Federation of Students’ Board Agenda

Regular Meeting

SLC 1106, UNIVERSITY OF WATERLOO

Chair: CHAIRMAN PLANTE Secretary: SECRETARY EASTON

ATTENDANCE

Please convey regrets to the Chair of the Board at chair@feds.ca.

Expected Attendees:

- President Beauchemin
- General Manager Burdett+
- Director De Sousa
- Secretary Easton
- Director Eyre
- Vice President Fitzpatrick

+ Non-Voting Resource Member

Expected Absences:

- None

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Public Session

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Public Session

1.0 PRELIMINARIES

Adding items to the agenda requires a two-thirds vote.

1.1 CALL TO ORDER

The Chair calls the meeting to order at 5:30 PM.

1.2 APPROVAL OF THE AGENDA

The Chair assumes the Agenda.

1.3 TERRITORIAL ACKNOWLEDGEMENT

Pursuant to Federation Policy 50, Indigenous Engagement and Inclusivity, the Federation of Students’ 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."

1.4 ORAL CONFLICT OF INTEREST DECLARATION

In accordance with Procedure 2, §II(6), the Chair poses 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?"

1.5 REMARKS OF THE CHAIR

2.0 APPROVAL OF THE MINUTES

2.1 JULY 9 REGULAR MEETING

Be it resolved that Board approve the public minutes of the July 9, 2019 Regular Meeting as presented.

Submitted By: Chairman Plante and Secretary Easton on behalf of recording Secretary Eldin

Note: Please refer to the draft minutes attached.
2.2 AUGUST 21 SPECIAL MEETING

Be it resolved that Board approve the public minutes of the August 21, 2019 Special Meeting as presented.

Submitted By: Chairman Plante

Note: Please refer to the draft minutes attached.

3.0 REPORTS

Motions arising directly out of a report, including to adopt recommendations in the report, may be considered immediately after the report without having to wait until later in the meeting. No action is required to receive a report. If the Board decides to adopt or accept a report, then it is endorsing the entire report and not just the recommendations, unless otherwise specified.

3.1 EXECUTIVE REPORTS

Each executive will provide an oral report.

1. President (Beauchemin)
2. Vice President of Operations & Finance (Velling)
3. Vice President of Education (Gerrits)
4. Vice President of Student Life (Fitzpatrick)

3.2 COMMITTEE REPORTS

Each Committee Chair will provide an oral report.

1. Executive Committee (President Beauchemin)
2. Ad Hoc Committee on Organizational Transition (President Beauchemin)
3. Ad Hoc Committee on GM Engagement (President Beauchemin)
4. Select Committee on Long Range Planning (President Beauchemin)

4.0 BUSINESS ARISING FROM THE MINUTES

Business arising from the minutes is business carried on to a meeting from a previous meeting.
4.1 SELECT COMMITTEE ON EXECUTIVE STRUCTURE REVIEW

Be it resolved that the Board approves the creation of a Select Committee on Executive Structure Review with the attached terms of reference,

Be it further resolved that the committee present reports to Board in April 2020 and April 2021,

Be it further resolved that pursuant to the above item, the Board elects ____ and ____ to serve as the Non-Executive Directors on the committee.

Submitted By: Director Town

Note: Please refer to the Select Committee on Executive Structure Review terms of reference attached.

5.0 GENERAL ORDERS

5.1 AMENDMENT TO BOARD PROCEDURE 2

Be it resolved that the Board adopts the amendment to Procedure 2, Board Meetings, as presented.

Submitted By: Chairman Plante

Note: Please refer to the proposed Procedure 2 amendment attached.

5.2 AMENDMENT TO BOARD PROCEDURE 13

Be it resolved that the Board adopts amendments to Procedure 13, Fee Increases, as presented.

Submitted By: Chairman Plante

Note: Please refer to the proposed Procedure 13 amendment attached.

5.3 NEW BOARD PROCEDURE ON SUBMISSIONS TO OUSA GENERAL MEETINGS

Be it resolved that the Board adopts the new Procedure, Submissions to OUSA General Meetings, as presented.

Submitted By: Vice President Gerrits

Note: Please refer to the proposed new Procedure attached.
5.4 Board Procedures

For Information: Status of Board Procedures that require review.

Submitted By: Chairman Plante

Note: Please refer to the Board Procedures Work Tracksheet attached.

6.0 Other Business

Any Director may raise any item of concern during other business. Generally, long discussions without a specific motion before the Board should be avoided. A one-third (1/3) vote by the Directors present at the meeting is sufficient to postpone consideration of the motion to a future date.

Confidential Session

Be it resolved that the Board enters confidential session.

7.0 Preliminaries

7.1 Approval of the Agenda

The Chair assumes the Agenda.

7.2 Oral Conflict of Interest Declaration

In accordance with Procedure 2, §II(6), the Chair poses 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?"

7.3 Remarks of the Chair

8.0 Approval of the Minutes

8.1 July 9 Regular Meeting

Motion: July 9th Regular Meeting confidential minutes.

Note: Please refer to the draft minutes attached.
9.0 REPORTS

9.1 EXECUTIVE REPORTS
Each executive will provide an oral report.

1. President (Beauchemin)
2. Vice President of Operations & Finance (Velling)
3. Vice President of Education (Gerrits)
4. Vice President of Student Life (Fitzpatrick)

9.2 COMMITTEE REPORTS
Each Committee Chair will provide an oral report.

1. Executive Committee (President Beauchemin)
2. Risk Management Committee (Vice President Velling)
3. Personnel Committee (Vice President Velling)

10.0 GENERAL ORDERS

10.1 UNOFFICIAL OPT-OUT DATA
For Information: Unofficial opt-out data for Fall 2019.

10.2 INTERNALLY FINANCED LOAN
Motion: Internally financed loan.

11.0 OTHER BUSINESS

Any Director may raise any item of concern during other business. Generally, long discussions without a specific motion before the Board should be avoided. A one-third (1/3) vote by the Directors present at the meeting is sufficient to postpone consideration of the motion to a future date.

Public Session

Be it resolved that the Board leaves confidential session.
12.0 ANNOUNCEMENTS

13.0 ADJOURNMENT

Be it resolved that the Chair adjourns the meeting.
Federation of Students’ Board of Directors Minutes

SLC 1106, UNIVERSITY OF WATERLOO

Chair: President Beauchemin  Secretary: Secretary Easton

ATTENDANCE

The following members were present:

• President Beauchemin
• Secretary Easton*
• Director Eyre*†
• Vice President Gerrits
• Director Hunte*

* remote | †Late

The following members were absent:

• General Manager Burdett†
• Director De Sousa*

* regrets | †Non-voting resource member

Regular Session

PRELIMINARIES

CALL TO ORDER

A Special Meeting of the Board of Directors assembled at 5:30p in SLC 1106, University of Waterloo. President Beauchemin took the Chair on behalf of Chairman Plante, and Secretary Easton recorded minutes. The Chair verified the meeting was properly constituted in accordance with the Corporation’s bylaws, policies, and procedures, that due notice had been given to all members, and that a quorum was present.

President Beauchemin called the meeting to order at 5:35p.
APPROVAL OF THE AGENDA

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, Anishinaabeg, 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), President Beauchemin 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 were declared.

REMARKS FROM THE CHAIR

Chairman Plante noted required timelines for the next University Board of Governor’s meeting, should agenda items pass.

GENERAL ORDERS

SUSPENSION OF PROCEDURE

Be it resolved that the Board suspends Procedure 13, Fee Increases, §(4)(d), to consider the administered fee increase, as recommended by the Students’ Council, proposed in agenda item 2.2 below.

Chairman Plante and Vice President Velling.

Secretary’s Note: Director Eyre joined the call at 5:38p.

Chairman Plante explained that the fee increase being proposed is above the threshold set out in Procedure 13, meaning it would have to go to a referendum or General Meeting to be ratified. Therefore, it was further noted that in order for the Board to accept the recommendation from Council to pass the fee increase in time to get in on the University’s October Board of Governor’s Meeting agenda, the Procedure would have to be suspended.
Directors asked why this shouldn’t just go to a referendum or General Meeting. Vice President Velling responded the the Student Refugee Program Fund is not sustainable beyond a single academic term based on its current levy and expected opt-out rates. It was further noted that an increase is crucial to the fund’s financial health, and that no inflationary adjustments had ever been made to the levy in the past.

Director Eyre stated that he respected Council’s endorsement of the increase, but planned on abstaining on the vote of suspending Procedure due to the bad precedent it could set.

Finally, Vice President Velling noted that he was working on having the fund issue tax receipts.

**Motion carries** with Director Eyre, Chairman Plante and Secretary Easton noted in abstention.

### ADJUSTMENT OF STUDENT REFUGEE PROGRAM FEE

**Be it resolved that** the Board accepts the recommendation of the Students’ Council to increment the optional Student Refugee Program administered fee to $4.82 to reflect the financial position of the fund and the required program expansion directed by the Students’ Council;

**Be it further resolved that** the Board directs the Vice President, Operations & Finance to review and increment the administrative overhead fee, as may be required for execution of the foregoing resolution, in compliance with the 15 May 2019 standing orders.

*Vice President Velling and Vice President Gerrits.*

Vice President Velling referred to the report attached to the agenda and highlighted key aspects of it. Notably, the increased fee will allow for the continuation of the program without drawing from the General Fund and, depending on what the opt-out rate is, may allow for program expansion to support an additional student once the fund’s reserves are in a healthy position.

It was noted that the University has expressed a desire to not have any fee assessments that are below $3.00 (the current SRP fee is $1.03). Additionally, the levy is the second lowest for Ontario University’s running a refugee program.

Director Eyre wished to note that he supports the efforts of Vice President Velling to make the program voluntary so donation receipts can be issued.

Directors expressed concerns with the current financial status of the fund, and if there would be enough funding to support the students currently in the program. Vice President Velling assured the Board that WUSA was committed to covering the remaining costs of any students completing the program should the fund become insolvent.

Chairman Plante read two prepared questions on behalf of absent Director De Sousa asking what the benefits of the increase would be, and how the specific number was
arrived at. Vice President Velling noted that the increase would put the fund in a better overall financial position, and would allow it to continue to support students without needing to rely on loans from the General Fund. The Vice-President further noted that a detailed budget was provided on page 9 and 10 of the attached Student Refugee Program Financial Sustainability & Growth Report.

Motion carries unanimously

ADJOURNMENT

Having concluded all business on the agenda with no immediate business arising, President Beauchemin declared the meeting adjourned at 6:13pm.
Select Committee on Executive Structure Review

The membership of the committee shall be composed of:

- Two non-executive Directors
- One at-large member, as determined by the committee

The following shall serve as resource members:

- Speaker of Council
- Chair of the Board
- Research and Policy Officer
- General Manager
- Others as determined by the committee

The committee shall operate from September 2019 to April 2021.

The committee’s purpose for September 2019 to April 2020 shall be guided by the following:

- Identify challenges and deficiencies within the current executive structure and duties
- Investigate executive structure and duties at other similar student organizations
- Investigate the efficacy of the current commissioner roles and commissioner structure
- Other research as deemed necessary by the committee
- Develop recommendations as a result of the committee’s findings
- Prepare a report outlining the findings and recommendations
- Work to implement select recommendations

The committee’s purpose for August 2020 to April 2021 shall be guided by the following:

- Continue work from the previous year as deemed necessary by the committee
- Develop policy and procedure changes to implement recommendations of the report
Proposed Amendment to Board Procedure #2, Board Meetings:

Amendment: Below Section II, Clause 6, insert the following text:

7. If more than two hours have passed since the call to order or since the last recess, then the next time there is no business pending, the Chair may assume a privileged motion to recess for 10 minutes.
Proposed Amendment to Board Procedure #13, Fee Increases:

Amendment: Section II, Clause 4 (d) insert and delete the red text as follows:

d. Any proposed change beyond these limits shall require ratification via a Referendum, or a General Meeting, or the Students’ Council, after receiving two-thirds (2/3) majority approval of the Board of Directors.
Board Procedure 29

1. As a member of the Ontario Undergraduate Student Alliance, the Federation of Students Board of Directors is permitted to submit member motions to the OUSA General Meeting agendas.

2. The Vice President, Education shall make every reasonable effort to inform the Board of upcoming General Meetings of the Ontario Undergraduate Student Alliance. This shall be done at least two regular Board meetings prior to the agenda submission deadline of the Steering Committee meeting where the General Meeting agenda is to be set.

3. Any director who wishes the Corporation to send a motion to the General Meeting of the Ontario Undergraduate Student Alliance shall submit it for debate on the agenda of the regular Board meeting preceding the OUSA submission deadline.

4. The Board shall also consider any recommendations passed by the Students’ Council pertaining to submission of a motion on behalf of the member corporate to the Ontario Undergraduate Student Alliance’s General Meeting at this time.

5. All motions to submit a motion to the Ontario Undergraduate Student Alliance General Meeting shall have a passage threshold of simple majority.

6. The Vice President, Education shall be responsible for relaying any passed motions, and rationale or accompanying messages, if applicable, at the Steering Committee meeting where the agenda is to be set.
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