

The Board of Directors acknowledges and respects the Algonquin First Nation, on whose traditional territory the Carleton University Students' Association is located.

AGENDA for the 3rd Meeting of the CUSA Board of Directors

**June 26th, 2022 at 10:30am
Hybrid at Haven (43 Seneca) and on Zoom**

1. Call to Order
2. In Camera Session

1. Motion to move to In-Camera Session.

3. Disclosure of Interest
4. Approval of the Agenda
 1. Motion to Approve the Agenda as presented

5. Approval of Past Minutes

1. Motion to approve the Regular Board Meeting minutes from May 16, 2022
2. Motion to approve the Special Board Meeting Minutes from May 24, 2022

6. Presentations/Delegations
7. Directors Reports
8. Staff Reports
9. Committee Reports
10. Introduction of Bylaws/Policy
11. Reconsideration of ByLaws/Policy
12. Announcements and Correspondence

1. Resignation of Director Saif Zaidan

13. New Business

1. Motion to fill the Board Nominating Committee
2. Motion to fill the Constitution and Policy Review Committee
3. Motion to fill Agenda Subcommittee
4. Motion to launch Chief Returning Officer (CRO) Hiring
5. Motion to open a Request for Proposal (RFP) for voting management of elections
6. Motion to Develop a Long-Term Strategic Plan for CUSA
7. Motion to invite CUSA Council as Joint Competent Chamber on Finance Policies
8. Motion to refer Hybrid Work Policy to Human Resources Subcommittee of the CUSA Board
9. Motion to refer Operating & Capital Budget Approval Policy & Procedure to the Finance & Governance Subcommittee of the CUSA Board

10. Motion to Refer the Draft Compensation Policy to the Finance and Governance Subcommittee of the CUSA Board
11. Motion to Direct the Vice President Internal to Draft a Mandate Letter for the Executive Composition Committee of the CUSA Board
12. Motion to Direct the Human Resources Committee to Draft a Written Policy on Disconnecting from Work
13. Motion to Sign onto The 50/30 Challenge
14. Motion to Appoint CUPE 1281 Collective Agreement Bargaining Team
15. Motion to Merge the Director of Finance and Director of Human Resources into a New Position of Director of Finances and Administration, and to Create the New Position of Human Resources Administrator
16. Motion to Direct the Vice President Internal and Executive Director to Draft a CUSA Key Holder Policy
17. Motion to Fill the Joint Health and Safety Subcommittee

14. Notice of Motion

1. Motion to refer Term of References to the Executive Composition Committee

15. Unfinished Business and Deferred/Tabled Items
16. Other Business
17. Question and Answer Period
18. Adjournment

Item 2.1

Motion to Move In-Camera

Moved: Chair Simms

Second: President Stoikos-Lettieri

Be it resolved that pursuant to Section 6 of the CUSA Board Rules of Procedure, The Board move In-Camera.

Item 4.1

Motion to Approve the Agenda

BE IT RESOLVED that the Agenda for the June 26th Regular Board Meeting be approved as written.

Moved: Chair Simms

Second: President Stoikos-Lettieri

Item 12.1

Resignation of Director Saif Zaidan

CUSA Board of Directors Position

May 31, 2022

Hello,

I am writing you this letter in regard to my CUSA Board of Directors position moving forward. First, I would like to apologize to the board for my absences on the recent meetings held in person and online. Since the initial Cusa Council ratification, I have been dealing with an incredible and unexpected workload and needed commitment for my own CUSA club. Therefore, I feel as though I will not be able to move forward and fulfill the responsibilities of a CUSA board of director. Please consider this as my formal letter of resignation. I sincerely apologize to my fellow board members and CUSA full time staff for any inconvenience this may have caused. Lastly, I would like to thank CUSA for the opportunity I was given.

If anything else is required on my end, please do not hesitate to contact me via email or phone call.

Best Wishes,

Saif Zaidan

Item 13.1

Motion to fill the Board Nominating Committee

WHEREAS pursuant to Section 17 and Schedule VIII of the CUSA committees policy G-04, the Board appoint one (1) outgoing director to the Board Nominating Committee.

AND WHEREAS pursuant to Section 5, subsection a) of Schedule VII Board Nominations Mandate Letter, G-04-VII of the CUSA Committees Policy G-04, this director be a Class II Director per Sections 2, 3 and 4 of the same.

AND WHEREAS pursuant to Section 5 of Schedule VII Board Nominations Mandate Letter, G-04-VII of the CUSA Committees Policy G-04, the Director be selected by lottery.

BE IT RESOLVED to promote transparency and expedite the lottery process, that the random draw be held immediately following this motion.

Moved: Director Simms

Second: President Stoikos-Lettieri

Item 13.2

Motion to Fill the Constitution and Policy Review Committee

BE IT RESOLVED pursuant to Section 17 and Schedule I of the CUSA committees policy G-04, the Board appoint two (2) directors to the Constitution and Policy Review Committee.

Moved: Director Simms

Second: President Stoikos-Lettieri

Item 13.3

Motion to fill Agenda Subcommittee

WHEREAS there is a vacancy for one (1) Director on the Agenda Subcommittee of the Board

BE IT RESOLVED that [insert name] be appointed to the Agenda Subcommittee of the Board

Moved: Director Simms

Second: President Stoikos-Lettieri

Item 13.4

Motion to launch Chief Returning Officer (CRO) Hiring

WHEREAS the Democratic Reform Committee recommended an experienced individual without ties to CUSA be appointed as the Chief Returning Officer

AND WHEREAS the CUSA Communications Office & CUSA Student Development will take on promotions, logistics, and many aspects of CUSA election facilitation previously undertaken by the former Chief and Deputy Electoral Officers

BE IT RESOLVED that a formal Request for Proposal in line with the CUSA Procurement Policy be launched in the form and style of a job application process

[\[appendix 1\]](#)

Moved: President Stoikos-Lettieri

Second: Vice-Chair Harris

Item 13.5

Motion to open a Request for Proposal (RFP) for voting management of elections

WHEERAS recommendation three of the Democratic Reform Committee final report adopted by Council and the former CUSA Inc Trustee Board reads that "... the future CUSA Board of Directors be charged with discussing the merits of having Carleton staff facilitate CUSA student-at-large elections in comparison to external options such as Simply Voting. The Board should run a request-for-proposal process or a similar competitive process to determine the best course of action, capable of the highest degree of flexibility in the future"

BE IT RESOLVED a Request for Proposal (RFP) be launched to solicit proposals from external entities which may include Carleton University on softwares and platforms for facilitating faculty specific student representative CUSA Council elections, CUSA Presidential at-large elections, CUSA Vice Presidential elections through CUSA Council, Referenda, and student club elections.

[\[exhibit 1\]](#)

Moved: President Stoikos-Lettieri

Second: Vice-Chair Harris

Item 13.6

Motion to Develop a Long-Term Strategic Plan for CUSA

WHEREAS most non-profit corporations have a long-term strategic plan,

AND WHEREAS the Board is responsible for ensuring the legal, reputational, and financial strength of the corporation,

AND WHEREAS a long term strategic plan will help the Board, Executive, and Council plan for the future of CUSA,

BE IT RESOLVED that the Board direct the President, Vice President Internal, and Director of Student Development to research the long-term strategic plans of other student associations to present to the Board and Council at their regular August meetings,

BE IT FURTHER RESOLVED that the Board direct the President and Vice President Internal to draft a procedure for creating the long-term strategic plan to present to the Board and Council at their regular August meetings,

BE IT FURTHER RESOLVED that once a plan for consultation with Council, the Board, the Executive, Senior Staff, Union Staff, Business Managers, and the Members has been developed, a committee consisting of members of the same be created to draft the long-term strategic plan to present to Council and the Board for their joint approval by May 2023.

Moved: President Lettieri

Second: Chair Simms

Item 13.7

Motion to invite CUSA Council as Joint Competent Chamber on Finance Policies

WHEREAS many financial reporting, auditing, and budgeting processes involve both the Board and membership of the corporation

BE IT RESOLVED that the CUSA Board invite CUSA Council to be an additional Competent Chamber on the Finance Policy and Finance Approvals Policy

[\[appendix 1\]](#)

[\[appendix 2\]](#)

Moved: Chair Simms

Second: Vice-Chair Harris

Item 13.8

Motion to refer Hybrid Work Policy to Human Resources Subcommittee of the CUSA Board

WHEREAS the COVID-19 pandemic has upended traditional work settings and

WHEREAS the Hybrid Work Policy requires updating to reflect these changes

BE IT RESOLVED that the Hybrid Work Policy be referred to the Human Resources Subcommittee

[\[appendix 1\]](#)

Moved: President Stoikos-Lettieri

Second: Director Harris

Item 13.9

Motion to refer Operating & Capital Budget Approval Policy & Procedure to the Finance & Governance Subcommittee of the CUSA Board

WHEREAS a draft of the Operating & Capital Budget Approval Policy & Procedure is prepared

BE IT RESOLVED that the Operating & Capital Budget Approval Policy & Procedure be referred to the Finance & Governance Subcommittee of the CUSA Board

Moved: President Stoikos-Lettieri

Second: Vice-Chair Harris

Item 13.10

Motion to Refer the Draft *Compensation Policy* to the Board Subcommittee on Finance and Governance

WHEREAS many past CUSA Councillors have noted the time commitment and job responsibilities of their elected office;

AND WHEREAS the Council is one-third vacant due to a lack of engagement during the election, leading to overlapping in Councillor duties due to undermanning;

AND WHEREAS monetary compensation is a common method to incentivize otherwise voluntary positions;

AND WHEREAS the Compensation Bylaw of the old Association Bylaws necessitated modernization and review, which was also included in this draft Policy;

AND WHEREAS the Compensation Policy was approved by the Constitution and Policy Review Committee and was to be sent to Council for approval;

FURTHERMORE under the new corporate governance system of the Association, it would be desirable for such legislation to originate from the Board, to avoid perceptions of self-enrichment by Council; therefore

BE IT RESOLVED that this Agenda Subcommittee refer the draft policy approved by the CPRC, with some amendments drafted by the Vice President Internal following recommendations from the past Executive, to the Board Finance and Governance Subcommittee, for further amendments and presentation to the full Board.

Moved: Chair Simms

Second: Vice-Chair Harris

Item 13.11

Motion to Direct the Vice President Internal to Draft a Mandate Letter for the Executive Composition Committee of the CUSA Board

WHEREAS following the major democratic and corporate changes which occurred following the recommendations of the Democratic Reform Committee and the Corporate merger which occurred in May 2022

AND WHEREAS other student associations similar in kind to CUSA has different Executive Compositions,

AND WHEREAS Council and the Board needs to strike an *ad hoc* committee to review the composition of the Executive and the Terms of References for their positions,

AND WHEREAS Executive composition is a jurisdiction shared by Board and Council,

AND WHEREAS Council adopted motion C-17, Motion to Reaffirm CUSA's Commitment to Examining Executive Composition and General Compensation, which indicates Council's desire to review Executive Composition,

BE IT RESOLVED that the Board direct the Vice President Internal to draft a Mandate letter for the joint *ad hoc* Executive Compensation Committee to present to Board and Council at the respective Chamber's regular August meeting

Moved: President Stoikos-Lettieri

Second: Chair Simms

Item 13.12

Motion to Direct the Human Resources Committee to Draft a Written Policy on Disconnecting from Work

WHEREAS the Ontario Provincial Government has passed *Bill 27, Working for Workers Act 2021*, an amendment to the *Employment Standards Act, 2000* which requires employers to have a written policy on disconnecting from work in place for all employees,

BE IT RESOLVED that the Board direct the Human Resources Committee to draft a Written policy on Disconnecting from Work for approval at the Regularly scheduled August 2022 Board Meeting.

Moved: President Stoikos-Lettieri

Second: Chair Simms

Item 13.13

Motion to Sign onto The 50/30 Challenge

WHEREAS CUSA is committed to upholding the principles of Equity, Diversity, and Inclusivity in the workplace,

AND WHEREAS the Government of Canada is providing additional resources to those organizations committed to the 50/30 challenge,

AND WHEREAS these additional resources can be used to develop CUSA's Equity, Diversity, and Inclusivity initiatives in the workplace,

AND WHEREAS other organizations on campus have already signed on to the 50/30 challenge,

BE IT RESOLVED that the board directs the President/CEO to sign CUSA on to the 50/30 challenge.

Moved: President Stoikos-Lettieri

Second: Vice-Chair Harris

Item 13.14

Motion to Appoint CUPE 1281 Collective Agreement Bargaining Team

WHEREAS CUSA has several unionized positions under CUPE 1281,

AND WHEREAS CUSA is likely to enter into negotiations and bargaining with the Union,

AND WHEREAS the Executive Director, President & CEO, Director of Finance, and Director of Human Resources would typically sit on this team,

AND WHEREAS CUSA is currently in the process of hiring a Director of Human Resources,

BE IT RESOLVED that the Bargaining Team consist of:

- Executive Director
- President & CEO
- Director of Finance
- Director of Communications and Strategy

BE IT FURTHER RESOLVED that the Director of Human Resources replace the Director of Communications and Strategy once the incoming Director of Human Resources has been onboarded.

Moved: President Stoikos-Lettieri

Second: Chair Simms

Item 13.15

Motion to Merge the Director of Finance and Director of Human Resources into a New Position of Director of Finances and Administration, and to Create the New Position of Human Resources Administrator

WHEREAS CUSA has the opportunity to streamline the Finance and Administration department by merging the Director of Finance position and Director of Human Resources position entitled the Director of Finance and Administration

BE IT RESOLVED that the Director of Human Resources and the Director of Finance positions be suspended

BE IT FURTHER RESOLVED that the Director of Finance position and Director of Human Resources position will be merged into a new position entitled the Director of Finance and Administration

BE IT FURTHER RESOLVED that the new position of HR Administrator be created at a salary of \$XX,XXX.00

BE IT FURTHER RESOLVED that the terms of reference for these positions be drafted by the Executive Director and presented to the Board at the regular August Meeting.

Moved: Chair Simms

Second: President Stoikos-Lettieri

Item 13.16

Motion to Direct the Vice President Internal and Executive Director to Draft a CUSA Key Holder Policy

WHEREAS the security of CUSA's offices is a priority of the Board of Directors under section 9.4 of the CUSA Bylaws;

AND WHEREAS keys to the CUSA offices, including master sets, should have clearly defined protocol to ensure the safety of CUSA staff, students, and any confidential information;

BE IT RESOLVED the Vice President Internal and Executive Director draft a CUSA Key Holder Policy for Fall 2022 outlining designated key holders, key assignments and returning processes, as well as, protocol in the event that keys are lost.

Moved: President Stoikos-Lettieri

Second: Vice Chair Harris

Item 13.17

Motion to Fill the Joint Health and Safety Subcommittee

WHEREAS pursuant to Section 4(a) of the Joint Health and Safety Committee Policy, the Board shall strike a health and safety committee composed of equal worker and manager representation.

BE IT RESOLVED that pursuant to Section 4(b) of the Policy, the Board appoints the two (2) identified volunteer worker members of CUPE 3011 to the Joint Health and Safety Committee.

BE IT FURTHER RESOLVED that pursuant to Section 4(b) of the Policy, the Board appoints the two (2) identified management representatives to the Joint Health and Safety Committee, as identified by the Executive Director.

Moved: Vice Chair Harris

Second: Chair Simms

Item 14.1

Notice of Motion to refer Terms of References to the Executive Composition Committee

WHEREAS Schedules A-F of the ByLaws consist of the Terms of Reference for Executive Positions,

AND WHEREAS they have not been updated since the major democratic and corporate reforms that occurred in May 2022,

AND WHEREAS the Executive Composition Committee has been struck to investigate the changes to the Executive,

AND WHEREAS changes to the ByLaws and any schedules therein must be made by Council,

AND WHEREAS the Vice-President Internal must be allocated enough time to draft a mandate letter for this new committee,

BE IT RESOLVED that the Executive Terms of Reference, Schedules A, B, C, D, E, and F be referred to the Executive Composition Committee once it strikes.

Moved: President Lettieri

Second: Chair Simms

Item 18

Adjournment

BE IT RESOLVED that the Board adjourns until 4:00 pm on Monday, the 15th of August at Haven (43 Seneca).

Moved:

Second: