Due to the COVID-19 pandemic, this meeting was held by videoconference.

1.0  PRELIMINARIES

1.1   Call to Order

B. Easton presided as Chair and called the meeting to order at 6:03 p.m.

1.2   Approval of the Agenda

The Chair assumed the agenda as presented.

1.3   Territorial Acknowledgement

The Board recognized that Waterloo Undergraduate Student Association (WUSA) operated 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 included six (6) miles on each side of the Grand River.
1.4 **Oral Conflict of Interest Declaration**

In accordance with Procedure 2, §II (6), the Chair posed the following question:

"In relation to any of the items of business on the agenda for this meeting, does any Director have an actual, perceived, or potential conflict of interest?"

There were no conflicts of interest declared.

1.5 **Remarks of the Chair**

The Chair welcomed Mackenzy Metcalfe from UCRU.

2.0 **GENERAL ORDERS**

2.1 **First Reading of UCRU By-Laws**

M. Metcalfe was welcomed to the meeting to discuss the proposed UCRU By-Laws. M. Town noted that a copy of the proposed By-Laws had been sent to the Board prior to the meeting.

M. Metcalfe advised that the By-Laws had undergone numerous legal reviews and sought feedback from other student unions. It was noted that comments were due by Thursday, February 25, 2021. On a question from the Board, M. Metcalfe advised that each student union would approve one (1) member to UCRU and it would be up to future Board of Directors to discuss the fee structure. It was hoped that fees would be able to be divided equally between all the student unions. M. Metcalfe noted that while she was in favour of a bicameral system, UCRU did not want to create another layer of administration, and there were differences in the sizes of the student bodies amongst the participating student unions. On a question from the Board, M. Metcalfe noted that UCRU was committed to hiring a full-time staff member that would be bilingual to represent some schools that were bilingual. However, due to the current capacity of UCRU, there were only two (2) Board members on a part-time basis that could help with French services.

It was noted that WUSA By-Laws would supersede UCRU By-Laws.

There being no further questions, M. Metcalfe departed the meeting at 6:20 p.m.

3.0 **APPROVAL OF THE MINUTES OF THE STUDENT COUNCIL BOARD MEETINGS**

The Board reviewed the regular minutes from the December 1, 2020 and January 5, 2021 meetings.

*On a MOTION by A. Simpson, seconded by B. Easton, it was resolved to approve the regular minutes from the December 1, 2020 and January 5, 2021 Board meetings, as presented.*

*The motion was carried.*
4.0 REPORTS

4.1 EXECUTIVE REPORTS

4.1.1 President’s Report
A. Simpson shared that M. Town and herself conducted some CRCR advocacy to the University, which was unsuccessful. The long-range plan campaign was completed, and students were also appointed to the Anti-Racism Task Force. A. Simpson and N. Abouelnaga would follow up with the students on their appointment. A. Simpson noted that the Graduate Student Relations representative was also in agreement of creating an Ombudsman Office and she had been working to advocate for this.

A. Simpson was working on a transition plan with the incoming Executive Team. A. Simpson noted she had taken time off from January 27, 2021 to February 5, 2021 and would be away on some days during February 2021. On a question from the Board, A. Simpson noted that she would look for an update regarding filling the Board seats for the Publication Committee.

N. Abouelnaga advised that hiring with CAPS was proceeding well but it was yet to be determined whether any changes would be needed to Operations. M. Town noted that CAPS was not expected to require an increase in budget.

4.1.2 Vice-President, Operations and Finance
A. Guevara advised that they would be meeting with the University tomorrow, and meeting with the banks regarding the Bomber Lounge.

4.2 COMMITTEE REPORTS

4.2.1 Executive Committee
A. Simpson advised that the Executive Committee approved the marketing for the sub-branding project.

5.0 GENERAL ORDERS CONTINUED

5.1 Fee Adjustment for Ontario Undergraduate Student Alliance

M. Town advised that OUSA has increased its fee, in accordance with CPI (0.7%), from $3.22 to $3.24 per FTE and WUSA’s fee payments to OUSA were tied directly to enrollment and opt-out numbers.

On a MOTION by A. Simpson, seconded by B. Easton, it was resolved that the Board approve a fee increase of $0.02 to the external advocacy component of WUSA’s fee(s), and recommend its adoption by Students’ Council.

The motion was carried.
5.2 **Elections to the Director Screening Panel**

The Chair noted that the Director Screening Panel had its first iteration last year whereby all the Executive Members were interviewed by some Councilors and outgoing Executives to make a recommendation as to who would be fit to serve on the Board. Discussion ensued whether Directors that would remain on the Board for the following year would be eligible to sit on the panel. It was noted that persons applying to become a Director next year would be ineligible to sit on the panel. It was noted that B. Easton, A. Simpson, and K. Sharma would need to leave the meeting for the Board to elect members of the Screening Panel.

B. Easton, A. Simpson, and K. Sharma departed for the election of the screening panel at 6:45 p.m.

A. Guevara took over as Chair for this portion of the meeting.

A. Eyre nominated themselves.
E. Yang was nominated by A. Guevara and he accepted the nomination.
N. Abouelnaga nominated themselves.

The Board would vote by sending an email to M. Town. A. Guevara presented the nominees with a chance to address the other Directors and explain why they would be interested in sitting on the Screening Panel.

B. Easton, A. Simpson, and K. Sharma returned to the meeting at 7:00 p.m. and B. Easton resumed the role of Chair.

*On a MOTION by J. Hunte, seconded by E. Yang, it was resolved that the Board elect A. Eyre and E. Yang to serve on the Screening Panel for the fiscal year 2022 Board of Directors. K. Sharma, A. Simpson, and B. Easton abstained. The motion was carried.*

6.0 **OTHER BUSINESS**

The Chair noted there was no other business to report.

*On a MOTION by B. Easton, seconded by K. Sharma, it was resolved that the Board move to the confidential session of the meeting at 7:02 p.m. The motion was carried.*

7.0 **PRELIMINARIES**

Discussion was documented in the private and confidential meeting minutes.

7.1 **Approval of the Agenda**

Discussion was documented in the private and confidential meeting minutes.
7.2  **Oral Conflict of Interest Declaration**

Discussion was documented in the private and confidential meeting minutes.

8.0  **BUSINESS ARISING FROM PREVIOUS MINUTES**

Discussion was documented in the private and confidential meeting minutes.

9.0  **APPROVAL OF THE MINUTES OF THE BOARD OF DIRECTORS’ MEETING**

Discussion was documented in the private and confidential meeting minutes.

10.0  **REPORTS**

Discussion was documented in the private and confidential meeting minutes.

10.1  **Executive Reports**

Discussion was documented in the private and confidential meeting minutes.

10.2  **Committee Reports**

Discussion was documented in the private and confidential meeting minutes.

11.0  **OTHER BUSINESS**

Discussion was documented in the private and confidential meeting minutes.

12.0  **ANNOUNCEMENTS**

A. Simpson thanked the Board for reviewing the Governance Report and their thoughtful comments. A. Simpson encouraged any further comments to be sent to the Chair for review by the Executive team.

13.0  **NEXT MEETING**

The next meeting of the WUSA Board of Directors was not scheduled.
14.0 CLOSE OF MEETING

It was consensus of the Board to close the meeting at 9:03 p.m. as there was no further business to discuss.

________________________________________  __________________________
Director                          Date

________________________________________  __________________________
Director                          Date