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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 9th Meeting of
the CUSA Board of Directors**

**November 21st 2022, at 7:00 pm
Hybrid (CUSA Internal Boardroom, Online)**

②

Regrets: Dir Zaitlin

- 1. Call to Order 7:07pm.
- 2. Disclosure of Interest
- 3. Approval of the Agenda

- a. Motion to Approve the Agenda as Presented (B-86)

4. Approval of Past Minutes

- 1. Motion to Approve the Regular Board Meeting Minutes from October 2, 2022 and November 14, 2022 (B-87)

5. In Camera Session

- 1. Motion to Move to In-Camera Session (B-88)

- 6. Presentations/Delegations
- 7. Directors Reports
- 8. Staff Reports

Presentation from D. Rives on the 2022-2023 CUSA Budget.

1. Report from All Staff

9. Committee Reports

- 1. Joint Finance and Governance & HR Subcommittee on Compensation

Dir Harris left the meeting @ 8:53pm.

- 10. Introduction of Bylaws/Policy
- 11. Reconsideration of ByLaws/Policy

Recessed @ 8:58
Call to Order 9:05.

- 1. Motion to Amend the Keyholders Policy (O-04) (B-89)

12. Announcements and Correspondence

13. New Business

- 1. Motion to Approve the Council Officer Compensation Policy (H-63, F-07) (B-90)
- 2. Motion to Approve the Councillor Compensation Policy (H-61, F-05) (B-91)
- 3. Motion to Approve the Tribunal Member Compensation Policy (H-62, F-06) (B-92)

- 3
4. Motion to Approve the Executive Compensation Committee (H-60, F-04) (B-93)
 5. Motion to Approve the Mandate Letter to the Executive Composition Committee (B-56)
 6. Motion to Approve the Long Term Strategic Plan Policy (O-01) (B-94)
 7. Motion to Approve the Procurement Policy (D-XX) (B-95)
 8. Motion to Direct the Vice President Internal to Edit All Policies Referring to the DFA (DF or DHR) (B-96)
 9. Motion to Direct the Executive Director and the Vice President Internal to Review the Finance Approvals Policy (B-97)

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

1. Adjournment (B-98)
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Appendices:

Appendix A: Staff Correspondence re: Item 8.1

Appendix B: New Business from Davin Caratao (Vice President Internal, CUSA) -- Draft Keyholders Policy (O-04)

Appendix C: New Business from Davin Caratao (Vice President Internal, CUSA) -- Draft Council Officer Compensation Policy (H-63, F-07)

Appendix D: New Business from Davin Caratao (Vice President Internal, CUSA) -- Draft Councillor Compensation Policy (H-61, F-05)

Appendix E: New Business from Davin Caratao (Vice President Internal, CUSA) -- Draft Tribunal Member Compensation Policy (H-62, F-06)

Appendix F: New Business from Davin Caratao (Vice President Internal, CUSA) -- Draft Executive Compensation Committee (H-60, F-04)

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Appendix G: New Business from Davin Caratao (Vice President Internal, CUSA) -- Mandate Letter to the Executive Composition Committee

Appendix H: New Business from Davin Caratao (Vice President Internal, CUSA) -- Long Term Strategic Plan Policy (O-01)

Appendix I: New Business from Davin Caratao (Vice President Internal, CUSA) -- Draft Procurement Policy (D-XX)

Item 3.1

Motion to Approve the Agenda as Presented (B-86)

BE IT RESOLVED that the Agenda for the 21 November Regular Board Meeting be approved as written.

Moved: *ASL*

Seconded: *S.H.*

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Item 4.1

Motion to Approve the Regular Board Meeting Minutes from October 2, 2022 and November 14, 2022 (B-87)

BE IT RESOLVED that the past minutes for the 2 October Regular Board Meeting and 14 November Special Board Meeting be approved as written.

Moved: ASC.

Seconded: KJ-T.

Item 6. Presentations:

Budget presentation.

Be it resolved that the Board request the Executive Director to finalize the Budget by 8:00am, ~~October 5~~, 2022, and distribute to Directors for their review.

Moved G.S.

2nd K.A.

Unanimous

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Item 8.1

Report from All Staff

[see Appendix A]

8)
Item 9.1

Joint Finance and Governance & HR Subcommittee on Compensation

Presentation to be given at Board.

Increase in Presidential Compensation.

Be it resolved that the Board Approve
an increase in the President's Salary
to be based on an hourly rate of
\$27/hr.

Be it further resolved that this
Salary increase be approved retroactively
to May 1, 2022.

ASL Declared a Conflict of Interest.

Moved & S.

Seconded: Y H.C.

CARRIED Unanimously.

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Item 11.1

Motion to Amend the Keyholders Policy (O-04) (B-89)

BE IT RESOLVED that the Board ^{amend} adopt the Keyholders Policy (O-04) as written.

[see Appendix B]

Moved: *T.H.C.*

Seconded: *K.A.*

CARRIED Unanimously

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Item 13.1

Motion to Approve the Council Officer Compensation Policy (H-63, F-07) (B-90)

BE IT RESOLVED that the Board adopt the Council Officer Compensation Policy (H-63, F-07) as written.

[see Appendix C]

CARRIED Unanimously.

Moved: President Stoikos-Lettieri

Seconded:

Y H-C

Motion to Amend.

Be it resolved that the word "150" in Section 9(a) of H-63, F-07 be struck and replaced with "125".

M: G.S.

S: ASL

CARRIED Unanimously.

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Item 13.2

Motion to Approve the Councillor Compensation Policy (H-61, F-05) (B-91)

BE IT RESOLVED that the Board adopt the Councillor Compensation Policy (H-61, F-05) as written: *Amended.*

[see Appendix D]

Moved: President Stoikos-Lettieri

Seconded:

Y H & C.

CARRIED Unanimously

Motion to Amend

Be it resolved the text "(a) a \$500 honoraria per academic semester" be struck and replaced with the text "(a) a \$50.00 honorarium per meeting attended, up to a maximum of \$250.00 per academic semester."

Moved: G.S.

Seconded: ASL.

CARRIED Unanimously

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Item 13.3

Motion to Approve the Tribunal Member Compensation Policy (H-62, F-06) (B-92)

BE IT RESOLVED that the Board adopt the Tribunal Member Compensation Policy (H-62, F-06) as written.

[see Appendix E]

Moved: President Stoikos-Lettieri

Seconded:

Y H-C.

CARRIED Unanimously

13

Item 13.4

Motion to Approve the Executive Compensation Policy (H-60, F-04) (B-93)

BE IT RESOLVED that the Board adopt the Executive Compensation Policy (H-60, F-04) as written. *Amended.*

[see Appendix F]

CARRIED Unanimously.

Moved: President Stoikos-Lettieri

Seconded: *Y H-C.*

Motion to Amend

Be it resolved that the word "Council" in the Mandate be struck and replaced by the words "The Board".

M: G.S

S: *Y H-C*

CARRIED Unanimously

Item 13.5

Motion to Approve the Ad-Hoc Executive Composition Committee Mandate Letter (B-56)

WHEREAS the Democratic Reform Report recommended the 2022/2023 CUSA Council constitute a committee to evaluate the responsibilities and elements of CUSA Executive roles

AND WHEREAS CUSA Council previously expressed interest in the roles of CUSA Executives being evaluated once the restructure of CUSA was complete to determine if the roles continued to suit the organization

BE IT RESOLVED that the Ad-Hoc Executive Composition Committee be constituted;

BE IT FURTHER RESOLVED that the committee receive and operate in accordance with the attached mandate letter.

[see Appendix G]

CARRIED Unanimously.

Moved: A. Stoikos-Lettieri

Seconded: YH-C.

Motion to Amend.

Be it resolved that the text § 2(b) "one student at large" be struck, ^{And replaced with} 2(b) "one director".

Be it further resolved that ~~the~~ the text "(chair)" be ~~also~~ inserted after "president" in

S. 2(c)

Be it further resolved that the text 2(d) "Executive Director (non-voting resource member)" be inserted.

M: ASL. S: KA.

CARRIED Unanimously.

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Item 13.6

Motion to Approve the Long-Term Strategic Plan Policy (O-01) (B-94)

BE IT RESOLVED that the Board adopt the Long-Term Strategic Plan Policy (O-01) as written.

Amended.

[see Appendix H]

CARRIED Unanimously.

Moved: President Stoikos-Lettieri

Seconded: *K J-Y.*

Motion to Amend.

Be it resolved that the text
“(Non-voting)” be inserted ~~at~~ in
D. S(h) after “Issues”, in S. S(i) after
“life”, and S. S(j) after “Engagement”.

M: ASL

S: KA

CARRIED Unanimously.

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Item 13.7

Motion to Approve the Procurement Policy (D-XX) (B-95)

BE IT RESOLVED that the Board adopt the Procurement Policy (D-XX) as written.

[see Appendix I]

Moved: President Stoikos-Lettieri

Seconded: Y H-C.

Motion to Refer

Be it resolved that the Board
refer the Procurement Policy to the VPF,
the Executive Director and the Finance
and Governance Subcommittee for
further review.

M: ASL.

S: Y H-C.

CARRIED Unanimously.

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Item 13.8

Motion to Direct the Vice President Internal to Edit All Policies Referring to the DFA (DF or DHR) (B-96)

WHEREAS the Board has removed the position of Director of Finance and Administration and replaced it with the positions of Director of Finance and Director of Human Resources.

BE IT RESOLVED that the Board direct the VPI to review all policies and change all instances of Director of Finance and Administration to either Director of Finance, Director of Human Resources, or both, as appropriate.

Moved: President Stoikos-Lettieri

Seconded: K J-Y

CARRIED Unanimously.

Item 13.9

Motion to Direct the Executive Director and the Vice President ^{Finance} ~~Internal~~ to Review the Finance Approvals Policy (B-97)

WHEREAS the current Finance Approvals policy requires that any unbudgeted spending over \$14,999 be approved by the Board

BE IT RESOLVED that the Board direct the Executive Director and the ^{VPF} ~~VPI~~ to amend the unbudgeted spending thresholds to \$9,999 requiring approval by the Board, and for unbudgeted spending over \$1,999 be approved by the President, VPF, and Executive Director, or such limits as deemed appropriate.

Moved: President Stoikos-Lettieri

Seconded: G.S

CARRIED Unanimously

~~Item 5.1~~ 17.

Motion to Move to In-Camera Session (B-88)

BE IT RESOLVED that pursuant to Section 6 of the CUSA Board Rules of Procedure, the Board move in-Camera.

Moved: ASL.

Seconded: KJ-~~Y~~

CARRIED Unanimously.

~~20~~ ~~19~~ (20)

Item 18.1

Adjournment (B-98)

BE IT RESOLVED that the Board adjourns until 7:00 pm on Monday, 13 February 2023 at Haven (43 Seneca) or virtually.

Moved:

Seconded:

Adjourned at 11:07.