



Board Chair's 2024 AGM Report

To: GSA Membership

Presenter: Kaylee Biggart, GSA-UW Chair of the Board of Directors
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Date of Meeting: April 3, 2024

Summary:

The GSA-UW Board of Directors is responsible for overseeing the governance of the GSA-UW, to ensure the organization is operating responsibly. Key responsibilities of Directors include, but are not limited to:

- performance monitoring of the GSA-UW's strategic directive,
- financial oversight of the GSA-UW,
- risk identification and management,
- GSA-UW governance, and
- ensuring compliance with provincial legislation.

Over the past year, the Board has worked to overcome a number of challenges, ranging from minor issues of organization to high-impact personnel turnover. In July, the Board called a Special Meeting of the Members to remove a Director from the Board. This action was not taken lightly; the Director had been non-responsive to all attempts at contacting them (through both University of Waterloo and personal communication channels), and their absence from Board meetings hindered the Board's ability to legally complete normal operational tasks.

Shortly after the GSA-UW members voted to remove that Director, the GSA-UW's General Manager resigned. The General Manager is a crucial resource for the Board, both in their knowledge of the GSA-UW's daily operations, and their collaborative work between the Board, Council, the Association, and the University. With the General Manager's resignation, not only did the Board lose an important resource, but the Board Chair's attention (necessarily) shifted to supporting the President to ensure the GSA-UW continued to operate smoothly.

These challenges both contributed to and were exacerbated by a lack of consistency with regards to training that Directors received. To mitigate this challenge, the Board Chair dedicated most of a monthly Board meeting to delivering training on how to be an



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effective and efficient Director for the GSA-UW. Following that, the Board Chair implemented a recurring agenda item on each regular monthly Board meeting to review or refresh some aspect of Director training to ensure continuity of knowledge.

Despite these challenges, the Board has many successes to celebrate. The Board was successful in filling three vacancies by appointing three interim Directors in the Fall 2023 term. These three Directors were tasked with joining the Board mid-term, meaning they had little time to get up to speed with Board work. However, all three have risen to the challenge and, within their first three months as Directors, have joined and done work for important Board committees such as the President's Nominating Committee and the Governance Oversight Committee.

In September, the Board approved the appointment of an interim General Manager. This provided much needed organizational stability for the Board and GSA-UW as a whole. Not only was the Board able to complete regular tasks, but finally the Board and Association were able to make progress on long-running projects, such as file storage. The GSA-UW's file storage system was overhauled by the General Manager, making accessing important documents easy and enabling the Board Chair to effectively collect Director training materials.

In addition to the regular financial approvals the Board is responsible for, the Board also approved a new investment plan for the GSA-UW. Since the GSA-UW is a not-for-profit organization, the purpose of the investment plan was to ensure long term stability of the organization's assets while adhering to GSA-UW ethical stances, rather than generating profit for the organization. As well, the Board approved the purchase and installation of an espresso machine at the Grad House. This serves as an additional source of revenue for the Grad House as well as providing another service to members of the GSA-UW (and the campus community as a whole).

Finally, the Board undertook a massive review of the GSA-UW's by-laws. In October 2021, the provincial legislation governing the GSA-UW switched from a section of the Ontario Corporation's Act to the newly implemented Ontario Not-for-profit Corporation's Act (ONCA). Not only did Board propose changes to by-laws to become compliant with, but the review process also highlighted loopholes and contradictions that existed in by-laws that were cleared up with these proposed changes.

Through the hard work and dedication of this iteration of the Board, the next iteration that members are voting to elect is set up for success. Collaboration between the Board, Council, and the Association will continue to ensure the GSA-UW is pursuing our Ends.



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Director training is being standardized and well-documented, with a formal training session being held after new Directors are elected and before the new Board meets for the first time. The finalized changes to by-laws will be sent to GSA-UW lawyers for their review, to ensure that the purposes behind proposing these changes will have the intended effects, and no unintended consequences.

Through the hard work of the Board, the Association, and Council, the Board has put itself in a very favorable position. It has the tools and resources to fulfill regular responsibilities, and continuously adds to a pool of resources through collaborative efforts that have immensely strengthened the relationships between the Board and the rest of the GSA-UW. Members should have a high level of confidence that the Board and, by extension, the GSA-UW is operating responsibly and with suitable oversight.