Board of Directors

Regular Meeting Minutes

February 19, 2019

February 19, 2019

Board Secretary: Rebecca Stirling
Minutes Taker: Tracey Beirness
# ATTENDANCE

<table>
<thead>
<tr>
<th>Name and Position</th>
<th>Present</th>
<th>Regrets</th>
<th>Absent</th>
</tr>
</thead>
<tbody>
<tr>
<td>[“X” if present / “R” if calling or skyping ]</td>
<td>[“X” if absent with regrets / time of arrival if late with regrets]</td>
<td>[“X” if absent w/o regrets / time of arrival if late w/o regrets]</td>
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<tr>
<td>Allison Sachs, Chair of Board</td>
<td>X</td>
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<tr>
<td>Evan Andrews, Director</td>
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<tr>
<td>Isidora Gieveski-Sidorovska, Potential Director</td>
<td>X</td>
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<td>Emily Cyr, Director, Vice Chair</td>
<td>X</td>
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<td>Sondra Eger, Director</td>
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<tr>
<td>Julia Goyal, Director</td>
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<td>X</td>
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<tr>
<td>Norman Kearney, Director</td>
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<tr>
<td>Graham Mayberry, Director</td>
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<tr>
<td>Nick Revington, Director</td>
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<tr>
<td>Rebecca Stirling Director</td>
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<tr>
<td>Chris Van Bommel, Council Speaker</td>
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<tr>
<td>Naima Samuel President</td>
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<td>X</td>
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<tr>
<td>Kevin MacKay, General Manager</td>
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<td>X</td>
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<table>
<thead>
<tr>
<th>Councillors</th>
<th>Present with notice</th>
<th>Present</th>
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<tbody>
<tr>
<td>No councillor present</td>
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MINUTES

1. WELCOME AND OPENING REMARKS
   a. Meeting called to order and attendance taken, Quorum is present
   b. Welcome to Isidora Gieveski-Sidorovska who is a potential new board member. Time was provided for Isidora to introduce herself and allowance for questions.

   Entered confidential session at 4:09pm to discuss appointment for the short term. Returned to regular session at 4:13pm

   c. Recorded that Isidora Gieveski-Sidorovska is now a member of the board and paperwork will be completed after the meeting.

2. BOARD DEVELOPMENT
   a. No Report this month

3. APPROVAL OF MINUTES
   a. No Minutes to approve

4. PRESIDENTIAL REPORTS

       Discussion/feedback:

       Statement was made at the end of the report saying that ongoing improvements are being made. Request from the floor that the President structure the documentation, in a table format detailing the progress or timeline.

   b. Workplan report (written)

       Discussion/feedback:

       Clarification was requested and provided regarding the difference between the R. Vogt Award and the Presidents Leadership Award.

       A request for clarification of the GRT opt in exceptions and grace periods that were mentioned in the report. Currently, there are no exceptions being made and N. Samuel is working with GRT to determine what is acceptable for us to provide.

       The marketing posters relating to the Opt out legislation will be posted around campus within the next week. It is very important to get the information to students via this and other channels.
Vital Signs data will be provided in early March as it relates to Ends and Political positions. E. Cyr will also be working with N. Samuel and GSA Staff to determine the issues that are not Ends and Political Position related.

**Action:** N. Samuel can provide further written explanation of the two awards if required. S. Eger has requested a followup discussion.

The division of time spent with each GSA initiative should be divided by a % and expenses allocated accordingly in the budget (ie. Deductions of Salary).

It was mentioned that the Diagrams provided in Appendix B&C would be a good model for members to understand the strategies and working of the GSA.

Social Media initiatives and plans going forward were discussed.

5. BOARD COMMITTEE REPORTS
   a. SLA activities (verbal)

   **Discussion:**

   N. Samuel has met with C. Read to talk about options, flexibility with the Executive Director hiring process and what the next steps are. Will be meeting with, C. Read and Human Resources (M. Hollis) and the chair of the task force. N. Samuel feels that the timeline of March would be acceptable to report however, prefers to allow the Task force to comment.

   b. Joint Policy Review Committee report (written) (van Bommel)

      i. Most comments are covered under the Council Report

   **Discussion:**

   Proposal to add policy regarding Board Meeting Minutes as there is currently no specific language around this policy. Sixty days is a reasonable turnaround to have information posted on the website and provided to members. Ideally having the minutes at the next meeting is expected by the Board from the Secretary/Minutes taker notwithstanding emergency situations that will be dealt with if they occur.

6. COUNCIL REPORT

   **Discussion:** Council is currently using Slack to share updates and motions prior to meetings. It has been suggested that we need to confirm that new councillors added after training will be able to access and provide input to Slack.

   **Action:** C. van Bommel will confirm that councillors have been trained.

   Question with regard to Sharepoint vs. Slack: Will council be using both Sharepoint and Slack going forward? This will be discussed at CEC although now that Sharepoint is
up and running it is probable that Council will be moving to that platform for future work.

The motion of concern from Council in December has been tabled indefinitely which shows positive progress. The last JPRC meeting had a very positive, reconciliatory tone.

Concerns regarding the Council Self Monitoring report were brought forward but alleviated with the understanding that it is not Board that is determining the self monitoring but Council who will create their own policy.

7. Special Orders – no special orders

8. Unfinished Business and Business Arising from Minutes

   a. Policy Manual Second Reading

      Amend motion as proposed GP-1.2d

      Sachs, Revington
      5-0-2
      Carried

      Amend motion GP-3 and GP-8 2.a.i Not “defacto Councillor[s] at-large” but using ex-officio (non-voting) Member[s] of Council

      Van Bommel, Sachs
      5-0-0
      Carried

      Action Item: A. Sachs with assistance from C. Van Bommel to write memo from Chair of Board to Council about implementing changes regarding timeliness

      Motion GP-13 Initiation of policy actions: amend remove 2.a

      Sachs, Revington
      6-0-1
      Carried

      Motion GP-13 add in new 2.a: “The board will be informed of all and any actions within two weeks of approval” (Approved by Consent)

      Motion Accept policy manual as amended in report and today’s meeting

      Sachs, Revington
      5-0-2 (Isidora wishes to be recorded as abstaining)
      Carried
b. Annual report and strategic plan

Retreat is upcoming in early March to discuss issues relating to creating the Strategic Plan. N. Kearney is planning the event and providing survey information collected from Board, Council and Management.

9. New Business Potential Motions Preparation Relevant Policy, Policy Gaps

a) Appoint Interim Directors ** - deferred to next meeting
b) Appoint director to BEC - deferred to next meeting
c) Opt out update:

N. Samuel has spoken with lawyers to gain insight into our legal rights with the opt-out legislation. It is their suggestion that it might not be worth the investment to have them research on our behalf as others are already doing research that we could partner with. The Discussions have taken place with WLU and Conestoga and they seem to have the same perspective. N. Samuel is currently determining the breakdown of what is essential and what is non-essential. Meetings this week with UW will be vitally important as the University is tasked with compliance for fee collections and will be able to assist with perspective. GSA’s current course of action is a poster campaign and requests for testimonials from student’s, a possible article in Imprint and information on Social Media. The question was raised “Should we be preparing for a referendum”. N. Samuel has also been trying to reach out to students involved in Provincial Government. After the meeting on Friday N. Samuel will be touching base with the lawyers.

d) Auditor: RFP discussion – deferred to next meeting
e) Transition & Director Recruitment:

In previous years the process was implemented, Chief Returning Officer was appointed however, Terms of Reference for this position will be required now.

Terms of Reference will be written by A. Sachs and an e-vote will be implemented or a special meeting to appoint will be held.

Action: Management to find the policy framework from previous years on the CRO and provide to A. Sachs for a reference template.

f) AGM & Director Elections

Planned for early April. Notice should be between 10-50 days which would be acceptable for close to end of March. It needs to be in the forefront in case of changes that need to be implemented. The agenda is basically set year to year with changes such as bylaws being added as required.
g) Annual report

*Tied into the AGM and presented at such. Policy for RFP – Auditor should be put into the strategic plan.*

*Council to be informed and C. Van Bommel and A. Sachs will be speaking offline.*

Meeting Adjourned – 6:20pm
Appendix A – Agenda