

Graduate Student Association UW

Council

Meeting Minutes

March 2, 2022

Primary Meeting

Date: March 2, 2022

Time: 4:00 P.M. to 7:00 P.M.

Place: Virtual

Council Speaker: Tyler B. Hampton

Minutes Taker: Mavjot Kaur



MEETING ATTENDENCE

Name	Position/Faculty	Attendance*
Tyler Hampton	Council Speaker	P
Matthew Gerrits	Arts - Master of Public Service (MPS)	A
Rabia Ahmed	Arts - Master of Digital Experience Innovation (MDEI)	Po
Jillian Adams	Arts - Accounting & Finance	P
Erica Swyers	Arts - Germanic & Slavic Studies	P
Cael Dobson	Arts - Philosophy	P
Nathalie Gadbois	Arts - French Studies	P
Chris Martin	Arts - English Language & Literature	P
Madeleine Pinard	Arts - Global Governance	P
Kennedy Westlake	Arts - Psychology	P
Stephanie Wilson	Arts - Fine Arts	P
Ben Szoller	Arts - Religious Studies	P
Kevin White	Cross - Collaborative Water Program	P
Devansh Nagpal	Eng - Management Sciences	A
Alex D'Alton	Eng - Master of Business, Entrepreneurship, & Technology (MBET)	P
Manh Kien Tran	Eng - Chemical Engineering	P
Cindy Yang	Eng - Electrical & Computer Engineering	R
Jinesh Shah	Eng - Mechanical & Mechatronics Engineering	A
Nastaran Mosavari	Eng - Civil & Environmental Engineering	P
Yusof Ghiasi	Enviro - Geography & Environmental Management (GEM)	P
Tia Driver	Enviro - School of Environment, Enterprise, & Development (SEED)	P
Katie Pita	Enviro - School of Environment, Resources, & Sustainability (SERS)	A
Cloe St-Hilaire	Enviro - School of Planning	P
Kalsha Diaguarachchige De Silva	Health - Kinesiology	P
MK Stinson	Health - Recreation & Leisure Studies	P
Pam Hopwood	Health - Public Health Science	P
Karolina Kaminska	Health - Public Health Science	P
Alexandra Mossman	Math - Statistics & Actuarial Sciences	A
Joseph Meleshko	Math - Computer Science	P
Asiya Jabeen	Science - Optometry and Vision Science (School of)	P
Antoine Hakim	Science - Pharmacy (School of)	Po
Caleb Ryan	Science - Biology	P

UW GSA Council Meeting Minutes – March 2, 2022

Everett Patterson	Science - Physics and Astronomy	P
Naima Samuel	Senator	
Onurcan Gokkaya	Senator	R
Natalie Isobel DeBloeme Barcellos	Director (Board)	P
Yashesh Dasari	Director (Board)	P
Ala Mokhtar	Director (Board)	R
Jessica Lee	Director (Board)	P
Elham Mohammadi	Director (Board)	P
Samira Mehrabi	Director (Board)	P
Yi Abby Wang	Director (Board)	P
Ruby Aigbotsua	Director (Board)	P
Glaucia Melo	Interim President, Director ex-officio	P
Rita Cherkewski	Executive Manager	P
Tyler Hampton	Council Speaker	P
Matthew Gerrits	Arts - Master of Public Service (MPS)	A

*Attendance

P – Present , Po – Proxy, R – Regrets , A – Absent (no regrets)

AGENDA

Time		Item	Length (min)
4:00 PM	1	SPEAKER’S WELCOME AND OPENING REMARKS	2
4:02 PM	2	ATTENDANCE	1
4:03 PM	3	DECLARATION OF INTERESTS	1
4:04 PM	4	ADOPTION OF THE AGENDA	1
4:05 PM	5	Update from the Speaker - Welcome to new Councillors - Update on upcoming Speaker Election - Update on UW Senate Elections	15
4:20 PM	6	Introduction by the new President - Update on Housing Advocacy and Research	15
4:35 PM	7	Update from the Board Chair	10
4:45 PM	8	Update from the AGM Chair - Reminder Board recruitment - Reminder: AGM Scheduled April 13, 4pm - By Law #4 proposed changes	20
5:00 PM	9	Organize UW Update	5
5:10 PM		Break	5
5:15 PM	10	Presentation by GSA International Student Coordinator	20
5:35 PM	11	Update from the President Nominating Committee	20
5:55 PM	12	Discussion on Council-Board Relationship Discussion of proposed change to Policy GP-10 (President Term and Recruitment)	20
6:15 PM		Break	5
6:20 PM		Discussion continued	40
7:00 PM		ADJOURNMENT	

MINUTES

1. Speaker’s Welcome and Opening Remarks 04:02pm

Hampton takes the chair and calls the meeting to order at 04:02pm.

2. ATTENDANCE 04:04pm

3. DECLARATION OF INTERESTS 04:04pm

No conflicts of interests were declared.

4. ADOPTION OF THE AGENDA 04:07pm

Motion to approve the agenda. Approved unanimously

5. Update from the Speaker 04:08pm

- Welcome to new Councillors

The Council Speaker welcomed the new Councillors. The Council speaker also wished farewell to the Councillors of Fine Arts and History.

- Update on upcoming Speaker Election

The Council Speaker outlined the appointment of next Council Speaker. He highlighted the process of application which is due by March 4, 2022. The application and job description are available on GSA-UW website. In March, application would be reviewed, and interviews would be held by Council Executive Committee. The Current CEC members would conduct the interviews and new CEC would be appointed in May. On April 6, 2022, council meeting, voting by council on Speaker appointment would be held. The May 2022 meeting would be chaired by the next Speaker and new CEC will be appointed. The May meeting would be online and next speaker would inform regarding the venue of the meeting whether online or in-person or hybrid.

The Council Speaker mentioned that honorarium is \$800 per month, estimated hours is 25 hours per month. The contract duration is May 1, 2022 to April 30, 2023. The key responsibilities are Council Administration, Council Performance, Council Relations. This position is high level leadership role where the communication & coordination in form of feedback between the Board, the executive team and the Council is to be maintained.

- Update on UW Senate Elections

The Council Speaker updated about the openings in UW Senate. The Senate is seeking two nominations for upcoming vacancies. The nominations are due by March 7, 2022. This is a great leadership opportunity which has direct impact on graduate student life and broader long term university projects. The Council Speaker mentioned that if there are more than two nominations, election would be held in the special meeting, and the GSA Council could choose to endorse up to two students. The Councillor of SEED mentioned that the GSA endorsed senators usually do not show up in the meetings to represent graduate students. The accountability should be considered while nominating them. The Councillor of Recreation & Leisure Studies said that the endorsement depends on the nominees, whether the Council wants to endorse them or not. If there are no candidate worth nominating, this might be a lot of work. The Council Speaker said that if there are less than four nominations, the Council would not be involved. Therefore, no emergency meeting would be held.

The Councillor of Physics asked whether there are two seats every year or it happens to have two vacancies this year. The Council Speaker clarified that there is total four seats and two go up each year.

6. Introduction by the new President

04:23pm

- Update on Housing Advocacy and Research

Glaucia introduced herself as the interim-president at GSA-UW. She is fourth year PhD Candidate in Computer Science Department. She started her PhD in 2019 and has had been involved in CSGSA (departmental GSA) and other committees in different capacities. At GSA, she had been appointed as VP Admin in August 2021. She has had been involved in advocacy initiatives and oversight of various services provided by GSA. Her term for interim president is till April and after that she would continue her role as VP Admin.

She shared an update on Housing Advocacy and Research. A new part, Advocacy initiatives, in the GSA website had been launched. She mentioned that hiring for the project was completed in February.

She also shared information about the partners chosen for GSA-UW Philanthropy Fund for year 2021-2022.

- *Political Position 1: ReallocateWR supports local black community leadership.*
- *Political Position 2: Reception House Waterloo Region assist refugees in the region.*
- *Political Position 3: REEP Green Solutions works on enabling sustainable lifestyles*
- *Political Position 4: Waterloo Regional Suicide Prevention Council supports awareness and engagement in suicide prevention.*

7. Update from the Board

04:32pm

Samira (Board Chair) gave an update from the Board. The Approvals of Annual General Meeting 2022, changes to by-law 4.10 and addition of 4.13, and director election timeline would be presented later in the meeting by the AGM group. The Update on Approval of presidential Emergency Transition Strategy would be given by President Nomination Committee later in the meeting.

She mentioned about the proposed changes to Policy GP-10 which were requested by President Nominating Committee (PNC). The first reading is passed at the board by unanimous consent. As tasked by the board, the Joint Policy Review Committee (JPRC) prepared the second reading before the next meeting which was held on February 23, 2022. However, the board was not able to discuss the second reading and give a direction to PNC on February 23, 2022, meeting. After getting feedback from the council later this meeting, the board would be able to direct PNC as the term of interim president is ending on April 30, 2022.

She informed about amendments to By-Law 6 by the GSA-UW Board. The Board amended By-Law 6.1.2 (d) to “The President, is an ex-officio (non-voting) member of the Board.” This amendment was made to increase accountability and transparency between the GSA-UW Board and the GSA-UW Management. The Board Chair also mentioned that these changes to By-laws are effective immediately until the next AGM, where the members can ratify, reject, or cancel the amendments.

She discussed the Board-Management Relationship. She mentioned that as per policy GP-10, the discussions taking place in PNC and Board, regarding President term and recruitment or President’s performance would be carried out in confidential sessions. She mentioned that the

concerns about management performance and lack of transparency and accountability between the management and board were raised at the board. In particular, the clarification of President's role at the Board had been discussed. She added that certain approaches of the management may risk the accountability and transparency in the governance policies. The voting rights of the President on their own proposals was stated as a clear conflict of interest by the Board. She also mentioned other policies and by-law (GP-1.2.5, By-Law-5, GP-10.4, BM-3, BM-4) which clearly show conflict of interest, accountability, and transparency. Another reason is double voting by the president on appointment of VP as director as well as member of the council.

The GSA-UW website states the President as CEO an Ex-officio director. The Board Chair specified the meaning of ex-officio, that is, the member who has their position because of the office that person holds, and they have an advisory role. She further highlighted the lack of Specification and risk of Conflict with the policies and By-Law (By-Law 5.4.0 (f), By-Law 6.1.3, By-Law 6.1.4, GP-3.2.3.3 and GP-8.9.3.1).

As per GP-3. d, the board will govern lawfully, observing the principles of the Policy Governance model, with an emphasis on clear distinction of Board, Council, and Management. She highlighted the risks behind the role of ex-officio not being defined, that is Gap between Board and Management, and miss interpretation of the ex-officio role.

She informed about the steps to be taken as discussed in the past meetings. She highlighted GP-3.2, which states, the Board will direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the Board's values and perspectives. Board is committed to ensuring appropriate organizational performance, as part of their mandate. As such, the Board will continue addressing identified inconsistencies in written policies and By-laws, through thorough review processes. Further discussions on this matter would be held in future Board meetings.

The Board Chair concluded the update by asking the VP Comm about the website not being updated with the new changes in the By-Laws. The VP Comm clarified that he did not receive any notice regarding the changes in the By-Law.

The Councillor of Physics requested for sharing the presentation and asked for clarification, whether the President and VPs have the right to vote in the Board and Council. The Board Chair clarified that only the President has the voting right in Board. The councillor of Physics further asked if the concern of President have voting rights in Council was also discussed. The Board Chair replied that as per GP-8, the Board is not going to interfere with Council's mandate. However, the President holding director position is a conflict of interest as having the same powers as one's employee may create chaos.

The Councillor of Recreation & Leisure Studies, referring to the organisational chart of GSA, mention that President is the liaison between the Board and the Council, which justifies their double voting rights. The Board Chair said the President can attend board meetings, share their thoughts, and raise motions as they have an advisory role. The issue is when the President vote for their own proposal and budgets which is a conflict of interest according to the directors and Board Chair.

The Councillor of History raised the concern of centralising the power with one arm of GSA more than other two arms. She also mentioned about such scenarios in past which led to tension between the bodies and affected the functioning of the organisation. The Board Chair clarified that this issue is not about power but to provide a clear distinction between the two roles for avoiding one person

managing and directing the Board meetings. This will help in more effective Board meeting. Elham (Director) emphasized that Council, Board and Management are a team and have same objectives.

The Council Speaker clarified that the Board is supervisor of the President. Board is the corporate side of the GSA and Council is the advisory committee to the Board. These changes do not infringe the roles of the Council.

The Councillor of Computer Science asked that why the President revoke their power to vote for other matters except the evaluation of President's capacity. Board Chair clarified that most of their meeting are on the proposals and reports from the management which are presented by the President and voting on their own presented reports and proposal is considered as a conflict of interest. She added that another option was giving the opportunity to declare conflict of interest. This was discarded on the grounds that it is not declared to keep their vote. The Councillor of Computer Science was dissatisfied from the answer. The Board Chair then counter-questioned by asking what the concern is with President's voting right being revoked as they can vote in the Council for the same matter. The Council Speaker indicated again their apparent conflict of interest in discussing this item, since he is also VP Comms, but shared with the Council that the Board Chair is sharing this By-Law amendment as a courtesy to the Council, and that this tricky governance question is a good one for the Board to deliberate. He also shared that he doesn't see a conflict for the President voting at Board, since Council's role is not infringed on since the Council has the mandate to determine the Ends and Political Positions, which then guide the President's work.

The Board Chair concluded by saying that the rationale for the changes by the Board had been presented and President is ultimately the employee of the Board.

8. Update from the AGM Chair

05:25pm

- Reminder Board recruitment

- Reminder: AGM Scheduled April 13, 4pm

- By Law #4 proposed changes

Yi (Director) shared information about the AGM 2022. The meeting would be held on April 13, 2022, at 4pm virtually. She shared the agenda for the meeting and focused on By-law change.

The changes to By-law #4 were proposed. In clause 4.10.0, there is an addition that the members may cast their vote by electronic means. A new clause (4.13.0) regarding meeting format was also added. This clause states, "Directors or members, as the case may be, may determine that the meeting be held entirely by telephonic or electronic means that permits all participants to communicate adequately with each other during the meeting."

The Election Coordinator informed about Board of Directors Election 2022. She mentioned the reasons to serve as GSA-UW Board of Directors.

- *Continue their passion for improving student life by transitioning from Councillor to Director*
- *Assist in overseeing significant decisions such as strategic planning, policy, finances etc.*
- *Advance your technical and interpersonal skills.*

She mentioned there are seven positions available which begins from May 1, 2022, to April 30, 2024. However, the directors can serve for one year term, but it is preferred to serve for two-year term.

She shared the Timeline for Board of Directors Elections. There would be two 'Call for nominations' from March 1 to 14 and March 17 to 23. It is followed by Director Campaigning from March 29-April 4. The online voting period is from April 6 to 13. On April 13, during AGM 2022, there would be live voting and results would be announced in the same meeting.

Referring to By-law 4, The Councillor of Physics asked if there is a timeline to cast their vote by electronic means. The Election Coordinator confirmed that there would a timeline to cast their vote electronically.

The Councillor of Physics asked what the time commitment is for Board of Director. Yi clarified that there is a monthly meeting and other committee meetings as well which makes it 10-15 hours per month.

Samira mentioned that there are four directors that were appointed by the Board and not elected. They need to seek approval by the members to continue as Board of Directors. If the members do not approve, they would be vacant for other graduate students. Therefore, at least 3 positions are vacant for graduate students and other four are subject to change.

Speaker asked whether the online voting would be for all the parts of AGM like, director elections, proposed changes in by-laws etc. The Election Coordination/Chief Returning Officer replied that ten days prior to the AGM meeting, the members would be provided with the relevant documents regarding the matters that would be discussed in AGM meeting. Hence, they would be able to cast their vote online.

Speaker asked if the four appointed directors would be running along with other candidates or there is different elections procedure for them. Sarah clarified that all the candidates along with these four directors would be part of the same elections without any priority. Rita further clarified that the term of the appointed directors is ending in April 2022. Therefore, there are seven positions up for elections.

Tyler as VP Comm mentioned that the councillors could email Sarah regarding their question and a pre-answered FAQ can be upload on the website before the AGM meeting.

Samira invited the Councillors to join the Board of Directors meeting on March 23, 2022, to know more about the functioning of Board.

9. Organize UW Update

05:46pm

The OrganizeUW Representative shared about the ongoing drive for the formation of Union of graduate student workers (TAs and RAs), as well as sessional instructors. The Union provides unique legal protection for workers which cannot be covered by GSA. OUW is supported by CUPE. UW is one of the last schools without a union for graduate student workers.

The OUW Representative mentioned that they are ramping up the in-person organising through posters, flyers and door knocking.

She concluded by asking for support and to create awareness regarding ongoing drive for the formation of Union of graduate student workers (TAs and RAs), as well as sessional instructors.

10. Presentation by GSA International Student Coordinator

05:51pm

Shu-Feng Tsao introduced herself as the GSA-UW International Student Coordinator. She is an international graduate student. She is pursuing PhD in Public Health since Fall 2020 at School of Public Health Sciences. She was appointed the International Student Coordinator in September 2021.

She listed her primary responsibilities. It includes hosting events for international graduate students, building communication & answering questions from international graduate students, and advocating on behalf of international graduate students at monthly GSRC meetings.

She highlighted the 2021 accomplishments. Discord channel was launched for international graduate students. They published monthly International student blogs and hosted monthly virtual events and in-person events.

She shared about the future goals. They would continue monthly events, monthly international student blogs, advocating at monthly GSRC meetings, growing discord channel, and improving existing multi-communication channels. They are collaborating with GSA Wellness Coordinator for student pairing and candid talks for international graduate students. They are also collaborating with Alumni Office for #BuildYourCaer panel and networking series. A collaboration with International graduate student liaison at Campus wellness to work on improving mental health of international graduate students.

11. Update from the President Nominating Committee

06:00pm

Elham (PNC Chair) gave an update on work done in the preceding months by PNC. She highlighted the responsibilities of the committee, that is Appointment and reappointment of the president. After the process of nominations and interviewing the nominees, the PNC presents their recommendations to the board and the council. The PNC is formed 3-4 months prior to the end of the term of the President. The committee consists of two councillors and two directors. This term, the committee was formed in November 2021. There were discussions whether the President is eligible for another term. However, in February meeting, after the President had resigned, they were unsure whether they could proceed with the nomination process with current GP-10 policy.

The current policy is only about Vice president being appointed as the president if the seat suddenly becomes vacant. The PNC suggested to change 'President' to 'interim President'. The Committee also suggested to add a new clause, according to which the interim president would serve for the remaining of the previous president's term. Upon completion of the term, the process of appointing new president would be initiated.

The old policy is as follows-

3. If the President's position suddenly becomes vacant, then the Board will normally appoint the Vice-President as President for the remainder of the President's term.

3.1. If the Vice-President is not successfully appointed as the President by the Board and if more than three months remain in the President's term, then the Board and the Council will jointly recruit a President to serve for the remainder of the previous president's term.

3.2. If the Vice President is not appointed by the Board and if fewer than three months remain in the President's term, then the Board will appoint a President by approving a recommendation from the Chair of the Board to serve for the remainder of the President's term.

The Policy changes suggested by PNC are as follows-

3. If the President's position suddenly becomes vacant, then the Board will normally appoint the Vice-President as an interim President for the remainder of the President's term.

3.1. If the Vice-President is not successfully appointed as the President by the Board and if more than three months remain in the President's term, then the Board and the Council will jointly recruit an interim President to serve for the remainder of the previous president's term.

3.2. If the Vice President is not appointed by the Board and if fewer than three months remain in the President's term, then the Board will appoint an interim President by approving a recommendation from the Chair of the Board to serve for the remainder of the President's term.

3.3 If the President's position suddenly becomes vacant and an interim President was appointed by the Board, the interim president will serve for the remainder of the previous President's term. Upon completion of the previous President's term, the President nomination committee will initiate a university-wide election process to request for nominations, develop a shortlist of nominees, interview those nominees, and present the top candidate to Board and Council."

The PNC Chair mentioned about the rationale for the suggestion. No equitable opportunity is provided to other potential candidates as the role has been passed on between VPs. The current policy does not give enough time to evaluate VP's qualifications for the presidency. The current policy does not align with the EL-7 Emergency President Succession.

The process of the Policy changes was initiated by amendments proposed by the PNC on January 27, 2022. The first reading of the proposed amendments was discussed on February 9 Board meeting. The JPRC was tasked to provide feedback and further amendments, which was provided on February 21, 2022. The Council would provide their feedback and amendments in this meeting. At last, the board would review the feedback on March 23, 2022.

The Councillor of Physics asked about which documents are to be reviewed from the meeting package provided. The Council Speaker clarified that the JPRC amended policy is to be considered. The PNC chair added that the policy presented is the one with amendments suggested by the PNC. The Councillor further asked about the criteria to select which VP is to be appointed. The PNC chair clarified that when the policy was being considered for amendments, there was only one VP. Therefore, this point can be considered in future amendments of the policy. The Councillor of Physics also asked if the amended policy did not exist, what the scenario would have been. The PNC Chair replied that the VP would have been appointed as the President, without any fair and equitable consideration of other competent candidates and reappointment of the VP would have taken place. The Councillor of Physics asked about the duration of the President appointed due to sudden vacancy of the seat. The PNC Chair clarified that as per the JPRC's amendments to the policy, the duration is three months. The Councillor of Physics further asked what the term of the new appointed President in normal circumstances would be. The Council Speaker replied that it would be one year and usually end in April. This was messed up due the pandemic. Samira replied to Councillor of Physics' query regarding the criteria for selection of VP for interim president that it is President's discretion and adding certain criteria in policy might be problematic since many factors are to be considered while selecting president. She further added that this policy does not apply to current president Glaucia but this policy would guide PNC if another case of sudden vacancy of president seat occurs.

The Councillor of SEED asked about the term election used in the policy. Council Speaker further enquired whether the elections would be using ballot just like other elections or the PNC would provide the Board and Council with few shortlisted candidates or just a single candidate. The PNC

Chair clarified that the word election here does not mean typical ballot elections. As per the policy, the candidates would nominate themselves, they would be interviewed and shortlisted. The shortlisted candidates would be presented to the Board and Council and take their feedback. The current policy says 'Candidate' instead of 'Candidates'. But the PNC would consider presenting more than one candidate. The PNC chair said that the language of the policy needs to be updated.

The Councillor of SEED asked for clarification on the delay in presenting the PNC's rationale with the Council. The PNC Chair replied that they were expecting to discuss this in the emergency meeting which did not take place. The PNC chair also said that they discussed this in the JPRC meeting where the Councillor of SEED was present, and she provided some feedback from the council. The PNC chair mentioned that if anything like this happens in the future, emergency meeting can be held as these meetings can provide the required feedback from the Council.

The Council Speaker clarified that he did not receive any request from the Board to organise an emergency meeting.

The Councillor of SEED clarified that her role as a JPRC member is to review policies. She is not the JPRC Chair and does not have the responsibility to share information from JPRC meetings to the Council.

Samira clarified that as Board Chair, it is her responsibility to share the proposed policy changes and if they were not presented before, she would have included it in the presentation. She also clarified Council Speaker was expected to reach out to the board for scheduling emergency meeting if they considered it to be necessary. The Board does not want to interfere in Council business when it comes to holding meetings. In terms of appointing interim president, she mentioned that there is another clause in the current policy that if VP is not appointed as the interim president and the duration of term left is less than three months, the Board Chair must recommend someone. According to her, as Board Chair, it is a biased approach. Hence, there is a need to change the language of the policy.

The Councillor of Recreation & Leisure Studies asked about what happens to the role of VP Administration as Glaucia is the Interim President. The Council Speaker clarified that in the February meeting, Zabeen (Former President) discussed the proposed succession plan and justified that VP Admin's team is competent enough to work on autopilot, therefore, VP Admin position would stay empty while Glaucia serves as Interim President.

12. Discussion on Council-Board Relationship

Discussion of proposed change to Policy GP-10 (President Term and Recruitment) 06:40pm

Motion to extend meeting to 7:30PM" (Hampton/Patterson). Approved by unanimous consent.

The Councillor of Physics enquired about the president term after the termination of the interim president, whether it will be a year from the appointment date or until April 30th of the year. GSA-UW Governance and Strategy Coordinator clarified that as per By Law 6.2.0, the president appointed after May 1st will hold the office until April 30th following their appointment.

The Councillor of SEED proposed to replace ‘election’ with ‘appointment’. This amendment does not change the meaning and provide more clarity.

The Councillor of Physics referred to 4.1b of GP-10 Policy Second Reading Amendments and proposed if ‘a maximum three months’ could be replaced by ‘until PNC or Board appoints a new president’. The PNC Chair replied that the term of the interim president can be extended in a particular scenario. She also added that implementation of the policy will give a better idea about the gaps and different scenarios. These gaps and other concerns can be accumulated to make gradual changes to the policy. The Councillor of SEED added that intention for adding Section 4.1b is to give equal opportunity to the others instead of appointing VP for the remaining term.

The Council Speaker asked if the council want to propose other number for the interim president’s term. The Councillor of Physics proposed 6 months. Board Chair pointed out that the three-month term aligns with other policies and by laws. The change in the term period may create more confusion. The PNC Chair added that three-month period was decided while keeping in mind that interim president could go back to their position as VP.

***“Be it resolved that the GSA Council, per their powers and responsibilities in By-law #6, endorses changes to policy GP-10 presented by the JPRC from their February 21 meeting”
(Hampton/Patterson) (14-4-0) (Y-A-N)***

Discussion on Council-Board Relationship

The Council Speaker outlined the role of council in

- *By-Laws: referred to the process of president appointment*
- *Policies:*
 - *GP-8: guide the advocacy of the organization in producing Ends and Political Position*
 - *GP-1: propose the Ends and Board will consider and respond with further changes recommended*
 - *GP-10: approve president appointment*
 - *EL-11: president shall report the council on the progress towards accomplishing the Ends*
- *Governance responsibilities:*
 - *Agree with the board on procedures to appoint the President and Vice President(s)*

The Council cannot be disbanded, since By-Law lists it as a standing committee.

The Council Speaker further highlighted the links between Council and Board.

- *Directors attend Council meetings as non-voting members*
- *The Speaker of the Council attends Board meetings and provides report to the Board on the Council’s activities*
- *The Council will receive notice of all regular and special Board meetings*
- *Board will refrain from advising the Council on matters within its mandate (GP-3)*

There have been Council Board conflicts. In the past, the Directors had voting rights at Council. The Board voluntarily withdrew its own voting privileges when the Council membership was low and comparable to that of council. To clarify roles, By-law #7 was amended to declare Council as a standing committee of the Board.

The Speaker said that there has been a successful collaboration between Council and Board while amending GP-10. There has been conflict of interest held against him as he has multiple roles in the organisation. However, his voice has been questioned as carrying the authority of Council at the Board. He mentioned that a lot of GSA business transpired from February 21 to 25, while the GSA took off. A week prior, the board sent letter regarding the intended changes to GP-10 on February 14 and he, as Council Speaker, responded to the letter on February 16. Both the letters were forwarded to the Council. He put forward some requests in the letter. He wanted to clarify and withdraw some of them. He added that the Council attendance at Board will increase the accountability for the Council Speaker and increase accountability for the Board.

He highlighted the requests made in the Speaker's Letter to Board.

- *Justification on necessity of proposed changes to Policy GP-10*
- *Justification on seeking emergency powers to approve the change*
- *Justification on not inviting the Council Speaker to the meeting where the above said decisions were made.*
- *Engagement of Council in changes to Policy GP-10*
- *Insurance on accompaniment of relevant meeting minutes with the proposed changes to the policy*

The Council Speaker said that most of the issues are resolved after the discussions in today's meeting.

The Councillor of Recreation & Leisure Studies expressed that revocation of president's voting right in the Board is naïve as president represents the dual relationship between the Council and the Board.

The Council Speaker proposed to hold an introductory meeting with both the council and board member after the AGM-2022. This will ensure the compassion between the two bodies.

The Board Chair expressed that the current board was not part of the past conflicts, and it is unfair to put that on the current Board. She requested the Council to review her presentation which states the policies and by laws showing clear distinction between the president and the Board. She requested for an opportunity to discuss with the Council about the challenges faced by the Board and the tension between the Management and the Board. She also acknowledged the great job done by Tyler managing the conflict of interest as Council Speaker and VP Comm. However, Tyler (as VP Comm) could not be included in discussion which might in affect him or his boss directly. The Board Chair raised a concern on non-representation of Board in the GSRC, as the members are from management and council. She also mentioned that By-law #6 changes were not emergency changes and were included in the Update from the Board in the meeting along with the rationale behind it. She also raised a concern about a member of a committee, be it the Chair, sharing information with Council without discussing it with the whole committee. This act is a breach as per the policy. Furthermore, she clarified that the confidential minutes can be shared after Board's permission.

UW GSA Council Meeting Minutes – March 2, 2022

The Councillor of Computer Science asked if there is any Council meeting before AGM. The Council Speaker clarified that they have a meeting on April 6, 2022.

The Board Chair also raised a concern about Board of Directors being privately messaged about not to talk in the meeting. Council Speaker clarified that it is a general practice to ask anyone sharing many comments (whether from Council or Board) to withdraw their “plus ones” so that others who have spoken less get a chance to speak in the meeting.

The Speaker declared the meeting adjourned without a vote.

Adjournment

7:48pm