

*The Board of Directors of the Carleton University  
Students' Association both acknowledges and is  
reconciling with its location on the unceded and never  
surrendered territory of the Algonquin First Nation.*

## **Minutes for the 16th Meeting of the CUSA Board of Directors**

**September 17th, 2023, at 1:00 pm EDT  
Hybrid (Haven - 43 Seneca/Online)**

**IN ATTENDANCE (bolded): President Riazudden, Chair Harris, Vice Chair Alary, Vice  
President Finance Joe-Ezigbo, Director Buri, Director Jajo-Yacoub, Director Pilatwe, Director  
Nobossi**

**STAFF IN ATTENDANCE:** Sam Kilgour (Director of Student Development), Merna Mikhail  
(Director of Human Resources), Aiden Rohacek (Associate Vice President Executive Relations)

1. Call to Order and Land Acknowledgement

Called to order at 1:13 pm.

2. Disclosure of Interest

3. Approval of the Agenda

1. Motion to Approve the Agenda as Presented (B-184)

4. Approval of Past Minutes

1. Motion to Approve the Special Board Meeting Minutes from August 3rd, 2023 (B-185)

5. In-Camera Session

1. Motion to Move to In-Camera Session (B-186)

6. Presentations/Delegations

7. Directors Reports

1. Report from the Chair on Organizational Staffing Changes

2. Report from the Chair on New CUSA Board Directors

8. Staff Reports

1. Report from All Staff

2. Report from the President

9. Committee Reports

1. Report from the Agenda Subcommittee

2. Report from the Human Resources Subcommittee

3. Report from the Finance and Governance Subcommittee

10. Introduction of Bylaws/Policy

11. Reconsideration of ByLaws/Policy

12. Announcements and Correspondence

1. E-Vote for Record: Motion to Approve Signing Authority and Authorise the Issue of Corporate Credit Card (B-182)
2. E-Vote for Record: Motion to Release Funds from Investments (B-183)

### 13. New Business

1. Motion to Approve the Executive Policy (G-02) (B-187)
2. Motion to Approve the Agenda Subcommittee Terms of Reference (D-03) (B-188)
3. Motion to Delegate Space Allocation Decision for the Finance Office and Coworking Space to the Executive Council (B-189)
4. Motion to Approve the CUSA 2023/24 Operational Budget (B-190)

### 14. Notice of Motion

### 15. Unfinished Business and Deferred/Tabled Items

### 16. Other Business

### 17. Question and Answer Period

### 18. Adjournment

1. Adjournment (B-191)
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Appendix A: Report from All Staff and the President

Appendix B: E-Vote for Record: Motion to Approve Signing Authority and Authorise the Issue of Corporate Credit Card (B-182)

Appendix C: E-Vote for Record: Motion to Release Funds from Investments (B-183)

Appendix D: Proposed Executive Policy (G-02)

Appendix E: Proposed Agenda Subcommittee Terms of Reference (D-03)

Appendix F: Draft CUSA 2023-24 Operational Budget

**Item 3.1**

**Motion to Approve the Agenda as Presented (B-184)**

**BE IT RESOLVED** that the Agenda for the September 17, 2023 Regular Board Meeting be approved as written.

Moved: Vice Chair Alary

Seconded: Director Pilatwe

***CARRIED unanimously***

**Item 4.1**

**Motion to Approve the Special Board Meeting Minutes from August 3rd, 2023 (B-185)**

**BE IT RESOLVED** that the past minutes for the August 3, 2023 Special Board Meeting be approved as written.

Moved: President Riazuddin

Seconded: Director Buri

***CARRIED unanimously***

**Item 5.1**

**Motion to Move to In-Camera Session (B-186)**

**BE IT RESOLVED** that pursuant to Section 6 of the CUSA Board Rules of Procedure, the Board moves in-camera.

Moved: Chair Harris

Seconded: Director Buri

***CARRIED unanimously***

## **Item 7.1**

### **Report from the Chair on Organizational Staffing Changes**

*Presentation to be given at Board.*

- Chair Harris explained that CUSA has had two significant staffing changes since the last board meeting. Dustin Rivers, the Executive Director, and Doug Sternia, the Director of Finance, have both left the Association.

## Item 7.2

### Report from the Chair on New CUSA Board Directors

*Presentation to be given at Board.*

- Chair Harris explained that two new directors have been appointed to the Board of Directors.



## **Item 8.1**

### **Report from All Staff**

*Presentation to be given at Board.*

[see Appendix A]

- Director Kilgour said that the Senior Staff submitted a written report. He added that the audit is almost complete, an agreement has been made with CUPE 1281, and the website has been updated. Additionally, onboarding is underway for business and event staff.

## Item 8.2

### Report from the President

*Presentation to be given at Board.*

[see Appendix A]

- President Faris touched on the following issues.
  - The President, VPI, and two AVPs presented at the SUDS conference.
  - The health and dental proposals were submitted to the University.
  - The AVP University Affairs has submitted his resignation after receiving another position. The position will remain vacant.
  - The AVP Government Affairs has been involved in lots of advocacy, arranging a meeting with Minister Dunlop.
  - The insurance renewal is underway.
  - The USC referendum planning is underway.
  - Capital Pride was a success.
  - BeForeplayAsk is underway
  - The embassy scholarship program is underway.
  - Eman did a great job during fall orientation.
  - Chonk Nation volunteers rolled out nicely and increased the CUSA brand reach.
  - The advocacy roadmap is underway.
  - The Youth Take Charge grant is almost done.

## **Item 9.1**

### **Report from the Agenda Subcommittee**

*Oral presentation to be given at Board.*

- The Committee revised the terms of reference to reflect the current state of the subcommittee.

## Item 9.2

### Report from the Human Resources Subcommittee

*Oral presentation to be given at Board.*

- Chair Harris explained that the Executive Policy is not currently in effect. The Board and Council have two different copies of the policy.
- The Executive Policy will be sent to Council for approval.

### **Item 9.3**

#### **Report from the Finance & Governance Subcommittee**

*Oral presentation to be given at Board.*

- Director Pilatwe explained that the subcommittee went through the budget and has two policies to review.

**Item 12.1**

**E-Vote for Record: Motion to Approve Signing Authority and Authorise the Issue of Corporate Credit Card (B-182)**

*[see Appendix B]*

**Item 12.2**

**E-Vote for Record: Motion to Release Funds from Investments (B-183)**

[see *Appendix C*]

**Item 13.1**

**Motion to Approve the Executive Policy (G-02) (B-187)**

**WHEREAS** the CUSA Board of Directors is required, from time to time, to review and/or modify policies over which it has been given authority

**AND WHEREAS** the Executive Policy is to be reviewed no later than 1 May, 2024

**BE IT RESOLVED** that the CUSA Board of Directors approves the Executive Policy, attached as Appendix G, as written.

Moved: President Riazuddin

Second: Chair Harris

**CARRIED unanimously**

[see Appendix D]

- President Faris asked if termination procedures are in this policy. Chair Harris explained that termination exists in the discipline policy.



**Item 13.2**

**Motion to Approve the Agenda Subcommittee Terms of Reference (D-03) (B-188)**

**WHEREAS** the CUSA Board of Directors is required, from time to time, to review and/or modify policies over which it has been given authority

**AND WHEREAS** the Agenda Subcommittee Terms of Reference is to be reviewed no later than 1 May, 2024

**BE IT RESOLVED** that the CUSA Board of Directors approves the Agenda Subcommittee Terms of Reference, attached as Appendix E, as written.

Moved: Vice Chair Alary

Second: Director Buri

**CARRIED unanimously**

[see Appendix E]

### Item 13.3

#### **Motion to Delegate Space Allocation Decision for the Finance Office and Coworking Space to the Executive Council (B-189)**

**WHEREAS** there has been an increase in student staff positions at CUSA and the lack of space to accommodate student staff,

**WHEREAS** the finance office is comprised of three full time staff and one part time staff, and that the Finance Office has suggested the preference to work hybrid,

**WHEREAS** there is also preference from Board members to work from the CUSA Office,

**WHEREAS** the Internal Board room is a potential space for the Finance Office to relocate to make way for a coworking space for Associate Vice Presidents, Board Members and/or other student staff.

**BE IT RESOLVED** that the Executive Council make a decision on the space allocation for the Finance and co-working spaces

Moved: President Riazuddin

Seconded: Director Pilatwe

#### ***CARRIED unanimously***

- President Faris explained that there needs to be more space for student staff in the office. He said the Finance Office is huge, and the team is moving to a hybrid work schedule. Therefore, the space can be retrofitted for the Board and AVPs.
- Chair Harris asked why the Finance Office continues to work hybrid. President Faris explained that the staff are following the hybrid policy.

Item 13.4

**Motion to Approve the CUSA 2023/24 Operational Budget (B-190)**

**BE IT RESOLVED** that the Board approve the 2023/2024 operating budget as presented by the Vice President Finance.

**BE IT FURTHER RESOLVED** that the Vice President Finance be tasked with delivering a budget update to the Board by no later than COB 31 December, 2023.

Moved: Chair Harris

Seconded: Director Pilatwe

**CARRIED unanimously**

[see Appendix F]

- The VPF explained that the sentiment behind this budget is to switch from wants to needs. He added that running a deficit is not ideal, but he wants to set a precedent that CUSA will move towards removing the deficit.
- The motion was amended at the request of Vice Chair Alary to include a report by the VPF in January to update the Board on the budget.

**Item 18.1**

**Adjournment (B-191)**

**BE IT RESOLVED** that the CUSA Board of Directors adjourns until the next regular board meeting at Haven (43 Seneca) or virtually.

Moved: Vice Chair Alary

Seconded: Director Pilatwe

## **APPENDIX A:**

### **Report from All Staff**

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**Date:** September 11, 2023

**Name of Department:** Finance

#### **Summary of recent accomplishments and current activities:**

1. Onboarding new A/R Clerk who will be training with Jean Cheng for the next few weeks.
2. Working with auditors and coordinating data, finance and organizational information requests.
3. Cash Flow analysis - indicated a negative cash flow position by early September. Liquidated unrestricted funds \$400K to cover our position until student fees are transferred from CU. Expect transfer by late October 2023.
4. Reviewed "Get It" Technology proposal with Senior Management Team. Greenlight to initiate integration with Olliver's menu with the objective of reducing requirement of service staff.
5. Reviewed FY2024 Budget submission and worked with Sam and Sean to review areas of concern and update funding levels.
6. Finance Clerk has expressed interest in working part-time during the school year. Finding a niche for Zeba to provide support for the Finance Dept.
7. Audit preparation – Providing external auditor documentation requests and following up on ad hoc analysis.

#### **List of activities in progress and upcoming events:**

1. Training new A/R staff
2. Finalizing Audit - Coordinate reporting with external auditor

#### **Recommendations to the Board of Directors or Council:**

Date: September 2023

Name of Department: Communications & Strategy

Summary of recent accomplishments:

1. Launched improved cusaonline.ca website with new web development team
2. Supported Fall Orientation with promotional materials, giveaway coordination and digital content and marketing materials
3. Onboarded Ellie Sheppard, Charitable Initiatives Manager

List of current activities in progress and upcoming events:

1. Working with FMP on renovation of former INS space to prepare for USC to move in - *In progress, anticipated completion December 2023*
2. Developing a website for USC - *In progress*
3. Leading the custom CUSA app and web ordering payment platform project (sponsorship with Get It Custom) which includes Ollie's food and beverage ordering, event ticket payment management, and rewards program - *In progress. Ollie's payment platform went live early Sept, and the ticketing and app are anticipated to go live Nov 2023*
4. Leading the digital menu boards project for Ollie's and Rooster's - *In progress*
5. Inventory management system for association wide promotional items - *In progress*
6. Working in conjunction with Charitable Initiatives Manager on association wide sponsorship portfolio including staffing, opportunities, valuation calculators, policy creation etc - *In progress*
7. General project management of Haven Connect coworking space - *In progress, anticipated completion date October 2023*
  1. Interior branding for coworking space
  2. Website development and marketing plans
8. Redesign and upgrade furniture in select CUSA office and shared spaces (ie boardrooms, main office space, front office) - *In progress*
9. Revising digital ad board proposal (for University Spaces) and leading internal planning - *Upcoming*

Financial impact (if any):

- Digital ad boards - ~\$10,000
- Haven Connect website development - \$6,000
- CUSA website development - \$12,500
- Office furniture - TBD (to be submitted to AFCOM for approval)

Recommendations to the Board of Directors or Council:

- N/A

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Date: September 17th, 2023

Name of Department: Development & Governance

**Summary of recently concluded files:**

- CUSA Policies have been organized with system in place to ensure proper access and tracking of additions and amendments. Results of work can be seen on the [Policies section of the new CUSA website](#). Although many internal HR policies are not on the public website.
- Department hired Stage & Tech Events Crew for event support. Larger team than previous years due to more suitable hiring environment and a recognized increased need for this team
- Department supported Fall O to great success
- Staff support of Clubs Oversight Commission has allowed the Commission to be on their desired schedule for certification, recertification, and funding.
- CUPE 1281 Collective Agreement is finalized, a year and three months following its expiry

**List of activities in progress and upcoming events:**

- Support of budget process
- Support of executive and service centre staff in planning fall programming
- Support of Chief Returning Officer in facilitation of byelection events and initiatives
- Supporting Executive in strategizing path forward for Health & Dental plan within the destructive constraints placed on the plan by the University

- Supporting Executive in planning a Student Issues Conference the first weekend in March

**Influence & type of Influence on CUSA, if any, of the files, activities, or events within your department (Legal, Reputational, Financial, Cultural, etc):**

- Retroactive pay for 1281 employees dating back to June 2022 will have an influence on the fiscal 2023 budget, as the expense is happening this year, but should not lead to significant overages on salary lines of any department/business.
- Potential funding opportunities from the Ancillary Fee Committee if Byelection is executed in accordance with a number of provisions.

**Recommendations to the Board of Directors or Council (depending on who is to receive this report):**

- Adopt the proposals related to Finance Manager & Hospitality Business Development Manager. Specifically, we need a Finance Manager as soon as possible.

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Name of Department: Communications & Strategy

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List of current activities in progress and upcoming events:

1. Working with FMP on renovation of former INS space to prepare for USC to move in - *In progress, anticipated completion December 2023*
2. Developing a website for USC - *In progress*
3. Leading the custom CUSA app and web ordering payment platform project (sponsorship with Get It Custom) which includes Ollie's food and beverage ordering, event ticket payment management, and rewards program - *In progress. Ollie's payment platform went live early Sept, and the ticketing and app are anticipated to go live Nov 2023*



4. Leading the digital menu boards project for Ollie's and Rooster's - *In progress*
5. Inventory management system for association wide promotional items - *In progress*
6. Working in conjunction with Charitable Initiatives Manager on association wide sponsorship portfolio including staffing, opportunities, valuation calculators, policy creation etc - *In progress*
7. General project management of Haven Connect coworking space - *In progress, anticipated completion date October 2023*
  - a. Interior branding for coworking space
  - b. Website development and marketing plans
8. Redesign and upgrade furniture in select CUSA office and shared spaces (ie boardrooms, main office space, front office) - *In progress*
9. Revising digital ad board proposal (for University Spaces) and leading internal planning - *Upcoming*

Financial impact (if any):

- Digital ad boards - ~\$10,000
- Haven Connect website development - \$6,000
- CUSA website development - \$12,500
- Office furniture - TBD (to be submitted to AFCOM for approval)

Recommendations to the Board of Directors or Council:

- N/A

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Date: September 13, 2023

Name of Department: Human Resources

**Summary of recent accomplishments and current activities:** (in cooperation with the team)

- Recruiting/Hiring & Onboarding
  - Around 50 general staff for the 3 businesses
  - 2 assistance Managers for Ollie's
  - Events & Programming Coordinator
  - USC Operations Coordinator
  - 11 Stage & Tech Crew
  - 4 Ollie's Security Guard

- Employer initiatives applications (City of Ottawa)
  - I have applied for 4 applications, 2 of them got approved so far. The City will make a direct deposit transaction of \$3000 to \$5000 approximately for each approved application
  
- Employee Satisfaction & Wellbeing
  - Shared the survey results and improving plan with the team
  - The boat cruise event was very successful and had a positive impact
  - Multiple check ins after the departure if the ED
  
- 1281 and 3011
  - AVPs grievance
  - 1281 negotiations
  - Roosters returning staff - potential grievance
  - Finance clerk/front desk negotiation
  
- Confidential files
  - ED Departure related
  - Director of Student Services
  
- Administrative
  - Health and Dental plan
  - ADP

**List of activities in progress and upcoming events:** (in cooperation with the team)

- Government supporting programs
  - Employment incentives application for Ollie's Assistant Manager positions
  
- Building an employer brand with positive culture
- Strategic planning
- Maintaining a healthy environment
- Participating in the HR budget planning
- Health and Safety
- Peninsula's contract
- Christmas holidays event

**Recommendations to the Board of Directors or Council: N/A**

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## Report from the President

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### Summary of recent activities and accomplishments

#### President

1. Student Union Development Summit
2. Health and Dental Plan Proposals
3. Haven Parking
4. Executive Roadmap and Advocacy Roadmap completion
5. Ollie's Hiring
6. Delegated Insurance Renewal to VP Internal
7. Covering duties of ED
8. Connection with Business Managers
9. Athletics Sponsorship

#### AVPs:

- i. **ER:** USC Referendum planning, Canada Summer Job Grants, Check-ins with AVPs, Health and Dental Plan Proposal, Electoral Code
- ii. **U&A:** Classrooms Talks and resignation
- iii. **GA:** YTC Grant, Waterloo Attacks response and Meeting with Jill Dunlop, LRT Letter, International Student Response, Haven Parking

#### VP Finance

1. Budget Completion and submission
2. The Wing Soft Launch
3. Haven Connect Business Plan
4. Connection with Business Managers

**AVP SF:** Grant Applications, Haven connect marketing strategies, student funds process

#### VP Internal

1. Student Union Development Summit
2. Policy Organisation completions
3. CUSA Insurance renewal
4. New CUSA Awards policy draft
5. USC referendum for by-election
6. Front Desk supervision
7. Club Interviews
8. AVP Grievance

**AVP SG:** Clubs Storage, Club Events Calendar

#### VP Student Issues

1. Capital Pride Success and completion

2. beForeplayAsk campaign started and completed
3. Fall O: Rise and Thrive and Sexy Jeopardy
4. CUSA Awards
5. Panda Games planning
6. **AVP Campaigns:** Campaigns Planning

### **VP Community Engagement**

1. Fall-O partnerships
2. Panda Games planning
3. **AVP EA:** Embassy Scholarship Program

### **VP Student Life**

1. Fall Orientation Successful
2. Chonk Nation Successful
3. Panda Games planning
4. **AVP SE:** Chonk Nation recruitment and management Plan, social media calendar

### **List of current Activities in progress and upcoming activities**

#### **President**

1. Strategic Roadmap
2. Advocacy Roadmap
3. Health and Dental Plan (x4)
4. The Wing Launch
5. Organisation restructuring
6. Support with Service centres

#### **VP Finance**

1. Haven Connect
2. The Wing Launch
3. Grant applications

#### **VP Internal**

1. President's meeting for Clubs
2. Executive Composition Committee
3. Clubs Storage
4. Getting committees started: UA/ LTSP
5. Social Media content

#### **VP Student Issues**

1. Working with the ISSO
2. Orange Shirt Day planning
3. Advocacy Roadmap

4. Carleton Pride Festival, Sex Toy Bingo

### **VP Community Engagement**

1. Embassy Tours
2. Door knocking
3. Post Panda Clean up

### **VP Student Life**

1. Panda Games planning
2. Chonk Nation recruitment
3. Panda Games collaboration with UOSU
4. SOAR Partnership

Carleton Pride Festival, Drag Show and Festival

**APPENDIX B:**

**E-Vote for Record: Motion to Approve Signing Authority and Authorise the Issue of Corporate Credit Card (B-182)**

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**Motion to Approve Signing Authority and Authorise the Issue of Corporate Credit Card (B-182)**

**WHEREAS** CUSA can and needs to alter, remove, and change its signing authorities when a vacancy occurs

**AND WHEREAS** CUSA requires at least two signing authorities for nearly every transaction of business

**AND WHEREAS** CUSA currently holds corporate credit cards issued to Christine Falardeau, Doug Steringa and Dustin Rivers,

**BE IT RESOLVED** that Dustin Rivers be removed as a signing authority and his corporate credit card be revoked,

**BE IT FURTHER RESOLVED** that Christine Falrdeau, Director of Communication and Strategy be approved as a signing authority of CUSA,

**BE IT FURTHER RESOLVED** that Mohamed Faris Riazudden be issued a corporate credit card for CUSA

Moved: President Faris

Seconded: Vice Chair Alary

**Motion passed unanimously.**

**APPENDIX C:**

**E-Vote for Record: Motion to Release Funds from Investments (B-183)**

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**Motion to Release Funds from Investments (B-183)**

**Whereas** CUSA has external investments with Scotiabank,

**Whereas** CUSA receives funds from student levies mid October,

**Whereas** CUSA has to meet payroll for September,

**Be it resolved** Director Finance, VP Finance and relevant staff confirm release of \$400 thousand dollars from the investment fund through our investors.

Moved: President Faris

Seconded: Director Buri

**Motion passed unanimously.**



APPENDIX D:

Proposed Executive Policy (G-02)

Executive Policy

G-02

LONG TITLE	A Policy Respecting the Executive Branch of the Association	DATE OF ENACTMENT	Time Immemorial
		LAST AMENDED	<del>27 June 2022</del> 17 September 2023
REFERENCE No.	G-02	NEXT REVIEW	<del>1 October 2024</del> 2024
CATEGORY	Governance	COMPETENT CHAMBER	Bicameral

MANDATE

This Policy shall govern the terms of office for the Executive, their composition, meeting regulations, disciplinary procedures, and authority. Following *Bylaw II* and the *Executive Terms of Reference* from the former Association policy, this Policy seeks to clearly define the role of the Executive, their responsibilities, authorized actions, and processes for discipline and performance improvement. This Policy shall be reviewed every two years by Council and the Board.

INTERPRETATION

- 1 This Policy may be called the *Executive Policy*.
- 2 In this Policy, the following definitions shall apply:
  - “**Executive Council**” and “**Executive Committee**” ~~means are~~ the ~~two bodies~~ ~~body~~ in which the Executive power of the Association is vested
  - “**Executive member**” or “**Executive officer**” means a President or Vice President of the Association;
  - “**Impeachment**” means the removal of an Executive member from office for violations of conduct.

Part One — The Executive Council

PRINCIPLES

- 3 The Executive Council shall be arranged upon the following principles:
  - (a) transparency in decision-making;
  - (b) democratic character and organization;
  - (c) equality between its members, where the President is first among equals;

- (d) dedication and adherence to the will of Council, the Board, and the students at large; and
- (e) integrity and full faith to this Association generally.

4 The Executive Council shall be responsible to Council for all matters of policy or political stance, and responsible to the Board for all matters of fiduciary duty.

## FUNDAMENTAL ORGANIZATION

### Establishment

5 There is established, encompassing the executive branch for the Carleton University Students' Association, a body called the Executive Council.

### Composition

6 The members of the Executive Council shall be:

(a) every Executive member, to wit:

- (i) the President of the Association, and
- (ii) every Vice President of the Association, and

~~(b) the Senior Staff of the Association, so selected by the voting members, nonvoting;~~  
and

~~(c) the Executive Assistant, nonvoting.~~

6.1 The members of the Executive Committee shall be:

(a) every Executive member, to wit:

- (i) the President of the Association, and
- (ii) every Vice President of the Association, and

(b) Every Associate Vice President of the Association, nonvoting

### General Requirements for Office

7 In addition to any requirements in the *Bylaws*, every Executive member must:

(a) be and remain eligible for office under all requirements properly imposed;

*Bylaws, s. 3*

(b) be elected to their office by proper means, not over irregularities or enough electoral violations to disqualify a candidate, or with the aid of a real or *de facto* slate of Executive candidates;

*Bylaws, s. 3.1; Electoral Code (X-01); Vice-Presidential Elections Policy (X-02)*

(c) be a registered undergraduate student at Carleton University at the time of their election and first day in office;

(d) not be an officer of Council; an Executive, **Officer, or Councillor** of the Rideau River Residence Association; an Executive, **Officer, or Councillor** the Carleton Academic

Student Government; an Executive, **Officer, or Councillor** the Graduate Students' Association; nor ~~may they be~~ a member of the Board of Governors of Carleton University;

4 April 2022. Motion unnumbered. m/ S. Islam s/ K. Madigan

#### **General Duties for all Executives**

**8** In addition to any duties and responsibilities given in the Policies or *Bylaws*, every Executive member shall:

- (a) deliver to Council, from time to time, information on the actions and functions of their office;
- (b) follow, to the best of their abilities, the reasonable orders and requests of Council;
- (c) serve for not less than forty hours in the Summer term and twenty-five in the Fall and Winter terms;
- (d) hold and make public regular office hours, not less than five hours every week;
- (e) fulfill any and all duties so assigned, permanently or *ad hoc*, by Council or the Board, including expectations in the Terms of Reference and job description;
- (f) have knowledge and understanding of:
  - (i) CUSA *Bylaws*, policies, regulations, and procedures,
  - (ii) university *Bylaws*, codes, policies, and procedures, and
  - (iii) applicable federal, provincial, and municipal legislation and regulations.
- (g) strictly abstain from any act that, in truth or reasonable perception, has an adverse effect on the reputation or the proper functioning of the Corporation; or on the health, safety, or rights of any persons or groups; ~~and~~

#### **Duties of the President**

**9** In addition to any duties and responsibilities given in Policy or the *Bylaws*, the President shall:

- (a) Address and resolve any barriers to Executive Officers completing their duties as assigned;
- (b) Provide each Executive Officer with adequate training, staff, support, and equipment in order to complete their assigned duties, in conjunction with the Executive Director and the management team of the Corporation;
- (c) notify an Executive Officer immediately when an issue relating to the Executive Officer's performance has been identified; and
- (d) alert the Chair of the CUSA Board immediately in the event that misconduct or other serious performance issues have been identified with an Executive Officer.

#### **Duties of the Vice Presidents**

**10** In addition to any duties and responsibilities given in Policy or the *Bylaws*, every Vice President shall:

- (a) notify the President immediately when an issue relating to the President's performance has been identified; and
- (b) alert the Chair of the CUSA Board immediately in the event that misconduct or other serious performance issues have been identified with the President **or any other Executive Officer**.

**Duties of the whole Executive Council and Committee**

**11 (1)** The Executive Council **and Committee** as a whole shall:

- (a) have and hold an open discussion amongst the Executive on the matters of finance, strategy, and policy;
- (b) give advice to the President on the organization and good governance of the Association;
- (c) hear and receive information from its members on the day-to-day functions of each portfolio;
- (d) execute, on the initiative of its members, any initiatives beyond the competence of any individual Executive portfolio;
- (e) make decisions and render orders for the governance of the Association;
- (f) make appointments to University-wide committees and give consent for pursuit of external leadership, subject to ratification or rejection by Council;
- (g) consult and make recommendations to Council and the Board for each annual operating budget of the Association;
- (h) collaborate with and otherwise guide Senior Staff in project management and other internal objectives of a corporate interest;
- (i) render a final, year-end report on recommendations for future executives;
- (j) have vested in it the duties of the responsibility for the everyday management of the Association, subject to direction from, accountability, to and approval of, the Board and Council; and
- (k) otherwise act in the best interest of the Association and ensure the relevance and legitimacy of the Association in all of its operations and activities.

**(2)** Any guidelines, rules, regulations or policies enumerating the duties of Executive members shall be communicated in writing by **the** President, in consultation with the Director of Human Resources. Any and all duly made changes to any governing document concerning any Executive member shall be communicated in writing to all Executive members.

**Vacancies**

**12 (1)** If the office of the President is vacant, the members of the Executive Council, shall, by resolution, appoint from among themselves an Acting President, subject to ratification or rejection by the **Students' CUSA** Council. In case of any tie, ~~the two tied candidates shall draw lots the Vice President Internal shall assume all Council-related powers and duties of the Presidency, and the Vice President Finance shall assume all Board- and fiduciary-related powers and duties of the Presidency.~~

**(2)** The office of the President shall be filled following a by-election of students-at-large, held at the fixed-date election in October or January, according to the *Electoral Code*.

*Electoral Code (X-01)*

**13 (1)** If the office of any Vice President is vacant, the members of the Executive Council, shall, by resolution, appoint from among themselves or Councillors an Acting Vice President, subject to ratification or rejection by the **CUSA Students'** Council.

**(2)** The office of any Vice President shall be filled following an election from Council, held at a meeting of Council not less than thirty days following the effective date of the vacancy, held in accordance with the *Vice-Presidential Elections Policy*.

*Vice-Presidential Elections Policy (X-03)*

## MEETINGS

**14** The Executive Council **and Committee** shall meet not less than twice every month.

Meetings may be:

- (a) Executive meetings, including only voting members and, if invited, the Chair of the Board and/or **the** Speaker of Council; and
- (b) complete meetings, otherwise termed 'Executive-Management meetings' including Senior Staff and, if invited, the Chair of the Board and/or **the** Speaker of Council.

## Transparency

**15 (1)** Every meeting of the Executive Council **and Committee** shall be public, and attendance may be offered to any student-at-large or invited guest at the bequest of a majority of voting members.

**(2)** Meeting minutes shall be taken and published for every meeting of the Executive Council in a manner analogous to minutes for **CUSA Students'** Council.

*Transparency and Ethical Standards Policy, s. 8*

## Officers

**16 (1)** There shall be a presiding officer for the Executive Council, styled the Chair.

**(2)** The President shall be the Chair, and as such, they reserve the right to preside at any meeting of the Executive Council.

(3) A Chair *pro tempore* may be elected by the voting members of the Executive Council, at the beginning of any meeting and for the duration of the remainder. The Chair *pro tempore* may be a member of the Executive Council, or the Speaker of Council. The Chair *pro tempore* may only vote if they were so empowered to vote before their election.

17 The Chair shall:

- (a) call all meetings of the Executive Council;
- (b) set the agenda of the Executive Council meetings, unless delegated to the Chair *pro tempore*;
- (c) ensure all Executive members are informed of progress on ongoing projects of the Executive, senior staff, and the Association as a whole;
- (d) recommend internal controls procedures for the Executive; and
- (e) report to Council and the Board, from time to time, and including an Annual, Year-end Report, on the actions and decisions of the whole Executive Council, representing faithfully the views of the majority there.

## DECISIONS AND ORDERS

18 Any decision made by a majority of Executive members shall be the decision of the Executive Council on any given matter.

19 A majority of Executive members, or, where delegated by Policy, any appropriate Executive member, can render an Executive order. ~~to direct staff of the Association to carry out a specific request.~~

20 Executive Orders shall be catalogued and published clearly on the CUSA website and appropriate social media. No Order from the Executive Council is valid unless authorized by Policy. Executive Orders shall be numbered according to the following format: Executive Order No. (First year of term)-(Number starting from 001).

e.g. Executive Order No. 2022-001 or Executive Order No. 001 for short

## Part Two — Discipline

### GENERAL PRINCIPLES

~~21 — Executive members are responsible to both the Board and Council for the performance of their duties and responsibilities.~~

~~22 — The success of the Association is greatly dependent on the performance of its Executive officers.~~

~~23 — Discipline is not punitive in nature, but a procedure to strengthen and ensure the transparency and accountability of Executive members and to improve and correct performance of assigned duties and responsibilities.~~

~~24 — Council, the Board, or both chambers, have authority to discipline an Executive member and either can affirm the action of the other in the same regard.~~

## **DISCIPLINE PROCESS AND PROCEDURES**

~~25(1)~~ A disciplinary process shall be initiated upon receipt of a written complaint in relation to an Executive Officer's conduct, where by act or omission, they violate their terms of reference or any requirements in this Policy .

~~25(2)~~ A written complaint in relation to an Executive Officer's conduct should be directed to the Chair of the Board or the Speaker of Council, as might be deemed appropriate.

~~26~~ Upon receipt of a complaint, the Chair shall prepare a written outline of the complaint setting out the particulars of the Executive Officer's conduct. The written particulars shall be provided to the Executive Officer for their response.

~~27~~ Following the receipt of a complaint, the appropriate chamber shall, by simple majority, determine whether the disciplinary process will be initiated, having regard to the nature and seriousness of the allegation(s) of misconduct, the Executive Officer's response and the need for further investigation.

## **DISCIPLINE COMMITTEES**

~~28~~ If the chamber determines that the disciplinary process shall be initiated, the chamber may constitute an *ad hoc* Discipline Committee to consider the complaint, setting out particulars of the Executive Officer's conduct.

~~29~~ The Speaker or Chair shall, on behalf of the Disciplinary Committee, notify the appropriate Executive member that a Discipline Committee has been constituted.

~~30~~ The Executive member may offer an oral or written statement for the Committee in advance of any investigation.

~~31~~ The Director of Human Resources

~~32(1)~~ A Discipline Committee may only investigate the conduct of the Executive Officer for which it was formed.

~~32(2)~~ The creation of a Discipline Committee to investigate an Executive Officer's conduct does not preclude the creation of another Discipline Committee to investigate the conduct of a separate Executive Officer.

~~32(3)~~ No Discipline Committee may be constituted by a Chamber while another one is active due to resolution of the other.

### **Mandate for a Discipline Committee**

~~33~~ This part of this Policy shall make up the Mandate Letter for every *ad hoc* Disciplinary Committee:

~~34~~ Upon receipt of the particulars of a complaint, the Disciplinary Committee shall:

- ~~(a)~~ initiate an investigation to determine whether the matter warrants any form of discipline if it is determined such an investigation is required;
- ~~(b)~~ recommend an informal form of response as may be appropriate;

- ~~(c) discuss the matter if no further investigation or discipline is warranted; and then~~
- ~~(d) receive and consider the result of any investigation and determine if discipline is warranted.~~

~~35~~ — The Discipline Committee shall be permitted to engage an external investigator where required, to conduct a fact-finding investigation in relation to any alleged misconduct outlined in the particulars of a complaint at any time.

~~36~~ — For the purposes of the *Conflict of Interest Policy*, every Discipline Committee shall be an applicable body, and its members, applicable members.

#### ~~Composition of a Discipline Committee~~

~~37~~ — If constituted by the Board, a Discipline Committee shall be comprised of:

- ~~(a) three Directors, voting~~
- ~~(b) the President, ex officio, voting~~
- ~~(c) the Director of Human Resources, ex officio, non-voting~~

~~38~~ — If constituted by Council, a Discipline Committee shall be comprised of:

- ~~(a) two Councillors, voting;~~
- ~~(b) two Directors, voting;~~
- ~~(c) the President, ex officio, voting~~
- ~~(d) the Director of Human Resources, ex officio, non-voting~~

~~39~~ — If the President is the subject of or a witness to the investigation of the Discipline Committee, the Vice President Finance shall sit on the Discipline Committee.

~~40~~ — If the Vice President Finance is the subject of or a witness to the investigation of the Discipline Committee, the Speaker of Council shall sit on the Discipline Committee.

~~41~~ — Quorum shall be more than half of all voting members of the Discipline Committee.

~~42~~ — The Committee shall elect, from among their members, a Chair, Vice Chair, and Secretary. None of these officers shall be the President, Vice President Finance, or Chair of the Board.

*Committees Policy (G-04), ss. 4-4.3*

#### ~~PRELIMINARY INVESTIGATION~~

~~43~~ — When a Discipline Committee commences an investigation under section. X (a), no one shall obstruct or delay the proceedings of the Committee.

~~44~~ — The Director of Human Resources may act as a resource to the Executive Officer or any parties involved in the investigation.

~~45~~ — Every employee and elected official of this Association shall, to the best of their abilities, aid the Disciplinary Committee in their investigation.

#### ~~Preliminary Resolution~~



~~46~~—The Committee may close their investigation after the gathering of sufficient evidence, and decide by majority resolution, whether disciplinary action would be reasonable on the evidence.

~~47~~—The Committee shall, if it decides to pursue disciplinary action, give notice to the Executive Officer in writing both by electronic means and physical mail, to the most recent and accurate address on file with the Association.

## **HEARING**

### **Preliminary Resolution**

~~48~~—The Executive officer may, within fourteen days, inform the Committee of their desire for a Hearing, or in lieu of a Hearing, submit a written statement.

~~49~~—If the Executive Officer elects to respond to the notice by way of written submissions, the Discipline Committee shall render a decision on the basis of the investigation report and other such submissions.

~~50~~—If the Executive Officer elects to have a hearing, the Discipline Committee shall hold a hearing as soon as is practical.

~~51~~—The Discipline Committee shall have the power to determine procedures of the hearings as appropriate. Notwithstanding this power, the Executive Officer shall be entitled to call witnesses and make oral submissions before the Committee.

~~52~~—Upon receiving all the investigation reports and hearing the submissions of the Executive Officer, the Discipline Committee shall determine where the member committed any misconduct. The Executive Officer will have the opportunity to make submissions as to the nature and extent of the disciplinary action to be taken against them.

~~53~~—Should the Discipline Committee find disciplinary action appropriate, the Discipline Committee may, by a majority, vote, communicate a recommendation to the relevant chamber that the Executive Officer undergo such discipline as it considers just. Such recommendations of discipline may include:

~~(a) a reprimand; and/or~~

~~(b) a censure; and/or~~

~~(c) a suspension (with or without pay), lasting no longer than 10 business days; and/or~~

~~(d) a recommendation of removal to Council; and/or~~

~~(e) dismissal for cause~~

### **Disciplinary Action Against an Executive Officer**

~~54~~—Pursuant to the ByLaws of the Corporation, the Board and/or Council shall have the authority to enforce disciplinary action against an Executive Officer, up to and including

~~removal from office, by a two-third (2/3) supermajority vote of either or both entity or entities, with or without a recommendation from the Discipline Committee.~~

#### ~~Discipline Committee Considerations~~

~~55~~ Upon receiving a complaint, an investigation should investigate the conduct of the member involved and such investigation should include:

- ~~(a) determining relevant witnesses;~~
- ~~(b) meeting with relevant witnesses; and~~
- ~~(c) meeting with the Executive Officer whose conduct has been the subject of complaint.~~

~~56~~ Considerations when determining appropriate level of discipline:

- ~~(a) previous record of Executive Officer;~~
- ~~(b) whether or not the incident is isolated;~~
- ~~(c) whether or not the member was provoked or provoked others;~~
- ~~(d) seriousness of the offense; and~~
- ~~(e) other mitigating factors (age, disability, illness, etc.)~~

~~57~~ Other considerations:

- ~~(a) to the extent possible all investigations shall be kept confidential.~~
- ~~(b) the Discipline Committee may consult with a lawyer in the process. It is particularly recommended if allegations are serious.~~

**21** The procedures for disciplining any Executive Officer are outlined in full under the *Executive Officer Accountability and Discipline Policy*

## IMPEACHMENT

**5822** Council may Impeach an Executive Member for any cause, whether on the recommendation of a Discipline Committee or otherwise.

*Bylaws s. 3.5*

**5923** If there is an enumerated cause for Impeachment, the motion before Council shall clearly state the grounds upon which it seeks Impeachment.

**6024** No Executive Member may be Impeached while a Recall Election is pending.

*Referenda and Recall Policy (X-03) ss. XX-XX*

~~6125~~ ~~The Board shall withhold from removing any Executive Member without the express assent consent of Council, by means of a motion of Impeachment.~~ The Board may, however, suspend an Executive Member until the time when Council will consider a motion of Impeachment.

*Bylaws s. 3.4*

## SCHEDULE OF AMENDMENTS

DATE AMENDED	MOVED	SECONDED	SUMMARY
Time Immemorial	N/A	N/A	Formerly <i>Bylaw II (Executive)</i>
4 April 2022	S. Islam	K. Madigan	Motion against concurrent office adopted by Council. Motion required inclusion of a certain provision (s. 7 (d)) in any future <i>Executive Policy</i> .
27 June 2022	D. Caratao (F. Lepore)		New policy adopted, based on former <i>Bylaws</i> . More comprehensive procedure for hearings and cases. New composition for <i>Students' Tribunal</i> .

APPENDIX E:

Proposed Agenda Subcommittee Terms of Reference (D-03)

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**Agenda Subcommittee of the Board Terms of Reference** **D-04**

LONG TITLE	Agenda Subcommittee of the Board Terms of Reference	DATE OF ENACTMENT	12 April 2022
		LAST AMENDED	17 September 2023
REFERENCE No.	D-04	NEXT REVIEW	01 October 2025
CATEGORY	Directors	COMPETENT CHAMBER	CUSA Board

**GENERAL**

**Objective**

1 Responsible for review for completeness, and distribution of the CUSA Board meeting agenda.

**MEMBERSHIP**

- 2 The Committee shall be comprised of:
- a. ~~Deputy~~ Vice-Chair of the CUSA Board (Chair of this Subcommittee)
  - b. CUSA Board Chair
  - c. One (1) CUSA Board Directors
  - d. Director of Student Student Development (non-voting resource)
  - e. Executive Director (non-voting resource)
  - f. President/CEO (non-voting resource)

Any voting member of the CUSA Board may attend any Agenda subcommittee meeting as a non-voting resource member.

**Chairperson**

3 The Chairperson of the subcommittee will be the ~~Deputy~~ Vice-Chairperson of the CUSA Board.

**OPERATIONS**

**General Duties**

- 4 The committee shall be responsible for the following:
- a. Reviewing the agenda and all supporting documents for completeness.

- b. Ensure that any additional resources or special arrangements are available for the CUSA Board meetings **with reasonable notice and in accordance with the organizational bylaws.**
- c. Ensure orderly intake and prioritization of agenda items from other subcommittees of the CUSA Board as well as any ad-hoc, disciplinary, or joint committees of the Board or any recommendations from CUSA Council or its sub-entities.

**Meeting frequency**

**5** The subcommittee will meet before each duly called CUSA Board meeting as outlined in the Board Legislative Calendar. The subcommittee can also meet on an ad-hoc basis as time sensitive matters arise.

**APPENDIX F:**

**Draft CUSA 2023-24 Operational Budget**

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[CUSA Working Budget 2023-2024](#)