

GSEF Board Policies

The official name of the organization is The Graduate Studies Endowment Fund at the University of Waterloo, hereinafter referred to as “GSEF”. GSEF functions as a semi-autonomous, non-profit organization within the University of Waterloo, hereinafter referred to as the “University”. GSEF shall operate at arm's length from the University of Waterloo Graduate Student Association, hereinafter referred to as “GSA.”

As per the GSEF Constitution, GSEF includes a Project Review Committee (PRC) and Board of Directors. Members of these two bodies are known as “Reviewers” and “Directors,” respectively.

GSEF Board Policies may be enacted and amended by a two-thirds (2/3) majority of Directors present at any Board meeting. Notice of motion stating the general nature of a new rule, or the proposed changes to an existing rule, must be served to all Directors a minimum of five working days prior to the Board meeting and shown on the agenda of the Meeting for which the vote will be held. The Constitution and Board Policies will undergo a regular review every three years.

All footnotes in italics are to provide additional clarity and context and are not part of the Board Policies,

1. Board of Directors¹

1.1. The Year of the Board runs from September 1st to August 31st. The Board shall meet at least once per academic term.

1.2. Quorum

1.2.1. For in-person approval of Board Policies or Constitution, quorum is the presence of at least two thirds (2/3) of the voting Directors of the Board. Changes to the Board Policies and Constitution must be approved by at least two thirds (2/3) of all voting Directors identified in the Constitution.

1.2.2. For in-person approval of funding decisions and other non-Board Policies or Constitution issues, quorum is the presence of at least one-half (1/2) of the voting Directors of the Board.

1.2.3. For electronic votes of the Board of Policies or Constitution issues, quorum is the sum of the number of Directors voting to either approve the motion, reject the motion, or abstain from the motion, and must exceed two-thirds (2/3) of voting Directors. Directors who do not have voting privileges shall not count towards quorum.

1.2.4. For electronic votes of the Board of funding decisions and other non-Board Policies or Constitution issues, quorum is a minimum of one-half (1/2) of the voting Directors voting to either approve the motion, reject the motion, or abstain from the motion. Those Directors who do not have voting privileges shall not count towards quorum.

¹ Hereinafter called the “Board”

- 1.3. The Chair of all Board meetings shall normally be the Coordinator or designate who shall be non-voting, except in the case of a tie.
 - 1.3.1. If the Coordinator is unable to be Chair, the Vice-Coordinator will be Chair, who shall only vote in the case of a tie.
 - 1.3.2. In the event of a Chair who is neither the Coordinator nor Vice Coordinator, the Chair shall again only vote in the case of a tie, even if though they may normally be a voting Director.
- 1.4. Voting Directors shall be composed of:
 - 1.4.1. the Associate Vice-President, Graduate Studies and Postdoctoral Affairs (or delegate)
 - 1.4.2. One member of the GSEF Board will be appointed by the Associate Vice-President Graduate Studies and Postdoctoral Affairs (GSPA) from among the staff or leadership of the Graduate Studies and Postdoctoral Affairs² (e.g., Director, GSPA)
 - 1.4.3. The member of the GSEF Board appointed by the Director of Finance in the University Finance department from among the staff or leadership of the Finance department (e.g. Investment Analyst or designate).
 - 1.4.4. The member of the Board appointed by the President of the Graduate Student Association from among the staff or leadership of the Graduate Student Association. (e.g. GSA President or designate)
 - 1.4.5. The Treasurer of GSEF
 - 1.4.6. The graduate student representative from each Faculty (hereinafter referred to as “Student Directors”)
 - 1.4.7. Two alumni representatives of a University of Waterloo graduate program
 - 1.4.7.1. Each alumni will serve a 2-year term with the potential to renew their term twice, so that they serve up to a maximum of six years, provided the alumni attends a minimum of two meetings per year and there is not an alternative suitable candidate for the role after each term has finished.³ The alumni should be former members of the Board or Project Review Committee or be otherwise qualified for this position.⁴
- 1.5. Depending on the meeting agenda, the GSEF Coordinator (Chair) may invite other individuals to attend as non-voting guests. The Board may vote to go into confidential session and exclude all guests from the meeting. The Chair may unilaterally move the meeting into confidential session only to discuss the need for an extended confidential session.
- 1.6. After missing three consecutive Board of Director Meetings and/or online votes (with expressed regrets – or two consecutive meetings or votes, without expressed regrets PRIOR), the Student Director shall be removed from the Board and replaced by a suitable candidate .
- 1.7. Meetings of the Board of Directors shall be closed to everyone other than Directors and those invited to attend at the request of the Board of Directors.

² Hereinafter called “GSPA.”

³ *The reason for introducing a term limit is to ensure that the GSEF Board has the opportunity to continuously acquire new perspectives.*

⁴ *It would be highly desirable for the alumni representatives to be a former Coordinator.*

- 1.7.1. Student Directors are not permitted to appoint delegates to attend meetings in their stead. They can contact the Coordinator for alternative arrangements, as needed.
- 1.8. Notices of meetings with agenda and all relevant documentation shall be made available to Directors at least five working days in advance of its meetings; emergency meetings may be called with twenty-four (24) hours' notice to deal with specific limited matters. The Coordinator shall minimize sending meeting-related documentation after this deadline.
- 1.9. A summary of the discussions from all non-confidential Board of Directors meetings shall be made publicly available on the GSEF website within 10 business days of the meeting, and all Directors shall be notified when the minutes are made available.
- 1.10. The Board shall have the authority to remove any Director (including the Coordinator, Treasurer, Vice-Coordinator) or any Reviewer at any time with cause. The voting procedure shall be the same as for that of changing the Board Policies.
- 1.11. Holding Multiple Positions
 - 1.11.1. Unless otherwise precluded, Directors may also serve on the Project Review Committee and/or hold the position of Treasurer.
 - 1.11.2. The Vice-Coordinator is not eligible to simultaneously be a Student Director or a voting Reviewer or hold the position of Treasurer.
- 1.12. Soliciting Projects
 - 1.12.1. The Board shall, when calling for project proposals, make public through appropriate online and/or printed publication media, the following information relevant to funding project proposals:
 - 1.12.1.1. Application package for requesting endowed project funding
 - 1.12.1.2. List of suitable endowed project categories,
 - 1.12.1.3. List of past endowed projects, and
 - 1.12.1.4. Any other information or materials deemed necessary by the Board.
- 1.13. Recruitment of Student Directors
 - 1.13.1. A call for applications will be announced to all graduate students for a minimum of five (5) business days.⁵
 - 1.13.2. The Coordinator and/or other Directors will review the applications and extend an offer to the desired candidate, with the appointment subject to the approval of the Board

2. Project Review Committee⁶

2.1. Quorum

- 2.1.1. For in-person meetings, quorum is at least one-half (1/2) of the voting Reviewers.
 - 2.1.2. For electronic votes, quorum is comprised of at least one-half (1/2) of the sum of the number of voting Reviewers voting to either approve the motion, reject the motion, or abstain from the motion. Reviewers who do not vote shall not count towards quorum.
- 2.2. Notices of meetings with agenda and all relevant documentation shall be made available to Reviewers at least five working days in advance of its meetings; emergency meetings

⁵ *It is recommended for the application period be open for a period of around ten (10) business days.*

⁶ Hereinafter called the "PRC"

may be called with twenty-four (24) hours' notice to deal with specific limited matters. The Coordinator shall minimize sending meeting-related documentation after this deadline.

2.3. Voting Reviewers:

2.3.1. Two graduate student representatives of each Faculty

2.3.2. The Treasurer of GSEF

2.4. The Chair may invite other individuals to attend as non-voting guests. The PRC may vote to go into confidential session and exclude all guests from the meeting. The Chair may unilaterally move the meeting into confidential session only to discuss the need for an extended confidential session.

2.5. After missing three consecutive PRC meetings and/or online votes (with expressed regrets – or two consecutive meetings or votes, without expressed regrets PRIOR), the graduate student representative shall be removed from the PRC and replaced by a suitable candidate .

2.6. Meetings of the PRC shall be closed to everyone other than Reviewers and those invited to attend at the request of the PRC.

2.6.1. Reviewers are not allowed to appoint proxies to attend meetings in their stead.

They can contact the Coordinator for alternative arrangements, as needed.

2.7. The Chair of all PRC meetings shall normally be the Coordinator or designate, who shall be non-voting, except in the case of a tie.

2.7.1. If the Coordinator is unable to be Chair, the Vice-Coordinator will be Chair, who shall only vote in the case of a tie.

2.7.2. In the event of a Chair who is neither the Coordinator nor Vice Coordinator, the Chair shall again only vote in the case of a tie, even if though they may normally be a voting Reviewer,

2.8. Holding Multiple Positions

2.8.1. Unless otherwise precluded, Reviewers may also be on the Board, and/or hold the Treasurer position. Even after serving two years as a Reviewer, a graduate student is eligible to hold the position of Coordinator or Vice-Coordinator.

3. Funding Student Projects/Initiatives

3.1. GSEF shall fund Large Projects, which shall be defined as those projects exceeding costs of \$600. The application deadline for Large Projects will normally be the Friday of the sixth week of each term. The deadline will be announced to all graduate students four weeks in advance. Applicants will be notified of the decisions within six weeks of the deadline.

3.2. GSEF shall provide additional funding applications if it desires.⁷

3.3. GSEF shall not reimburse

3.3.1. Alcohol or cannabis (an exception may be considered if written permission is provided to the GSEF PRC and Board indicating that the University has granted the student group an exception to Policy 29).

3.3.2. Previously incurred expenses prior to being notified of receiving GSEF funding

3.3.3. Projects related to a graduate student's thesis work

⁷ For the 2020-2021 fiscal year, GSEF also offers funding for Small Projects (<\$600) and an Environmental Sustainability Award. The deadline for Small Projects is normally the first of every month. The deadline for the Environmental Sustainability Award is February 12, 2021.

- 3.3.4. Payment for services, monetary gifts (honorarium), or in-kind gifts to event volunteers (i.e., organizing team)
- 3.3.5. Payment for services or monetary gifts (honorarium) to University of Waterloo staff and faculty (non-students)
- 3.3.6. Graduate student awards (with the exception of those developed by GSEF itself, the GSA, or University Offices/services)
- 3.3.7. Projects where the majority of the benefit is not to University of Waterloo graduate students on any campus
- 3.4. Payment for services, monetary gifts, in-kind gifts, or other payments to individuals for services associated with GSEF funding should follow, at minimum, the arm's length principle⁸ in order to avoid perceived or actual conflicts of interest. That is, individuals hired and paid using GSEF funds shall be at arm's length from event organizers.
- 3.5. Eligible applications should be received from University of Waterloo graduate students, even if the application relates to a joint undergraduate-graduate event or event with graduate students at other universities.
- 3.6. Communication with Applications
 - 3.6.1. Normally, important clarifications about project applications shall be conveyed in writing between GSEF and applicants and forwarded verbatim, to avoid miscommunication.

4. Voting in Board and Project Review Committee Meetings

- 4.1. Questions arising at any Board or PRC meeting shall be decided by a simple majority of votes.
 - 4.1.1. Votes at such meetings shall be taken by ballot if so requested by any voting Reviewer present, but if no request be made, the vote shall be taken in the usual way by assent or dissent.
- 4.2. A declaration by the Chair that a resolution has been carried and an entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the number or proportion of the votes recorded in favour of or against such resolution.
- 4.3. Any resolution in writing, physically or electronically signed by a minimum of 2/3 voting Reviewers or Directors of the Board or PRC, is as valid as if it had been passed at a meeting of the Board or PRC.

5. Officers⁹

- 5.1. The Board shall appoint the Coordinator subject to the following:
 - 5.1.1. The term of office of the Coordinator shall normally be one year; the Coordinator is eligible to be re-appointed normally for a maximum of two consecutive academic terms.

⁸ From the Income Tax Act: Two people, or entities, are said to be dealing at arm's length with each other if they are independent, and one does not have undue influence over the other.

⁹ For reference, the definition of a full-time graduate student is here: <https://uwaterloo.ca/graduate-studies-academic-calendar/general-information-and-regulations/full-time-students>

- 5.1.2. The Coordinator is eligible for remuneration at an amount decided by the GSEF Board of Directors, and agreed upon by the Vice-President, GSPA.¹⁰
- 5.2. The Board can appoint the Vice-Coordinator subject to the following:
 - 5.2.1. The term of office of the Vice-Coordinator shall normally be a duration of three academic terms; the Vice-Coordinator is eligible to be re-appointed normally for a maximum of two academic terms.
 - 5.2.2. When the term of the Coordinator ends, the Vice-Coordinator may be offered the position of Coordinator, subject to approval of the Board
 - 5.2.3. A graduate student may normally serve a total of up to seven academic terms in the Vice-Coordinator and Coordinator positions
 - 5.2.4. The Vice-Coordinator is eligible for remuneration at an amount decided by the GSEF Board of Directors, and agreed upon by the Associate Vice-President, GSPA.¹¹
- 5.3. The Board shall appoint the Treasurer subject to the following:
 - 5.3.1. The term of office of the Treasurer shall normally be one year; the Treasurer is eligible to be re-appointed, normally for a maximum of three consecutive academic terms.
 - 5.3.2. The Treasurer is eligible for remuneration at an amount decided by the GSEF Board of Directors.¹²
- 5.4. Recruitment
 - 5.4.1. When hiring new Officers, a job application will be developed indicating the position, remuneration, length of appointment, key accountabilities, minimum qualifications, and application instructions/materials
 - 5.4.2. Applicants will have a minimum of one week to apply for the posting
 - 5.4.3. A small committee of representatives from the Board and/or PRC will review the applications and interview the applicant(s)
 - 5.4.4. The small committee will extend an acceptance offer to the successful applicant, with the appointment subject to the approval of the Board

6. Duties

- 6.1. Contracts, documents, or any instruments in writing approved by the Board, requiring the signature of GSEF, shall be signed by two Directors, at least one of which must be the Coordinator or GSPA staff representative. Such instruments shall be binding upon GSEF without any further authorization or formality.

7. Conflicts of Interest

- 7.1. An actual conflict of interest, or a potential/perceived conflict of interest, exists when a Reviewer, Director, or member of another committee of GSEF, either standing or

¹⁰ *The Coordinator in the 2020-2021 academic year was remunerated at a level of 1/3rd domestic tuition per term (not including incidental fees). This is equivalent to \$2,254/year. The Coordinator was paid through a scholarship by the GSPA.*

¹¹ *The Vice-Coordinator in the 2020-2021 academic year was remunerated at a level of 1/6th domestic tuition per term (not including incidental fees). This is equivalent to \$1,127/year. The Vice-Coordinator was paid through a scholarship by the GSPA.*

¹² *The Treasurer in the 2020-2021 academic year was paid at the TA rate (\$33.89/hour). The Treasurer was capped at 12 hours/month. For a 60-hour semester, this equivalent \$2,033.40/semester, or \$6,100.20/year. The Treasurer was paid by GSEF.*

otherwise, is or may be in a position to use research, knowledge, authority or influence for personal or family gain or to:

- 7.1.1. unduly benefit others to the detriment of GSEF or its members
- 7.1.2. hinder the fulfillment of their responsibilities
- 7.1.3. hinder the fulfillment of the responsibilities of another Director or Reviewer.
- 7.2. An actual conflict of interest and a potential/perceived conflict of interest shall be handled in the same manner. Henceforth, the term “conflict of interest” shall be used to refer to both actual conflicts of interest and potential/perceived conflicts of interest.
- 7.3. If a Reviewer or a Director has a conflict of interest, they shall inform the Chair prior to the discussion. The individual with the conflict of interest shall be absent from the meeting for the duration of the discussion.
- 7.4. If the Chair of the meeting has a conflict of interest, then a Vice-Chair who does not possess a conflict of interest will be appointed for the duration of the discussion.
- 7.5. If it is found that a conflict of interest has not been appropriately handled, the Board shall decide on the next course of action, which if necessary, can include removal of the individual from their position in GSEF, with cause.
- 7.6. Interpretation of this policy shall be done by the GSEF Board of Directors. In meetings of the Project Review Committee, the Coordinator (or designate if the Coordinator has a conflict of interest) will act as a representative of the Board and provide a report to the Board within normally three weeks following the meeting, indicating the conflict of interest and how it was handled.

8. Long-Range Planning Committee (LRPC)

8.1. Responsibilities/Deliverables

8.1.1. The LRPC will have the following main responsibilities:

- 8.1.1.1. Ensure the long-term financial sustainability and continued relevance of GSEF
- 8.1.1.2. Oversee development of GSEF’s 3-year Strategic Plan cycle
- 8.1.1.3. Periodically review the Board Policies and Constitution of GSEF
- 8.1.1.4. Monitor and report on long-range performance indicators
- 8.1.1.5. Develop/propose partnerships with University Faculties/departments/organizations/offices
- 8.1.1.6. Lead implementation of new initiatives by working with the GSEF Board
- 8.1.1.7. Provide a report to each Board meeting consisting of its activities and recommendations
- 8.1.1.8. Any other tasks delegated to this committee by the Board

9. Finances

9.1. Refund Policy

9.1.1. Students may opt-out of the GSEF fee; any refunds owing will be processed by Student Financial Services

9.2. Administrative Expenditures

- 9.2.1. A "Major Administrative Expenditure" refers to an administrative expenditure whose value exceeds or equals a level determined by the Board each fiscal year.¹³ All other administrative expenditures are "Minor Administrative Expenditures."
- 9.2.2. Major Administrative Expenditures must be approved by the Board ahead of time; Minor Administrative Expenditures do not require prior Board approval. The Board has the power to retroactively cancel a Minor Expenditure by a two-thirds (2/3) majority vote.
- 9.2.3. For all expenditures, reimbursement forms must be submitted to the Treasurer.
- 9.2.4. All expenditures should be reported meeting of the Board immediately following dispersal of funds for said expenditures.
- 9.2.5. Regarding expenditures, two Directors, at least one of which must be the Coordinator or the GSPA representative, must physically or electronically sign for each major or minor expenditure, as appropriate.
- 9.2.6. Up to 8% of GSEF's annual expenditures are allowed to be used for administrative expenditures.¹⁴
- 9.3. Claiming Funds
 - 9.3.1. When the Board awards funds to projects, the funds must be spent by the end of the term following the term in which the award winner was notified.
 - 9.3.2. Funds not used by this deadline shall revert to the Income fund.
 - 9.3.3. When awards expire, the Treasurer may choose to automatically extend the deadline to the next Board meeting, after which the Board can choose whether to extend the project deadline further. The Treasurer will then provide notification to the Coordinator and the rest of the Board.
 - 9.3.4. Awardees who feel they were treated unfairly can appeal to the Board within ten (10) business days of receiving the result of their application.
 - 9.3.5. Except by permission of the Board, awarded funds must be used for the purpose originally indicated in the application.

¹³ *The Major Administrative Expenditure for the 2020-2021 fiscal year is \$500.*

¹⁴ *In the 2020/2021 FY, the administrative expenditures consisted of \$6,000 for the Treasurer*