Federation of Students’ Board of Directors’ Minutes
SLC 1106, UNIVERSITY OF WATERLOO
Speaker: Director Tran  Secretary: Vice President, Richardson

ATTENDEANCE

The following members were present:

• Wu, Richard
• MacMillan, Kurt
• Richardson, Savannah
• Gerrits, Matthew
• Tran, Tomson
• Beaugachemin, Michael

* remote

The following members were absent:

• not applicable

* regrets

PRELIMINARIES

CALL TO ORDER

Director Tran called the meeting to order at 4:58 PM.

Regular Session

EXECUTIVE REPORTS

The common theme in all the reports is that the Action Plan has a soft deadline of June 11th.
Vice President of Education (Gerrits)

Director of OUSA on steering committee, not on their executive team. Will be sending out a memo regarding UPASS in a week and a half. Going to do an amendment process on contract to allow for opt-in for students who are not automatically assessed the fee currently (e.g. part-time students, seminary students from Laurier). Will open up a chance for Vice President, MacMillan and Vice President, Gerrits to discuss/negotiate with no changes to fees. We are asking GRT to permit students to pay the fee who are not assessed. Students will still not be able to opt-out.

This year we will be undergoing a review of our membership in OUSA. That committee has been struck by Council. Work will occur over 4 month time frame (approx.). To be reviewed by Board. If council recommends withdrawing from OUSA, decision will be punted to Board for a final decision.

Vice President, Education has started to draft Action Plan (AP). Doing internal skeleton which is almost done. Goal is to have it to exec board by June 11th. Couple days later sent out to council, where at a council meeting Vice President, Gerrits could receive general feedback. After that it will be submitted to Board where the AP can be accepted or revisions can be made as Board sees fit. So far the AP going along smoothly, most of the content has been generated, though Vice President, Gerrits will be changing the format from previous years.

Director Plante is an employee this term. Working towards agreement on which situations that may cause conflicts of interests.

Vice President of Student Life (Richardson)

Met with Campus Life Department (CLD) to work out specifics. Having discussions with Indigenous Students Association (ISA) with respect to them leaving Feds and wishing to become an independent group. Trying to meet in June but if not, then September. Looking into how Saskatchewan dealt with the creation of their Indigenous Students’ Council.

Question: This topic is more fit for the Internal Administration Committee (IAC) which oversees the clubs. Why is this not being brought to Council? Vice President, Richardson says since there is a lack of information, she would rather not involved many different parties yet. Vice President, Gerrits notes that the Executive wanted Vice President, Student Life to expand on our relationship with ISA first. Vice President, Richardson says Aisha (Research and Policy Officer) did research on Saskatchewan’s Indigenous Students’ Council. ISA is having internal discussions as to what their needs are. Vice President, Education explains it’s difficult for ISA to secede from Feds. There are points on indigenous advocacy that we can improve on, but Students’ Council recently adopted policy on Indigenous Students. This situation should be able to be resolved.

Vice President of Operations and Finance (MacMillan)

Met with StudentCare (Feds’ Health and Dental plan providers). The dental fee is increasing due to premium increases. The fee is currently $45, but is increasing to $48.09 (Vice
President, Operations and Finance noted that the fee is doubled in Winter due to covering Winter and Spring terms). Co-op fee is $96.18 when they are on term.

Mr. Baldwin at Health Services gave some updates on exceptions that have been made regarding prescriptions. Currently, no limit on prescription/vaccine claims. Vice President, MacMillan and President Wu met with GSA to discuss implementing a limit. Decided to introduce limit of $12500 (Feds & GSA are still leaders in regards to very high limits).

GRT and UPASS update: working on agreement to get the contract sorted out. If students pay Feds fee they can opt-in to UPASS (if they are apart of the exceptions).

Budgets: sharing with Budget Committee in next couple of weeks. Clearing up back-end information before moving forward with Budget Committee.

Question: How did you choose your cap for prescriptions/vaccines? Based on what other schools have and what the expense of certain high users (some examples included students claiming $50,000 in prescriptions or vaccines). Not a typical insurance plan. Premiums that are collected for Feds admin fee go into one pool that go into health care and dental accounts. Any claims come against that pool. Vice President, MacMillan states that without intervention (cap) pool will be exhausted in a few years.

Question: What happens to the students who are currently using the unlimited coverage when the limited coverage comes into play? Discussions with GSA to determine how the transition will affect these students.

Question: can this be phased in with incoming class? Will be discussing this with GSA. A note from Vice President, Gerrits, since this is not a change in contract agreement it does not need to be approved through Board.

Question: OHIP+ and insurance. Vice President, Gerrits shared information that how insurance and student care interact to cover students. Prescriptions covered by OHIP+, only 30% are relevant for our age demographic.

Question: Will delay of SLC-PAC expansion have impacts on commercial operations? Still determining what to do with space, and depending on when spaces open will dictate the time line we have to work with.

**PRESIDENT (WU)**

Lots of learning.

Counter-discrimination policy question from a student group. A policy passed by Council in Winter of 2017 looked at Feds’ stance on the Boycott-Divest-Sanction (BDS) movement and what were considered other discriminatory actions by clubs. This policy came about after a motion for UW to cut ties with Israeli universities failed by referenda. A student’s concern is that in the wording of the document we restrict the Freedom of Speech of students due to the fact that we claim we are against/have Council provision that punishes clubs which engage in discriminatory activities (e.g. supporting BDS).

Result of discussion with Vice President, Gerrits, President Wu, Aisha Shibli (Research & Policy Officer) and Aaron Francis (Stakeholder Relations Manager) —Feds has autonomy to implement policy of this kind. Main concern is how we claim that clubs should be cut off (membership revoked for 6 months). This is an accurate concern, it is not clear that it is in line with our letters patent. Advocating for BDS is not an illegal action. President Wu is reaching out to said student to outline that this policy poses very little risk to her
club because Council did not chose to operationalize this policy. Vice President, Gerrits and President Wu believe that this is concerning from a governance perspective because it poses risk. Looking to amend this policy at Council (PPC). Student Council Policy 48 (language is vague and poorly implemented), needs to be amended.

Comment: With respect to a student asking for minutes, Director Velling can provide minutes (from an email chain). Director Velling has discussed with Vice President, Richardson and the Dave McDougall, the Director of Campus Life, and believes the risk of this policy being acted on is low due to more recent policy enacted by council respecting Freedom of Expression (Policy 21 passed in Fall 2017). Funnel all emails through President Wu and Vice President, Gerrits.

**MINUTES OF THE MEETING**

**Be it resolved that**  Board approves the minutes of the meeting held on April 11th. 25th, and 30th of 2018.

*Vice President, Gerrits and Vice President, MacMillan.*

Director Velling proposed an amendment that AJ Wray and Tristan Potter (last year’s Chair and Secretary) approve the minutes of the April meeting to follow procedural requirements.

Director Tran friendly amends the motion to follow procedure.

**Motion carries unanimously**

**GOVERNANCE ITEMS**

**COMMITTEE APPOINTMENTS**

**Be it resolved that**  Board appoints _______ and _______ to the General Meeting and Council as a Meeting of Delegates Task Force as representatives of the Board of Directors.

- Director Plante self-nominated
- Director Beauchemin self-nominated

Board appoints Director Plante and Director Beauchemin to the General Meeting and Council as a Meeting of Delegates Task Force as representatives of the Board of Directors.

*Vice President, Gerrits and President Wu.*

**Motion carries unanimously**

**Be it resolved that**  Board appoints _______ and _______ to the Risk Management Committee

- Director Velling self-nominated
• Director Duong self-nominated
• Director Beauchemin self-nominated

Each member had a minute speaking turn for why they believe they should be on the committee

Director Velling: Risk is one of the most fundamental things to assess in an organization. Important to assess and manage and recommend response to risk is critical. Especially when Board is liable for such risk.

Director Duong: Took a class about deep uncertainty and learned about analysis tools in order to make responsible decisions. As Board it’s important to set precedence but also adjust appetite to risk based on goals and uncertain outside world we live in.

Director Beauchemin: Risk management is something he has experience with from being VPOF for EngSoc. Important we protect the organization.

A secret ballot was handed out. Director Velling and Director Duong had the most votes.

Vice President, Gerrits and Vice President, MacMillan.
Board appoints Director Velling and Director Duong to the Risk Management Committee

Motion carries, Director Velling and Director Duong abstained.

Be it resolved that Board destroys the ballots.
Vice President, Gerrits and President Wu.

Motion carries unanimously

FALL GENERAL MEETING DATE

Be it resolved that Board sets the date for the Fall General Meeting ______ and the March General Meeting to be determined at a later date.

Suggestion: Oct 24 or Oct 25 with a start-time of noon. Rationale provided by Kerri Behling, the Feds Advocacy Marketing Specialist. Vice President, Gerrits recommends Oct 24 due to Ontario Undergraduate Student Alliance (OUSA) GM occurring the following weekend.

Board sets the date for the Fall General Meeting October 24th
Vice President, Gerrits and Director Velling.

Motion carries unanimously, President Wu was absent during the vote.

FREEDOM OF INFORMATION POLICY


An issue with policy disclosure last term. Generally, students have experienced issues with getting information from Feds. Director Velling has had discussions with President Wu, Vice President, Gerrits and General Manager Burdett. Looking to establish a high-level, open and transparent governance policy. The policy aims to establish what should
be confidential, and determine what students have a right to access. Requires disclosure of public documents within 72 hours after they are approved. Board establishes specific confidential guidelines. Director Velling asking for director opinion on the matter. Director Velling’s draft is included in discussion point above.

Question: Director Beauchemin societies included?
Director Velling response: It would inherently apply to societies because they are housed within feds so it is implicit.

Director Beauchemin: It would be more clear if we are explicit about explaining that societies are included in this policy. Director Velling made update to policy at the request of Board.

Question: Director Siemons: why is there inconsistency in timing (business days vs. hours). Director Velling response: Council meets regularly on weekends while other groups meet on weekdays more regularly.

Discussion ends; the policy will be sent to PPC once it meets. Please send Director Velling feedback before PPC meeting.

OTHER ITEMS

ELECTION OF OFFICERS OF BOARD

Be it resolved that Board appoints ______ as Chair for subsequent Board meetings of this year.

Be it resolved that Board appoints ______ as Secretary for subsequent board meetings of this year.

Director Velling self-nominated for the Chair position.
Director Velling nominates Director Tran for the Secretary position.
Board appoints Director Velling as Chair and Director Tran as Secretary for subsequent board meetings of this year.

Director Velling and Vice President, Gerrits.

Motion carries, Director Velling and Director Tran abstain.

COUNCIL SEAT DISTRIBUTION CONCERNS

The following motion passed Council and requires Board’s immediate action:

Be it resolved that that the Students’ Council formally requests provision of any and all such calculations for distribution of the current Council seats from the Board of Directors and requests re-issuing of seat distributions to reflect actual student head-count population data prescribed by the formula in the bylaws; and,

Be it further resolved that Students’ Council requires the Board of Directors’s action in re-distribution of Council seats to remove no existing councillor from Council for this 2018-19 Council term due to the seat redistribution; and,
Be it further resolved that Students’ Council tasks the Officers of Council to amend the elections procedures to permanently allow online nominations through vote.feds.ca or other means for nominations during election or by-election to Council.

Councilor brought up that there seemed to be errors in calculations of council seats. No current councillors can be removed from council. If any seats prove to be fewer than current it will become “valid” in the next governing year (2019-2020).

Based on membership formula in by-laws, there was some raw data sent out by a Feds full-time staff that aided in calculations. There are 7 seats for Engineering and 7 seats for math. Bylaws: permit society presidents to sit on council. What appears to happen is that both EngSocs (A&B) presidents were included in the calculation instead of only one being included. Brought Engineering down to 5 seats instead of 6. No problem with adding another Engineering seat to council (because voting membership has not changed). Seems that there is an over-representation of Arts, based on Vice President, Gerrits’s calculations. Arts may be on the cusp of losing a seat. Seems there is ambiguity of Nano Engineering, Software Engineering, SJU, and Renison students.

Vice President, Gerrits will follow-up with President Wu and the Research & Policy Officer to ensure there is something consistent for calculations moving forward

Be it resolved that Board of Directors authorizes the President, or a designate thereof, to add an additional Engineering faculty students’ councillor seat

Be it further resolved that Board tasks the Executive Board to draft a memorandum for the Students’ Council detailing the cause of seating discrepancy and including all available calculations and raw student data the lead to the seating distribution to respond to Council’s request.

{\textit{Director Velling and Vice President, Gerrits.}}

\textbf{Motion carries} unanimously

\textbf{Publication of Records}

Director Velling highlighted concerns raised about personal information in minutes last Winter term. The Officers of Council considered this issue at length. Council passed the following motion with respect to the issue requiring Board’s action:

\textbf{Be it resolved that} that Council requests the Board to investigate the feasibility of removing minutes older than 5 years from the public website, and,

\textbf{Be it further resolved that} Board enact any resolution on Council’s behalf to this effect for ratification by the next Council meeting.

\textbf{Be it further resolved that} Minutes shall still be available for access by member.

Director Velling suggests that Board move into confidential session for the remainder of discussion.
OTHER BUSINESS

There was no other public business.

Confidential Session

Be it resolved that the Board moves into confidential session at 6:53PM.
*Vice President, Gerrits and President Wu.*

Motion carries unanimously

Deliberation of confidential session is not included in the public record.

Be it resolved that Board moves out of confidential session.
*Vice President, Richardson and Director Sesink.*

Motion carries unanimously

Regular Session

Directors asked Board to be more transparent with all Directors for the future. Director Tran apologized saying how things were changing really fast and we were trying our best.

Be it resolved that Board tasks Chair to ensure meeting dates are set for the remainder of the term by Wednesday, June 6th.
*Vice President, Richardson and Vice President, Gerrits.*

Motion carries unanimously

Be it resolved that the Chair adjourn the meeting at 9:23 PM
*Vice President, Gerrits and President Wu.*

Motion carries unanimously
Board of Directors Regular Meeting

Open Session

Executive Updates

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

Vice President Education (Gerrits)
Vice President Student Life (Richardson)
Vice President Operations & Finance (MacMillan)
President (Wu)

Minutes of the meeting

MOTION: Resolved, Board approves the minutes of the meetings held on April 11th, 25th, and 30th of 2018.

Governance Items

MOTION: Resolved, Board appoints _________ and _________ to the General Meeting Governance Task Force as representatives of the Board of Directors.

MOTION: Resolved, Board elects _________ and _________ to the Risk Management committee.

MOTION: Resolved, Board sets the date for the Fall General Meeting _________ and the March General Meeting.

DISCUSSION: University Governance & Freedom of Information Access policy (Velling)

Financial Items

n/a

Other Items

MOTION: Resolved, Board appoints _________ as Chair.

MOTION: Resolved, Board appoints _________ as Secretary.

MOTION: Resolved, that the Students’ Council formally requests provision of any and all such calculations for distribution of the current Council seats from the Board of Directors and requests re-issuing of seat distributions to reflect actual student head-count population data prescribed by the formula in the bylaws; and,
Be it further resolved that Students’ Council requires the Board of Directors’s action in re-distribution of Council seats to remove no existing councillor from Council for this 2018-19 Council term due to the seat redistribution; and,
Be it further resolved that Students’ Council tasks the Officers of Council to amend the elections procedures to permanently allow online nominations through vote.feds.ca or other means for nominations during election or by-election to Council. (Velling)

MOTION: Resolved, that Council requests the Board to investigate the feasibility of removing minutes older than 5 years from the public website, and,
Be it further resolved that Board enact any resolution on Council’s behalf to this effect for ratification by the next Council meeting.
Be it further resolved that minutes shall still be available for access by members. (Velling)