Board of Directors Regular Meeting

Regular Session:
Territorial Acknowledgement

Pursuant to Federation Policy 50, Indigenous Engagement and Inclusivity, the Federation’s Board of Directors acknowledge:

The University of Waterloo is on the traditional territory of the Neutral, Anishnaabeg, and Haudenosaunee peoples. The University of Waterloo is situated on the Haldimand Tract, land promised to the Six Nations, which includes six miles on each side of the Grand River.

Remarks from the Chair

FOR INFORMATION: Notice of §129 amendments in force for this meeting.

FOR INFORMATION: Written executive reports.

Executive Updates

FOR INFORMATION: Be it resolved that the Board receives the following verbal reports:

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

General Orders

MOTION: Be it resolved that the Research & Policy Officer, Aisha Shibli, be provided access to portions of the Board’s confidential documentation where permitted by both the Chair of the Board and Secretary of the Corporation. — Tomson Tran

MOTION: Be it resolved that, pursuant to the Budget & Appropriations procedures of the Board and Council, the Board approves the re-distribution proposal for appropriations allocated to the Warrior Tribe service, as recommended by the Campus Life Advisory Committee & Vice President Student Life, conditional upon the Students’ Council ratification of the dissolution of the Warrior Tribe service; be it further resolved that notice of such changes to appropriations shall be provided to the Budget & Appropriations Committee (Warrior Tribe Budget Proposal.docx). — Savannah Richardson

MOTION: Be it resolved that the Board constitutes an ad hoc Committee on Organizational Transition within the scope of the attached proposal (Ad Hoc Committee on Board Transition Alternative Terms of Reference.pdf). — Seneca Velling

DISCUSSION: The recommendation of the Board for the Commercial Services Resolution on the Fall 2018 AGM Agenda in light of amendments. — Seneca Velling

MOTION: Be it resolved that the Board adopts procedural amendments to Procedure 19, ETE of Full-Time Personnel, as presented (Board-Procedure-19.pdf). — Michael Beauchemin & Connor Plante

MOTION: Federation of Students Contractual Agreements

Whereas Directors have repeatedly requested access to relevant agreements and information,

And whereas Directors need to understand agreements between the corporation and other entities to make appropriate decisions for the corporation;

Therefore, be it resolved that The President or designate shall share the afore-mentioned HR Agreement, as well as any other agreements relevant to the activities of the Board, with Directors within 24 hours, and
Be it further resolved that The President or designate shall make available, within two weeks, on the website such agreements as are shared that are not confidential, and for which posting copies on a public website would not reasonably harm the corporation, with an explanation given to Board if they do not make any agreements available.

— Michael Beauchemin

Other Business
Warrior Tribe Budget Proposal

Up-to-date Budget

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<th>Revenues</th>
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<th>Actuals 18/19</th>
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<td>Sales</td>
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<table>
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<tr>
<th>Expenses</th>
<th>Budget 18/19</th>
<th>Budget 18/19</th>
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- $4,570.00 | $3,719.96

Warrior Tribe Marketing Budget has $1800 remaining, and will be reallocated as well.

Proposed Re-allotment of Budget

1. Move $1550 into the Services Manager Budget
   a. Parades: $450
      Warrior Tribe organizes and marches in a few parades throughout the year, most notably, the Santa Claus Parade. In order to continue this tradition, the Services Manager is working with Off-Campus Community to organize this event. The parade budget includes a truck rental, bus, sound system, decorations, etc.

   b. Service Office Moves: $800
      In order to best serve students, we are doing some office moves. There are costs associated with moving, set-up, and some new office supplies (e.g. blinds for peer-to-peer support).

   c. Special Projects: $300
      The Services Manager organizes the Campus Life Fair, which takes place every term. This year, the Special Projects budget was reduced significantly, which can be prohibitive in
how events such as this are run. This is not the only thing that falls under Special Projects, but it is one example.

2. Move $1100 into the Co-op Connection Events Budget
Councillors have expressed concerns that the Co-op Connection Event budget was reduced this year. Moving this money into their budget will provide City Ambassadors with more funding for their events.

3. Move $1000 into the MATES Events Budget
MATES is looking to expand their service offerings in the upcoming year. Providing them with increased funding gives them the opportunity to host more events, and continue with their recruitment efforts.

4. Move $200 into the Director of Campus Life Special Projects Budget
No money was budgeted this year for this role’s special projects, however in the past this role spent up to $300 on special projects.

5. Move $400 into the Vice President Education Budget
   a. Stakeholder Relations Manager Special Project Budget: $200
      With both the provincial and municipal elections occurring this year, there have been additional events occurring out of the ordinary which have used a sizeable chunk of this budget. In order to continue operating at this high caliber, we would like to move $200 into this budget.
   
   b. Entertainment, Promo, Meetings: $200

6. Move $69.96 into the Vice President Student Life Special Projects Budget
To continue advancing the goals outlined in my action plan, having some more budget will allow a little more flexibility in how I approach the goals.

7. Move $1300 to Wellness Days Marketing
As a new initiative, there are many marketing items that need to be invested in. Having more funding available will allow for investment in more items (such as a zap banner, A-frame inserts, etc.) this fiscal year.
Ad Hoc Committee on Board Transition Terms of Reference:

The ad-hoc transition committee will consist of:

- Tomson Tran, Non-executive member
- Matthew Gerrits, Executive member
- An at-large Director (non-executive non-council)
- Aaron Francis, resource member
- Aisha Shibli, resource member

The committee will conduct a scan of Board & Executive transition of student unions of comparable size and Board structures. The committee will also scan for Director selection/hiring practices and terms of office.

The committee will design and conduct confidential interviews of all other Board members to inform its work, what transition information is to be prioritized and recommendations.

The committee will consult with the Marketing & Communications Department for development of training guidelines and requirements of Directors as it pertains to organizational PR, official communication, and representing the organization.

The committee will seek formal opinion on the risks of Director turn over and transition from the Risk Management Committee.

The committee will investigate potential timelines and activities to more effectively facilitate transition between outgoing and incoming Board. Additionally, the creation of a checklist to help conduct transition according to potential timelines.

The committee will investigate the potential use of existing, or the creation of new training modules on financial/budget management, risk assessment, HR, legal, minute-taking and meeting administration for directors and officers.

The committee will investigate changes to director term length and director selection to reduce institutional memory loss and curate a well-trained/transitional and capable Board.

The committee will investigate the option of having unit managers deliver information about their departments to the Board of Directors before their term begins.

The committee may consult any other internal Federation bodies or persons as it deems appropriate, and may seek external consultation provided request is issued to the Board.

The committee will be responsible for creation of a new documentation, reference materials, and associate presentations for use in future transitions.

The committee shall assess current techniques, and those historical techniques of the Federation, and practices of other student unions with similar governance structures.

The committee shall propose costing/appropriations for effective transition of the Board and Executive, and should propose a structure for transition (multi-day/multi-part or single day).
The committee will seek to provide recommendations that meet key deliverable as defined by these terms of reference and based on interviews, in the most cost-effective and resource efficient manner possible.

The committee will deliver its findings, materials, and recommendation(s) to the Chair for review and comment by January 30th, and then deliver a final report, based on consideration of that feedback to the entire Board for review and comment by February 28th.
Engagement, Termination and Evaluation of Full-Time Personnel

General

(1) The Personnel Committee shall be composed of:

1. President;
2. Vice President, Operations and Finance;
3. General Manager;
4. One (1) non-executive Director; and,
5. Any individual as deemed appropriate by the voting members of the Personnel Committee who shall serve as a non-voting resource member.

(2) The Personnel Committee shall normally follow the recommendations, guidelines, and policies of the University of Waterloo and its Human Resources Department. Deviations from said policy will only occur under exceptional circumstances, must be approved by unanimous consent of the Personnel Committee, and should be brought to the attention of the Board of Directors.

(3) In the absence of unanimous consent amongst the voting members of the Personnel Committee on all decisions made by the committee, a formal vote will be used as the method of resolution. Any member of the Personnel Committee can appeal any decision to the Board of Directors, which will make a final decision on the matter.

(4) This procedure relates to non-Executive full-time employees of the Federation of Students. Personnel duties related to the Executive Officers will be performed by the voting members of the Board of Directors.

(5) The following full-time personnel shall be managed in accordance with the guidelines set forth by the Bar Directorate:

1. Bombshelter Manager; and,
2. Bombshelter Assistant Manager.

Engagement of Full-Time Personnel

(6) New job descriptions must be approved by the Personnel Committee and subsequently approved by the Board of Directors.

(7) The Personnel Committee shall be responsible for:

1. Reviewing all applications;
2. Interviewing all applicants deemed appropriate;
3. Determining the length of an employee’s contract;
4. Determining the compensation, which at minimum will be compliant with the assigned University of Waterloo USG salary range; and,
5. Extending an offer to the selected candidate.

(8) Renewal of contracts, and accompanying modifications to job duties, contract length, and compensation, will be performed by the Personnel Committee.
Termination of Full-Time Personnel

(9) In cases where progressive disciplinary efforts have failed, the Personnel Committee shall have the power to terminate full-time personnel within the procedures outlined by the University of Waterloo's Human Resources department.

(10) The Board of Directors will be notified of the termination of all full-time personnel.

Evaluation of Personnel

(11) Annual evaluation of personnel will be done in accordance with the University of Waterloo Human Resources department's performance appraisal guidelines. The evaluation will be completed by the employee's direct supervisor in conjunction with the Personnel Committee. All the evaluations and the accompanying compensation adjustments will be approved by a motion of the Personnel Committee. A summary report of evaluations and accompanying compensation adjustments shall be provided to the Board of Directors at the next regular meeting for information.

(12) The distribution of holiday bonuses to the full-time personnel, excluding the Executives, will be decided by the Personnel Committee, excepting the General Manager, whose bonus will be decided by the other members of the Personnel Committee. The General Manager shall complete a performance evaluation rubric for each full-time employee, which will be used by the President and Vice President, Operations and Finance to determine the sum of the bonus. These non-cash bonuses will be distributed prior to the Winter break.

(13) The Personnel Committee, in consultation with the staff member's direct supervisor, is responsible for discipline of full-time personnel in agreement with University of Waterloo policy.