Federation of Students’ Minutes
SLC 1106, University of Waterloo
Chair: President Beauchemin  Secretary: Secretary Easton

ATTENDANCE
The following members were present:

• President Beauchemin
• General Manager Burdett
• Director De Sousa *
• Secretary Easton *
• Director Eyre
• Vice President Fitzpatrick
• Vice President Gerrits
• Director Hunte *
• Director Parmar
• Chairman Plante *
• Director Town
• Vice President Velling

* remote

CALL TO ORDER
A quorum being present, President Beauchemin called the meeting to order at 18:36.

Secretary’s Note: Special Orders were conducted before Preliminaries, as they were scheduled to start at 18:30.

SPECIAL ORDERS

TRAINING FROM CORPORATE LEGAL COUNSEL
The Board received a presentation from Gary E. Flaxbard, Feds Corporate Legal Counsel, on Directors’ and Officers’ Duties and Liability.

PRESENTATION ON FEDERATION INVESTMENT PORTFOLIO
The Board received a presentation from Blair Fingland, TD Investment Advisor, regarding Feds’ financial investments and portfolio performance, as well as suggestions for future investment decisions.
Regular Session

Preliminaries

Approval of the Agenda

Vice President Velling moved to amend the agenda, to include an amendment to Board Procedure 17.

Be it resolved that the agenda be amended to include an amendment to Procedure 17, Section 1, so that the Vice President, Operations and Finance is added to the text and the Vice President, Internal is replaced with the Vice President, Student Life.

Vice President Velling and Vice President Gerrits

Motion carries unanimously

The Chair assumes the Agenda.

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 Chair 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?”

Vice President Velling declares a conflict of interest regarding the amendments to Procedure 17.

Remarks from the Chair

No remarks were given.
APPROVAL OF THE MINUTES

Be it resolved that the Board approve the public minutes of the 7 May 2019 Regular Meeting.
Chairman Plante and Secretary Easton

Motion carries with Vice President Gerrits noted in abstention.

EXECUTIVE REPORTS

PRESIDENT (BEAUCHEMIN)

President Beauchemin reported that he continues to work on the Director Code of Conduct in preparation for the July regular meeting. He also received the Executives’ Action Plans and is currently reviewing them. Finally, the President spoke to the Feds re-brand continuing.

VICE PRESIDENT, OPERATIONS & FINANCE (VELLING)

Vice President Velling said that the University Board of Governors approved the proposed fee increases.

Vice President Velling also stated that he continues to investigate HR ramifications of executive impeachment, and updated the Board on the business of the Student Life Endowment Fund (SLEF) Board of Directors. From this update, it arose that two Directors need to be appointed to the SLEF Board of Directors.

Vice President Velling nominated Director Eyre and Vice President Gerrits nominated Director Parmar. No other Directors were nominated.

Be it resolved that the Board appoint Director Eyre and Director Parmar to the Student Life Endowment Fund Board of Directors.

Vice President Velling and Vice President Gerrits

Motion carries unanimously.

VICE PRESIDENT, EDUCATION (GERRITS)

Vice President Gerrits informed the Board of the progress on his Action Plan, as well as the ongoing hiring processes for his Commissioners. He is also continuing to seek a MoU with the Registrar’s Office regarding access to a student mailing list.

Vice President Gerrits also noted that he was elected as the Vice President, Finance for Ontario Undergraduate Student Alliance, and he is considering his candidacy for the Chair of the Undergraduates of Canadian Research-Intensive Universities (UCRU).

Directors asked about the time commitment of being UCRU Chair. Vice President Gerrits said he would reach out to the former Chair to get a better idea, though he expects it to be significantly less than the approximately 8 hours/week expected of the
OUSA President. Additionally, he noted that administrative work could be delegated to the Federal/Provincial Affairs Commissioner.

Chairman Plante congratulated Vice President Gerrits on his election of OUSA Vice President on behalf of the Board. Applause followed.

**Vice President, Student Life (Fitzpatrick)**

Vice President Fitzpatrick informed the Board that the Equity Commissioner has been hired.

**Committee Reports**

**Executive Committee**

No update was provided in public session.

**Ad Hoc Committee on Organizational Transition**

The Board was informed that this committee has not yet met.

**Ad Hoc Committee on GM Engagement**

The Board was informed that this committee has not yet met.

**Business Arising from the Minutes**

**Feds Fee and Administered Fee Apportionment**

*Secretary’s Note:* The following items were attached to the agenda:

- Letter to the Board from the Vice President, Operations and Finance
- Feds Fee Proposal for the University Board of Governors
- Feds Fee Apportionment
- Feds Fee Increases for the University Board of Governors
- Report of the University’s Vice President, Finance and Administration to the Board of Governors

Vice President Velling highlighted that on the afternoon of June 4, the Board of Governors approved, on the consent agenda, the fee increases sought by Feds. The Governors asked what risks are placed on Feds, as well as how the University can help the Federation. Vice President Velling says that the University seems to be a strong ally to the Federation.
Vice President Velling listed the various updated student fees, including the adjustments for the new administered overhead fee. Vice President Velling continued that the fee breakdown will be publicly available in his Council Report for the June regular meeting.

**GENERAL ORDERS**

**BOARD ANNUAL PLAN**

Be it resolved that the Board enter confidential session at 21:18  
*Vice President Velling and Vice President Gerrits*  
Motion carries

Be it resolved that the Board enter public session at 21:30  
*Secretary Easton and Vice President Velling*  
Motion carries

**LONG RANGE PLAN**

President Beauchemin guided the Board through the long range plan proposal and brought forward a number of proposed edits to the original proposal. These included changes to the consultative requirements with University administrators, and the third party consultant serving as the Vice Chair of the Committee. edits to the Long Range Plan Proposal.

Directors asked what the implications on cost to have the third party act as a Vice-chair. President Beauchemin and Vice President Velling said that there are likely little implications on cost, and the budget has been allocated.

Be it resolved that the Board amend the Long Range Plan Proposal, to be the document brought forward by President Beauchemin.  
*President Beauchemin and Vice President Velling*  
Motion to Divide the Question:  
Vice President Velling then moved to divide the question on the amendment:  
Be it resolved that the question be divided such that the struck text “including assessment of the Board Annual Plan and Process, Executive Action planning plans and process, long term advocacy policy initiatives, and Departmental plans and processes” be considered separately from the rest of the document.

*Vice President Velling and Director Town*  

Vice President Gerrits opposes the notion of long-term advocacy planning, and worries that some amendments may be too operational for the Board to be considering.
Vice President Velling thinks that students demand advocacy, and that its long term planning should be considered. Vice President Velling says that plans are operationalized, and the plans are necessary, though they should consider issues like conflict between executive platforms and long-term plan.

Motion to divide the question carries with Vice President Velling noted in favour and President Beauchemin in abstention.

Part 1 of the Divided Motion:

Be it resolved that the Board approve amending the remainder of the Long Range Plan proposal, as per the edits in the document presented.

President Beauchemin and Vice President Velling

Motion carries unanimously

Part 2 of the Divided Motion:

Be it resolved that the following text be struck from the Long Range Plan proposal: “including assessment of the Board Annual Plan and Process, Executive Action planning plans and process, long term advocacy policy initiatives, and Departmental plans and processes”

President Beauchemin and Vice President Velling

A motion was then moved to amend the text that was proposed to be stricken:

Be it resolved that the above text be modified to replace “advocacy policy initiatives” with “advocacy values”, and the following text be added to the end: “as well as precedence of and interplay between the aforementioned relative to each other.”

Vice President Gerrits and Vice President Velling

Motion carries with President Beauchemin noted in abstention.

Voting on Part 2 of the Divided Question, to strike the text, as amended:

Motion fails with Chairman Plante noted in opposition.

Voting on Main Motion, as amended:

Vice President Velling nominated Director Eyre, Director Parmar, and Chairman Plante to serve as the Director members of the Long Range Planning Committee. Director Eyre declined the nomination. Director Parmar and Chairman Plante accepted the nominations, and were acclaimed to the Committee.

Be it resolved that Board adopt the 2019 Federation of Students Long Range Plan Proposal, including the Terms of Reference for the Select Committee on Long Range Planning as presented in Appendix A of the document;
Be it further resolved that pursuant to the above item, Director Parmar and Chairman Plante be elected by the Board to fill the non-Executive Director positions on the Select Committee;

Be it further resolved that pursuant to the above item, the President bring this proposal to Council for the election of Councillor and at-Large members to the Committee.

President Beauchemin and Chairman Plante

Motion carries unanimously.

Secretary’s Note: Director De Sousa rejoined the call at this time.

DATES OF GENERAL MEETINGS

Be it resolved that the Board adopt the timelines for the Fall and Winter General Meetings, as recommended below by Students’ Council;

Be it further resolved that the Board task the Chair with exploring devolving the power to set the dates of the General Meetings to the Office of the President, with the advice of Council, and report back to the Board with findings at the July Regular Meeting.

Secretary’s Note: At the May 12th meeting of Students’ Council, the following motion was adopted:

Be it resolved that Board adopts the following timeline for the Fall Annual General Meeting:

- Call for Agenda Items: September 24, 2019
- Agenda Published: October 8, 2019
- Proxy Deadline: 4:30 PM October 21, 2019
- General Meeting Date: 4:30 PM October 22, 2019

Be it further resolved that Board adopts the following timeline for the Winter General Meeting:

- Call for Agenda Items: February 25, 2020
- Agenda Published: March 10, 2020
- Proxy Deadline: 4:30 PM March 23, 2020
- General Meeting Date: 4:30 PM March 24, 2020

Be it further resolved that Board explore devolving the power to set the dates of the General Meetings to the Office of the President, with the advice of Council, to ensure they are well-aligned with General Elections dates and other substantial governance events.

President Beauchemin and Vice President Velling
President Beauchemin and Chairman Plante brought forward an issue with the timeline of the Fall Agenda item, and moved to push back the date of the Call for Agenda Items and the date of the Agenda Published back one day in order to comply with the notice requirements in the Bylaws.

Be it resolved that the Fall General Meeting timeline be amended to have the Call for Agenda Items occur on September 23, 2019 and the Agenda Published occur on October 7, 2019.

President Beauchemin and Chairman Plante

Adopted on Consensus

Director Eyre expressed a desire to move the start time of the meetings to 5:30pm, to better accommodate Co-op Students wanting to attend the meeting.

Be it resolved that the start times be moved from 4:30 to 5:30pm.

Director Eyre and Vice President Velling

Motion fails with Vice President Velling noted in opposition.

Voting on Main Motion, as amended:

Motion carries with Director Eyre noted in favour.

PROPOSED BOARD PROCEDURE, SELECTION & VACANCIES OF DIRECTORS

Be it resolved that the Board adopt a new Procedure, Selection & Vacancies of Directors, as presented.

Chairman Plante and President Beauchemin

Chairman Plante explained that the procedure covers the new process by which Directors will be selected, as outlined in Council Policy and the Bylaws. Vice President Velling commented that he supports the direction of the changes, given they comply with the new bylaws, and noted the Board should consider hiring Directors in the future.

Motion carries with Vice President Gerrits in abstention.

PROCEDURE 3 AMENDMENT

Be it resolved that Board approve an amendment to Procedure 3, as attached.

Chairman Plante and President Beauchemin

Chairman Plante stated that given the confidentiality requirements of Board, it can be difficult for the President and the Executive Committee to inform pertinent staff members of Board matters.

Matt brought forward an amendment to the proposed change:
Be it resolved that The text of the "Unless otherwise determined by the Board," be added to the beginning of the proposed amendment.

Vice President Gerrits and Chairman Plante

Motion carries

The proposed amendment now reads: "Unless otherwise determined by the Board, notwithstanding the above clause, at the discretion of the Chair and the President, confidential items of the Board may be shared with relevant Marketing and Communications Department staff members, in preparation for upcoming media and communications issues impacting the corporation. This does not apply to In-Camera discussions."

Motion carries

PROCEDURE 17 AMENDMENT

Be it resolved that Board Procedure 17, Section 1, be amended so that the Vice President, Operations and Finance is added to the text and the Vice President, Internal is replaced with the Vice President, Student Life 

Vice President Gerrits and President Beauchemin

Secretary’s Note: Vice President Velling declared his conflict of interest, and left the room.

Vice President Gerrits stated that when the Procedure was written, the Vice President, Operations and Finance was not meant to have a credit card, since their job is to scrutinize credit card purchases, but that structure has since changed. He further expressed support for the change.

Motion carries unanimously

Secretary’s Note: Sen returned to the Board room at this time.

OTHER BUSINESS

None.

Confidential Session

Be it resolved that the Board moves into confidential session at 22:31.

President Beauchemin and Vice President Velling

Motion carries unanimously
Regular Session

Be it resolved that the Board move into public session at 23:12.
President Beauchemin and Vice President Velling

Motion carries

ADJOURNMENT

Be it resolved that the Chair adjourn the meeting at 23:12.
President Beauchemin and Secretary Easton

Motion carries