effect following approval by a two-thirds (2/3) vote of the Board, with Students’ Council having been given an opportunity to provide recommendations on the proposed amendments;
      b) 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, will only take effect once approved by a two-thirds (2/3) vote of the Board and a majority vote of Students’ Council, and ratified at a General Meeting of the Corporation; and,
c) All other amendments may only take effect once approved by a two-thirds (2/3) vote of the Board, and ratified at a General Meeting of the Corporation.

(2) The Board shall receive the exact text of any proposed bylaw amendment no less than ten (10) business days prior to the meeting at which it is to be voted upon, and the General Meeting at which it is to be ratified by the membership.

(3) Notwithstanding any other requirements in these bylaws, nothing shall prevent a Board from placing a bylaw amendment protected under Article 14.1(1) on the agenda for a General Meeting of the Corporation, provided the unanimous consent of all Directors, which shall not take effect until it has been ratified by a General Meeting of the Corporation.

(4) Subject to the above provisions and the Policies of the Corporation, the Board is empowered to determine the appropriate procedure(s) for all bylaw amendments.

2. Article Fourteen: Amendments, Section 2: Ratification —

(1) In accordance with Section 129(2) of the Act, all amendments to these bylaws, including the repeal or re-enactment of any part thereof, shall require confirmation at the next General Meeting of the Corporation, or in default of confirmation thereat, shall cease to have effect at and from that time.

(2) In accordance with Section 129(3) of the Act, the members may at the General Meeting confirm, reject, amend or otherwise deal with any bylaw passed by the Board and submitted to the meeting for confirmation, but no act done or right acquired under such bylaw shall be prejudicially affected by any such rejection, amendment or other dealing.

(3) A simple majority vote at a General Meeting shall be sufficient to ratify a bylaw amendment made in accordance with Section 129 of the Act. A two-thirds (2/3) majority vote at a General Meeting shall be sufficient to ratify a bylaw amendment made in accordance with Section 130 of the Act.

(4) In default of ratification of any bylaw amendment approved by the Board, no new bylaw amendments of the same or like substance shall have effect until confirmed at a General Meeting.

(5) No bylaw or bylaw amendment that has not received approval in accordance with Article 14.1(1) may be considered for ratification at a General Meeting.
Resolution regarding Impeachment and Recall Process

**Background / Spirit:**
These changes enable impeachment mechanisms for Executives as a second option to removal (cf. recall referenda). The impeachment mechanism operates through two phases: first, Council could impeach an Executive provided at minimum 72-hours notice to all members and a ¾ majority vote in favour; second, the Board of Directors would consider the recommendation of impeachment and may vote to remove or suspend the Executive via ⅔ majority-vote of all Directors. This gives an alternative way to remove Executives from office when it may be necessary. Procedures and guidelines concerning what constitutes evidence and use of impeachment proceedings will be outlined, should these amendments pass.

In addition, the below amendments change recall referenda to be used differently for Executives and Councillors. The changes lower the threshold for removal of Councillors by adding an absolute minimum of 500 to initiate a referendum. The changes also allow online petition signatures for a recall referenda, rather than just in writing as is the current practice.

**Resolution:**
WHEREAS mechanisms should exist for the removal of an Executive or Councillor in a fair, accountable, and reasonable manner;

WHEREAS a recall referendum of a Councillor should be initiated through a petition with a number of signatures recognizant of their constituency membership; and

WHEREAS signatures for recall referendum should be collectable online and should be different for Councillors and Executives,

BIRT, in accordance with Section 130 of the Ontario Corporations Act, RSO 1990 c C.38, the Assembly ratifies the following Board-approved amendments to the Bylaws of the Corporation, to come into effect on May 1st, 2019:

1. Article One: Interpretation, Section 1: Definitions —
   (1) For the purposes of these bylaws and all other bylaws of the Federation of Students, unless the context requires otherwise:
      (z) “Impeachment” shall refer to the formal charge or recommendation, or a resolution of no-confidence, for the sole purpose of removal or suspension of the holder of an office of the Federation of Students.

2. Article Seven: Board of Directors, Section 6: Powers —
(1) The Board of Directors of the Corporation shall manage the affairs of the Corporation and shall make or shall cause to be made for the Corporation, in its name, any kind of contract which the Corporation may lawfully enter into, and, save as hereinafter provided, generally may exercise all such other powers and do all such other acts and things as the Corporation is by its charter or otherwise authorized to exercise or do.

(2) Without in any way derogating from the foregoing, the Board of Directors is expressly empowered, from time to time, to purchase, lease or otherwise acquire, alienate, sell, exchange, or otherwise dispose of shares, stocks, rights, warrants, options and other securities, lands, buildings, and other property, movable or immovable, real or personal, or any right or interest therein owned by the Corporation for such consideration and upon such terms and conditions as they may deem advisable.

(3) The Board of Directors shall have the sole power to consider the impeachment of any Executive, and may thereby elect to remove an Executive from Office provided two-thirds (2/3) majority vote in the affirmative of the entire voting membership of the Board. Such a vote shall be conducted by secret ballot.

(4) The Board of Directors is expressly further empowered to:
   (a) Approve the annual budgets of the Corporation;
   (b) Review the finances of the Corporation, including the annual audit;
   (c) Oversee the Executive and all other Officers of the Corporation in the execution of their duties;
   (d) Oversee the strategic direction of the Corporation;
   (e) Determine the dates of the Fall and Winter General Meetings;
   (f) Establish the staff structure and the human resources procedures of the Corporation;
   (g) Establish such committees and procedures as are necessary for the effective execution of its duties.

(5) Each Director shall have the right to view, upon request, any internal document or communication relating to the affairs of the Corporation, subject to any procedures the Board may establish in facilitating this process.

3. Article Seven: Board of Directors, Section 9: Removal of Directors —

   (1) In accordance with Section 67 of the Act, any Director, excluding an Executive, may be removed from office by a two-thirds (2/3) vote at a General Meeting, provided the proposal for the Director’s removal was submitted in accordance with the requirements for the submission of proposals specified by these bylaws in Article 5.3(1).
(2) Following the successful removal of a Director, the General Meeting may, by majority vote, elect a new Director to fill the vacant seat.

(3) All votes to remove Directors shall take place by secret ballot. The Board may establish additional procedures to regulate the process by which a removal motion is debated.

(4) Executives removed from office in accordance with these bylaws shall cease to be Directors thereupon.

4. Article Eight: Students’ Council, Section 7: Powers —

   (1) Students’ Council shall receive regular reports from, and provide regular feedback to the Executives of the Corporation.

   (2) Council shall have the power to determine student priorities regarding the general expenditure of members’ dues, to establish student perspective on all matters in relation to post-secondary education, and to set the Policies of the Corporation.

   (3) The Students’ Council shall have the sole power to impeach, and thereby recommend the removal to the Board of Directors of, an Executive, provided a three-quarters (3/4) majority vote in the affirmative during a duly constituted meeting of Council. Such a vote must be preceded by a notice period lasting at least seventy-two (72) hours with notice provided to the membership, subject to additional requirements in Council Procedure.

   (4) Without restricting the generality of the above, Council shall have:

   a) The responsibility to prepare the Federation of Students’ annual budget for approval by the Board of Directors, insofar as the budget pertains to the expenditure of members’ dues, and exempting those portions of the budget restricted by the Board;

   b) The power to establish procedures regarding the formation, administration, discipline, and disbandment of all Federation of Students’ Clubs and Services;

   c) The power to delegate representatives to serve on bodies outside the University;

   d) The power to establish joint committees and councils with the University; and,

   e) The power to establish such committees and procedures as required for the conduct of its business, including those that define elections and referenda processes.

   (5) Students’ Council may make recommendations to the Board of Directors on any matter pertaining to the affairs of the Corporation.

6. Article Eleven: Elections and Referendum, Section 2: Referenda —
(1) A referendum, other than a recall referendum may be initiated by any one of the following methods:
   a) A requisition as defined in Article 1.1(20);
   b) A General Meeting;
   c) Students’ Council;
   d) The President; or,
   e) The Board of Directors.

(2) Recall referenda of an Executive or Student Councillor may be initiated only by a petition signed in writing or electronically of at least 2900 or 10 percent (10%), whichever is fewer, of the voting members; and recall referenda of a Councillor may be initiated only by a petition signed in writing or electronically of at least 500 or 10 percent (10%), whichever is fewer, of the voting members of the respective constituency. All recall referenda are subject to the following limitations:
   a) The question of all recall referenda shall be “Should [name] be removed from the office of [office]?”;
   b) 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;
   c) All recall referenda for the removal of a Councillor shall be ratified by Students’ Council, and however recall referenda for the removal of an Executive shall not be ratified by without the Board of Directors first providing reasonable assurance of the continuity of day-to-day operations to the Students’ Council; and,
   d) Ratification for recall referenda shall not be unreasonably withheld by Students’ Council or the Board of Directors.
   e) Notwithstanding normal Elections & Referenda Procedures, polls during a recall referendum shall be open for no fewer than twenty-four (24) hours.
Resolution for Adjustment of Member Dues

Background / Spirit:
This bylaw amendment serves two functions: (1) it also streamlines the process of Feds fee increases to allow large increases subject to ratification by a Referendum or a General Meeting; and (2) allow the Federation to increase fees for annual changes to salaries full-time staff members required by the UW Staff Association Memorandum of Understanding on Staff Compensation (a contract between UW and UWSA with which Feds is required to comply).

Resolution:

WHEREAS increased costs due to Consumer Price Index (CPI) are a result of inflation and necessary for maintenance of existing service levels,

WHEREAS increased costs due to increases in staff remuneration are the result of contractual arrangements negotiated between the University of Waterloo and the UW Staff Association, and Feds is bound by these agreements,

WHEREAS failure to adjust for increases to staff remuneration can impact the level of service provision by Feds,

WHEREAS small fee increases to off-set these increased costs should still be subject to ratification in a democratic manner by either the Students’ Council or a General Meeting,

WHEREAS large fee increases should be subject to ratification by the full membership at a General Meeting or Referendum (which would also permit online voting),

BIRT in accordance with s. 129 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the Assembly ratifies the following Board-approved amendments to the Bylaws of the Corporation:

1. Article Four: Dues, Section 2: Changes — (1) Changes to the Federation of Students fee levied to undergraduate students by the Federation of Students shall be subject to ratification at a General Meeting of the Corporation: the following specifications:
   a) Increases in an amount less than or equal to the annual increases of 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; and
b) Increases in an amount *exceeding* the annual increases of 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:

i. No specific increment to member dues rejected by Referendum may be added to the orders of a General Meeting of the Corporation within one (1) year of such.

ii. Notwithstanding the above, increases due to staff salary growth shall be presented separately from all other increases, and may be ratified by Students’ Council.

(2) Annual increases of a percentage increment equal or less than less than or equal to the increase in the Consumer Price Index of Canada (according to Statistics Canada for the calendar year immediately previous) and other changes appearing in the orders of business for the Students’ Council or a General Meeting shall be ratified by separate motions.

(3) All changes to fees shall take effect for the academic term starting nearest to September 1, unless permission is sought from and granted by the University of Waterloo Board of Governors or the Vice President, Operations and Finance or equivalent of the University of Waterloo.
Resolution to Expand General Meeting Representation

Background / Spirit:
The Task Force for GM Engagement and Council Reforms was ordered by the Fall 2017 General Meeting to consider multiple proxies for Councillors as an avenue for increased representation and attendance at General Meetings. To comply with that request and after considerable discussion of the role of multiple proxies at the Fall 2018 AGM, the amendments below outline what a reasonable number of proxies to be managed by Councillors may be.

Note that the number of Councillor proxies (5 per Councillor) will always be less than the quorum requirement for a GM (200 people), meaning students-at-large must still attend to ensure the meeting can occur and make binding decisions. The Board has already established procedures, pending the outcome of this motion, that would regulate proxies in an impartial manner.

Resolution:
WHEREAS Councillors holding additional proxies presents an opportunity for more members to have their votes represented at General Meetings,

WHEREAS students have a right to participate in General Meetings despite being unable to attend in person, and

WHEREAS the Board of Directors has established procedures regarding the impartial selection and execution of proxies based on a first-come first-serve basis to be awarded to attending Councillors indiscriminately,

BIRT, in accordance with Section 129 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the Assembly ratifies the following Board-approved amendments to the Bylaws of the Corporation, to come into effect on May 1st, 2019:

1. Article Five: General Meetings, Section 5: Voting of Members —
   (1) Each voting member of the Corporation shall at all meetings be entitled to one (1) vote.
   (2) A voting member may appoint any individual to vote by proxy on their behalf, in accordance with Section 84 of the Act, subject to the following conditions:
     a) Proxies shall be executed in writing, and shall contain the signatures and the student’s identification number, if applicable, of the proxy holder, as well as any restrictions placed upon the proxy holder;
b) No individual, with the exception of Councillors, may hold more than one (1) proxy;

c) Councillors may hold a maximum of five (5) proxies, from individuals of the same constituency;

d) Proxies to be used at a General Meeting may be deposited at the Head Office of the Corporation no fewer than twenty-four (24) hours prior to the start of the meeting, or at the end of the last business day prior to the day on which the meeting is to take place, whichever is first;

e) The validity of each proxy shall be verified by the President, or a suitable designate; and,

f) All verified proxies shall be available for examination by any member of the Corporation.

(3) Voting on Directors shall be conducted by secret ballot, unless all nominees can be acclaimed to the available positions.
Resolution to Allow for Membership during Expulsion Appeals

Background / Spirit:
A minor change to the restrictions of Full Membership of the Federation of Students is needed given that the new Legal Aid Service has passed referendum, a key component of which was access to legal counsel during appeals for academic offenses (including expulsion), and given the use of the Feds Centre for Academic Policy Support (CAPS) which operates to support students during appeals and grievances through the University’s policy process. In order to access Feds services, full membership is required. However, currently undergraduate students who are expelled due to disciplinary action cease to be Full Members of Feds and therefore are ineligible for use of Feds services (and potentially the new Legal Aid Service).

The following proposed change will ensure students who are appealing an expulsion are still considered Feds members during that time so they may use the various services and resources Feds provides (eg. Legal Aid Service or CAPS) to support them during the appeals process.

Resolution:
WHEREAS currently membership in the Federation of Students is suspended as soon as academic or non-academic expulsion as a result of disciplinary action is issued by the University,

WHEREAS Feds provides services and offers resources a key component of which is support for appeals and grievances in the University’s policy process,

WHEREAS current definitions and limitations on membership render undergraduate students who are in the process of appealing disciplinary action non-members of Feds, making them effectively ineligible for services designed to support them,

WHEREAS the Assembly believes students seeking appeal or in the process of appealing expulsion as a result of disciplinary action should continue to be considered Feds members until the verdict of the appeal or subsequent appeals is determined,

BIRT, in accordance with Section 129 of the Ontario Corporations Act, RSO 1990 c C.38, the Assembly ratifies the following Board-approved amendment to the Bylaws of the Corporation:

1. Article Three: Membership, Section 1: Full Membership, clause 2 —

(2) Notwithstanding the above, an individual expelled as a result of disciplinary action, who is not in the process of appealing said disciplinary action, is not a full member.
Article Nine: Officers

Section 1. Officers

1. The officers of the Corporation shall be the:
   1. President;
   2. Vice President Operations and Finance;
   3. Vice President Education;
   4. Vice President Student Life;
   5. General Manager;
   6. Chair of the Board; and
   7. Secretary of the Corporation.

2. Each officer shall perform the duties assigned to them by the bylaws, by the procedures of the Corporation, and by the Directors.

Section 2. Executive

1. The President and Vice Presidents form the Executive of the Corporation.

2. The Executive shall be elected by the members in accordance with Article 11.4(1) and must be a full member of the Corporation and eligible to sit on the Board at the time of their election.

3. An Executive may not be a chairperson or executive of a club or other organization receiving or petitioning to receive funds from the Corporation, with the exception of an external political organization in which the Federation of Students holds membership.

4. An Executive may not sign a cheque addressed to an organization of which they are a member unless the specific expenditure is explicitly authorized by the Board of Directors.

5. The Executive shall form the Executive Board Committee, with the General Manager serving as a non-voting resource member, and shall have the powers and responsibilities as the Board of Directors may determine.

Section 3. President

1. There shall be a President, who shall be the Chief Executive Officer of the Corporation and a member of the Executive. The President shall be responsible for administering the affairs of the Federation, in accordance with these bylaws and in conjunction with the rest of the Executive Board.

2. Without limiting the generality of the above, the President shall be expressly responsible for:
1. Presiding over General Meetings;

2. Representing, or selecting an appropriate representative to, all University decision making bodies requiring undergraduate student representation; and

3. Maintaining and promoting relationships with key university stakeholders, in conjunction with other members of the Executive Committee as appropriate.

4. Maintaining and promoting relationships between the Federation of Students, Student Societies, Residence Councils, and the Affiliated and Federated Institutions.

3. The President shall assist the officers of Council and Board in the fulfillment of their roles.

4. The President shall serve as a resource to the rest of the Executive Committee in the fulfillment of their roles.

5. The President shall oversee the implementation of the Corporation's long-term vision.

6. The President shall oversee 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.

7. The President shall have the power to, from time to time, establish Commissions as necessary to assist with any of the above duties or responsibilities.

8. The President shall be the Vice-Chair of the Board of Directors, unless otherwise designated by the Board.

9. The President shall, to the fullest possible extent, respect and uphold the Policies of the Corporation in the execution of the above duties.

10. The President shall be generally responsible for the day-to-day oversight and support of all Federation of Students’ societies, subject to those procedures established by Council and relevant contractual agreements.

Section 4. Vice President Operations and Finance

1. There shall be a Vice President Operations and Finance, who shall be a member of the Executive.

2. The Vice President Operations and Finance shall, in consultation with the General Manager, be generally responsible for the oversight of operational, financial, human resources, commercial, and contractual affairs of the Corporation.

3. Without limiting the generality of the above, the Vice President Operations and Finance shall be expressly responsible for:

   1. Preparing the budgets of the Corporation, in consultation with the Executive Board, Students’ Council, and the Board of Directors;

   2. Overseeing the Corporation’s insurance policies, including any plan or program administered by the Corporation;

   3. Supervising purchasing, financial controls, expenditures, insurance receipts, payroll, and drafting of legal agreements;
4. Promoting the Commercial Services of the Corporation and establishing business relationships with external parties;

5. Providing a supervisory role over full-time management personnel, with the exception of the General Manager, and any other personnel determined by the Board of Directors;

6. The audited financial statements of the Corporation, and reports regarding expenditures of funds, legal agreements, and operations; and

7. Ensuring the Corporation complies with all legal, financial, and ethical obligations and agreements.

4. The Vice President Operations and Finance shall ensure that audited financial statements of the Corporation are prepared, and provide the necessary copies to the Board of Directors, Students' Council, the Executive Board, and the University of Waterloo Treasurer.

5. The Vice President Operations and Finance shall ensure that the audited financial statements of the Corporation are presented at a General Meeting, and are made available to the full membership of the Corporation.

6. The Vice President Operations and Finance shall have the power to, from time to time, establish Commissions as necessary to assist with the fulfillment of any of the above duties and responsibilities.

7. The Vice President Operations and Finance shall, to the fullest possible extent, respect and uphold the Policies of the Corporation in the execution of the above duties.

Section 5. Vice President Education

1. There shall be a Vice President Education, who shall be a member of the Executive.

2. The Vice President Education shall be 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 post-secondary education.

3. Without limiting the generality of the above, the Vice President Education shall be expressly responsible for:

   1. Representing the Corporation to any External Political Organization which the Federation of Students holds membership;

   2. Promoting 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;

   3. Encouraging student disciplinary practices that are fair, equitable, and maintain the integrity of the University of Waterloo's scholastic activities; and

   4. Providing assistance to students facing difficulties in their interactions with the University or any level of government, or otherwise seeking assistance of a general academic nature.
4. The Vice President Education shall maintain and promote relations between the undergraduate students of the University of Waterloo, the Regional Municipality of Waterloo, and the local area municipalities in which there is a University campus, and shall represent the Federation of Students to community organizations established to promote student welfare.

5. The Vice President Education shall maintain and promote relations between the undergraduate students of the University of Waterloo and the students of other universities for the purpose of enhancing academic pursuits on campus.

6. The Vice President Education shall have the power to, from time to time, establish Commissions as necessary to assist with the fulfillment of any of the above duties and responsibilities.

7. In the absence of the President, the Vice President Education shall represent the Corporation in all matters save for those that require a signing officer as described in these bylaws.

8. The Vice President Education shall to the fullest possible extent, respect and uphold the Policies of the Corporation in the execution of the above duties.

Section 6. Vice President Student Life

1. There shall be a Vice President Student Life, who shall be a member of the Executive.

2. The Vice President Student Life shall be generally responsible for the promoting an environment wherein students can pursue personal and social growth within the Federation of Students, the University of Waterloo, and the broader community.

3. Without limiting the generality of the above, the Vice President Student Life shall be specifically responsible for:

   1. Maintaining and promoting relationships between the Federation of Students, Student Societies, Residence Councils, and the Affiliated and Federated Institutions;

   2. Promoting and coordinating student participation in athletic, cultural, and social activities as well as assisting student-initiated projects;

   3. Encouraging and facilitating collaboration between all clubs, services, and external political organizations;

   4. Maintaining and promoting relationships with external community groups that can enhance the student experience, and representing the Corporation to these groups; and

   5. Overseeing the day-to-day operations of all Federation of Students' Clubs and Services.

4. The Vice President Student Life shall promote and administer a volunteer program that encourages volunteer participation in the activities of the Federation of Students. They shall also act as the Federation of Students' primary liaison with the student volunteer base, including student-run organizations.

5. The Vice President Student Life shall be generally responsible for the day-to-day oversight of all Federation of Students' clubs and services.

6. The Vice President Student Life shall have the power to, from time to time, establish Commissions as necessary to assist with the fulfillment of any of the above duties or responsibilities.
7. The Vice President Student Life shall, to the fullest possible extent, respect and uphold the Policies of the Corporation in the execution of the above duties.

8. The Vice President Student Life shall oversee 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.

Section 7. General Manager

1. There shall be a General Manager, who shall be a resource to the Executive.

2. In conjunction with the relevant Executive, the responsibilities of the General Manager shall include:
   1. Providing organizational cohesiveness, continuity, and historical perspective;
   2. Oversight of human resources;
   3. Oversight of all financial aspects of the organization;
   4. Providing forward-thinking and tactical leadership to mitigate risk in all of the organization’s activities; and
   5. Ensuring that the organization plans, sets, and achieves strategic objectives

3. The General Manager shall be responsible to the President and Vice President Operations and Finance and shall perform other duties as determined by these individuals.

4. The General Manager shall, to the fullest possible extent, respect and uphold the Policies of the Corporation in the execution of the above duties.

Section 8. Chair of the Board

1. The Chair of the Board shall be elected by the Board of Directors at its first meeting each year to serve for that year or until their successor is elected. The Chair of the Board must be a Director.

2. The Chair of the Board shall:
   1. Preside over all meetings of the Board;
   2. Serve as a resource to the other members of the Board;
   3. Act as a liaison between the Board and Students' Council;
   4. Assist the President in managing the governing documents of the Corporation; and
   5. Ensure all Directors are properly trained to execute their duties.

Section 9. Secretary of the Corporation

1. The Secretary of the Corporation shall be the Vice President Student Life unless otherwise designated by the Board of Directors.
2. The duties of the position may be delegated to multiple individuals, and each governing body of the Corporation may appoint their own Recording Secretary to assist the Secretary of the Corporation.

3. The Secretary of the Corporation:
   1. Organize and manage the minutes and other legal documents of the Corporation;
   2. Assist the Executive, Councillors, and Directors in exercising their duties;
   3. Ensure a Recording Secretary has been appointed to act as secretary of:
      1. The Board of Directors;
      2. Students’ Council;
      3. A General Meeting of the members; and
      4. Any other governing body or meeting of the Corporation as determined by the Board.
Resolution on Improved Counting of Ranked Ballots

Background / Spirit:
Current elections rules state that if a candidate withdraws or is disqualified from election after the election has has taken place (before the election results have been ratified) then those candidates votes are counted as abstentions. This is inconsistent with a ranked-voting system used for by the Federation of Students (Instant-Runoff Voting and Single Transferable Voting). This means that if two or more candidates are running for a position (eg. Councillor or Executive) the votes under the current system do not transfer to the voter’s subsequent preferences (ie. 2nd choice) and instead get discounted. This means election outcomes might not reflect the will of the voters and could bias outcomes.

The below changes ensure that in circumstances where a candidate withdraws or is disqualified after the fact, those candidate’s votes get transferred to each voter’s subsequent preferential choices.

In addition, small changes were made to grammar and spelling to address proper nouns “Instant-Runoff Voting” and “BC Single Transferable Vote”.

Resolution:
WHEREAS the Federation of Students uses ranked voting systems which allow for preferential ranking of candidates to ensure the will of voters is best represented in the outcome of elections.

WHEREAS candidates can be disqualified or may withdraw from election after results are issued but before the election is ratified by Students’ Council or a General Meeting,

WHEREAS is candidates withdraw votes should transfer to subsequent preferences as would occur normally so as to prevent biasing outcomes,

WHEREAS counting withdrawn/disqualified candidates votes as abstentions is undemocratic and can potentially privilege specific outcomes,

WHEREAS proper nouns should be used grammatically correctly and with the properly spelling,

BIRT, in accordance with Section 130 of the Ontario Corporations Act, RSO 1990 c C.38, the Assembly ratifies the following board-approved amendment to the bylaws of the Corporation:

1. Article Eleven: Election and Referendum, Section 4: Voting Method —
   (1) In all elections, a ranked voting system shall be applied for the counting of ballots:
a) Electors may rank as many candidates as they wish according to their preference;
b) Electors may choose to not rank a candidate;
c) Votes shall only be cast for eligible candidates;
d) Votes shall be tallied using Instant-Run-Off Instant-Runoff Voting (IRV) for single seat elections, and BC Single Transferable Transferable Vote (BC-STV) for multi-seat elections;
e) If a candidate is disqualified or chooses to withdraw after polling has taken place, any votes cast for that candidate shall be counted toward the voter’s subsequent preferential choices or otherwise counted as an abstention. If the disqualification or withdrawal of a candidate results in a single remaining candidate for the seat, any votes cast for the disqualified or withdrawn candidate shall be counted toward the voter’s subsequent preferential choices or otherwise counted as opposition to the acclamation of the remaining candidate.

(2) In all referenda, votes shall be counted in a manner determined by Council to render an accurate representation of student opinion with respect to the question being asked, and to not privilege a particular outcome.
Resolution to Better Align Bylaws, Procedures, and Practices

Background / Spirit:
Board Procedures and standing practices require that the Chair of the Board support Directors by ensuring familiarity with governing documents of the corporation. The Chair is also responsible for ensuring compliance with the governing documents. Board procedures also charge the Chair with responsibility for the administration of disciplinary action for Directors and Officers, subject to rules the Board makes. These changes aim to better align Board procedures and bylaws and to better codify the responsibilities of the Chair of the Board.

Changes to the responsibilities of the Secretary, who is typically responsible for management and maintenance of records and legal documents of the corporation better align roles as well and reduce redundancy.

The addition of “Executive Committee” for bodies that must record minutes is to comply with Section 299 of the Corporations Act which specifies that records of Executive Committee must be maintained.

Resolution:
WHEREAS the Board has charged the Chair with responsibility for ensuring familiarity and compliance the governing documents of the Corporation and the discipline of Directors and Officers, subject to procedures of the Board,

WHEREAS the Secretary of the Corporation is responsible for management and maintenance of records of the Corporation,

WHEREAS Section 299 of the Ontario Corporations Act requires records of minutes of Executive Committee be taken,

WHEREAS the Secretary of the Corporation is not required to be a Director, and so while Directors must uphold policy, the Secretary is under no such obligation should they not be a Director,

WHEREAS the Secretary of the Corporation should be subject to policy compliance requirements in the execution of their duties,

BIRT, in accordance with Section 129 of the Ontario Corporations Act, RSO 1990 c C.38, the Assembly ratifies the following Board-approved amendment to the Bylaws of the Corporation:

1. Article Nine: Officers, Section 8: Chair of the Board —
(1) The Chair of the Board shall be elected by the Board of Directors at its first meeting each year to serve for that year or until their successor is elected. The Chair of the Board must be a Director.

(2) The Chair of the Board shall:

   (a) Preside over all meetings of the Board;
   (b) Serve as a resource to the other members of the Board;
   (c) Act as a liaison between the Board and Students’ Council;
       Assist the Secretary President in managing the governing documents of the Corporation; and
   (d) Ensure all Directors are properly trained to execute their duties;
   (e) Be responsible for the administration of discipline of Directors and Officers subject to those Procedures established by the Board of Directors; and
   (f) Perform all other duties as determined by the Board.

(3) The Chair of the Board will be 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 statute.

2. Article Nine: Officers, Section 9: Secretary of the Corporation —

   (1) The Secretary of the Corporation shall be the Vice President, Student Life unless otherwise designated by the Board of Directors.

   (2) The duties of the position may be delegated to multiple individuals, and each governing body of the Corporation may appoint their own Recording Secretary to assist the Secretary of the Corporation.

   (3) The Secretary of the Corporation shall:
       (a) Organize and manage the minutes and other legal documents of the Corporation;
       (b) Assist the Executive, Councillors, and Directors in exercising their duties;
       (c) Ensure a Recording Secretary has been appointed to act as secretary of:
           (i) The Board of Directors;
           (ii) The Students’ Council;
           (iii) The Executive Committee;
           (iv) A General Meeting of the members; and,
           (v) Any other governing body or meeting of the Corporation as determined by the Board.

   (4) The Secretary of the Corporation shall, to the fullest possible extent, respect and uphold the Policies of the Corporation in the execution of the above duties.
Resolution to Refer Contents of Bylaw 11.1(6) to Council Procedures

Background:
During the March 2018 General Meeting and following the acclamations of all four Feds Executive positions, the following Bylaw was adopted:

Section 11.1(6):
"Should there only be one eligible candidate for an Executive position or Student Council seat after the nomination period is over, that candidate shall be subject to a "yes" or "no" vote from the membership or corresponding constituency during the campaign period."

Effectively, this Bylaw change required a yes/no vote for both Executive and Students’ Council positions during a General Election, though its application to a by-election was questionable. In the spirit of the original change to s. 11.1(6), it was determined that the yes/no vote would apply for both general and by-elections.

In October 2018, the Board rescinded s. 11.1(6), citing, in part, the following reasons:
- To allow edge-cases not adequately covered by the current iteration of this bylaw to be resolved in a more thorough procedure
- Due to a number of operational considerations, including:
  - Multiple by-elections within the same governing year can become burdensome to staff members involved, to operational budgets, and to the organization as a whole;
  - Competing organizational priorities
- 11.1(6) in its current form does not address undergraduate vacancies on the University Senate

In accordance with Section 130 of the Ontario Corporations Act, this Bylaw change, while rescinded, does not have immediate effect and will thus only come into force when ratified by the General Meeting.

Recommendation:
Repeal of Bylaw 11.1(6), amend Bylaws 11.1(4) & 11.1(5), and develop more thorough procedures regarding edge cases, by-elections, and restrictions for the General Election.

Motion:

WHEREAS Students’ Council has adopted more fleshed out rules regarding acclamation votes for vacancies in the Elections & Referenda Procedures that address edge cases currently lacking in the existing bylaw,
WHEREAS procedural rules are better tools for the conduct of elections allow for more flexible 
reform based on experience and data from the Research & Policy Officer and Elections & 
Referenda Officer and examination of best practices,

BIRT, in accordance with Section 130 of the Ontario Corporations Act, R.S.O. 1990 c C.38, the 
Assembly ratifies the following Board-approved amendment to the Bylaws of the Corporation:

1. Article Eleven: Elections & Referenda, Section 1: Elections Timeline —
   (4) Vacant position(s) in Students’ Council and the Executive, which occur prior to the 
   end of the fiscal year shall be filled in accordance with procedures governing 
   Elections & Referenda.

   (5) Should there be vacant position(s) in Students’ Council and the Executive in the Fall 
   and/or Winter academic term, the Board of Directors shall determine the appropriate 
   course of action to fill the vacancy No by-election shall occur after nomination period 
   opens for the annual Feds General Election, or in the Winter academic term.

   (6) Should there only be one eligible candidate for an Executive position or Student 
   Council seat after the nomination period is over, that candidate shall be subject to a 
   "yes" or "no" vote from the membership or corresponding constituency during the 
   campaign period.
Resolution to Correct Spelling and Numerical Errors in the Bylaws

Background / Spirit:
The Bylaws have typos and numbering problems that need correction. In the future, if such errors get caught, the Secretary of the Corporation should be able to make the correction provided the Board ratifies the change and that notice is provided to the membership of such a change.

Resolution:
WHEREAS the Bylaws of the Federation of Students are a constitution of the Corporation and should be devoid of typos and numerical inaccuracies,

BIRT, in accordance with Section 129 of the Ontario Corporations Act, RSO 1990 c C.38, the Assembly ratifies the following board-approved amendment to the bylaws of the Corporation:

1. Article Ten: Protection of Officers and Directors, Section 1: Conditions —
   (2) Except as otherwise provided in the Act, no Director or Executive of the Corporation as well as any other Officers, or an individual who acts or acted at the Corporation’s request as a director or officer, or in a similar capacity, of another entity, current or former, is liable for the act, neglects, defaults or receipts of any other director, executive, officer or employee, or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by order of the Board for or on behalf of the Corporation, or for the insufficiency or deficiency of any security in which any Corporation funds are invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or Corporation, with whom any of the assets of the Corporation are deposited, or for any loss caused by any error of judgement or misfortune which may occur in the execution of their duties or in relation to their office, unless the same occurs through their failure to exercise the powers and discharge the duties of their office honestly, in good faith with a view to the best interests of the Corporation and was not judged by any court or other competent authority to have committed any fault or omitted to do anything that the individual ought to have done.

2. Article Fifteen (previous Fourteen): Introduction, Section 1: Introduction —
   (1) Therefore, a reference to 1.1(14)(v) would be Article 1. Interpretation, Section 1. Definitions, clause 1, paragraph (v) 4 – the definition of “The Act” for the purposes of the bylaws. A reference to 3.1(1) would
be Article 3. Membership, Section 1. Full Membership, clause 1 – the undergraduate students of Waterloo are considered full members.

BIFRT if such similar typographical, transcription, spelling, or numbering errors are detected in the future, the Assembly defers authority to the Secretary of the Corporation to correct such errors at their discretion, subject to ratification by the Board of Directors, with notice being provided to the membership of such a change pursuant to those relevant bylaws, policies, and procedures.