



## Board of Directors

### Notice of Meeting

Date: Wednesday, May 24, 2017

Time: 4:00 P.M. – 6:00 P.M.

Place: COM 130

### AGENDA

Time	Item	Action
4:00 p.m.	<b>1. Chair's Welcome and Opening Remarks</b>	Information
	<b>2. Adoption of the Agenda</b>	Decision
	<b>3. Approval of the Minutes</b>	
	<b>4. Declarations of Interest</b>	
4:05 p.m.	<b>5. President's Report</b>	Information
4:20 p.m.	<b>6. Treasurer's Report</b>	Information
4:30 p.m.	<b>7. Strategic Planning</b> a. Review of the mission, vision, and values b. Organizational strategy c. New projects and programs d. Key performance indicators	Discussion
5:30 p.m.	<b>8. SLC/PAC Expansion</b> a. Operating Agreement	
5:40 p.m.	<b>9. Motions</b> a. Amendment of Policy 5 – Board of Directors b. Appointment of the corporate secretary c. Appointment of the treasurer d. Appointment of directors to committees e. Authorization of spending for the removal of moldy boxes from the basement of the Graduate House	Decision
5:50 p.m.	<b>10. <i>In camera</i></b>	
6:00 p.m.	<b>11. Adjournment</b>	

Norman M. Kearney  
 Chair | Board of Directors  
 Graduate Student Association | University of Waterloo

May 17, 2017



## **Board of Directors Meeting Minutes**

Date: Wednesday, May 24, 2017

Time: 4:00 P.M. – 6:30 P.M.

Place: COM 130

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Quorum is achieved and the Chair calls the meeting to order at 4:00 pm. Vogt records the minutes.

### **Present:**

Norman Kearney, Chair of Board  
Robert Bruce, President,  
Richard O'Brien, Director  
Beth Timmers, Director  
Sondra Eger, Director  
Matt Morison, Director  
Ramy Tannous, Director  
Serxho Selmani Director.  
Lindsey Daniels, Chair of Council  
Rose Vogt, General Manager

Allison Sachs and Evan Andrews sent regrets,

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### **1. Chairs' Welcome**

### **2. BIRT Board approves the agenda as amended. (Eger/Morison)**

- a) Motion to move the item 9a to next meeting.  
(Kearney/O'Brien) **Carried**
- b) Motion to extend the meeting to 6:30 pm.  
(Kearney/Bruce) **Carried**

**Motion Carried.**

### **3. Minutes from the last meeting are approved. (Selmani/Bruce)**

### **4. Declarations - none**

### **5. President's report**

- Bruce presents an overview of the President's report.
- Bruce briefs the Board on the process used to shortlist the applicants for the six support positions. Interviews are taking place and individuals will be hired. next week.

- SLC/PAC –The documents provided by UW will be shared with the Board. Excerpts from the bid, the budget
- The Vice President will be attending the CASA Foundations conference in Ottawa.  
Board discussed what advocacy issues are possible to address at the Federal level. The advocacy issues that will be determined in the SAIL may not be aligned with CASA policy development. The President and Vice President will evaluate the GSA effectiveness as a CASA member.  
Council raised a number of issues, but they seem to be best lobbied at the provincial level.

A fuller discussion of CASA will be held at a later date.

- Board heard that the membership policy was not being upheld at the Graduate House. That is, while graduate students are paying the fee with tuition, others are using the space without being charged the fee.

Policy vs GH practice. Need to put an end to the notion that the GH manager has discretion to wave membership fees.

The Board needs to make a decisions as to whether to change this policy or enforce it as it stands

**ACTION:** Bruce to convey back to the GH Manager that this is not an area of discretion.

- Board will continue the discussion in June as to whether it will require a membership at the Graduate house.  
Board Executive Committee may be able to discuss this and is part of a larger discussion. See policy 20

*Board takes a recess for dinner 4:35 pm - 5:05 pm.*

Board discussion of human resources practices:

- There was a question around the use of ‘must’ in the HR section of the presidents report. Does the GSA have to abide by their rules? Where is the agreement/statement for this?
- We can’t actually state in the advertisement that we only hire graduate students because it can be considered discrimination. Staff ‘must’ be under policy 18. [policy 54]
- We are a separate organization, and there is no language around having to comply with the university’s policies. We need to clarify what the university’s understanding of this is and whether the GSA needs to do anything about this understanding based on whether we agree or disagree with the university.
- Board requests clarification around the use of discrimination to only hire grad students, and whether it is legal or illegal.

**ACTION:** Seek professional advice, independent from the university. What is the cost associated with this? We have an employment lawyer currently.

Look into whether restricting hiring is a prohibited grounds for discrimination. If can't get clarity, seek and cost external advise.

**ACTION:** Where is the staff relations committee. Get answers to this. We are separately incorporated body, we have an operating agreement that we may access services, at cost, but nowhere is there an agreement that we have to comply with university policy. Decide if we agree or not.

- What is the EMV charge?
- When using a debit or credit card there is an associated charge, that was becoming a growing expense. When the new cash system was installed a per use charge was added so that the expense was split between the GH and the purchaser.

## 6. Treasurer's Report:

Vogt: Provides an update on the financial status of the organization. In general the GSA is in a good position (see financial documents)

- a) Discusses the equipment and mold expenditures
- b) A depreciation schedule will be provided for the next meeting.

**ACTION:** Provide a Summary table with amortization schedule, dishwasher, advice for major capital expenditures and the impact on the finances, and the status (e.g., disrepair, repair, working, etc.).

## 7. Strategic Plan

- a) **Strategic Planning** ties in directly with the GSA objects and MVV, and guides activity at all levels. It determines how the GSA will achieve its objects. Decide how the strategic plan will be forecast but reviewed annually. The Vital Signs survey was to gather student opinion and was part of the strategic planning process..

- CORPORATE OBJECTS:

Talk about the Strategic Planning Session 2017-2018 – Opening conversation today and hold a more in-depth retreat in September. Would this be items for the OIL? Comfortable if this project touches on all areas.

MUTUAL INTERESTS (from our letters patent/supplementary letters patent).

- Well being-Financial, physical and mental, (5 dimensions of well being),
- socializing, GH members and their friends?
- collaboration=OGSA, CASA, T&G, Brokers, Unions, Feds, NPO's, GSO, GSEF, evaluate the strength of the relationships,
- to collect monies...we do that - donations?
- enter into any agreements with any other organizations (e.g., industry)

- MISSION:
  - include the idea of mutual interests, especially with subgroups. Subgroups may not have the same mutual interest.
  - Include equity and inclusivity. Is this “through” the strategic plan?
  - Mission is “why” do we exist. It is generic.
  - What does it mean by academic and social experience.

*Academic experience:*

Concept of academic success. Caution, that mission may to too specific.

When you think about the GSA supporting your academic experience. Good: provide funding for initiatives such as conferences, and important to fund social events. Well-being should be included to mediate success. Helps manage a nuance of inequalities and if something is disproportionate in the idea of well-being.

*Social experience:*

If you have someone to advocate on your behalf. Can we leverage the unit associations to promote GSA? Unit associations specialist can help build on that.

*Vision:*

Thriving student body that all the students need, but different, what the constituents look like.

Graduate studies at the university – being treated well, feel well and doing well.

Move the ‘sole voice of grad student’ .to mission.

Modernize as addressing needs as they change...

Vision might need something about the GSA and how students are doing if we achieve our mission.

Reflect that as a board we are not representative of the membership, also have Council to check in with these ideas, and the department associations.

*Values:* Add Adaptability and Equity.

Accountability, inclusivity, integrity, Professionalism, Transparency.

Include the words with an explanation – not too specific and reducing ambiguity.

Membership driven or data driven. This could be under accountability, take decisions back to the members you serve, proactively seeking input (democratic or participatory)

Is professionalism really needed? Or do we need some short definitions after each of our values so that there is less ambiguity surrounding what the GSA values.

- b) Organizational strategy – move to the workshop.
- c) New projects and programs – move to the workshop.
- d) Key performance indicators – move to the workshop.

## 8. SLC/PAC Expansion

- Operating Agreement – There is a risk that things are being done informally. Important items need to be in an agreement:
  - What are the costs / sq. foot? The average cost is \$8.00/sq. ft
  - The GSA is currently are not paying rent.
  - Locking the grad space
  - Authority type of management of the space, (argument is that only the expansion is what is being funded),
  - profit sharing aspect is that they run businesses and collect rent, (argument is No, we don't want a stake in that because we'd lose money)
- The Board should consider rights and responsibilities to be included in the Agreement:
  - What rights should be recognized, responsibilities, scope (just the expansion)
  - Management –how it will be done, how changes to the operating fee will be made, and signing an agreement with the university,
- Space: 1200 sq.ft for lounge, and 1300 sq. ft. for office.

**ACTION:** Prepare a recommendation for June, in regards to the rights and responsibilities of the GSA/FEDS/University. What rights ought to be recognized in the agreement for Grads, and what responsibilities? What's the scope of the agreement? What does the management of expansion look like? How are changes to the operating fee decided? Prepare some context for the Board about the use of the space, etc.

- The President may discuss the working understandings at the monthly meetings of the SLC/PAC committee.
- The Board has oversight of the operating agreement, and may take suggestions for the negotiations from Council.
- Board will wait until decisions are made and then report them to Council.
- Board may go to Council for information and feedback and then the Board makes a decision.

- The Board approves decisions that the President will take to the SLC committee. It is important to share information in a timely manner.

## 9. Motions

**9a Be it RESOLVED** that Policy 5 be amended as follows:

- Replace Section 2 with:

“The membership of the BEC shall be the following:

- The Chair of the Board, who shall chair the committee;
  - The President of the Association;
  - Three directors, appointed by the Board of Directors.”
- Delete Section 5;
  - Delete Section 6.

(Selmani/O’Brien) **CARRIED unanimously**

**9b Be it RESOLVED** that Rose Vogt be appointed the Corporate Secretary for the 2017-2018 term.

(Morison/O’Brien) **CARRIED unanimously** –

**9c Be it RESOLVED** that Rose Vogt be appointed the Treasurer for the 2017-2018 term.

(O’Brien/Tannous) **CARRIED unanimously**

**9d Be it RESOLVED** that three directors be appointed, one to each of the following committees:

- Council Executive Committee; Richard O’Brien
- Joint Board-Council Budget Committee; Beth Timmers
- Presidential Nominating Committee; Allison Sachs

**And be it further RESOLVED** that three directors be appointed to the Board Executive Committee.

Evan Andrews,  
Ramy Tannous,  
Sondra Eger

(O’Brien/Selmani) **CARRIED: Bruce abstains.**

**9e Be it RESOLVED** that the Graduate House Manager be authorized to contract with the University of Waterloo, Plant Operations for the removal and destruction of moldy boxes from the basement of the Graduate House, up to a maximum of \$5150.00, taxes and contingency included.

(Bruce/Tannous). **CARRIED unanimously**

This is for the best interest for the health and safety of the workers.

***In camera begins at 6:42 pm***