Federation of Students’ Minutes
SLC 1106, University of Waterloo
Chair: Chairperson Velling  Secretary: Secretary Tran

ATTENDANCE

The following members were present:

- Wu, Richard †
- Gerrits, Matthew
- Tran, Tomson
- Beauchemin, Michael
- Sesink, Hannah
- Velling, Seneca
- Plante, Connor
- Siemons, Jacob
- Patricia, Duong *

* remote
† late

The following members were absent:

- MacMillan, Kurt*
- Richardson, Savannah*

* regrets

PRELIMINARIES

CALL TO ORDER

A quorum being present, Chairperson Velling called the meeting to order at 9:39 AM.

REGULAR

TERRITORIAL ACKNOWLEDGEMENT

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

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.
Oral Conflict of Interest Declaration

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

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

No conflicts on interest were declared by Directors.

Approval of the Minutes

Be it resolved that the Board approves the public minutes of the following meetings: August 1st, September 20th, October 15th, October 22nd, and November 22nd, 2018. Chairperson Velling and Secretary Tran.

Directors brought up a number a clerical errors including clarifying when the Board moved in and out of confidential session and the attendance list.

Chairperson Velling noted that these changes can be fixed by the Secretary after approval because they are only formatting and clerical errors, and not substantive in nature.

Secretary’s Note: Pat joined the Board Meeting by phone at 9:45 AM and President Wu entered the meeting at 9:49 AM.

Motion carries with noted members Vice President, Gerrits, President Wu, and Director Duong in abstention.

Executive & Committee Updates

Vice President Education (Gerrits)

Vice President, Gerrits informed the Board that his only update was that he had recently hired a new Academic Affairs Commissioner. He then opened the floor to questions.

Chairperson Velling stated that we had information from the provincial government and was wondering what we can talk about in the public. Vice President, Gerrits told the Board that it should move into confidential on an as needed basis for the forthcoming discussion. So if there were any public session questions please ask.

Secretary’s Note: Director Duong arrived at the meeting at 9:53 AM.

Directors asked questions regarding the recent announcement by the Provin- cial Government that will make Student Fees opt-outable and how this would apply to both the Feds Fee and the Feds Administered Fees. Vice President, Gerrits responded that at the moment it is unclear what will happen with ancillary fees and he was seeking clarity from the Ministry.
Confidential Session

Be it resolved that the Board enters Confidential Session.
Chairperson Velling and Director Beauchemin.

Motion carries

Be it resolved that the Board exits Confidential Session.
Chairperson Velling and Director Sesink.

Motion carries

Vice President, Gerrits reported that the University does not have a current electronic opt-out system so IST will be working on developing that as quickly as possible.

President (Wu)

President Wu reported that a new draft of University Policy 42 was shared and the deadline has been extended to January 25th to provide feedback to the Secretariat’s Office. The President also reported that the SLC-PAC expansion has no major updates and that the project is currently at a completion rate of thirty-five percent (35%).

Directors asked questions surrounding the de-brief meetings and report that were excepted to come out of the Fall General Meeting. President Wu stated that he had not yet sent out all the information but was working on improvements for the Winter GM based on feedback received.

Directors then asked about the Executive Committee ensuring a recording secretary had been taking minutes and keeping records of decisions made. Vice President, Gerrits stated that the Executive Committee will be working on a digest for the coming meetings. Chairperson Velling stressed that this was not an optional request as it is a requirement of the Corporations Act, R.S.O 1990 to have minutes taken for Executive Committee meetings. The Chair further noted he would instruct Secretary Tran to start attending and keeping records of minutes if the Committee failed to do so itself.

Vice President Student Life (Richardson)

Vice President, Richardson was absent and therefore had no report.

Directors sought assurance from the Executive Committee that the Vice President’s essential work was being covered off appropriately in her absence. President Wu noted that yes, the work was being covered, with most falling to the hands of the Director of Campus Life, with the remaining members of the Executive also helping as needed.

Vice President Operations & Finance (MacMillan)

Vice President, MacMillan was absent and therefore had no report.
COMMITEE REPORTS

Ad Hoc Committee on Organizational Transition

Director Duong presented a summary of the committee’s work thus far. She also noted that next Thursday will be the last day of work for the Stakeholder Relations Manager, so the level of staff support for the committee will be dropping significantly.

A motion was introduced to reflect that the terms of reference for the committee will need to be amended because of the Stakeholder Relations Manager’s Departure.

Be it resolved that the Board suspend the rules and permit the Chair of the Board to approve the changes to the Terms of Reference of the Committee, issued at the recommendation of the Committee.

Chairperson Velling and Director Plante.

Motion carries unanimously

Director Duong further reported that there will be an initial interview and then a follow-up survey with all Directors.

Upon the conclusion Director Duong’s committee update, Chairperson Velling noted that the Stakeholder Relations Manager, Aaron Francis, played an integral part in the governance side of Feds, and introduced a motion to thank him for his years of service.

Be it resolved that the Board commends the Stakeholder Relations Manager, Aaron Francis, and thank him for his work in service to the governance of the Federation of Students.

Chairperson Velling and Director Plante.

Motion carries unanimously

RECESS

Be it resolved that the Board enter a Recess at 11:19 AM.

Chairperson Velling and Secretary Tran.

Motion carries

Board reconvenes at 11:39 AM

BUSINESS ARISING FROM THE MINUTES

Commercial Operations Cost Shift

Chairperson Velling stated that back in August, Students’ Council ordered the salary and associated costs of staff under the Commercial Operations portfolio not be paid for
out of student fees.

The President raised concerns with a public session discussion and requested clarification in confidential session before continued discussion. The Chair agreed this was appropriate considering it was a commercial operations matter.

Confidential Session

Be it resolved that the Board enters Confidential Session.

Chairperson Velling and Director Plante.

Motion carries

Be it resolved that Board exits Confidential Session.

Chairperson Velling and Secretary Tran.

GENERAL ORDERS

SWOT Analysis Discussion

Chairperson Velling stated that he wanted the Board to do a SWOT analysis to help improve the Board’s vision, actionable goals and culture. Directors requested that this would better to be done outside the meeting and asked if the Chair could send out a survey to compile responses.

OTHER BUSINESS

Pub Operating Agreement Expiry

Director Beauchemin stated that the Pub Operating Agreement seemed to have expired. However, knowing that the two members that had the most knowledge about this item were not present (Vice President, MacMillan and General Manager Burdett), Director Beauchemin did not wish to continue the conversation further and was advised to follow up with the Chair on this item at a later date.

Claims of Breach of MoU by Engineering Society

Chairperson Velling then informed the Board that the Engineering Society had filed a breach of the Memorandum of Understanding: Feds-Societies Agreement (MoU) respecting the fact that the Federation offered the Society 40% of their budget before it had been vetted. The Chair noted he was informing the Board due to his responsibility under the MoU, but he suggested waiting until Vice President, MacMillan could review the
claims and provide a statement on this matter. The Board consented to the Chair’s request. The matter would be addressed by the Vice President, Operations and Finance and information provided to the Board by the Chair.

CONFIDENTIAL SESSION

Be it resolved that the Board enters Confidential Session.

Chairperson Velling and Director Siemons.

Motion carries

Be it resolved that the motion regarded the OUSA Spending Resolution will be moved to the public agenda, with the exception of the last resolution. Chairperson Velling and Director Plante.

Motion carries

Be it resolved that the Board of Directors authorize the expenditure over the remainder of the calendar year of up to $100 000 dollars on government relations, lobbying, professional fees and other special OUSA expenditures related to the recent announcement by the provincial government pertaining to post-secondary education.

Be it further resolved that the Board of Directors permit spending of funds on specific expenditures subject to the collective approval of the executive committee and the General Manager.

Be it further resolved that the VP Education will be responsible for communication of cost-sharing arrangements made by OUSA with other OUSA member associations to the executive committee.

Be it further resolved that the VP Education will communicate to the OUSA Steering Committee that the Feds Board of Directors expects extraordinary expenditures to be distributed amongst member associations equitably according to their population.

Be it further resolved that if the extraordinary expenditures are not equitably distributed amongst member associations according to their population, then the VP Education shall not approve additional funds, and will call for a Board meeting.

Be it further resolved that the Feds VP Education will request confidential OUSA expense records if requested by the Board.

Be it further resolved that the VP Education shall inform EAC of this resolution and any supporting documentation and shall prioritize Federation lobbying requests to OUSA and the Provincial Government with the Committee.
Be it further resolved that the General Manager or VP Education will be responsible for reporting total amount spent out of this allowance for the March, May, August, October and December Board meetings, or at any other meeting on request of the Board.

Be it further resolved that the Vice President Education be permitted, on behalf of the OUSA Steering Committee, to request loans from the Federation of Students to be approved by the Board of Directors as needed.

Motion carries with Vice President, Gerrits marked as present.

CONFIDENTIAL SESSION

Be it resolved that Board enters Confidential Session.
Chairperson Velling and Secretary Tran.

Motion carries

PUBLIC SESSION

Be it resolved that the Board returns to public session.

Chairperson Velling and Director Beauchemin.

Motion carries

ADJOURNMENT

Be it resolved that the Chair adjourn the meeting at 7:39 PM.

Chairperson Velling and Director Beauchemin.

Motion carries unanimously