



Board of Directors

Notice of Meeting

Date: Wednesday, September 20, 2017

Time: 4:00 P.M. – 6:30 P.M.

Place: COM 130

AGENDA

Time	Item
4:00 p.m.	1. Chair's Welcome and Opening Remarks <ol style="list-style-type: none"> a. Director availabilities for Fall 2017
	2. Board Development
4:05 p.m.	3. Approval of Minutes <ol style="list-style-type: none"> a. Special Meeting August 31, 2017 b. Regular Meeting August 25, 2017 c. Regular Meeting July 19, 2017 d. Special Meeting May 18, 2017
4:10 p.m.	4. Officer Reports <ol style="list-style-type: none"> a. President's Report (September) b. President's Report (August)
	5. Committee Reports
4:30 p.m.	6. Council Report
4:40 p.m.	7. Special Orders <ol style="list-style-type: none"> a. OIL Update
5:00 p.m.	8. Unfinished Business <ol style="list-style-type: none"> a. Approval of the RFP for the Graduate House Exploration b. Approval of the Board Fall Survey Instrument and Plan c. Brainstorming session for the Fall Board Retreat <ol style="list-style-type: none"> i. Approval of rescheduling of the Board Retreat
5:30 p.m.	9. New Business <ol style="list-style-type: none"> a. Approval of Board Triaging System <ol style="list-style-type: none"> i. Assignment to Issue Teams b. Appointment for the General Meeting <ol style="list-style-type: none"> i. Chair ii. Backup presenter on the fee increase c. Appointment of chair <i>pro tempore</i> for the meeting of the Board on

	<p>October 18, 2017</p> <p>d. Approval of two Executive Limitations</p> <p>e. Amendments to Policy 20</p> <p>f. Approval of the Terms of Reference for the Graduate House Health and Safety Committee</p> <p>g. Discussion the OGSA presentation to Council</p> <p>h. HR Update</p> <p>i. Approval of Full-time Status for the Graduate House Supervisor and Cook</p>
6:30 p.m.	10. <i>In camera</i>
7:00 p.m.	11. Adjournment

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

September 15, 2017

RESOLUTIONS

- 8a** Be it **RESOLVED** that the RFP for the Graduate House Exploration be approved.
- 8b** Be it **RESOLVED** that the Board Fall Survey Instrument and Plan be approved.
- 8ci** Be it **RESOLVED** that the Board Retreat be held on [].
- 9a** Be it **RESOLVED** that Board Triaging System be approved.
- 9ai** Be it **RESOLVED** that the Issue Teams be approved.
- 9bi** Be it **RESOLVED** that [] be appointed Chair of the General Meeting on September 27, 2017.
- 9bii** Be it **RESOLVED** that [] be appointed as a Backup Presenter for the General Meeting on September 27, 2017.
- 9c** Be it **RESOLVED** that [] be appointed *chair pro tempore* of the meeting of the Board on October 18, 2017.
- 9d** Be it **RESOLVED** that the following Executive Limitations be approved:
 - EL-T1: The President of GSA will not fail to address grievances from GSA employees and will work to create an environment within which employees feel safe to report grievances along proper channels.

EL-T2: The President of the GSA will not fail to address grievances from graduate students and will work to create an environment within which students feel safe to report grievances along proper channels. The President will not fail to ensure that students are informed regarding the mechanisms through which they can bring grievances forward.

- 9e** Be it **RESOLVED** that Policy 20 be amended as follows:
- 9f** Be it **RESOLVED** that the Terms of Reference for the Graduate House Health and Safety Committee be approved.
- 9i** Be it **RESOLVED** that Graduate House Supervisor and Cook be promoted to full-time status.



**Board of Directors Meeting
Wednesday September 20, 2017
4:00 pm – 6:30 pm
University of Waterloo, COM 130
--Minutes--**

Present:

Norman Kearney, Chair
Evan Andrews, Director
Julie Cook, Director
Sondra Eger, Director
Amanda Joynt, Director
Matthew Morison, Director

Richard O'Brien, Director
Serxho Selmani, Director
Ramy Tannous, Director
Lindsey Daniels, Council Chair (On Line),
Robert Bruce, President (cell 4:30)
Rose Vogt, General Manager

Regrets: Beth Timmers and Allison Sachs.

Quorum is present and Vogt will record the minutes. Chair calls the meeting to order at 4:00 pm.

1. Chair's Welcome
Discussed moving the meetings to Monday to accommodate fall schedules.
2. Board Development – none for today's meeting
3. Approval of the Minutes
 - a. **Special Meeting on August 31, 2017.** (Eger/O'Brien) **Carried**
 - b. Regular meeting August 25, 2017.
Confidential minutes were distributed at the meeting. The minutes were very detailed and too long. Board Executive Committee could review them and summarize the document to key points. Keep the hard copies for BEC. Define how the minutes would like to be summarized.

Motion to postpone the approval of the minutes from August 25, 2017 to the October meeting. (Kearney/Andrews) **Carried**
 - c. Regular meeting July 19, 2017- Approval deferred to the October meeting.
 - d. Special meeting May 18, 2017 – Approval deferred to the October meeting.
4. Officer Reports
 - a. President's Report (September)
Orientation Day Report-The cancellation of the outdoor licensed event will

not affect the GSA budget because the extra expenses were being funded by the GSPA and UW Provost Office. The last minute change to the nature of the event did result in changes to the program overall. There will be a follow up meeting about the orientation event with the stakeholders. And something specific can be done to that point.

ACTION: Staff will report back on the risk/costs of including FEDS as an additionally insured party on our policy and report back to the Board.

ACTION: Directors asked for the GH Budget “Appendix B” report to be clarified for the October meeting.

Regularizing GH Cook and Supervisor position – no comments.

Graduate Studies Endowment Fund and Graduate Student Association – UW Memorandum of Agreement: (Appendix C of President’s Report)

Option may be to empower and authorize the BEC to approve the agreement, then the Board can ratify the decision at the October meeting, or have a small task force of directors review/authorize approval of the MoA. The special consideration is to allow GSEF to gain approval for the MoA at their meeting in October.

ACTION: Board will revisit this item later in the meeting and decide on what action to take.

b. President’s Report (August)

Mold removal. After the clean up there may be opportunity to perform a more thorough safety inspection. Further discussion at item 9f- the Graduate House Health and Safety Committee.

Staff Morale: Building trust and communication. Moving forward and taking a team approach to resolving issues.

Investments: The GSA investment of \$544K were moved from a T-bill (0.2%) to a CIBC Business Growth Savings Account with a promotional return of 1.3% until the end of October. After the promotion the return will be 0.4%. An investment strategy needs to be implemented to maximize the investment portfolio. Board will define risk tolerance, screens for what we are allowed to invest in, and targeted returns.

Dinner Break at 4:55 pm – 5:00 pm.

5. Committee Reports-none
6. Council Report – no questions.

7. Special Orders (5:02 pm)

- a. OIL update
Board reviewed the OIL items and assigned tasks.

Director and Officer Insurance renewal. Vogt apologized that she did not complete the RFP. The Director & Officer Insurance (D&O) that is up for renewal for a three-year term beginning October 13, 2017, could be truncated to a term of approximately one year.

BIRT Board approves that staff renew the Director & Officer Insurance up to July 2018, more or less, and that the renewal authority be understood as only extending to status quo of what we have insured previously and if any major deviations from the status quo coverage surface they will need separate approval by the Board.
(Kearney/Cook) Carried

Follow up regarding HR policy and UW Policy.

ACTION: President and Board Chair will meet with Chris Read, Associate Provost Students to discuss the GSA status as an affiliated organization. Discover the how the GSA status compares to the affiliated colleges.

ACTION: Chair will update the OIL and redistribute the list.

8. Unfinished Business

- a. **BIRT the RFP for the Graduate House Exploration be approved.**
(Kearney/Andrews) Carried
- b. **BIRT the Board Fall Survey Instrument and Plan be approved.**
Thanks to all Directors for their time on this project.
(Kearney/Joynt) Carried.
- c. Brainstorming session for the Fall Board Retreat
- i. The Board Retreat schedule could not be confirmed at this meeting.

ACTION: Director Joynt will set up a doodle poll.

9. New Business (5:30 pm)

- a. Approval of Board Triaging System, *Evan Andrews*
A good way to solve the process of dealing with a number of issues coming to the Board. This is for emerging issues that need to be dealt with rapidly, the OIL will continue. BEC may be able to determine where an issue is housed.

BIRT the Board Triaging System be approved.

(Andrews/Eger) **Carried**

- i. Assignment of Issue Teams – The assignment of the Issue Teams will be completed on line.

b. Appointment for the General Meeting

- i. Chair of the General Meeting

BIRT Evan Andrews be appointed Chair of the General Meeting on September 27, 2017.

(Kearney/Tannous) **Carried** Andrews abstains.

- ii. Backup presenter at the General Meeting on the fee increase
The Chair of the Board will be the presenter at the General Meeting. If he cannot be present then an alternate person needs to present information on the GSA fee increase.

ACTION: Assume that the President could be the presenter, and the Chair will reach out to Director Sachs.

c. **BIRT Evan Andrews be appointed *chair pro tempore* of the meeting of the Board on October 16, 2017.** (Kearney/Eger) **Carried.**

The meeting date was changed to Monday October 16, 2017 to reflect the availabilities of directors.

d. **BIRT the following Executive Limitations be approved.**
(Amanda/Bruce) **Carried.**

- i. **EL-T1:** The President of GSA will not fail:
 - To address grievances from GSA employees
 - To create an environment within which employees and volunteers feel safe to report grievances along proper channels.
- ii. **EL-T2:** The President of the GSA will not fail:
 - To address grievances from graduate students
 - To create an environment within which students feel safe to report grievances of an academic, professional, or personal nature along proper channels.
- iii. **EL-T3:** The President will not fail:
 - To ensure that students, GSA employees and volunteers, GSA Council members, and GSA board Directors are informed regarding the mechanisms through which they can bring grievances forward.

e. Amendments to Policy 20-defer this item.

ACTION: Direct this item to an Issue Team of Kearney and Vogt.

f. **BIRT the Terms of Reference for the Graduate House Health and Safety Committee be approved.**
(Selmani/Eger) **Carried.**

Recommends that the committee members be paid for committee work and for training.

ACTION: Further clarification about the reporting process to be included in the ToR.

This will be effective immediately, allowing time for the logistics to be implemented.

g. Discussion of the OGSA presentation to Council

Two issues with the presentation:

- i. A “not so subtle” threat of a lawsuit.
- ii. Added clarity of the bylaw changes.
- iii. Councillors generally were not impressed by the presentation, it felt like he was trying to “sell us” based on the questions he was answering. Councillors were asked for submission of their reaction and any further questions.
- iv. ED inferred that the breakdown in communication was the fault of the GSA delegate, not OGSA.

ACTION: Assign to an Issue Team: (Team members were not appointed.)

- Follow up on the GSA reaction to the presentation.
- Follow on up the lead with Luke Dotto, ED OGSA
- Find out what happened (update) with the OGSA bylaw changes.
- Recommendations on further actions if they need to be taken.

Motion to go *in camera* at 6:21 pm. (Kearney/Andrews) **Carried.**

Items 9h and 9i are moved to the *in camera* session.

10. In Camera

11. Adjournment.

NMK:rv