

Board of Directors
Special Meeting Minutes
October 23, 2018

October 23, 2018

Board Secretary: Amanda Joynt
Minutes Taker: Allison Sachs, Chair



ATTENDENCE

Name and Position	Present	Regrets	Absent
Allison Sachs, Chair of Board	X		
Evan Andrews, Director		X	
Vacant, Director			X (resigned)
Emily Cyr, Director, Vice Chair		X	
Sondra Eger, Director	X		
Julia Goyal, Director		X	
Amanda Joynt, Director	X		
Norman Kearney, Director	16:20		
Graham Mayberry, Director		X	
Nick Revington, Director	X		
Rebecca Stirling Director	X		
Chris Van Bommel, Council Speaker	X		
Naima Samuel President	X		
Rose Vogt, General Manager		X	

Councillors	Present with notice	Present
N/a		

MINUTES

1. WELCOME AND OPENING REMARKS
 - a. **The board entered confidential session by consent at 16:10**
 - i. (CMAHRO Workplace Assessment Report)
 - b. **The board left confidential session by consent at 16:26**
2. BOARD DEVELOPMENT
 - a. N/a
3. APPROVAL OF MINUTES
 - a. October 16 Regular Meeting
 - i. **BIRT the minutes are approved from the October 16 regular meeting of the board**
 1. [Sachs] / [Joynt]
 2. Carries [4-0-3]
 3. Discussion:
 - a. Confidential minutes will be made available next meeting
 4. **Action Items:**
 - a. N/a
 5. **Amendments:**
 - a. N/a
4. PRESIDENTIAL REPORTS
 - a. Update from the president
 - i. GH Supervisor on sick leave for the week due to severe injuries incurred at a BBQ over the weekend
 1. GH Assistant Manager, President, and Interim GM will be filling in for the GH Supervisor
 - ii. Management is working to ensure that all services are being provided during the transition—backlog of student advising requests is nearly caught up
 - iii. Admin assistant and Interim GM started on Monday, October 22.
 1. Management aims to complete transitioning/training of Interim GM in three weeks
 2. Rose will still make herself available for questions and consultations
 - iv. Finances look good
 1. Auditor will be in next week
 2. President has been working with accountant, everything looks to be in order
 - v. Final report on the recently closed HR file will be available in November
 - vi. Future state of the organization reports will be written, not verbal
5. BOARD COMMITTEE REPORTS
 - a. October E-vote Report
 - i. **BIRT the Board rescind accepting the recommendations coming from the Hiring Process Report and BIRT that the Board accept the Hiring Process Report**
 1. [Kearney] / [Revington]

2. Carries [5-0-2]
3. Discussion
 - a. Many of the recommendations are simply not board-level matters—but the document will be helpful for future hiring

ii. BIRT the Board reconsider the question for all Ends approvals

1. [Kearney] / [Eger]
2. Carries [5-0-2]
3. Discussion:
 - a. Clarification
 - b. Discomfort with completing Ends approvals by e-vote
 - c. Length of time that its taking ends approval to be completed
4. **Action Items:**
 - a. Norman will craft some Document outlining the purpose of ends, the definition of and End, and examples and counter examples of ends (and possibly also political positions, EL, etc.)—possible helpers Al & Amanda
 - b. Christopher and Al will jointly approach Council to convey the history of the board surrounding the ends and to c

iii. BIRT the Board approves the Ends provided by council

1. **BIRT the Board Postpone the motion indefinitely**
 - a. [Kearney] / [Joynt]
 - b. [Carries 5-0-2]

6. COUNCIL REPORT

a. BIRT the Council reports are accepted Omnibus

- i. [Sachs] / [Eger]
- ii. Carries [5-0-0]
- iii. Discussion/feedback:
 1. Praise for the job that Chris has done

iv. Action Items:

1. [Brief description of an action item #1, include responsible party]

b. WHEREAS it is important for Council to hold itself accountable to its own mandates, BIRT the Board gives notice to Council that the Board intends to develop a Council self-monitoring policy. The Board invites Council to provide indicators or metrics for each of their five mandates (as outline in GP-8) as well as ways of managing expectations and performance for Council.

- i. [Kearney] / [Revington]
- ii. Carries [5-0-0]

7. SPECIAL ORDERS

a. Discussion Arising from EDHC report

- i. WHEREAS the GH Operating agreement requires that the GSA abide by UW's Policy 18, which conflicts with GSA timelines and priorities, and WHEREAS the GSA-UW would like to move toward greater autonomy from UW, BIRT the GSA-UW adopt the Terms of**

Reference of the Service Level Agreement Committee (as amended in the meeting)

1. [Sachs] / [Kearney]
2. Carries [5-0-0]
3. Discussion:
 - a. Our operating agreement has obliged us to act as a defacto department within UW which has caused obstacles in pay, hiring etc.
 - b. This covers our entire relationship between the GSA and UW as it relates to H/R.
 - c. GSA would request control over who to hire and how they hire.
 - d. If we stop following Policy 18, we will lose access to all services for our GSA employees.
 - e. Fee for service is a possible alternative, which means we would have to determine what services are essential.
4. **Action Items:**
 - a. A regular verbal or written report will be provided by the committee until a service level agreement or alternatives has been determined
 - b. Committee will pursue a service level agreement with UW or alternatives to be approved by the board.
 - c. Chair of committee voted in by consent; Norman Kearney

8. UNFINISHED BUSINESS AND BUSINESS ARISING FROM MINUTES

- a. Grad House Vision: Next Steps
 - i. **BIRT the Board invite Council to participate in a joint workshop to develop a vision statement for the GH.**
 1. [Kearney] / [Eger]
 2. Carries Unanimously
 3. Discussion:
 - a. Give lots of time to Councillors to reach out to their constituents, as well as tools for how to do so (through CEC)
 - b. Questions for workshop: What do we want in terms of service, operations, programming?
 - c. Style of workshop: World café from last planning cycle
 - d. There is still confusion about where we want to go.
 4. **Action Items:**
 - a. Ask Naima if the interim GM can organize
 - i. Book room (on campus), get easels, flip charts, markers, have refreshments, etc.
 - b. Board will work with Council to determine the agenda
 - c. CEC can assist council with tools to help reach out to their constituents
- b. Strategic Planning Retreat Preliminary Report

- i. Discussion:
 - 1. See Appendix
 - ii. **Action Items:**
 - 1. This item will be on the next Council and Board agendas
 - c. Appoint New Board Secretary
 - i. **BIRT Amanda Joynt is appointed the Corporate Secretary until April 30, 2019**
 - 1. [Sachs] / [Kearney]
 - 2. Carries 5-0-1 [Amanda]
 - 3. Discussion:
 - a. Al would ask that minutes be completed within a 24-48 hours turnover
 - 4. **Action Items:**
 - a. Amanda, Al, and Christopher will clarify what they need in terms of support staff, and then ask Naima
 - d. Hire Board Assistant
 - i. **BIRT that the Board request the President to recruit adequate support staff in a timely manner with the assistance of the Speaker, the Chair and the Corporate Secretary**
 - 1. [Sachs] / [Kearney]
 - 2. Carries Unanimously
 - 3. Discussion:
 - a. [Brief Description of important discussion point]
 - 4. **Action Items:**
 - a. The Speaker, Chair, Corporate Secretary and the President will produce a full report on the process and outcome
 - b. This support staff position will be formalized in an appropriate policy framework
 - e. Appoint New BEC Members
 - i. **BIRT that Evan Andrews is appointed to the BEC for the Fall Term**
 - 1. [Kearney] / [Joynt]
 - 2. Carries Unanimously
 - 3. Discussion:
 - a. Summer BEC members are finished with their term
 - 4. **Action Items:**
 - a. The BEC (Chair, Deputy Chair, President and Evan) will recruit the remaining two BEC members for the Fall term
 - f. CMAHRO workplace assessment report
 - i. Discussed in confidential session at beginning of meeting
 - g. Health and Dental Fund Report
 - i. **Tabled**
 - 1. [Sachs] / [None]
 - 2. Carries by consent
9. NEW BUSINESS
- a. Business Arising from council reports

- i. N/a
 - b. Business Arising from E-Vote
 - i. N/a
- 10. IN CAMERA
- 11. ADJOURNMENT

Appendix A – Agenda

Board of Directors

Special meeting

Special Meeting

Date: Tuesday, October 23, 2018

Time: 4:00 P.M. – 6:00 P.M.

Place: QNC B201

Skype contact id: pabetism

room phone number: x56757

CURRENT COMMITTEES

Current Standing Committees:

- Joint Policy Review Committee: **Christopher**, Julia, Nick, Jen Reid
- Board Executive Committee: **Allison (Chair)**, Emily (Deputy CGO), Graham, Nick, Rebecca

Current AdHoc Committees:

- ~~ED Hiring Committee: **Amanda**, Graham Mayberry, Norman Kearney, Noor-Ul-Huda Shah, Takin Tadayon~~
- Grad House Task Force v2.0: **Norman**, Emily, Evan, Graham, Naima
- Human Resources Task Force: **Naima**, Evan, Sondra, Allison

AGENDA

1. Welcome and Opening Remarks	<i>Potential Motions</i>	<i>Preparation</i>	<i>Relevant Policy, Policy Gaps</i>
2. Board Development	<i>Potential Motions</i>	<i>Preparation</i>	<i>Relevant Policy, Policy Gaps</i>
a) N/a		•	
3. Approval of Minutes	<i>Potential Motions</i>	<i>Preparation</i>	<i>Relevant Policy, Policy Gaps</i>
a) N/a	•	•	
4. Presidential Reports	<i>Potential Motions</i>	<i>Preparation</i>	<i>Relevant Policy,</i>

			<i>Policy Gaps</i>
a) Report from the president	•	• none	E15
5. Board/Committee Reports	<i>Potential Motions</i>	<i>Preparation</i>	<i>Relevant Policy, Policy Gaps</i>
a) October E-Vote Report (Written) (Chair)	•	•	
6. Council Report	<i>Potential Motions</i>	<i>Preparation</i>	<i>Relevant Policy, Policy Gaps</i>
a) August Meeting of Council b) September Meeting of Council c) October Meeting of Council	• Accept Reports	• Read Report	
7. Special Orders	<i>Potential Motions</i>	<i>Preparation</i>	<i>Relevant Policy, Policy Gaps</i>
a) Motions/discussion arising from EDHC report	<ul style="list-style-type: none"> • Select director to lead formation of service-level agreement with Uni HR • Select three support directors • Approve Terms of Reference 	•	
8. Unfinished Business and Business Arising from Minutes	<i>Potential Motions</i>	<i>Preparation</i>	<i>Relevant Policy, Policy Gaps</i>
a) Grad House Vision: Next Steps	•	•	
b) Strategic Retreat	•	• Read report	

Preliminary Planning Report			
c) Appoint new Board Secretary	<ul style="list-style-type: none"> • Election 	<ul style="list-style-type: none"> • 	
d) Hire Board Assistant	<ul style="list-style-type: none"> • 	<ul style="list-style-type: none"> • 	
e) Appoint members to BEC (three directors other than CGO, Deputy CGO, or CEO)	<ul style="list-style-type: none"> • Election 	<ul style="list-style-type: none"> • See GP-12 Board Executive Committee, in the May 23 Agenda Package 	
f) CMAHRO Workplace Assessment Report (verbal, confidential written component) [Naima]	<ul style="list-style-type: none"> • Accept Verbal Report • Decide next steps 	<ul style="list-style-type: none"> • 	
g) Health and Dental Fund Report (Written) [Rebecca, Allison]	<ul style="list-style-type: none"> • Accept Report • Decide next steps 	<ul style="list-style-type: none"> • <i>Read report</i> • <i>Prepare questions in advance</i> 	
9. New Business	<i>Potential Motions</i>	<i>Preparation</i>	<i>Relevant Policy, Policy Gaps</i>
a) Business arising from Council Reports	<ul style="list-style-type: none"> • 	<ul style="list-style-type: none"> • 	
10. In Camera			
11. Adjournment			

Appendix B – Discussion regarding Strategic Retreat

1. **Responsibility for Planning:** Chair is having difficulty organizing the strategic retreat-time for delegation! Sondra is interested in helping facilitate/plan, but suggests that the planner/organizer of the retreat should receive honorarium
2. **Purpose/vision:**
 - a. We're piecemeal working on a lot of stuff (Ends & political positions, HR relationship), so then what is the purpose of the retreat?
 - b. We could use retreat for board development
 - c. Retreat is for in-depth discussion: layers to be considered, voices to be heard. "What are the key things that as a board wish we have had time to address?"
3. **Structure of the Retreat:**
 - a. Step 1: Sending out a survey to determine "strategic objectives" (e.g. every graduate student knows who their councilmember is) to be brainstormed at the retreat
 - b. Step 2: Create Agenda, determine dates
 - c. Step 3: Booking space, ordering food, providing tools
 - d. Step 4: Do retreat
4. **Structure of Retreat:** This structure doesn't require much planning, just space and time to talk and brainstorm:
 - a. series of breakout sessions (topics determined in survey)
 - b. regroups and plenary
 - c. some social and professional development.
5. **How does a 5-year plan come out of this?**
 - a. Uni used a structure for their strategic plan that might be useful for us to model
 - b. Retreat gives board clarity (on priorities & how to achieve them), and we hand that direction off to management/staff or a consultant to develop a draft plan.
6. **Council involvement:**
 - a. Board-only activities, Council-Board activities, Council only activities
7. **Potential Topics:**
 - a. GH vision
 - b. Council Self-monitoring policy
 - c. "Every GSA member knows their councillor"
 - d. Others determined by survey
 - e. External Scan
8. **Survey:**
 - a. "What are your strategic planning objectives for the GSA (targets for GSA to meet in next 5 years)"
 - b. "What professional development programming do you want schedule for the retreat "
 - c. "When would you like it scheduled (December/Jan)"
 - d. Have we already asked council what their priorities are? Have we already asked council? Last fall. There is a lot of turnover in council. Two surveys last year: the pre-retreat survey and vital signs survey
 - e. We can include proposed topics and have survey respondents rank priorities
 - f. Examples of "strategic planning objectives" will be helpful

g. Could we have CEC and BEC create this?