

Board of Directors
Regular Meeting Minutes
August 20, 2019

Primary Meeting

Date: August 20, 2019
Time: 9:30 to 12:30 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		
Daniel Grimmer, Director	X		
Tyler Hampton, Director, CoSec	X		
Dmitrii Marin, Director	X		
Kareem Mostafa, Vice Chair	R		
Jen Reid, Director	X		
Nick Revington, Director	X		
Isidora Sidorovska, Director	X		
Vacant, Director			
Naima Samuel, Director, President	X		
David Billedeau, Vice 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

AGENDA

1. Welcoming Remarks
2. Board Development
Self -assessment Expertise, questions
3. 9:45 Approve Minutes
-July 16, 2019 -July 23, 2019 -Confidential July 16
4. Consent Agenda
Items: -President reports (EL-5) -Committee reports: SPSC Report, DCC Chair Report -Committee appointments: SPSC (Marin, VP)
5. Priority Discussions
a) VP intro and SCI Strategy (10 minutes)
b) Annual Board Agenda
c) Committee Meeting Summary Update Primer
d) President monitoring reports calendar
e) Recruitment Task Force
f) SPSC policy change
g) DCC Report
6. 10:30 Budget
Management presentation Discuss Cost of Governance
7. Discussion Overflow from Consent Agenda and Priority Discussions
8. 12:10 Action Item Review
9. In Camera (12:15)
10. Adjournment

MINUTES

1. Welcome and Opening Remarks

Stirling takes the Chair and calls the meeting to order at 9:35. Hampton acts as secretary and Little records the minutes.

2. Board Developments

- a) Self Assessment
*Expertise, questions
Did not discuss.*

3. Approval of Minutes

9:38

- a) July 16, 23 2019

Amendment: Remove councillor's name from July 23 attendance.

Motion to approve July 16 and 23 minutes (Reid/Hampton).

Clarification with respect to July 23 minutes: The discussion about voting rights of board members during council meetings and the procedure for leaving closed sessions was not a formal decision made by the board, but a mutual understanding reached between board and council.

Approved unanimously.

- b) July 16 confidential minutes

Motion to move into confidential session at 9:39 (Marin/Samuel).

In confidential session: Motion to approve July 16 confidential minutes (Grimmer/Samuel).

Approved unanimously.

Move to leave confidential session at 9:44 (Samuel/Revington).

Approved unanimously.

4. Consent agenda

9:48

Motion to adopt consent agenda (Stirling/Samuel). Approved unanimously.

**Adjusted agenda items are reflected in the agenda attached to these minutes*.*

In future meetings, consent agenda could use more clarification (e.g. what is intended to be a decision about versus accepting a report, associated file names, etc.). How should motions be written into the consent agenda; one overarching motion or one for each individual report?

5. Priority discussions

9:59

- a) VP intro and SCI Strategy (10 minutes)

Discussed government relations strategy for the GSA. The primary goal is to advocate for policy revisions that reflect graduate student needs, part of which requires meeting with government officials regardless of public sentiment towards them. The GSA should ideally be an association that provincial and federal governments seek input from when revising education policy. Activities involve drafting ongoing correspondence with government officials at all levels, including communications about SCI. The GSA will also be reaching out to federal government during October elections to advocate for graduate students needs. Integrate with UW government relations team so that concerns of GSA can be voiced during their meetings with public stakeholders. Provincial party has demonstrated willingness to reverse policy change (e.g. autism education funding) if the public petitions for it; the GSA can strive for this.

There was some dissatisfaction expressed by graduate students on social media sites after GSA representatives met with the Ontario Conservative party leader and took a photo. The comments were addressed directly; meetings with officials are non-partisan in nature and are intended to advocate for graduate student interests and policies. In the future, news releases could include headlines/captions that explain the purpose of GSA involvement, as well as referencing the political positions of the GSA. External relations and internal communications are closely tied together and will be a focus for October.

b) ~~Annual Board Agenda~~ (deferred to September meeting)

c) Committee Meeting Summary Update Primer

Governance Oversight Committee is seeking high level meeting minutes and attendance reports from committees. Going forward, half-page minute summaries should be sent to the President and Chair of the Board so they can be reviewed and included in the consent agenda. BEC does not need to submit minutes unless powers have been delegated to them.

d) ~~President monitoring reports calendar~~ (deferred to September meeting)

e) Recruitment Task Force

The goal of this taskforce is to encourage more people to become involved in the GSA as directors and councillors. The scope is uncertain; terms of reference being worked on in conjunction with the political director right now. Progress report should be ready for September. Non-GSA members can be on the taskforce, unlike a committee. It does not focus on president and vice president recruitment.

Motion to install the recruitment task force (Hampton/Marin). Vote (y/n/a) 9/1/0.

f) SPSC policy change

There are some policies that are not harmonious with governance model of the GSA and broad governance practices. A report is anticipated to be delivered a week before the next September meeting. Management contributed some indicators; the GSA will be providing input on these. The President will touch base with the directors involved in the SPSC.

g) DCC Report

Motion to defer vote DCC report suggestions to next meeting (Marin/Revington). Vote (y/n/a) 9/1/0.

h) AFC ToR

Action item to include AFC ToR in September meeting agenda.

A 5-minute break was called at 10:30. Meeting reconvened at 10:35.

6. Budget

10:35

The executive manager presented on the proposed annual budget for the GSA. Majority of revenue is provided through student fees. Due to the SCI, fees had to be broken down and projections for opt-outs had to be developed. Based on incoming data, 11-16% opt-out rates for certain fees are occurring for September; estimated to be around 20% by end of the tuition deadline. For the budget, assumptions on enrollment figures and opt-outs were built in. The grad house has maintained good sales this year. Service fees will be monitored over the term and adjusted accordingly, since the SCI will be implemented until at least 2022. Forecasted enrollment figures are provided by Institutional Analysis and Planning. A ledger is available that summarizes the schedule of assets (e.g. computers, dishwashers at the grad house). Contract positions are being reviewed for full-time employment status (e.g. grad house manager). Recommended that even if \$16/hour wage for grad house staff is approved, tips still be encouraged as these are shared with other staff (line cooks, cleaners, etc). For the grad house, a sticker will be placed on watcards to identify who paid the grad student fee. For other services, a list will be available to determine if the student has paid the associated fee. Increased sales projections for grad house are based on the absence of The Bomber, increased communication strategies, efforts to include more undergraduate students, slight increase in prices, and dry run of opening until 9pm. Sales have increased over the summer, which also informs sales projections.

Q&A:

- *The President outlined current efforts in the SCI report to promote awareness of the GSA to students. For example, messages to incoming students have been sent.*
- *The only management positions that have part of their salary covered under the grad house budget are the executive manager and hospitality manager; the rest is covered by the association fees.*
- *More detailed information on fee tracking can be shared with the board, since it is not confidential.*
- *Regarding transparency, how will reporting be conducted for estimated versus actual spending? Files can be uploaded to sharepoint.*
- *What are the concrete actions and costs associated with priorities such as diversifying revenue bases and student need assessments? The implementation report provides some guidance on how these are expected to function in the Fall, and the VP provided some examples of what is planned (e.g. corporate investments).*
- *Once the final opt-out percentage is known, the excel budget spreadsheet can be easily adjusted with the new number. If the opt-out rate is higher than anticipated, the plan is to work with the Chair of the Board and develop an immediate contingency plan for the Fall term, tapping into the reserve funds and other savings.*
- *A brief timeline for carrying out a contingency plan was requested in the event that the opt-out rate is high, as well as what fees and services are expected to be impacted. The President confirmed that a one-page action plan can be created and shared by the end of the term. Scenarios for different opt-out rates (e.g. 20%, 40%, 60%, 80%) currently exists for the grad house.*

- *KPI condensed anonymous feedback – could this be included under strategy F (services review)? KPIs strategy G (environmental sustainability) – none related to fossil fuel divestment? Strategy G can be lobbied for, but these actions are ultimately not under the purview of the GSA. KPI questions can be submitted to slack.*
- *President must have board approval before spending any reserve funds. In an actionable scenario, when would the President need board approval, and does this hinder the ability to manage risks in a timely manner? If the opt-out rates are higher than 20%, a meeting will be called and board decisions will be made during this time.*
- *EL-9: Should the board revoke the \$16/hour living wage? The President confirmed that \$14/hour plus tips is what would better serve the interests of the grad house staff. If this is not changed prior to September, then any subsequent changes will take effect in January.*
- **Motion to approve the budget (Marin/Revington).
Approved unanimously.**

Final numbers for opt-outs will be received on August 27th. For opt-outs greater than 45%, an emergency board meeting will have to be called within a week, either on September 2nd or 3rd. The action plan will be tied into the strategic plan in this event.

- **Motion to review feedback from management and graduate house staff regarding the EL-9 living wage policy in the September meeting (Reid/Andrews).
Approved unanimously.**

Motion to extend meeting by 10 minutes (Samuel/Andrews). Vote (y/n/a) 9/0/1.

7. Discussion Overflow from Consent Agenda and Priority Discussions

8. Action Item Review

9. In Camera

Entered in camera session at 12:32.

10. Adjournment