

**Board of Directors Meeting**

**Date: May 23, 2018**

**Time: 4:00 pm – 6:00 pm**

**Place: University of Waterloo, QNC-B204**

**--Minutes--**

**Present:**

|  |  |  |  |
| --- | --- | --- | --- |
| **Name and Position** | **Present** | **Regrets** | **Absent** |
| Allison Sachs Chair | X |  |  |
| Naima Samuel President | X |  |  |
| Amanda Joynt, Director |  | X |  |
| Arash Ahmadi, Director | X (4:10-5:30) |  |  |
| Emily Cyr, Director | X |  |  |
| Evan Andrews, Director | On-line |  |  |
| Graham Mayberry, Director | X (arrives 4:40) |  |  |
| Julia Goyal, Director | X |  |  |
| Nick Revington, Director | X |  |  |
| Norman Kearney Director | X |  |  |
| Rebecca Stirling, Director | On-line |  |  |
| Sondra Eger, Director |  | X |  |
| Christopher Van Bommel, Council Speaker | X (Arrives5:15) |  |  |
| Rose Vogt, General Manager | X |  |  |

Agenda changes:

1. Welcome and opening remarks

Sachs takes the Chair, confirms that quorum is present and calls the meeting to order at 4:00 pm. Vogt acts as secretary and records the minutes.

1. Board Development  
   GSA 101- State of the Organization – an overview presented by Kearney.
2. The minutes from the Special Meeting of the Board on May 4, 2018 were approved by consent.
3. Monitoring Reports.
   1. EL-1: Global Executive constraint
   2. EL-7: Emergency President Succession  
      The Chair of the Board will act as successor temporarily.  
      **ACTION:** A vice president would be a natural successor. Board tow work on the bylaw that identifies a Vice-President. Preference to have the governance of the organization in the “hands of students”.  
        
      **ACTION:** Clarify the language for EL 7 to include that the successor may be a non-student. Allow for a non-student for emergency situations.
   3. EL-13: Representation  
        
      Supports that the report is reasonable interpretation of the EL-13.  
      A general rule that directors should not sit on committees that the President appoints members to. Director asks how this may affect seats that are currently occupied by a director?
4. Board Committee Reports
   1. N/a
5. Council Report
   1. May report
6. Special Orders
   1. Appointment of the Deputy Chair of the Board
   2. Appointment of the Secretary of the Board
   3. Appointment of the Treasurer of the Board
   4. Establishment of the Annual Board Agenda per GP-4
   5. Establishment of the Annual Cost of Governance Budget, per GP-9
7. Unfinished Business and Business Arising from the Minutes
   1. Scheduling regular meetings of the Board
   2. Mental Health
8. New Business
   1. Executive Director hiring strategy  
      **BE IT RESOLVED THAT** the Board of Directors of the GSA-UW approve the Terms of Reference for the Executive Director Hiring Committee.  
      (Sachs/Kearney) Carried  
        
      **Motion** to amend the Terms of Reference to strike the works “and President’ from 1c. ((Kearney/Cyr) Carried unanimously.

**BE IT RESOLVED THAT** the Board of Directors of the GSA-UW approve Amanda Joynt as Chair of the Executive Director Hiring Committee   
(Sachs/Goyal) Carried unanimously.

**~~BE IT RESOLVED THAT~~** ~~the Board of Directors of the GSA-UW approve the Executive Director Job Description and Job Advertisement.~~  
  
**Motion to postpone indefinitely the motion to approve the ED Job description and Job Advertisement is approved unanimously. (Kearney/Sachs).**

**~~BE IT RESOLVED THAT~~** ~~the Board of Directors of the GSA-UW approve the Timeline for the Executive Director Hiring Committee~~   
  
**Motion to postpone indefinitely the motion to approve the Timeline for the ED Hiring Committee is approved unanimously. (Kearney/Sachs).**

**~~BE IT RESOLVED THAT~~** ~~the Board of Directors of the GSA-UW approve the Budget for the Executive Director Hiring Committee~~   
  
**Motion to postpone indefinitely the motion to approve the Budget for the ED Hiring Committee is approved unanimously. (Kearney/Sachs).**

* 1. Health and dental fee Changes  
       
     **BE IT RESOLVED THAT** the Board of Directors of the GSA-UW set the Health PLAN Fee at $62.00 (Sachs/Revington) Carried  
       
     **BE IT RESOLVED THAT** the Board of Directors of the GSA-UW set the Dental Plan Fee at $81.00. (Sachs/Goyal) Carried

**Motion** to set the GRT UPass fee at $93.91 (Sachs/Naima)Approved.

* 1. Board Executive Committee  
       
     **BE IT RESOLVED THAT** the Board of Directors of the GSA-UW approve policy GP-12 BOARD EXECUTIVE COMMITTEE   
     (Sachs/Kearney) Carried  
       
     **BIRT** Board appoints Nick Revington, Rebecca Stirling, and Graham Mayberry to the Board Executive Committee for the Spring 2018 academic term. (Sachs/Kearney) Carried.
  2. Appoint Director to Council Executive Committee  
       
     **Motion** to table resolution (Sachs/Samuel) Carried. Cyr against.  
       
     (Tabled) BE IT RESOLVED THAT the Board of Directors of the GSA-UW appoint ### to the Council Executive Committee.
  3. Appoint Directors to Policy Review Committee  
       
     **Motion** to table resolution (Sachs/Samuel) Carried. Cyr against.  
       
     (Tabled) BE IT RESOLVED THAT the Board of Directors of the GSA-UW appoint ### and ### to the Policy Review Committee.

1. *In Camera*
2. Adjournment at 6:15 pm.

*AS:rv*