



Board of Directors Meeting

Date: August 21, 2018

Time: 4:00 pm – 6:35 pm

Place: University of Waterloo, QNC B201

--Minutes--

Present:

Name and Position	Present	Regrets	Absent
Allison Sachs, Chair of Board	X		
Evan Andrews, Director	X on line		
Arash Ahmed, Director			X (resigned)?
Emily Cyr, Director	X		
Sondra Eger, Director	X on line		
Julia Goyal, Director	X		
Amanda Joynt, Director	X		
Norman Kearney, Director	X		
Graham Mayberry, Director		X	
Nick Revington, Director	X		
Rebecca Stirling Director	X		
Chris Van Bommel, Council Speaker	X		
Naima Samuel President	X		
Stella Arthur, Vice President	X		
Michelle Ashburner, Councillor	X		
Rose Vogt, General Manager	X		

1. Welcome and Opening Remarks

Quorum is present and the meeting is called to order at 4:00 pm. The agenda is approved with amendments. The minutes are removed from this agenda, adding Grad House task force verbal report, Annual Board agenda reports, the President's Workplan and discuss the Budget.

2. Board Development – none.

3. Approval of the minutes: removed due to confidential nature of the meeting of some of the minutes approval will be deferred.

4. Monitoring report EL-5 Budgeting and Finance
The President submitted a report for this meeting.

Board heard a clarification of sections 3 and 4 of EL – 6. Section 3 - the limitation is that Management cannot use the reserves without Board approval. Section 4 has cumbersome language. “Discreet” used as an adjective of fund balances. If we need to make a payment from one fund to another then within 30 days we have to replace the amount. Suggest rewriting this part.

EL 5 has a global provision and the monitoring report requires a report on each provision and then overall provision. For clarity label the paragraph in *Italics* as the ‘global provision’. This is missing from the report.

ACTION: Naima will be submitting an updated version of the report with the global provision included.

ACTION: Label the global provision on each EL as such.

Motion to accept the report with the update to include a global provision. (Sachs/Cyr)
Carried unanimously.

5. Board Committee Report Agenda:

- a. **Motion to move into confidential session at 4:14 pm (Sachs/Kearney)**
Motion to move out of confidential at 4:28 (Sachs/Kearney) Carried.

- b. VP Hiring Committee Report
Board welcomed Stella Arthur who was hired as the GSA Vice President.

Motion to move into confidential session at 4:32 pm by consensus.
Motion to move out of confidential session at 4:40 pm (Sachs/Joynt) Carried.

- c. **Grad House Task Force**
Board heard a verbal report.
Consultant recommendations were assigned to Management, Board and Shared. A second group is looking at the high priority shared recommendations. Suggest looking at developing a HR handbook for Management and for Board. The Task Force may delve into the larger questions of what the GSA is going to do with the Grad House.

ACTION: Have this on the agenda for next month.

Give management team clarity of the direction for the Grad House so that management can act appropriately.

- d. **President’s Workplan**
The President presented a workplan with an outward focus in representing the

GSA. The President reports these activities in the Council report and can summarize this for the Board in a monthly report as well so that the Board can be kept updated with the work and help if needed. The President recognizes that the plan outlines a large of work for the next 8 months. The President has drawn from Council in developing the workplan and will continue to build collaborative relationships.

ACTION: The President will provide follow up for September.

6. Council Report

- a. The report of the August Council meeting was deferred to next Board meeting.

7. Special Orders -none

8. Unfinished Business and Business Arising from Minutes

- a. Graduate House Recommendation Review & Report – overview in the verbal report in item 5c.
- b. Annual Board Agenda

Motion to accept Annual Board Agenda as outlined in the report.

(Sachs/Kearney) Carried:1 abstained.

Discuss the action items on the Board workplan and decide on the team leader. Prepare a sign-up spreadsheet on-line.

Motion to accept that the Board approves “action items” recommendations.

(Sachs/Joynt) **Carried unanimously.**

Note: The motion is not approving the specific list items.

ACTION: Team Leaders assignment will be set up on-line with a sign-up worksheet.

Joint Policy Committee could take on the task of the Vice-President Position and the Hiring Process. (N. Revington is the Board team leader on this action item).

ACTION: Board may discuss a “division of labour” to be added to the September Board Meeting Agenda.

9. New Business

- a. 2018-2019 Budget, *N. Samuel & R. Vogt*
A brief presentation is heard to provide an overview of the financial model of the GSA.

Motion to move into confidential session at 5:10 pm.

Motion to leave confidential session. 5:40 pm (Sachs/Cyr) Carried.

ACTION: Include a high-level summary report for the future Board meeting on the process of the budget development. This could be a learning opportunity for the Board to understand the process.

The budgetary assignments are intended to be aligned to the ENDS and GSA policies. A workbook submitted to the Board includes rationale for the GSA and the Grad House for potential expenditures, and worksheet (tables) to forecast revenues.

ACTION: Cost of Governance: The previous report only approved \$1400 for Board and Council and the cost of the Audit. The Budget includes the assignment of funding for other governance areas such as training. No funds will be released from the line items from Council/Board until Board approves the conditions needed.

Note: To have a conversation with the Board about the uses of the Grad House.

ACTION: Board recommends moving forward with the 'Grad House Coupon' program as a pilot program providing value-added benefit to graduate students and to collect data to evaluate the program.

Motion that Board approve interfund transfers identified in the 2018-2019 Budget. (Sachs/Kearney) **Carried unanimously.**

Motion to extend the meeting to 6:30 pm. (Sachs/Samuel) Carried: one-abstention.

b. GP-1 Policy Change.

~~**Motion to accept the amendment to the GP-1. Board Job description.**~~
(Kearney/Revington)

After discussion about the interpretation of the policy and the amendment, and to consult with the Council with this amendment. It was reported that at the last Council meeting there was more emphasis on the hiring of the Vice President.

Substitute the previous motion to refer the GP-1 amendment to Council for discussion, and get feedback. (Kearney/Cyr). **Carried unanimously.**

Director agree that if this is approved then ENDS should not be approved until the GP-1 is approved. Board will be delaying the approval of ENDS.

Director suggests a policy that Board must inform Council when policy is being changed.

10. *In camera* session at 6:39 pm.

AS:rv