



Board of Directors

Notice of Meeting

Date: Wednesday, August 25, 2017

Time: 4:00 P.M. – 7:00 P.M.

Place: COM 130

AGENDA

Time	Item
4:00 p.m.	1. Chair's Welcome and Opening Remarks
	2. Board Development- <i>tabled to future meeting</i>
4:15	Meeting Moves into Confidential Session
	3. Approval of Minutes- <i>tabled to September meeting</i> a. Regular Meeting July 19, 2017 b. Special Meeting May 18, 2017
	4. Officer Reports a. President's Report b. Treasurer's Report
	5. Committee Reports- <i>tabled to September meeting</i>
	6. Council Report- <i>tabled to September meeting</i>
	7. Special Orders
	8. Unfinished Business
Moved to continuance of meeting on August 31, 2017.	9. New Business- <i>tabled to August 31, 2017</i> a. Approval of the 2017-2018 Budget – b. Approval of the RFP for the Graduate House Exploration c. Approval of the Board Fall Consultation – Survey Instrument and Plan d. Discussion of the Board Retreat a. Proposed Agenda Items i. Determination of Ends ii. Change in management structure iii. Approval of the Interim Carver Policy Manual iv. Repeal of select policies v. Repeal of the staff job descriptions b. Venue c. Schedule d. Organizing Team

7:45 pm	10. <i>In camera</i>
8:00 pm	11. Adjournment

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

August 21, 2017

RESOLUTIONS

- 9a** Be it **RESOLVED** that the 2017-2018 Budget be approved.
- 9b** Be it **RESOLVED** that the RFP for the Graduate House Exploration be approved.
- 9c** Be it **RESOLVED** that the Board Fall Consultation – Survey Instrument and Plan be approved.



Board Meeting
8:30 am – 12:45 pm
2017-08-31
University of Waterloo, COM 130
Minutes

Present:

Evan Andrews (Interim Chair),
Robert Bruce, President
Julie Cook, Director
Sondra Eger, Director
Richard O'Brien, Director
Allison Sachs, Director
Serxho Selmani, Director
Beth Timmers, Director
Lindsey Daniels, Council Chair (On Line),
Norman Kearney, Chair (On Line)
Rose Vogt, General Manager

Regrets: Ramy Tannous, Matt Morison, and Amanda Joynt.

Andrews reports that quorum is met and calls the meeting to order at 8:30 am.

Chair's Remarks:

This is a continuation of the August 25th meeting (agenda) which was confidential. The main item on today's agenda is the approval of the 2017-2018 Budget. The President will be presenting the budget and will refer to the General Manager as needed. Questions will be taken after the budget is presented.

9. New Business

a. Approval of the 2017-2018 Budget

Board heard the presentation for the GSA Budget.

- Two scenarios are presented:
 - Budget A - no change to the GSA Fee (\$18.00/term) and
 - Budget B – GSA Fee increase to 22.80 (10%+ CPI)
- The future operations of the GSA (2018-2019) were not considered in the scenario assumptions, once the GSA moves to its new home in the SLC, nor in the evaluation of the GSA Fee for the future.
- Each line item was reviewed in Budget A, which included significant cuts, and Budget B, which included enhancements to especially to social programming.

- The fixed items remain the same in each scenario, however the wages and benefits are reduced from the 2016-2017 year due to keeping the GSA Admin Assistant position vacant, and filling in the office hours by requesting the current support staff to work for part of their weekly hours in the GSA Office. It is noted that this structure may work this year due to the location of the GSA Offices, in COM 130, and may not be a viable option once the SLC offices are occupied.
- The non-fixed items see cuts across all items in Budget A, while there are enhancements to non-fixed items in Budget B.

Board agreed that cuts to internal allowances for governance is not in the best interest of the GSA. Expenditures for Board, Council, Retreat/training, and President's expense account, are added to Budget A as an amendment.

Budget B shows increase to funding to outreach activity to allow GSA Support Staff to engage with members/associations directly. Last year (2016-2017), this was a councillor/member engagement program that was not used as expected.

Graduate Student Initiatives (GSI) funding is deemed a priority to boost opportunity for social programming. Budget B allows for an increase to \$20K and to soften the criteria for proposals. This is a strategy to engage members but without a direct proposal for the budget development. That is, funds are provided for member proposals.

Miscellaneous items in the 2016-2017 year are due to extraordinary activity. The Board may consider setting up a budget line that provides an allowance for "expert consultation".

The President estimated that the cost of \$2.00 per term/student might be needed once the GSA moves to the SLC, based on square footage of the space. Noted is that the GSA has not yet signed an agreement with the University regarding the space, not considered the staffing needs.

Board discussed that the President's recommended Budget B with a GSA Fee increase of 10% + CPI is warranted, but will have to be approved at a General Meeting. If the increase requested should fail, the following amendments would be made to provide for Budget A as a "worse case scenario".

BIRT Board approves amendments to Budget A to include allowance of \$7192.00 for internal governance items to Council, Board, Board Retreat, President's Expense Allowance, and Volunteer Recognition. Additionally, to remove the wages expense amount of \$10,400.00, held for a sixth support staff/administrative assistant, to reduce the wages/benefits expense overall.

(Kearney/Timmers) **Carried** 6:3:0

Board discussed the importance of funding to improve governance, training, and recognize volunteers. The President may request extra staffing needs with the Board should the need arise.

Budgets A & B include the assumptions for the CASA, OGSA line items. These are that the GSA would exit from CASA and therefore there is no participation expense for CASA (normally about \$8K-\$9K) and the required balance of the CASA annual fee remaining (\$10,400) is included in the budget. The Budget reflects that the full OGSA membership fee will be expensed. OGSA has very little extra charged less than \$500.00 for any meetings. Most meetings of the Board are held on line for OGSA.

Board heard that there was concern about staff working overtime: Do not want the GSA to be an organization where staff to feel obligated to work overtime. The President can report and justify the need for resources to the Board. The Board can adjust the expenditures as need arise. The President can use discretion on the assignment of duties to support staff.

OGSA/CASA discussions and analysis will take place at the Board retreat. The Council Chair and Board Chair agree that the OGSA Executive Director will be invited to make a presentation to the Council in September. (Similar to the CASA presentation last term.)

There is an obligation to pay CASA dues, their fiscal year is May – April annually. The GSA pays a deposit in the spring term, and the balance of their year falls within our fiscal year. There would be no fee in spring of 2018 to CASA if the GSA exits. The budget assumption is the amount GSA is obligated to pay for the balance of the year.

For OGSA, there are new amendments that the GSA did not have opportunity to consent to. Before the GSA makes a decision on this the Board should consider that there were significant changes to their bylaws that affects the exit strategy.

BIRT Board calls a General Meeting on September 27, 2017 at 4 pm – 6 pm with the location to be determined, to request an increase in the GSA Association fee to \$22.80 per term. (Kearney/Bruce) Carried unanimously.

10:34 – 10:45 - Break

ACTION:

- Staff to confirm the location, outreach (Council/Board), and presentation preparation for the general meeting.

- The CEC may be able to assist with the mobilization of this event. Propose that the President has about a week to get back to the Board with comments on the approved / amendments, if needed.
- Address the approved consultation expenditure of \$10K in a budget line item specifically designated for expert/professional service.
- Miscellaneous can be used to track unplanned expenditures
- Board survey and retreat, along the Carver model, the board will have a better understanding and idea of the GSA's position.

The cost of the \$10K consultation will eventually be captured in the Fund Balance for the GSA, as the net of actual annual operations whether surplus or deficit is captured there. The GSA is in very good/positive positions in each of its funds.

BIRT Board approve that an accounting item “expert consultation” is added to the GSA chart of accounts, and allocate \$10K to the account.
(Eger/Cook) Carried unanimously.

If at the General Meeting the fee is not passed, and thinking about the future of the fee for the SLC PAC expansion, and if we want to maintain the level of service now, how can we reconcile the increase in services and the needed increase in the fee. We would need to go to referendum in the 2018-2019 year. This is something to consider when we go to the general meeting, and give the reason as to why we need to increase the fee.

BIRT Board directs staff to conduct an analysis of the implications, financial and otherwise (logistics, timelines, staffing, etc.), of the move to the SLC office, and prepare a report to the Board in time for the April 2018 Board meeting.
(Kearney/Andrews) Carried unanimously.

The President leaves for 11:00 am.

The General Manager presents the Graduate House Budget Scenarios.

Graduate House Budget presented three scenarios. Board focused on reviewing Budget C. After approximately an hour of discussion the Board developed the following direction:

BIRT Board approves the following five actions regarding the Graduate House Budget and associated policies:

1) Instructions for the Graduate House Budgeting:

- Fee increases to \$23.50

- Balance the budget, providing for amortization and contingency needs and maintain an appropriate reserve in the GH Fund.
- Provide food and beverage, events, and venue services
- Prioritize service to graduate students
- the Board in general, is supportive of Budget scenario C

2) Repeal section 20.0 of Policy 20-Graduate House Membership.

3) Amend section 20.1 “The Graduate House Manager will be responsible for the daily operations of the Graduate House, reporting to the [President](#).”

~~General Manager and to the Board of Directors. The Graduate House Manager and General Manager will meet to discuss operations as needed, but at least on a weekly basis. The Graduate House Manager will submit a report to the Board when requested by the Chair of the Board and usually this will be on a monthly basis, but at least twice per academic term~~

4) Repeal section 10.2.1 of Policy 10 “The operations and activities of the Graduate House are intended to generate a surplus in the Graduate House Fund.”

5) Repeal section 10.2.2 of Policy 10 “The Board shall approve an inter-fund transfer amount from the surplus in the Graduate House Fund to the Association Fund annually, to support Association initiatives for the benefit of members.”

(Kearney/Andrews) 4: 2: 0 **CARRIED**

Board will monitor the activity by creating an Executive Limitation on the Graduate House and will identify the things on which President will be reporting.

Board expressed trust that the management will appropriately determine the details of balancing the budget, and operating within the parameters set by the Board.

The status of the cook and supervisor positions moving to full time has been already discussed and there was some question why this has not already occurred?

Director would like to see specific that an actual budget is defined (Budget C) to provide the GH Manager some direction.

ACTION:

- The President will have a week or so to review the changes and report on the budget.

- President to report on the actual status of this and bring a motion to promote the staff to full time positions.
- General Manager to find the prior minutes/motions regarding the UW-HR for cook/staff positions.

BIRT Board approves amended Budget A & Budget B of the GSA Budget.
(Andrews/O'Brien) **Carried unanimously.**

BIRT Board approves the Capital Fund Budget. (Andrews/Timmers) **Carried unanimously.**

BIRT Board approves the GSA Services Budget. (Health, Dental, and Bus Pass Budget). (Andrews/Selmani) **Carried unanimously.**

BIRT Board approves the following inter-fund transfers:
Graduate House Fund to Capital Fund of \$19,000.00
Health & Dental Fund to Association Fund of \$18,000.00
(Andrews/O'Brien) **Carried unanimously.**

- b. Approval of the RFP for the Graduate House Exploration

The RFP discussion will occur over email. It will be circulated and approved by email.

- c. Approval of the Board Fall Consultation – Survey Instrument and Plan.
Discussion will occur over email.

- d. Discussion of the Board Retreat:

BIRT establish a small ad-hoc committee to prepare an agenda and logistics for the Board retreat. (Andrews/Kearney) **Carried unanimously.**

Members include: Evan Andrews, Norman Kearney, and Julie Cook.
Any directors that wish to participate in the planning are welcome to help.

10. Item occurred on August 25th.

11. Meeting adjourned at 12:45 pm.

EA:rv

20.0 Graduate House membership

1. The Graduate House is a private club operated by the Graduate Student Association and membership is required.
2. Graduate students will be charged a membership fee, as determined by By-law#3. This Graduate House Fee will appear on graduate students' fee statement each term under "GSA Administered Fees". The amount of the fee will be posted on the GSA website in the "Chart of Fees".
3. Individuals from the university community that are not registered in graduate studies at Waterloo and who are of legal "drinking age" (19 years), must purchase a Graduate House Membership directly from the Graduate House at the rate approved by the GSA Board of Directors.
4. Graduate students from recognized graduate programs at other universities will be permitted to purchase Graduate House Memberships at the same rate as a graduate student registered at Waterloo.
5. Complimentary Graduate House Membership is offered to Waterloo Graduate Studies Alumni who are not currently enrolled in a graduate studies program at Waterloo.
6. Graduate students who choose to surrender their Graduate House Membership may apply for a refund. Any student who receives a refund will surrender rights and privileges to use the facility during the term the refund was received.

20.2 Graduate House Rules. The services of the Graduate House are for the use of Graduate House Members and registered guests. The Graduate House Manager and General Manager shall set policies and procedures. These shall be recorded in the GSA Operations Manual. The Graduate House Manager will post an accurate and current listing of the Graduate House Rules at the main entrance of the Graduate House.