

Board of Directors
Regular Meeting Minutes
July 16, 2019

Primary Meeting

Date: July 16, 2019
Time: 9:30 to 11:30 A.M.
Place: NH 3308

Overflow Meeting:

Board Secretary: Tyler B. Hampton, Corporate Secretary
Minutes Taker: Jerrica Little



ATTENDANCE

Name and Position	Present	Regrets*	Absent
	[“X” if present / “R” if calling or skyping]	[“X” if absent with regrets / time of arrival if late with regrets]	[“X” if absent w/o regrets / time of arrival if late w/o regrets]
Rebecca Stirling, Chair of Board	X		
Evan Andrews, Director	X Left at 11:16		
Daniel Grimmer, Director	X		
Tyler Hampton, Director, CoSec	X		
Dmitrii Marin, Director	X		
Kareem Mostafa, Vice Chair	X		
Jen Reid, Director	X		
Nick Revington, Director	X		
Isidora Sidorovska, Director	X		
Vacant, Director			
Naima Samuel, Director, President	X		
Marsha Paley, Council Speaker		X	
Kevin McKay, General Manager	X		

*A time in the Regrets or Absent column indicates a director arriving at that time, after the meeting was called to order

Councillors	Present with notice	Present
Brayden Wilson	X	
Christopher van Bommel	X	

Other	Present with notice	Present

AGENDA

1. Welcome and Opening Remarks
2. Board Development
a) Self-Assessment
3. Approval of Minutes (9:45)
a) June 18, 25
4. Priority Discussions
a) EM job role
b) SCI Fee Update
5. Policy
a) 2 nd reading policy backgrounder
b) Second Readings of Policy
c) BM5 friendly amendment
d) GP-2 first reading
e) Bylaw resolution
f) Digital Communications Policy first reading
6. Council Report
a) July Report
7. Presidential Monitoring Reports
a) Asset Protection
b) Fees
c) Compensation and Benefits
8. Strategic Planning
a) Discuss strategic plan
9. Unfinished Business and Business Arising from Minutes
a) Closed council sessions
10. In Camera (11:15)
11. Adjournment

MINUTES

1. Welcome and Opening Remarks

Stirling takes the Chair and calls the meeting to order at 9:31. Hampton acts as secretary and Little records the minutes. The board discussed governance procedures during meetings and reviewed the agenda. Motion to approve the agenda as written (Andrews/Mostafa).

2. Board Developments 9:43

a) Self Assessment

The Chair confirmed that these assessments are to be completed for every meeting.

3. Approval of Minutes 9:45

a) June 18, 25

Motion to approve June 18 minutes (Revington/Hampton).

Motions made during confidential sessions should be reflected in the regular minutes. A correction was made for Section 5b): session began at 10:53, not 11:53.

Vote to approve June 18 minutes: unanimous. **Carried.**

Motion to approve June 25 minutes (Revington/Reid). Vote (y/n/a) 10-0-1 (Samuel). **Carried.**

b) June 18 confidential minutes

Motion to move into confidential session at 9:51 (Hampton/Samuel).

Motion to approve June 18 confidential minutes. Carried in confidential session.

4. 4 Priority Discussions 9:58

a) EM job role

Motion to set pay for the EM job role (Andrews/Revington). Carried in confidential session. Left confidential session at 10:16 (Samuel/Hampton).

b) *The president delivered a report on the student choice initiative. Default settings are for opt-in; students have to manually opt-out on a separate screen prior to paying tuition fees. Fee descriptions are available with a link to the finance webpage. The finance webpage will then link to the GSA website. Report on opt-outs will be available shortly after the August 20th deadline for paying tuition.*

The department of Finance has restricted opt-outs after the tuition deadline, with the exception of rare circumstances (e.g. late enrolments). Board of Governors can meet to discuss relevant changes and the GSA will meet with the University regarding bylaw procedures for collecting fees.

Communication efforts were described as well as a summary of the activities of the Political Director; more information will be delivered in the August council meeting. The next council meeting can be a forum to discuss what next steps can be taken in opposing the SCI and support the political director in formulating a strategy. However, the short timeframe precludes the

GSA's ability to mobilize the student body to lobby the government.

Regarding interactions between council members and board members, some hesitancy was expressed about board members attending council meetings to ask questions directly. Since many council members are new, some questions from board members during meetings could help guide councillors in navigating their positions.

In the March meeting, engagement strategies were outlined for April-August. The production of a plan and performance indicators for these strategies was discussed; a written report will be provided by the President to the Board for the next regular meeting. Ambiguity surrounding what political activities are under the purview of the council and the board was also addressed, since the board is intended to be apolitical. When the organization is under an explicit political threat, how should the Board be involved in risk management? The President handles operational decisions while the Board requires information on financial and legal implications to guide governance activities.

A recess was called at 11:15. Meeting reconvened at 11:20.

5. Policy

11:20

a) 2nd reading policy backgrounder

5a policy: Motion to accept report (Andrews/Reid). Approved unanimously. **Carried.**

b) Second readings of policy

Motion to approve policy changes to GP-13 (Revington/Reid). Approved unanimously. **Carried.**

Motion to defer discussion of GP-19 until the regular August meeting (Hampton/Marin).
Approved unanimously. **Carried.**

c) BM1 friendly amendment

Motion to approve amendment "the President will be consulted during this process" (Revington/Hampton).

Regarding why the Board should be the one appraising and not the President: the hiring is conducted jointly between the Board and the President and so the performance appraisal is also a joint effort. Executive director title was changed to executive manager, which will be reflected in policy updates.

Approved unanimously. Carried.

d) BM5 friendly amendment

Motion to approve changes to BM-5 (Mostafa/Hampton). Voted unanimously. **Carried.**

e) GP-2 first reading

Motion to approve first reading of changes to GP-2 (Hampton/Mostafa).

UW GSA Board of Directors Meeting July 16, 2019

The sub-committee reviewed the language of OCA and ONCA to determine legality of statement. The proposed policy sets a threshold for acting on the powers granted through OCA and ONCA.

Motion to extend meeting by 15 minutes to discuss GP-2 agenda item (Marin/Samuel). 7-0-2.

The only way for directors to be removed is through majority GSA membership voting. Ambiguity surrounding the “appointed directors” language: all directors should be treated the same, r.e. voting includes all GSA members, even when the director in question is hired by the Board.

Vote to approve first reading of changes to GP-2: Approved unanimously. Carried.

11:45 Meeting Adjourns.