

**GRADUATE STUDENTS' ASSOCIATION**  
**Board of Directors**  
**Tuesday, 21 November, 2017, 6:00 – 8:00pm**  
**Administration Building, Room C210**

**Present:** Ziad Ghaith (GSA President)(left at 19:27); Jordan Bonkowski (VP Operations & Finance); Arinjay Banerjee (Council appointee); Wanda Seidlikoski-Yurach (director, 2-year term); Robert Henderson (Chair\*); Chris Maierhoffer (Council appointee); Logan Pizzey (director, 1-year term);

Deidra Aitken (non-voting recording secretary)

**Regrets:** Levi Johnson (director, 2-year term)

**Absent:** Dr. Jim Pulfer (External Director)

### OPEN SESSION

1. Agenda / Additional agenda items
  - a. Call to order 6:11pm
  - b. Call for changes to the agenda – none
  - c. Adopted by consensus
2. Remarks from the Chair
  - a. Many decisions in this meeting

### Consent Agenda

**Motion:** To approve and/or receive for information by consent items 3 and 4 below.

3. Minutes from the 26 September, 2017 Board Meeting
4. Reports from the Vice Presidents

**Adopted by consensus**

### Regular Agenda

5. Business arising from the minutes

Date of the next board meeting was discussed briefly.

6. President's Update
  - a. Updates in report are very important related to the position statement the council adopted tonight
  - b. GSA will do every possible effort to communicate it to the campus community
  - c. Will ask for a vote in January
  - d. The memorandum of understanding for the union – there is an amendment to be proposed by the union of some language
  - e. Brand new members who are getting on the track of the process
  - f. Student/Supervisor Agreement – computer science, small survey in the department – ethical issue to disburse the survey to all Graduate students, must have acceptance and buy-in from professors and student simultaneously
  - g. Very high turnout for the UPASS survey to comparative years

7. Report of the Vice President Operations & Finance

- a. Changes to UPASS Fee
- b. Motion to increase the UPASS fee by \$4.11/student
  - i. The GSA is paying out of their pocket for additional costs through student GSA fees
  - ii. USSU has a similar fee
  - iii. Addition includes all associated fees for the UPASS and an additional \$1 that will stay with the GSA to cover administrative overhead
  - iv. The contract states that these fees are to be added, but the GSA has not previously
  - v. Mover: Jordan
  - vi. Second: Chris
  - vii. Discussion: A member was surprised that in the council meeting there was no discussion surrounding the UPASS survey.
  - viii. Another member raised concerns about the atmosphere at the GSA meeting where students may feel rushed and not want to share their concerns for discussion
  - ix. It was observed that we budget \$10,000 which is supposedly coming from the revenue from the UPASS, but it has come up that it has not – the board decides on the fee, the council will be made aware – this is correcting the error that has been made since the approval of the contract in 2014
  - x. One member noted concern of the risk associated with the increase.
  - xi. It was observed that students have already agreed to the contract, this is just to correct an administrative issue – students are currently all paying for this fee (it is just a GSA fee currently), even those who have opted out
  - xii. A member offered that it is a positive message to approach the council – as this is not a decision to be made, it's essentially a correction
  - xiii. It was observed that in the fall term it would increase by about \$7 anyway
- c. Unanimously approved, 1 abstention: GSA President

8. Governance and Handbook Documents

- a. Transition (Legitimacy) Document
- b. How to be an Effective Board Member Document
  - i. A member requested documentations on the introductions and procedures of new board members being elected – Transition statement and procedures on how a new member is elected and the transition between the previous member and the new member
  - ii. This can be added to the Terms & Reference of the Board, but it should be accounted for and will be returned to at another meeting
  - iii. Not being voted on at this meeting
- c. Procedures for Meetings
- d. Conflict of Interest Policy
- e. Terms of Reference: Board
- f. Terms of Reference: Audit and Risk Committee
  - i. A member was concerned that the council is excluded from this committee and would like to not see limitations on committees
  - ii. It was observed that the audit and risk committee needs to be external decision makers who cannot be influenced by management or council, etc

- iii. A member questioned how insurance would be approved – it’s based on management
  - iv. A member observed that it would be a defensible position, if legal advice says to do it that way it would explain reasons for the committee set up – should we get legal advice on this?
  - v. A member observed: just to not create the idea of layers in the document
  - vi. It was observed: the scope is narrow, what is to gain for a council member to be on the committee – which is to purely make sure audits are conducted properly, insurance is adequate, etc. – corporate matters, purely oversight and making recommendations
  - vii. A member observed: audit and risk appointing members, we do not appoint anyone from council, seek legal advice and then we can appoint members of council after – “among the non-management”
  - viii. Motion: Approval with Amendment
  - ix. Mover: Wanda
  - x. Second: Jordan
  - xi. Approved
  - g. Terms of Reference: Finance and Budget Committee
    - i. It was suggested to add hard deadlines to the document
    - ii. It was observed: budget starts May 1, approval in March – have it state no later than end of March for the annual operating and capital budgets
    - iii. Motion: Approval with Amendment
    - iv. Mover: Arinjay
    - v. Second: Logan
    - vi. Approved
  - h. Terms of Reference: Health and Dental Committee
    - i. Motion to approve Articles a, c, d, e, and h
    - j. Mover: Arinjay
    - k. Second: Wanda
    - l. Carried
9. Committee Appointments
- a. Audit & Risk
    - i. The risk of being on the committee was discussed
    - ii. Logan, Levi, Robert
  - b. Finance and Budget
    - i. Jordan, Chris, Arinjay (Troy, Council Member, as approved by council Nov 21)
  - c. Health and Dental
    - i. Wanda
    - ii. One additional member from the board to be appointed at a later date.
  - d. Adopted by consensus

10. Other Business

Confidential Session

11. Adjournment 8:18pm