



**ALMA MATER SOCIETY OF QUEEN'S  
UNIVERSITY INCORPORATED  
BOARD OF DIRECTORS POLICY  
MANUAL**

## Amendments

**Compiled From Previous BOD Policies and Approved by Board 10 March 1998**

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# **Alma Mater Society of Queen's University Incorporated**

## **Introduction and General Statement of Values**

This document contains the policies, guidelines and procedures that pertain to the operations of the AMS Board of Directors and to the AMS corporate services and financial activity that the Board oversees pursuant to fulfilling its role and obligations as set out in Section 2.01 of the By-laws of the Alma Mater Society of Queen's University Incorporated. The Board shall have exclusive jurisdiction over additions/amendments to this document but shall ensure that the Assembly and the voting members of the Corporation are duly notified of any changes.

The Corporation is a not-for profit entity created by the Society for the purpose of ensuring its continuing financial viability by overseeing the management of its services and associated financial affairs. The Corporation is bound by the Bylaws and its corporate philosophy is derivative of, and consistent with, the Mission and Operating statements of the Society as set out in the AMS Constitution.

In serving AMS members, the Corporation shall remain a risk-conscious organization but be willing to embrace growth and innovation. The Corporation shall normally not undertake any venture for purely financial reasons regardless of the future promise of economic gain. However, any service / activity that the Corporation does decide to undertake shall be designed to be self-sufficient in the long run. The Corporation shall facilitate and sustain an annual strategic planning process, at all levels, in support of both short and long term strategic initiatives.

In addition to providing wage based service staff positions for students simply wanting employment, the Corporation shall seek to support the Society's broader objectives through the provisioning of a high quality, relevant range of student owned and managed services, that provide a wide range of employment opportunities designed to provide meaningful out-of-classroom learning and skill acquisition experiences for students.

## **Origin of the AMS Board of Directors**

The AMS Board of Directors did not always exist as the sixteen member representative body that now meets regularly to manage the services, assets and associated financial affairs of the Society. In fact, it took almost two decades from its inception in 1969 for the Board to develop into the essential strategic and oversight body it is today.

### **The Early Years**

By 1969, the AMS was expanding rapidly and had undergone considerable structural change that included the development of a Commission system. Operating expenses had risen substantially, a pub was scheduled to open in what is now the Robert Sutherland Room in the John Deutsch University Centre and financing for a co-operative housing project known as Elrond College (later renamed Princess Towers) was being negotiated.

On November 14, 1969, the AMS was incorporated under the Ontario Corporations Act as a non-profit corporation without share capital so as to provide limited liability for the AMS. The AMS Constitution was rewritten in the same year to reflect the changes in the structure of the Corporation. Because the AMS was incorporated, a Board of Directors had to be established which consisted of the AMS President, Vice-President and Secretary Treasurer. They met infrequently and once a year they presented the financial statements for the AMS at the Annual General Meeting. Outer Council still (now

referred to as Assembly) maintained control over finances and services. This was also the time when the AMS first gained complete control of its own finances *without any university oversight*. The same thing was happening across campuses in North America.

Throughout most of the 1900s, the AMS had operated primarily as an amalgam of standing and ad hoc committees but in response to the rapidly expanding scope of its activities it underwent a major restructuring in 1969. It was at this time that the commission system was created. The original commissions, designed to carve up AMS activity into distinct spheres, were Education, Services, Campus Activities, Judicial, External Affairs, and Budget/ Finance.

## **Turbulent Years**

By the summer of 1973, the financial position of the AMS was bleak. An over estimation of the 1972-73 budget, significant losses by the Concert Committee, and the Queen's Journal's outstanding receivables contributed to very serious operating problems. In addition, capital problems arose due to outstanding loans to Elrond College and Science '44 Co-Op, as well as investment of large sums of money into services that consistently failed to break even. Through the summer of 1973, an arts and craft shop was opened which lost approximately \$2,000.00 a month until the Board of Directors stepped in to close the operation down and keep losses to around \$40,000.00.

The financial problems of this period made it clear that there was a need for full-time financial management. The Board was called upon at this time to assume many of the financial burdens. The Board assumed full financial control of the Corporation (with the exception of the Outer Council Budget).

The internal structure of the AMS was changed as well to meet the demands of the growing organization. The roles of the Queen's Student Agencies (pub, typing service, Bus-it and housing) Director, the Business Administrator and Services Commissioner were further redefined. The result was that the Business Administrator became responsible for administering day-to-day affairs of the Corporation and was empowered to freeze budgets under specific conditions. The Corporate Bylaws were rewritten. The membership of the Board expanded from three to six members, two of whom were faculty or other qualified persons, two chosen from the AMS Executive, one previous Board Member, and one member of the Corporation who had no active ties with Outer Council. Meetings were held monthly. A \$20,000 advance on Student Fees and new fiscal awareness and controls helped the AMS regain financial stability by the following year.

Since this restructuring, the role of the Board has grown significantly and been consistently restructured in response to the increasing professionalism of the AMS and its increasing number of services. A major restructuring occurred in 1984-85 when the relationship between the Corporation and the Society was clarified and the Corporation By-laws were separated from the Society's Constitution.

At the time, the student population at large elected the Board of Directors. Elections and General Meetings were frequently poorly attended and very few students followed the activities of the Board. To ensure better accountability, and communication with the student body, a new structure of elections and reporting was developed. The basic structural changes were that "Outer Council Members" (now known as Assembly Members) were designated to be the only members of the Corporation whereas previously all students had been awarded this responsibility. The current bylaws recognize two classes of membership in the Corporation: voting (voting members of Assembly) and non-voting (non-elected, non-voting members of Assembly as set out in the constitution). The requirements of Board membership were modified and finally, Assembly members - as shareholders in effect - were given the responsibility of electing the Board of Directors and the right to confirm, reject, and amend all Bylaws

passed by the Board. The Board was made further accountable to Assembly by requiring it to provide regular reports on Corporation matters, except where confidential subjects were being discussed.

## **The AMS Functioning as a Large Organization**

The restructuring had taken care of problems with shareholder communication and the delegation of financial duties to the Board of Directors had succeeded in bringing financial stability. The AMS in fifteen years had grown from being nearly bankrupt with a host of services unable to break even to an organization with several hundred thousand dollars in assets and only one or two services that were not self-supporting.

The AMS however, had grown even larger in the interim and as a result, its financial and operational decisions were much larger in scope. It was no longer possible to effectively run the organization by having each new executive and board carry out their individual policies in the Corporation without regard to what had been done in previous years and what might be needed in future years. Some major shifts in financial performance between 1983 and 1986 reinforced the need for a more consistent strategic focus from year to year. Because the AMS was now financially strong, the threat of having no money available could not be used to make sure the money was spent properly. The new challenge was to learn how to allocate resources in an efficient manner. Decisions would be made not based always on whether the AMS could afford something, but whether it was a worthwhile venture in terms of student demands, experience gained and value for the investment made.

Changing the decision-making process required an extensive look at the long-term Strategic Plan. It meant the Corporation had to define what the AMS currently was, what it wanted to be and how it was going to get there. In 1985-86, the Budget and Finance Committee was struck to develop a long-term Strategic Plan for the AMS. The project resulted in a clear definition of the AMS and its functions, an outline of the general financial values of the Society, and a long-term plan and projection for all the services with which the AMS was financially involved. The report was compiled in hopes of providing a means of ensuring continuity and policy as well as administration and although the guidelines were sufficiently flexible to allow for an annual change in executives, they were sufficiently entrenched to reflect the fair values of the Corporation.

In 1986-87, the goals outlined by the original Budget and Finance Committee were quantified so that target figures could be set for each service, and overall AMS surplus would be established beyond which the AMS would not seek to increase the surplus levels. The 1987-88 fiscal year was the first time that all the budgets for all the services were planned and developed with a specific financial target for the corporation in mind.

Recommendations from the 1989-90 Strategic Planning Committee included a requirement that each service was to budget to target a break-even level annually. Thus, students were to receive services at the lowest possible cost while still ensuring quality was maintained. It was also decided that the accumulated funds in the Unallocated Surplus should be spent on long-term worthwhile initiatives and that service budgets could be targeted at surplus levels only when this fund was depleted and a particular project had been approved by both Board and Assembly.

It was at this time that the Board struck the ad hoc Remuneration of the Corporation Committee to conduct a comprehensive assessment and overhaul of how the AMS compensated its employees working in its corporate services. Given that all corporate salaries had been frozen for the previous four years, the Committee sought to create a sensible framework for determining how remuneration could increase in the future and did so by creating a job-ranking scheme. The committee drew heavily

on factors and criteria for job evaluation provided by the Ontario Pay Equity Commission. Interestingly the Committee recommended that remuneration levels be in part linked to rises in tuition.

Shortly after this report, in 1992, the Board reviewed compensation for its permanent staff and introduced its first-ever benefit package (which included pension) for these employees. Two years later, the Board, with assistance from Queen's Human Resources, introduced dramatically revised job descriptions for the permanent staff and set salaries levels in accordance with where these AMS employees' jobs would appear on the University salary grid.

Reflective of its growing role and of the generally improving state of AMS finances, during the celebration of Queen's University's sesquicentennial in 1991, the Board joined with Assembly to approve an expenditure of \$30,000 from the Corporation's unallocated surplus for the building of Sesquicentennial Park as a gift to the University.

Although the AMS continued to grow and develop new corporate services, e.g. the Publishing and Copy Centre and Walkhome in 1988, the Board nevertheless made the decision to relinquish a service in 1991. Since the early 1980s, the AMS had operated the University's Work Bursary (now known as Work Study) program, but this had not only grown quite large but also generated a high volume of data that eventually had to be processed through the Registrar's Office. Based on this, and expected greater efficiency, the Board voted to transfer this important service to the Student Awards Office under the Registrar.

The Board approved two new services in the early 1990s that were not successful. It approved a video rental store known as Vids in the Hall that lost \$53,000 in its two years of operation in the lower ceiling and generated poor public relations because many downtown businesses contended it violated a municipal by-law restricting what commercial enterprises could operate in the JDUC. During this same period the Board approved the establishment of an entrepreneurial centre, known as The Kitchen Sink, to provide students with a venue to display and sell their goods/services on the Queen's campus. This new service enjoyed some initial success but ultimately failed after roughly a three-year run due to a lack of student entrepreneurs to fill the space. Just before the AMS disbanded the centre in 1995 it was renting space largely to non-student merchants thereby no longer satisfying the original intent. In 1995-96, a comprehensive review was conducted of many of the central philosophical and strategic issues related to AMS finances and governance. Known as Vision 2000, this review was undertaken by an ad hoc joint committee of the Board of Directors and Assembly. The committee also included insights and data generated by a comprehensive survey made available to all students through the Journal. This process generated a number of recommendations that were implemented and which have had a significant and lasting effect on the AMS. Included were the creation of the current AMS Mission and Operating Statements and a revamped set of objectives for the Society.

Vision 2000 reaffirmed support for the principle of student managers despite the potential benefits that might come from permanent staff management. Interestingly, 92% of the student survey respondents viewed this as either "very important" or "somewhat important". It also made clear that although the AMS should aim for a zero surplus in the budgeting process, it was okay for some services to target a surplus. For years the concern had been that cross subsidization was wrong but now a view was taken more in regard to the overall AMS bottom line. Many felt that each service should be an individual unit and any surplus be reinvested into that unit through reduced prices or improved/expanded service. The alternative view was to take a more holistic view of the AMS where profits from one unit could be transferred to another in order to serve a greater good. In the end it was the latter view that was held by the great majority. And so services – providing they were providing a high quality service at a low and competitive price – could henceforth budget for a profit in a given year.

Vision 2000 introduced several changes that were specific to the Board, beginning by identifying three key roles for the Board: financial, human resources and strategic. The latter was viewed as particularly critical and led to several changes designed to facilitate more engaged strategic planning by the Board. Included was the increase of student directors on the Board from 5 to 6; the designation of four of the six student positions as two-year in length when previously all were for one year only; having Board members elected by both the incoming and outgoing Assembly members at the Corporation Annual general meeting; adding the VPUA as an ex officio non-voting member; and having the Board use teleconferencing during its summer months to facilitate fuller participation by all Board members in the strategic planning process for the coming year.

After Vision 2000, the Board turned its attention to dramatically improving its documentation/institutional memory and those policy manuals over which it had oversight. Hiring policy was completely overhauled during 1997-98 when the current AMS Hiring and Appointment Policies and Procedures Manual was created. The AMS Employee Policies and Procedures Manual was dramatically overhauled and the Board mandated the creation of its own policy manual (previously none had existed) in order to house corporate service-specific policies in addition to those policies and guidelines governing the Board's activity. This was completed in 1997.

In 2001, the Board struck an ad hoc committee to conduct a comprehensive re-examination of the equity and methods of AMS compensation of salaried employees. The report (approved in 2002) identified several systemic problems and resulted in the modification of the previous remuneration model to incorporate reduced differentiation between salary benchmarks. To improve morale, particularly among services management, levels of remuneration were more aligned to dramatically reduce the number of AMS pay scales. The report also led to an increase in compensation for employees working during the summer months, recognizing that most students forgo options to work in summer jobs that would likely pay more than AMS jobs. Finally, the report created a new formula targeted at the lowest pay employees, designed to raise their remuneration in order to increase the accessibility of full-time AMS positions.

At the Corporation meeting in 2002, the Board began experimenting with expanding its non-retail or media services by accepting the AMS Food Bank and the After Hours Child Care program. Shortly afterwards the Board also accepted Q College (the delivery of a number of non-credit courses previously offered through a Campus Activities Commission). None of these changes were to last; the Food Bank soon reverted to VPUA/Social Issues Commission oversight while lack of demand led to the other two being disbanded entirely.

In 2002, the Board began a multi-year effort (expanded in 2007) to enhance the quality of applicants for the student positions on Board. The By-laws were amended to call for all applicants to attend a mandatory information session and to receive a detailed information package re the Board's operations. In subsequent years, the Board introduced a screening process (which included the submission of a more detailed application and interview) designed to forward only well-suited student candidates for election by the Assembly.

Later in 2002, the Board assumed, via a Corporation By-law change, complete jurisdiction over spending in all non-service cost centres and funds other than those approved directly by the Assembly. This was also the time when the Board introduced a more formal process of annually reviewing the AMS Specific Fee and whether it required an increase. An ad hoc committee was established for this purpose and it conducted its review and made recommendations largely in the context of remuneration changes, new positions and expanded operations. This committee has been intermittently struck since this time.

The 2002-03 years generated two impactful reports that came from the Board. The first served to establish the AMS Information Technology Office. The report noted the continuing organizational neglect of AMS computer services and the lack of an administrative structure and inventory and backup systems. It also concluded that growing demand and complexity pointed to the inability of just one person holding responsibility for all computer technology matters. The report called for the creation of an Information Technology officer position supported by three other salaried positions. It also contained the first comprehensive computer services policy for the AMS. While these developments proved helpful, technology challenges persisted and in 2006-07 the Board approved a permanent staff position to oversee all AMS IT operations. This experiment lasted only one year when the employee left for another position and the decision was made to revert to the student officer model.

The second report during this period was a five-year AMS business plan entitled Excellence and Innovation. Noteworthy was the report's characterization of corporate involvement at Queen's University and within the AMS as negligible when compared with other schools. It called for the AMS to significantly enhance its capacity as a "corporate negotiator" and to make itself more appealing to potential donors, sponsors and exclusivity agreements.

In 2003, the ownership of CFRC was transferred to the AMS after being under University control throughout its rich history and under the Office of the Dean of Student Affairs since 1995. This was the culmination of a multi-year effort that derived in large part from a report from the AMS Board of Director's Strategic Planning Committee. This relationship was to last for a decade before CFRC was separated from the AMS after protracted negotiations that began during the 2011-12 fiscal year.

In the fall of 2003, the Board approved the closure of Alfie's Pub for the remainder of the term citing very few patrons and serious financial losses. In response to this, and to ongoing concerns re adherence to the Liquor License Act, the Board approved the creation of a new permanent staff position to oversee the management of all AMS hospitality services. This position led to a merger of the two AMS pubs – Alfie's and the QP – to be known as The AMS Pub Services (TAPS), a physical upgrading of both services and an increased professionalism in customer service.

In 2005, the Board approved the purchase of the College Book Merchant, a greeting card and stationary store that had operated in the JDUC for 28 years under private ownership that was retiring. The purchase was part of a broader retail renaissance envisioned by the Board that eventually led to the uniting of the AMS used book service and Tricolour Express with the emergence of significant clothing sales. Currently known as Tricolour Outlet, this amalgamated service was originally located in the lower JDUC and under various configurations held names including UBS Exchange, Destinations, The Source, The Green Room, The Union Market and TAMS.

In 2006-07, a number of transition issues began to arise in the wake of the construction of the Queen's Centre. Chief among these was finding a new location for the Queen's Journal whose house was to be torn down after its sale to the University. The Board successfully negotiated an agreement with the University for AMS use and cost sharing of 190 University Avenue in which the Journal would now be located. The Board negotiated a similar use/cost sharing agreement re Macgillivray Brown Hall in which the AMS IT Office was to be situated.

In 2007-08, the Board utilized its Strategic Planning Committee to revise and update the AMS business and financial plan last done in 2003. This process produced a document entitled the AMS Financial and Operational Responsibility Tiers (AMS FORT) that was adopted by the Board as the official strategic framework for both discussion and decision-making regarding AMS financial performance. The framework was developed in order to facilitate financial transparency and improve incentives for strong performance. It organized the services into three tiers: Turnaround and Startup Services (Tier 0); Service

Focused Entities (Tier 1); and Business Focused Entities (Tier 2). Tier 0 services were to be given extra support and attention from Board in order to facilitate financial improvement. Tier 1 services (funded through student fees) were expected to break even. Tier 2 services (funded through user fees) were expected to turn a profit. Profits from business services were to be recaptured through administrative fees in order to fund the service portion of the General Office budget and to more broadly allow the services to break even over all. The view was that these expectations and benchmarks would better enable the AMS to assess and communicate its financial health. Moreover, it was thought this would enhance the communication of appropriate and realistic goals and expectations to service managers.

Over 2009-10, the Board was faced with the departure of three long serving AMS permanent staff totalling 55 years of experience who left within roughly a nine-month period. Significant time and resources were devoted to recruitment and hiring. This process was to prove challenging and to continue to consume Board and Executive resources as all three of the initial replacements eventually departed until stability was found at the end of 2012-13. At this time the longstanding position of General Manager – the primary advisor for the Board – was changed to an Executive Director position.

The AMS assumed operational control of the Student Life Centre in 2011-12. This consisted of the entire JDUC, the Grey House on Bader Lane, MacGillivray Brown and the student life component of the new Queen's Centre. The historic acquisition of this significant responsibility brought a new dimension of financial oversight for the Board and added over one million dollars to the overall AMS budget.

In 2013-2014, the Board created a new strategic plan for AMS Inc. through the Hoshin Planning Process. The Board reaffirmed the three most important pillars by which the Corporation should measure itself: providing relevant and accessible services; providing meaningful learning opportunities to a maximum number of students; and being financially sustainable. The Board also revamped the Policy Manual to install a triennial committee cycle for those of its committees that do not need to meet annually but do still have work to complete.

In 2014-15, the Board incorporated oversight over the AMS General Office under its mandate thereby addressing a longstanding lack of clarity over where oversight fell after the Executive. After the departure of another permanent staff member, the Board changed the Executive Director position back to a General Manager role. This was a year in which the Board began to take more calculated risks to optimally serve the AMS mandate. This was evident in the establishment of a single creative agency for students and by students under the AMS by amalgamating Queen's TV, Yearbook and Design Services and Convocation Services. This new service was named Studio Q. Another major undertaking was the decision to fund the inaugural ReUnion Street Festival that allowed students and alumni to interact in a safe and celebratory manner. This enormously successful event was funded through a substantial expenditure from the Advantage Fund.

# Section 1: Board Operating Procedures

## Section 1.01: The Role of the Board

The AMS Board of Directors plays three key roles in the corporate side of the AMS:

1. Strategic:

Overseeing the annual business planning process, which includes final approval of services' strategic plans and budgets during the summer Board meetings, and their mid-year review at the end of November. The Board also supports the development, implementation, and review of any strategic plan of the Corporation. The Board shall also seek to regularly review the purpose, scope, and relevance of individual services in the broader campus context.

2. Fiduciary:

Monitoring the management practices and policies with a view to support the financial viability of the Corporation. With respect to the government side finances, the Board shall offer support and advice. This includes approval of the consolidated Society budget before the Corporate General Meeting, monitoring of the budget versus actuals of the services, and approval of all capital expenditures.

Government budgets will be brought to the Board for information by the Vice President (Operations) and the Vice President (University Affairs) as part of the Consolidated Budget by mid-October. This authority is delegated by Assembly, which retains formal approval of all expenditures from the AMS Specific Fee. On behalf of the Assembly and the Corporation, the Board shall also undertake an assessment of the AMS Specific Fee at least every three years, and make recommendations to Assembly as required.

3. Human Resources:

The Board has exclusive jurisdiction over the content of the AMS Employment Policy and Procedures Manual which outlines the general terms and conditions of employment for all students working for an AMS service and who receive remuneration from the AMS whether by salary, wage or honoraria.

The Board also has exclusive jurisdiction over Sections 7,8,15 and 25 of the AMS Hiring and Appointment Policy and Procedures Manual, which address policy on service staff pre-selection, Corporation Hiring Committees, rehires and summer staff.

The Board has exclusive jurisdiction over the content of the AMS Permanent Staff Policy which outlines the general terms and conditions of employment for the AMS permanent staff.

Ratification by the Board is required when hiring for the Director positions and all managerial positions with the exception of the Queen's Journal Editor and the Queen's TV Executive Producer.

The Board periodically conducts a remuneration review for all AMS paid positions and approves the AMS salary grid.

## Summer Board Meetings

The following two policies are established for the purpose of maximizing the effectiveness of Board meetings during the summer months.

1. Number of Directors (student and non-student) at the meetings:
  - All Summer Board meetings will be set before the end of term of the prior school year. By running for the Board of Directors, it will be assumed that the student directors are committing to being involved in each of these meetings.
  - The incoming Chair will ask directors if they can commit to the specified weekends.
  - There will be at least three (3) meetings of the Board over the summer, as determined by the incoming Chair.
  - If a Director will be travelling to Kingston, their expenses may be reimbursed at the discretion of the chair. Alternatively some or all of the summer meetings may be held via teleconference.
2. Preparation of the Directors for the meetings:
  - Directors must have the packages at least one week before the meeting. It will be the Service Directors responsibility to ensure that the managers have completed their Strategic Goal Plans and have reviewed them personally and had them reviewed by both the Vice-President (Operations) and the General Manager. Only the final copy of the Strategic Goal Plan or Budget should be presented to Board.
  - Board members should aim to email questions or concerns prior to the meeting to ensure that the meeting is effective and efficient.

## **Section 1.02: Officers and Directors Responsibilities**

### **Responsibilities of a Board Member (student and non-student Directors)**

1. Have a commitment to and understanding of the purpose, policies and services of the AMS.
2. Acquire a clear understanding of the organization's financial position, both current and forecasted.
3. Read the agenda before the Board meetings, be thoroughly informed about issues in order to participate in discussions fully.
4. Be involved in Board standing committees as well as ad hoc committees struck by the Board. This involvement can be as the Chair of a Standing committee (subject to ratification by the Board), or as a general member.

### **Responsibilities of the Board Chairperson**

#### **Intra-Board**

1. Prepare an agenda for every meeting and ensure that the agenda and associated materials are available to Board members via email, 48 hours in advance of the meeting.
2. Provide notice of a regular Board meeting to all members at least 72 hours in advance of that meeting.
3. Chair the meetings and employ a formal or informal version of parliamentary procedure, depending on mutual preference of Chair and Board.
4. Attempt to bring consensus on the Board.
5. Direct the discussion at Board meetings.

6. Work with the Committee chairs and management to prioritize items of business on the time line.
7. Maintain regular communication with Board Sub-Committees and the AMS Executive, in advance of the meeting at which they are to be discussed.
8. Set up regular meetings with the AMS Executive and General Manager to stay informed about issues concerning the Corporation.
9. Hold regular meetings with all directors of the Board, especially Committee chairs to ensure that the Committees are keeping up with their approval goal plans and timelines and that directors have the opportunity to offer feedback on the operations of the Board.
10. Receive the Board minutes from the Corporate Secretary.
11. The Chair should review the typed minutes of each meeting and ensure that they are included in the following meeting's package.
12. Act as an ex-Officio member of all Board sub-committees.
13. Act as the Board Secretary. Many of these responsibilities may be delegated to the Corporate Secretary.
14. Prepare the Board Budget.
15. Create a transition manual for the succeeding Chair.
16. Responsible for maintaining proper Board records, minutes and agendas.
17. Contribute to and review the publication of the Annual Report prior to the Special Corporate General Meeting in the fall term

### **Chairs Responsibility to Assembly**

1. Prepare a detailed written report for the bi-monthly Assembly meetings.
2. Hold shareholder engagement meetings prior to the Fall Corporate General Meeting with all members of Assembly in smaller groups. The objective of these meetings is to provide some information about the composition and the role of the Board, as well as some of the priorities of the Board for that year to shareholders.
3. Attend the bi-monthly Assembly meetings and be prepared to elaborate on the written report in response to Assembly member's questions.
4. Provide a verbal report on the Board's activities on any business that has transpired subsequent to the time of writing the report.
5. Confirm the General Corporate Meeting Dates with the Commissioner of Internal Affairs.
  - i. Prepare the Special and Annual General Corporate Meeting agenda and appendices and make these available to Assembly members 48 hours in advance of the meeting.
  - ii. Submit motions to approve the Corporate Meeting agenda and to receive and to approve the agenda appendices one week before the meeting to the Commissioner of Internal Affairs.

- iii. Provide a written proxy option to all Assembly members who will not be in attendance at the General Corporate Meeting at the preceding Assembly meeting.

### **Responsibilities of the Vice-Chair**

1. Exercise the duties of the Chair in his or her absence.
2. The Vice-Chair shall organize professional development opportunities for the rest of the Board.

### **Responsibilities of the Vice-President (Operations) with Respect to the Board**

1. Acts as the Chief Executive Officer of the Corporation, and is responsible for the day-to-day management and supervision of its operations.
2. Provide a full written report of his/her activities to the Board at each Board meeting.
3. Co-ordinates with the Board Chair to develop the Board Operating Budget subject to approval by the Board. This Budget should include, but is not limited to projected revenues, Administrative Expense, and allowance for Special Projects and other miscellaneous expenses.
4. Present the monthly corporate statements to the Finance and Risk Committee on a timely basis.
5. Approve and receive receipts for miscellaneous Board expenditures.
6. Be a voting member of AMS Board.

### **Responsibilities of the President with Respect to the Board**

1. Exercise the Vice-President (Operations)' duties and powers in his/her absence.
2. Provide a full written report of his/her activities to the Board at each meeting.
3. Acts as a liaison between the Board and Officers.
4. Acts as a liaison between the AMS Office staff and the Board, and prepares any reports on office staff matters.
5. Be a voting member of AMS Board.

### **Responsibilities of the Vice-President (University Affairs) with Respect to the Board**

1. Exercise the Vice-President (Operations)' duties and powers in his/her absence, if the President if unable to do so
2. Provide a full written report of his/her activities to the Board at each Board meeting.
2. Act as a liaison between the Board and the commissions with particular reference to commission budgets and strategic plans as needed
3. Act as a liaison between the AMS office staff and the Board.
5. Be a voting member of AMS Board.

### **Responsibilities of the Service Directors with Respect to the Board**

1. Service Directors shall be responsible to the Board for the financial affairs and goal plan progress of all the services and publications under their portfolio. They shall be responsible for

the proper administration of their respective services on a day-to-day basis, including but not limited to; financial management, accountability to approved goal plans, evaluation of management personnel, and implementation of policies as approved by the Board.

2. Serve as Ex-officio, non-voting members of AMS Board.
3. Act as liaisons between the Board and the AMS services and publication managers.
4. Provide a full written report of their activities to the Board at each Board meeting.
5. Service Directors are employees of the Corporation, not Directors or Officers and are responsible to the Vice- President (Operations).

### **Responsibilities of the General Manager with Respect to the Board**

1. The General Manager shall be an employee and Officer of the Corporation. He/she shall be responsible for the management of all legal matters, issues and resolutions with legal counsel, any contracts that extend past one year, as well as oversight of any complex activities as the corporation or the society undertakes from time to time.
2. It is the General Manager's responsibility to ensure that all books and records as required by the Corporation and its services are kept as required by the bylaws or by any applicable statute of law.
3. Advise Board on pertinent developments outside of the AMS, in conjunction with the Executive.
4. Provide a full written report of his/her activities to the Board at each Board meeting.
5. Serve as Ex-officio, non-voting member of AMS Board.

### **Responsibilities of the Corporate Secretary**

1. Attend all Board meetings and record all material discussions and reports.
2. Produce electronic minutes to be approved at the next Board meeting, differentiating Closed Session minutes from Open Session minutes.
3. Perform duties as delegated by the Chair.
4. During the summer, the Corporate Secretary must be present for every Board meeting.
5. Attend Committee meetings as requested and record all material, discussions, and reports.

### **Section 1.03: Board Policy on Remuneration and Honoraria**

1. The remuneration (per meeting) for the Corporate Secretary shall be set annually by the Chair of the Board of Directors, and the individual selected should be aware of the fluctuating time commitment required by the position.
2. Student Directors, including the Chair, shall receive honoraria as consistent with the rest of honoraria disbursement schedule in the AMS.
3. An honorarium is awarded to the Chair and Student Directors under the condition that they are prohibited from seeking employment in an AMS service. This is done to mitigate any financial losses incurred by a student becoming ineligible to work at an AMS service, and to make involvement on the Board more accessible.

4. All Student Directors shall receive an honorarium as determined by Personnel Committee and the Board. Honorariums will be partially withheld if expected transition work is not completed.
5. If the Chair feels that the performance of a Student Director on Board has been unsatisfactory, and that they are not deserving of their full honorarium, the Chair must arrange a meeting with the Director in question by the penultimate Board meeting of the semester. If the problem persists, the Chair shall bring this matter to the immediate attention of the Board as to whether the Student Director deserves their full honorarium, and has the power to prevent it from being awarded if the vote is in the affirmative.
6. No member of the Board may hold another position in the AMS that receives an honorarium.
7. Honoraria levels must be re-evaluated by the Personnel Committee at least every three years, typically when the AMS-wide salary grid is being reviewed.

## **Section 1.04: Election of a Chair**

1. At the opening meeting of a new AMS Board of Directors, the first item of business will be to elect a Chair and a Vice-Chair.
2. The outgoing Chair should oversee this portion of the meeting; however, their responsibilities officially end upon the election of a new Vice-Chair.
3. Only voting members, who are not running for the position of Chair, should be allowed to cast a ballot.
4. Immediately after the Chair election, the election of a Vice-Chair will take place, where the same procedures as above will be followed.
5. All votes should be by secret ballot.
6. Each individual Board may adopt a voting and a tie-breaking procedure of their own choosing, decided upon prior to any nominations. Suggestions for tie breaking methods are as follows:
  - Preferential balloting with more than 2 candidates
  - Coin toss, for two candidates

## **Section 1.05: Board Standing Committees**

Standing Committees are permanent committees of Board that were established to address specific reoccurring issues. Their Chairs are responsible for setting their strategic direction, and giving a brief oral or written report to the Board on their activities and progress at each meeting. Each term, committee Chairs shall designate regular scheduled times for committee meetings. Committees are expected to meet once a month, or as needed to fulfill their duties. Standing Committee Chairs shall be nominated and elected by the incoming Board every April at an incoming meeting of the Board. The outgoing Chair of the Board shall decide and notify the Board of the election procedures prior to the April meeting and facilitate the election of Standing Committee Chairs.

The Chair of each committee is also required to complete a transition manual prior to the end of their term that follows the template and guidelines outlined by the Chair of the Board. This transition manual must summarize the work completed during the year and identify any foreseeable challenges and/or tasks for the coming year.

The five Standing Committees of the Board are:

1. Finance and Risk Committee
2. Personnel Committee
3. Audit Committee
4. Special Projects Committee
5. Rotational Committee

The Rotational Committee allows the Board to discuss specific long-term matters every third year, as it is an alternation of the following three committees:

1. Long-Term Strategic Planning Committee
2. Governance Committee
3. AMS Specific Fee Review Committee

## **Finance and Risk Committee**

Mandate:

The Finance and Risk Committee will make recommendations to Board on matters related to the Corporation's financial management and reporting, including enterprise risk management and will fulfill the internal processes control function of the Corporation.

Membership:

Voting:

- Two Student Directors (one of whom shall be appointed Chair)
- One non-student Director
- President
- Vice-President of Operations
- Chair of the Board

Non-Voting:

- General Manager
- Controller, as per request of the Chair
- Service Directors, as per request of the Chair
- Any additional member, as per request of the Chair

Responsibilities:

Finance:

- Review annual operating and capital budgets
- Examine the budget methodology and recommend the operating budget for approval by the Board
- Examine overall AMS financial circumstances and projections

- Review the Services' month-end reports and overall performance of the Corporation
- Review the formula for the allocation of costs among the Corporation's Services
- Oversee financial management of all externally and internally restricted funds
- Recommend investment guidelines and receive annual information on investment performance, report to Board on a bi-annual basis

Risk:

- Obtain assurance from management that business risks are identified and significantly managed
- Ensure that internal process controls are up to date in minimizing the risks for the Corporation
- Obtain assurance from external auditors that internal controls and performance monitoring systems are adequate
- Bring to the Board's attention all financial matters and potential risks of which it has knowledge that may affect the current or future position of the AMS
- Act on other matters referred by the Board as necessary

Independent working groups of the Finance and Risk Committee may be struck, as required.

## **Personnel Committee**

Mandate:

The Personnel Committee is responsible for the oversight, review, and establishment of policy and remuneration pertaining to all Corporate and Government student and permanent staff of the AMS.

Membership:

Voting:

- Two Student Directors (one of whom shall be appointed Chair)
- One non-student Director
- President
- Vice-President of Operations
- Vice-President of University Affairs
- Chair of the Board

Non-Voting:

- General Manager
- Human Resources Officer
- Service Directors, as per request of the Chair
- Any additional member, as per request of the Chair

Responsibilities:

Full-time student staff:

- Regularly update the AMS Employee Policy and Procedures Manual
- Regularly update the AMS Hiring and Appointment Policy and Procedures Manual
- Regularly update all other Human Resources policies
- Approve and update job descriptions for every position in the Corporation
- Submit immediate written notification to Board of any changes or updates made to any job description
- Review remuneration framework and specific wage/salary/honoraria rates
- Recommend an updated or new student staff salary grid to the Board at least every three years
- Serve as the government honorarium committee, to act as a check on differential awards of honoraria to government volunteers by reviewing any recommendations by a government supervisor to assign a volunteer an honorarium other than that which they are assigned at the beginning of the year. During this process, the Vice-President of University Affairs and Human Resources Officer should be present.
- Ensure policies continue to reflect current employment and workplace legislation

Permanent Staff:

- Regularly update the AMS Permanent Staff Policy Manual
- Annually review job descriptions for all permanent staff positions
- Annually review the remuneration framework for all permanent staff positions
- Ensure that the Permanent Staff Policy is being adhered to each year, including, but not limited to, annual evaluations and transition frameworks.
- Recommend a permanent staff salary grid to the Board at least every three years
- Serve as a resource and advisory group to the Executive and/or General Manager for personnel issues related to all permanent staff
- Ensure policies continue to reflect current employment and workplace legislation

Independent working groups of the Personnel Committee may be struck, as required.

## **Audit Committee**

Mandate:

The Audit Committee will make recommendations to Board on matters related to the independent external audit process, including recommending and the appointment and assessing the performance of the external auditor.

#### Membership:

##### Voting:

- Chair of the Board (who will Chair this committee)
- Three Student Directors (none of whom is the Vice-Chair)
- One non-student Director
- Vice-President of Operations

##### Non-Voting:

- General Manager

#### Responsibilities:

- Review audit proposal, scope and costs, and recommend to the Board the appointment of an external auditor at the Fall Corporate General Meeting
- Review the auditor's report and draft financial statements prior to the approval of the audit at the Fall Corporate General Meeting
- Review the auditor's management letter (usually consisting of recommendations on internal control) and ensure corrective action plans are in place where appropriate
- Meet with external auditors as and when required
- The auditor is entitled to attend the meeting at the expense of the corporation if requested to appear by any one member of the committee
- Refer any matters that concern the internal processes to the Finance and Risk Committee
- Act on other matters referred by the Board as necessary
- Where possible, the non-employee and non-officers members of this Committee shall be the same as the members who sit on the Finance and Risk Committee, at the discretion of the Board Chair

This committee will not be required to meet on a regular basis over the course of the year, but will have responsibilities around the time of the audit being underway and between the audit being completed till the fall corporate general meeting, or as determined by the Chair.

## Special Projects Committee

#### Mandate:

The Special Projects Committee's mandate and responsibilities are determined from Section 2.02 of this policy manual.

#### Membership:

##### Voting:

- One Student Director (who will be co-Chair)
- One non-student Director

- Vice-President of University Affairs (who will be co-Chair)

Non-Voting:

- Chair of the Board, as needed

This committee will not be required to meet on a regular basis over the course of the year, but will have responsibilities around special projects application and funding deadlines, or as determined by the Chairs.

## **Long-Term Strategic Planning Committee**

Mandate:

The Long-Term Strategic Planning Committee develops and recommends the overall strategic direction for the Corporation, monitors progress, and reviews results as a basis for setting new strategy.

Membership:

Voting:

- Two Student Directors (one of whom shall be appointed Chair)
- One non-student Director
- President
- Vice-President of Operations
- Chair of the Board

Non-Voting:

- General Manager
- Service Directors, as per request of the Chair
- Any additional members, as per request of the Chair

Responsibilities:

- Analyze and review issues affecting the long-term financial success of the AMS, particularly in the areas of long-term planning and strategic direction for its services
- Establish a limited number of enterprise-wide strategic priorities and goals that signal important annual and long-term targets for the Corporation
- Periodically assess progress on corporate strategic goals and make adjustments as necessary
- Review both AMS and service-specific long-term strategic and business plans
- Evaluate opportunities for expansion within existing AMS services or for expansion and development of new services. Conduct viability analyses of services with futures in question

Independent working groups of the Long-Term Strategic Planning Committee may be struck, as required.

## **Governance Committee**

Mandate:

The Governance Committee focuses on the internal workings of the Board, including transition, training, documentation, Board evaluation, and development of all internal Board procedures.

Membership:

Voting:

- Two Student Directors (one of whom shall be appointed Chair)
- One non-student Director
- President
- Vice-President of Operations
- Vice-President of University Affairs
- Chair of the Board

Non-Voting:

- General Manager
- Information Officer
- Service Directors
- Any additional member, as per request of the Chair

Responsibilities:

- Develop and implement a transition, orientation and training process for new Directors
- Organize ongoing professional development and informational sessions on relevant Board issues
- Conduct a full review of the Board Policy Manual
- Conduct a full review of the Corporate Bylaws
- Conduct a full review of any other relevant Board documents
- Perform a Board self-evaluation

Independent working groups of the Governance Committee may be struck, as required.

## **AMS Specific Fee Review Committee**

Mandate:

The AMS Specific Fee Review Committee assesses and recommends changes to the AMS Specific Fee to ensure the Society has sufficient funding for the following three years to meet its current yearly operations.

Membership:

Voting:

- Two Student Directors (one of whom shall be appointed Chair)
- One non-student Director
- President & CEO
- Vice-President of Operations
- Vice-President of University Affairs
- Chair of the Board

Non-Voting:

- General Manager
- Information Officer
- Any Commissioner or Officer, as per request of the Chair
- Any Assembly member, as per request of the Chair
- Any additional member, as per request of the Chair

Responsibilities:

- Evaluate the growth of the Society over the past three years and identify any foreseeable growth in the coming years
- Conduct a cross-university comparison of the AMS Specific Fee
- Identify any external changes and factors that can have an impact in the amount required for the Specific Fee (i.e. minimum wage increases, enrolment trends, etc.)
- Consult with the members of the corporation and obtain their input on any foreseeable changes to the AMS Specific Fee
- Assess and create a written report regarding the capacity of the AMS Specific Fee
- Recommend to AMS Assembly any changes to the AMS Specific Fee no later than two Assemblies prior to the Annual General Meeting
- Recommend to all AMS members any changes to the AMS Specific Fee at the Annual General Meeting

Independent working groups of the AMS Specific Fee Committee may be struck, as required.

## **Section 1.06: Ad Hoc Committees**

An Ad Hoc Committee may be struck whenever the Board deems it appropriate to strike a committee to address a specific matter and/or fulfill a specific duty that goes beyond the regular duties of the Standing Committees.

The Board shall approve the creation of an Ad Hoc Committee for any specific year via a motion at any Board meeting. The membership and mandate of the Committee shall be explicitly outlined in such motion.

Appendix A lists all of the previous Ad Hoc Committees that have been struck by the Board, along with their respective mandates. The Chair of the Board shall automatically update said Appendix to reflect the creation of any new Ad Hoc Committees and their respective mandates.

## **Section 1.07: Director Attendance**

The Corporate Bylaws of AMS Inc. section 3 specify the attendance requirements of Board members. Once a member has met the conditions that authorize removal from the board, the decision is left with

the board to enact the bylaw. The AMS recognizes that the non-student directors have other commitments that may prevent them from complying with the requirements.

For summer meetings, attendance will include attendance by conference call. The use of conference calls is up to the discretion of the chair.

## **Section 1.08: Access to Permanent Board Records**

1. Board Permanent Records, including meeting agendas, minutes, appendices and reports, shall be considered public documents for AMS shareholders and thus shall be available for viewing by AMS shareholders upon request.
2. Requests to view Board documents shall be made to the Chair.
3. Permanent records shall not leave the AMS office however photocopies may be made upon request to the Chair.
4. The Board may designate some documents as “Confidential” and these shall be kept separately and exempted from this policy.

## **Section 1.09: Policy on Closed Session Minutes**

1. The AMS Board reserves the right to enter closed session, subject to approval by a 2/3 majority vote.
2. Closed session minutes will be kept by the Corporate Secretary and will be considered confidential.
3. Minutes from closed session Board discussions are to be taken by the Corporate Secretary, reviewed and approved by the Board and then kept on permanent file with the Chair and General Manager.
4. The Secretary will only record the essential facts, reasoning and outcomes of each closed session item. No names will be attached to any of the relevant comments that are recorded.

## **Section 1.10: Corporate Transition Process**

1. The transition process between outgoing Directors and Incoming Directors will be facilitated by the Vice Chair, the Chair of the Board, and the General Manager where appropriate.
2. Both Incoming and Outgoing Directors are expected to comply with the requirements of the transition process outlined by the Chair and Vice-Chair each year in order to receive their honorarium.

## **Section 1.11: Conflict of Interest Guidelines**

As outlined in By-law 3.07.01, the Board shall have full responsibility for managing the affairs of the Corporation. Management is responsible and accountable to the Board through the Vice President (Operations) and the Services Directors. A Board member would therefore be placed in a conflict of

interest should they hold a management position within the AMS Inc. Since Management is hired before a new Board is elected, incoming service management may not run for the AMS Board of Directors because their acceptance into the management position precludes them from running for the Board.

Similarly, a voting member of Assembly would be placed in a conflict of interest should they also be a Board member. This conflict of interest should then preclude incoming Assembly members from running for the Board. The Executive, Service Directors, and Chair of the Board are exceptions to this policy as they sit on both bodies by virtue of their positions.

Any individual who runs for a position on the AMS Board of Directors must inform Assembly of any potential conflict with respect to their Board position and any other position they may hold in the AMS during their term as Director and how these conflicts will be handled. A member is not eligible to be considered for a staff position within the AMS Inc., as outlined in By-law 3.01.03 recognizing that there is a potential for a philosophical conflict of interest. In addition, all voting and ex-officio Board members must declare a conflict of interest in the following instances but not exclusive to these alone;

- a. Relationships with suppliers to the corporate or government sides of the AMS where profit it to be earned by the external party.
- b. Personal relationships among Board members that may impact confidentiality and security of information, as well as voting patterns.
- c. Personal involvement with an external entity that is a direct competitor with the Society.

## **Section 1.12: AMS Annual Report Production**

The AMS Annual Report's primary purpose is to provide an annual, objective presentation of previous year's results of Society operations. The annual report will present a summary of each major commission/service's mandate combined with both a qualitative review and analysis of their programming; and a quantitative presentation of the condensed financial statements. It is crucial that the primary focus of the report be a review of the initiatives, projects, and financials of the previous fiscal year as well as any long-term projects. Any costs associated with the production of the Annual Report will be provided for in the Board's budget, and the report shall be made available online to all AMS members.

### **Annual Report Editorial Board**

- Marketing and Communications Officer (Editor-in Chief)
- Vice President Operations
- AMS President
- Chair of the Board of Directors
- Information Officer
- General Manager
- Controller

The Marketing and Communications Officer will serve as the Editor-in-Chief of the Annual Report and be responsible for the production, as included in the job description of the position. Members of the Annual Report Editorial Board are expected to contribute to the production process where appropriate, ultimately approving the report prior to its publication.

The outgoing Marketing and Communications Officer shall collect and edit end of year reports from all of the Commissioners, Officers, and Directors by the end of March. Salary and honoraria will be withheld from individuals who have failed to submit their respective position's report.

The Annual Report Editorial Board shall meet during the month of April to edit, approve, and/or reject the presented draft reports. Once the content is approved, the reports must be passed down to the incoming Marketing and Communications Officer, as it will be his/her duty to conduct the layout process during the summer.

The draft Annual Report shall be presented to the Annual Report Editorial Board no later than the final summer Board session. At this point, the editorial board will approve or reject the presented draft Annual Report.

The final Annual Report (with the draft financial statements) should be made available online to the members of the Corporation prior to the Special General Meeting. Once the financial statements have been approved at the Special General Meeting, the finalized report shall be published online and be made available to the general public.

In an effort to engage past Board members and build the Board's alumni network, with the help of the Information Officer and the Office of Advancement, the Chair of the Board should forward an online copy of the Annual Report to previous members of the Board.

## **Section 2      Special Funding**

### **Section 2.01:    AMS Donations Policy**

(October 2002)

1. AMS Services and Publications may offer, at the discretion of the manager or editor, services to charities if there is no cost to AMS Inc.
2. The AMS Board of Directors will annually include a sum in the Board budget towards Donations calculated as a maximum of 0.05% of gross revenues of the AMS for the previous fiscal year.

Money will be allocated in accordance with the following principles:

- a) Any funds that are required to make a donation because of a death or some sort of tragedy befalling a member of the AMS or AMS staff, would be taken from this account,
- b) Any other potential use of the fund will be considered only if it meets the following criteria:
  - The individual or group does not receive funds already from other AMS sources or timing does not permit the seeking of such funding,
  - There is evidence to suggest that this individual or group have applied through other processes of receiving money,
  - That Queen's students are involved in the solicitation of these funds and/or involved in some way with this group or individual on campus
  - That the individual or group themselves does not personally profit from receiving a donation from this fund

- c) Donations from this fund are at the discretion of the AMS Executive. It is the responsibility of the President to report to the Board of Directors on where this money has been allocated. This report will be for information only.

## **Section 2.02: AMS Board of Directors Special Projects Allocation**

(November 2000, August 2008)

### **A. Objectives:**

As part of its annual budgeting process and pursuant to the Strategic Planning Policies, the Board will budget a maximum of 0.25% of annual gross revenue to be allocated to Special Projects under the direct jurisdiction and discretion of the Board. Special Projects are defined as projects submitted by Queen's students and/or Queen's student organizations that satisfy the criteria listed below, and that demonstrate a genuine benefit to the Queen's and Kingston community. Projects may also be one-time non-recurring internal AMS projects (i.e. to fund a service, office or commission initiative), which have not been accounted for in the normal budgeting of that specific service, office or commission. Priority shall be given to non-AMS projects for all three granting periods, but AMS internal projects as specified above are eligible to apply.

### **B. Basic Details:**

The face of the application must include the following details:

1. Name of applicant group
2. Number of members
3. Name of contact person
4. Position of contact person in the group
5. Mailing address
6. Contact numbers: phone - home, office, fax, and e-mail

### **C. Our Questions - Your Answers:**

In your application proper questions 1-6 must be answered. Applications that are incomplete will not be processed but will be returned for completion.

1. Describe your organization and its structure. Tell us what role Queen's students will play within the organization or demonstrate the ways in which the organization is affiliated with Queen's University.
2. Describe the initiative(s) you are requesting funds for.
3. What is the purpose of the proposed activity? Who is your target market?
4. What benefits does this project provide to the Queen's and Kingston community?
5. How much money are you requesting? Attach a budget and a timeline setting out estimated total revenues and expenditures for your proposal with your application.

6. What other sources have you approached for funding and what commitments have you been given? Will you undertake to advise us if you receive other commitments before this application has been processed?

## **D. Criteria for Approval of Applications**

### 1. Required:

1. Queen's students must play major roles in the organization and operation of the activity.
2. Applicant and/or group must show satisfactory evidence of external/public credibility and have an adequate organizational structure. This will include evidence of financial plans and controls.
3. Applicant organizations must be non-profit. Applicants must ensure that funding is applied to the approved project or be returned to the AMS Board of Directors Special Projects Fund.
4. Applicants must demonstrate financial need.
5. Applicants must provide evidence of efforts to obtain assistance from other sources.
6. Applicants must be prepared to provide public recognition of the assistance provided by the AMS if requested to do so.
7. Applicants must agree to be bound by the Queen's Code of Conduct.

### 2. Desirables:

8. Although activities targeted outside of the University community will be considered, activities that show the greatest benefit to students will be favoured.
9. The intent of the AMS is to provide seed funding without any ongoing commitment (presumed or otherwise) to applicants. Projects that have received funding in the recent past which are not experiencing any significant changes will not be favoured.
10. Evidence of confirmed partial funding will be viewed more favourably as would those which are part of matching grant proposal.
11. Applications should indicate how the proposed activity or project is in keeping with the AMS Special Projects Fund's objectives.
12. Applications will be favoured which intend to maintain or improve the quality of life in the University and Kingston community.

## **Section 3 Sponsorship and Advertising**

### **Section 3.01: Policy on Corporate Sponsorship**

(April 2011)

#### **Preamble**

An important opportunity exists to allow the AMS to better fulfil its mandate with respect to extracurricular activities at Queen's. These guidelines are intended to ensure that we maintain a

consistent approach in our sponsorship arrangements. The students at Queen's represent a significant market force. Privileged access to this market must be granted in an orderly fashion consistent with the goals of both the university and the AMS.

## **Purpose of Sponsorship**

Our pursuit of corporate sponsorship is intended to improve the quality of student life at Queen's through improved extra-curricular programming.

## **Purpose of the Guidelines**

The following set of guidelines will serve to:

1. Increase awareness within the AMS of the potential benefits of corporate sponsorship
2. Increase awareness within the AMS of the potential pitfalls of corporate sponsorship
3. Remove ambiguity within the organization as to what is acceptable and what is unacceptable in sponsorship agreements
4. Allow professional, unambiguous and expedient negotiation to occur on an event by event basis between the AMS and the sponsor.
5. Ensure tasteful and unobtrusive sponsorship arrangements that are consistent with the goals and beliefs of the AMS.
6. Develop a good reputation in the corporate community for being clear and fair in our approach to sponsorship

## **The Guidelines:**

1. Types of Corporations
  - 1.1. We will entertain offers all companies qualified under 1.2
  - 1.2. Any company sponsoring an AMS event must satisfy existing AMS policies regarding purchase and sale of goods and services
2. Exclusivity
  - 2.1. The AMS will not offer exclusive rights to a single corporation to sponsor all events for a given year
  - 2.2. Exclusive representation may be given on an event by event basis
  - 2.3. It is recognized that it may be in the best interests of the AMS to have the same sponsor for several events. This is permissible and is up to the Board of Directors.
3. Signage/Props (at events)
  - 3.1. It is understood that sponsoring corporations may require signage as part of their agreements
  - 3.2. At alcoholic events signage will be permitted in accordance with the Liquor License Act
  - 3.3. Preferred positioning will be offered if the content of the agreement justifies it insofar as the sponsoring company's offer is significantly generous to warrant such exposure
  - 3.4. Signs and props will be erected by the AMS unless they defer this task to the sponsoring agent who will act under direct supervision of the AMS and who will when necessary comply with campus engineering specifications

- 3.5. Signs and props must be of high quality and generally will include only names and logos
- 3.6. The AMS reserves the right to take steps to ensure its role as promoter and organizer of these events is clear to participants
4. Advertising
  - 4.1. Event sponsors will be permitted to put logos on posters advertising events they are sponsoring
  - 4.2. Generally the posters will be of standard AMS design and the sponsor will provide the necessary logos
  - 4.3. The Vice President (Operations) or his/her delegate may grant special permission for a sponsor to use their own posters and promotional material for advertising
  - 4.4. The most significant exposure that will be offered is a co-billing arrangement where the name of the sponsor is subsidiary to the name of the AMS who will act as a lead presenter in all cases
  - 4.5. The sponsor may make use of AMS published media in accordance with AMS Bylaws.
5. Legality
  - 5.1. All arrangements and giveaways must concur with existing municipal, provincial and federal laws
  - 5.2. All arrangements with liquor companies will be subject to the Liquor License Act of Ontario and where required will be approved by the LLBO
6. Approval Process
  - 6.1. Arrangements under this agreement with non-alcoholic sponsors may be ratified by commissioners, service directors or executive members except as qualified in 6.2

## **Section 3.02: Policy Regarding Revenue from Affinity Programs**

(March 1997)

The Board recognizes the significant potential value of affinity agreements, noting that every external dollar that the AMS can bring in is either a dollar spent on programs/services/opportunities for its members or a dollar passed on in savings for the same. Thus the Board recommends that the AMS Inc. continue to attempt to identify opportunities to enter into such agreements with reputable corporations capable of offering top quality service to our members at a reasonable cost. Such opportunities might include, but would not be limited to, on-campus soft drink pour age, and a range of benefits/services that might be afforded members through exclusive on-campus banking or other arrangements with banks. The Board shall also seek to ensure that the AMS is directly involved in any university initiative (including negotiations) with an external organization, in order to take advantage of opportunities that might feasibly benefit students.

Revenue generated by an affinity agreement within a given year shall be spent on programs within that year. This offers the students who are enabling the AMS to accrue that revenue, the opportunity to benefit from the programs/services/opportunities it is providing. It is also consistent with the Board's policy of spending interest accrued on investments during the year in which it is accrued.

Affinity programs shall operate as an accountability centre under the Vice President Operations. During the budgeting process, the Executive, having ultimate responsibility for identifying priorities for the expenditure of affinity program revenue, shall submit those priorities to the Board for approval as part of the affinity programs budget. Assuming the Board approves, the revenue from affinity programs may be spent in a number of ways depending on the society's priorities (as defined by the Executive) in a given year. It shall also be acceptable for some affinity revenue to be allocated to the Board's Special Projects Committee, to be redistributed to worthy student projects in areas where the AMS is not presently willing or able to offer services or experiences comparable to those, which an applicant might provide.

No project/service/opportunity shall be funded by affinity revenues without Board approval. This approval may come in the form of a budget that includes certain expenditures (i.e. \$x for the Evening Child Care Centre) or in the form of approval for a particular expenditure (i.e. \$x to pay down the principal on the loan such as that carried by the AMS lounge).

Any projects that are identified throughout the course of the year will be considered by both the Executive and the Board within the context of the budgetary constraints of that year. In other words, if it appears that the revenues from affinity programs will be required to offset the costs of operating existing AMS programs/services/opportunities which benefit the quality of student life, then affinity program revenues will not be directed towards new initiatives.

### **Section 3.03: AMS Visual Identity Standards Guidelines**

(November 2011, April 2014)

Every service shall follow the visual identity standards of the AMS as set out by the Marketing & Communications Office as well as the visual identity standards of the given service as set out by the marketing plan approved by the Board of Directors.

The Board of Directors reserves the right to change visual identity standards of services if it feels that said standards violate the AMS Mission Statement or the Queen's University Student Code of Conduct. Otherwise, all decisions regarding the visual identity standards of services should remain with the relevant management team, the relevant Service Director, and with final approval from the Vice President (Operations).

## **Section 4 Accounting and Finance**

### **Section 4.01: Board of Directors**

(March 1990, April 2014)

1. The Board of Directors will not be charged administrative overhead.
2. That the Board of Directors will not be charged capital depreciation for office furniture, equipment or computer purchases.
3. That income accruing from the invested reserves (the Advantage Fund) will fund the annual Board operating budget including both operational and discretionary funding. This amount will be transferred at the end of the fiscal year. There shall be no surplus or deficit.

## **Section 4.02: Credit Policy**

(April 2014)

1. The Controller shall be responsible for monitoring collections and alerting all relevant parties to debts exceeding credit terms.
2. The Controller's office shall maintain a "do not do business list," on which customers who have defaulted in the past shall be listed. This list shall be circulated to credit issuing services at the beginning of each term. Prior to extending new credit, services shall reference this list. If a customer is on the list, the service shall require that the customer prove creditworthiness through upfront payment. Customers may be removed from the list at the request of the service in consultation with the Controller's office.
3. The standard credit term, unless otherwise agreed, shall be 30 days.
4. When debts exceed 45 days overdue, a call will be placed to the customer inquiring about the existence of the invoice and scheduled payment. If an invoice remains outstanding for 60 days, a second call will be placed and a promise of payment will be extracted for a specific date. If payment is not received by this date, a letter will be sent to the customer advising them that they are in arrears and need to make a payment immediately or contact the Controller's office to provide an explanation. At 90 days overdue, the customer will be placed on the "do not do business list" and referred to the controller's office should they call to place an order. Exceptions can be made to this rule upon consultation with the Vice-President Operations, or if contracts make specific credit provisions exceeding a 90 days payment schedule.
5. At 60 days outstanding, the appropriate service director will be notified of the debt. They shall be responsible for assisting the Controller's office in collecting said debt.
6. When debts exceed 270 days overdue, the debtor may be taken to small claims court at the discretion of the Vice President (Operations), the Controller, the General Manager, and the relevant service director. Alternatively, a collections agency may be used to pursue the payment of the debt, again at the discretion of all relevant parties.
7. The above terms are intended as a minimal guide to collections, but are not sufficient in of themselves. Effective collections will require considerable efforts outside these terms.

## **Section 4.03: JDUC Rent**

(March 1990, April 2014)

### **HISTORY**

1. "Rent" is charged to our services for the following two reasons: (1) so that their costs more accurately reflect the costs of operating a service in the "real" world and thus the AMS could not be perceived as subsidizing the price of goods and services and (2) to help pay for the

cost associated with occupying space within the Student Life Centre. When addressing “rent” we are really addressing the cost of having space in the Student Life Centre. This cost is based on the costs of the Centre that are charged to the AMS as set out in the University Centre Constitution.

2. The Management & Operations Agreement states explicitly that the AMS will be billed for its share of the costs of the Student Life Centre.

## **POLICY**

1. The following policy will govern the process by which the AMS will charge “rent” to contribute to the AMS portion of Student Life Centre costs:
  - a. The Student Life Centre student interest fee and any funds appropriated from the services of the AMS (or any other group who is using space which is specifically designated as being under the jurisdiction of the AMS) shall accrue to the AMS Student Life Centre Fund. Any invoices from the University for the costs of operating the Student Life Centre shall be paid from this fund to the Student Life Centre Facilities fund. Any invoices from the University for the costs of operating MacGillivray-Brown Hall less any non-commercial leaseholds shall be paid from this fund.
  - b. The setting of “cost of space” or “rent” charges shall be done in March in conjunction with the setting the student interest fee. Thus, there will be a one-year lag between space allocation and the charging of rents.
  - c. The amount of rent per square metre shall be set based on the costs of AMS and number of square metres attributed to AMS space in the Management and Operations Agreement.
  - d. The AMS shall levy charges for the costs of occupy AMS designated space where:
    - i. The student group has an ongoing revenue generation function (e.g. Tricolour Outlet). This excludes clubs who may occupy AMS specific space from time to time.
    - ii. In the case of services and publications, the service or publication is established in that it is no longer in its three-year probationary start-up period. Any decision to charge “rent” to a new service in this situation will be addressed by the Board on a case-by-case basis.
  - e. The AMS shall not levy charges against the specific offices of the AMS Society as these offices are there for the benefit of all members of the AMS; all members of the AMS pay the Student Life Centre fee and are largely/solely supported by student interest fees.
  - f. The Board shall be responsible for ensuring that the revenues generated cover the costs of operating the Student Life Centre so that the AMS Inc. is not jeopardized financially.

### **Section 4.04: Policy for Disposal of AMS Assets**

(November 1982, April 2014)

The following stipulations shall apply to all disposals of AMS property:

1. Sales shall be administered by the Vice-President (Operations).

2. The AMS office shall accept sealed written bids for a period of two weeks following the publication of the announcement of the sale.
3. All property is to be sold without warranty, express or implied, except with the permission of the Board of Directors.
4. The property shall be sold to the party submitting the highest bid, provided that the Vice-President (Operations) feels that the bid is sufficiently high. If all bids are judged to be inadequate, the disposal shall be referred to the Board of Directors.
5. In the event that bids for an equal amount are received, preference is to be given to members of the AMS. If this criterion does not yield an unequivocal solution, the first of the tying bids is to be accepted.
6. All sales are to be paid for with cash or a certified cheque at time of receipt.
7. If the Board of Directors feels that a particular disposal is of an extraordinary nature and that the disposal policy does not provide the most effective method of selling the property, the Board should give the Vice-President (Operations) special instructions regarding the sale.

## **Section 4.05 Capital Expenditures**

(20 July 2002, April 2014)

The appropriation of AMS funds towards the purchase of capital assets is a key function of the Board of Directors; as capital expenditures constitute both a long-term capability and a future commitment. With the aim of creating a uniform process by which these expenditures are approved, and to parallel the practice of other organizations, the capital asset purchases will be made exclusively under this policy.

In keeping with the historical role of the Board within the AMS, the legal requirements imposed by the laws of Ontario, and the authority granted to The Board by Corporation by-law 3.07.07, the Board of Directors shall continue to be the final authority on any capital expenditures made by the Society. However, the Board recognizes that the day-to-day operation of the Society may, from time to time, require the purchase of fixed assets for which the cost is below the scope of those expenditures that should be capitalized, or considered by the Board. Furthermore, the Board of Directors recognizes that occasions may arise that require, in the best interest of the Society, capital expenditure decisions to be made within a time frame that would render it unreasonable to convene the Board of Directors, or that capital expenditure decisions need to be made that would only occur to maintain current operations within a service. With these principles in mind, the Board of Directors enacts the following policy:

### **Section 1. Appropriation of funds for the purchase of capital goods**

*Definition of capital expenditure (minor expenditures are operational and are not to be capitalized)*

- 1.1. The purchase cost of a fixed asset shall be capitalized if it meets each of the following criteria:
  - a The cost is greater than two thousand five hundred dollars; and
  - b The asset in question is expected to yield benefits beyond the current fiscal year

*Capital expenditures only by approval of Board; Exception; Approval only by motion*

1.2.

- 1.2.1 The purchase of capital assets is subject to the approval of the Board of Directors.

1.2.2 Capital expenditures that qualify as “emergent capital requirements” under section II of this policy shall not be subject to the requirement under section 1.2.1. but shall follow as closely as possible the same guidelines for supporting the expenditure.

1.2.3 The approval by the Board of Directors of a capital expenditure shall be made only by approval of a motion to that effect. The motion shall include the maximum allowable expenditure (including applicable taxes) and the depreciation period and refer to any specific constraints applied by Board.

*Form of proposal*

1.3.

1.3.1 The following documentation is mandatory with all capital expenditures proposals:

- a Written justification of how the capital expenditure is in the long-term best interests of the AMS (including options analysis if appropriate) by the appropriate Services Director, on behalf of management
- b Demonstration of price comparison and/or purchase options as appropriate
- c Demonstration of product comparison (including warrantee, maintenance and operating costs) as appropriate
- d Depreciation schedule of the capital expenditure
- e Depreciation schedule for the service/office showing the status of all the current capital assets being depreciated.
- f Current itemized listing of the service’s/office’s furniture and equipment capital asset inventory
- g Such other forms and documentation as the Board may from time to time direct

1.3.2 Additional supporting documentation may/should also be presented to the Board, if the complexity and the expenditure so warrants.

1.3.3 The Board may demand such additional supporting documentation, as it deems necessary to properly assess the proposal.

1.3.4 It is expected that capital expenditure proposals of unusual scope be supported by substantial additional documentation.

*Amortization scheme to be determined by the Board*

1.4.

1.4.1 The amortization scheme of any capital asset purchase shall be determined by the Board of Directors on a case-by-case basis, giving consideration to:

1.4.2 The anticipated lifetime of the asset;

- a Past practices; and
- b Generally accepted accounting principles.

*Guidelines for amortization*

1.4.3 In determining the amortization scheme of a capital asset purchase, with regards to section 1.4.1 (a), the Board shall specifically consider

- a Manufacturer's specifications;
- b Warranty and service provisions;
- c Past experience with similar assets;
- d Revenue Canada guidelines; and,
- e Industry practice.

*Amortization to begin in month immediately subsequent to acquisition*

1.4.4 Amortization of a capital asset shall begin on the first day of the month following purchase.

## Section 2. Emergent Capital Requirements

### *Definition*

2.1.1 For the purposes of this policy, an "emergent capital requirement" shall be a requirement for a capital expenditure of such a nature that the deferral of the expense until such time as the Board of Directors could reasonably be convened would cause a material loss to the corporation.

### *Process*

2.2. In the case of an "emergent capital requirement", the expenditure of funds to satisfy the requirement may be made without the prior approval of the Board of Directors upon satisfaction of the following criteria:

- a The written authorization of one of:
  - i The President, or
  - ii The Vice-President (Operations); and
- b The written authorization of the Chairperson of the Board of Directors (or the acting Chairperson of the Board of Directors).

### *Details to be provided to Board*

2.3. The details of any capital expenditure made under this section shall be provided to the Board of Directors as soon as practicable, along with the written authorizations demanded under section 2.2 and the required capital expenditure documentation as outlined in section 1.31.

### *Amortization to be determined by Board*

2.4. The Board of Directors shall pass a motion ratifying the emergent capital expenditure, to determine the amortization scheme of an expenditure made under this section and to refer to any specific constraints applied by Board.

## Section 3. Renewal Capital Requirements

### *Definition*

3.1.1 For the purposes of this policy, a "renewal capital requirement" shall be a requirement for a capital expenditure of such a nature that is used only to maintain current operations in a service.

## *Process*

- 3.2. At the beginning of the year, each service will include a “capital budget” along with their budget submission to Board, considering all their current assets and which ones might need to be replaced in the current year.
  - 3.2.1 This capital asset spreadsheet should include all the current assets and the depreciation costs the service is paying out.
  - 3.2.2 Any capital expenses that are primarily for renewal must be included in this budget, taking inventory of the service’s current equipment and should be provided with an estimated cost of the renewal equipment as well as the useful life of the equipment.
  - 3.2.3 Any capital expenses that cost less than the Board approved “renewal capital requirement” budget may be made by each service with the written authorization of the respective service director and the Vice President (Operations).
  - 3.2.4 If the approved “renewal capital requirement” has already been met and more capital expenses need to be made that are still only to maintain current operations in a service, Section 2 of this Capital Expense policy on “Emergent Capital Requirements” will apply.

## **Section 4.06: Security of Capital Reserve**

(24 April 1998, April 2014)

1. The AMS shall maintain a Security of Capital Reserve as protection in case of natural disaster or incompetence, and in addition to AMS liability and property insurance.
2. The Security of Capital Reserve is fixed at \$250,000; this amount is to be reviewed annually by the Board of Directors’ Finance, and Risk Committee and the Corporation’s Auditors.
3. The AMS will endeavour to ensure that this Security of Capital Reserve is consistent with Canada Revenue Agency requirements.

## **Section 4.07: Investment Policy**

(Updated 9 Oct 2008)

1. The AMS should continue to manage its cash assets in a prudent, risk averse manner as follows:
  - a. The amount of the Security of Capital Reserve should be invested in easy to sell, capital secure, and income producing financial instruments (i.e. AA rated government or investment grade corporate bonds).
  - b. The majority of the restricted fund balances and the more or less permanent cash flow surpluses should be invested in long-term investments. While it is unlikely that these assets will be withdrawn for the short-term, the investment vehicles should not preclude annual adjustments of asset levels consistent with the projected needs of the AMS. The financial instruments should be of high quality, have low volatility of capital, be easily bought and sold on the market, and produce reasonably predictable above average income/growth (e.g. a “balanced” 30%-50% fixed income and 70%-50% equity

portfolio) Performance of long –term investments should be comparable to that of the Queen’s University Pooled Endowment Fund.

- c. Short-term funds, those funds normally needed to support operations and capital expenditures over the course of the year, shall also be invested so as to maximize interest income and to provide revenue to support operations. Short- term funds shall be invested in 30 to 365 day investment vehicles containing government and commercial short-term instruments. Performance of short-term investments should be compared to the appropriate 90-Day Treasury bill index.
- d. To provide for immediate cash flow to support operations, short- term borrowing against the long-term investments will be permitted and borrowing interest offset by the short-term investment income. Short-term surpluses should be transferred into the long-term investments so as to maximize overall return on assets.

## **Section 4.08: Responsible Investment Policy**

(April 2014)

### A) Introduction

Given its mandate, *to serve and represent the diversity of students at Queen’s University*, the AMS continually seeks to re-evaluate and improve its structure and practices in order to best represent the interests of its constituents, internally and externally. The Society created the Social Issues Commission (1996), Sustainability Office (2006) and the Commission of the Environment and Sustainability (2011) to reflect its membership’s growing concerns with Environmental and Social issues.

Thus, the AMS, Inc. has a duty to act in the best interests of its stakeholders, which means understanding the risks and opportunities related to Environmental, Social and Corporate Governance (ESG) issues in its portfolio. The AMS recognizes the importance of Responsible Investing and shall seek to incorporate ESG considerations into its current investment policies outlined in Section 4.08 (while recognizing that it must not jeopardize the financial health of its investment portfolio).

This policy was developed by the Financial Ethics Review Committee (outlined in section D) using guidelines laid out by the United Nations’ Principles for Responsible Investment (PRI), a globally recognized platform developed in concordance with the UN Universal Declaration of Human Rights. This policy and shall apply to any and all funds invested by the AMS.

### B) Definitions

- i. “Responsible Investment” means the integration of environmental, social and corporate governance (ESG) considerations into investment management processes and ownership practices in the belief that these factors can have an impact on financial performance
- ii. “Environmental Social and Corporate Governance” means a set of standards for a company’s operations that socially conscious investors use to screen investments. Environmental criteria look at how a company performs as a steward of the natural environment. Social criteria examine how a company manages relationships with its employees, suppliers, customers and

the communities where it operates. Governance deals with a company's leadership, executive pay, audits and internal controls, and shareholder rights.

#### C) Responsible Investment Guidelines

- i. ESG standards for investee companies
  - Where possible, the AMS shall seek to avoid investing in firms that violate the performance standards pertaining to Human Rights, Labour, Environment and Anti-Corruption outlined in Section E, Procedures and Approaches.
- ii. Guidelines for external managers
  - The AMS shall encourage employed funds managers to adopt RI performance standards where possible while still maintaining the health of our investment portfolio
  - When considering hiring a new funds manager, the AMS shall seek to select one with effective and established RI policies in place

#### D) Financial Ethics Review Committee

- i. A Financial Ethics Review Committee shall be composed of the following representatives
  - AMS Commissioner of the Environment and Sustainability (Chair)
  - AMS Social Issues Commissioner
  - One appointed Director from the AMS Board of Directors
  - Two volunteers appointed by the rest of the committee
- ii. It shall be the duty of the FERC to:
  - Engage with our employed funds manager through requisition of reporting on ESG issues in our portfolio and maintain a regular dialogue on ESG performance in our portfolio
  - Review quarterly portfolio statements to identify investments which do not meet the standards outlined in Section E, Responsible Investment Procedures
  - Engage the Board in discussions on Responsible Investment
  - Spearhead new initiatives to improve the Social and Environmental performance of the AMS portfolio

#### E) Responsible Investment Procedures and Approaches

The AMS shall seek to avoid investment in firms who violate the following standards, adopted from the United Nations Global Compact, an internationally recognized set of principles used to benchmark corporate behaviour:

##### *Human Rights*

- Principle 1: Businesses should support and respect the protection of internationally proclaimed human rights; and
- Principle 2: make sure that they are not complicit in human rights abuses.

##### *Labour*

- Principle 3: Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining;
- Principle 4: the elimination of all forms of forced and compulsory labour;
- Principle 5: the effective abolition of child labour; and
- Principle 6: the elimination of discrimination in respect of employment and occupation.

#### *Environment*

- Principle 7: Businesses should support a precautionary approach to environmental challenges;
- Principle 8: undertake initiatives to promote greater environmental responsibility; and
- Principle 9: encourage the development and diffusion of environmentally friendly technologies.

#### *Anti-Corruption*

- Principle 10: Businesses should work against corruption in all its forms, including extortion and bribery.

## **Section 4.09: Internally Restricted Funds**

(13 December 1998, April 2014)

### 3. Fund Accounting

Fund accounting comprises the collective accounting procedures resulting in a self-balancing set of accounts for each fund established by legal, contractual or voluntary actions of an organization. Fund accounting involves an accounting segregation, though not necessarily a physical segregation, of resources. Internally restricted funds allow an organization to separate extraordinary, non-operational expenses from the operating fund, thereby removing a psychological disincentive to save revenue or make large expenditures.

### 2. History of Funds in the AMS

In the past, the Alma Mater Society has made extensive use of internally restricted funds. At one point, a number of services had their own restricted fund – known as a reserve at the time – where annual deficits or surpluses are recorded. Such a system of reserves was replaced with the current system of a limited group of funds for two reasons. One, the reserves caused unfruitful and destructive infighting as to the entitlement toward past gains and responsibility for past losses; and two, it threatened to skew the annual budgetary and control process as people could in theory overestimate operating expenses for the purposes of accumulating reserves. The desire to allow managers and commissioners to start fresh – unencumbered by the prior year’s activities was one of the central reasons for rationalizing the AMS’ array of internally restricted funds.

### 3. Established Criteria for Internally Restricted Funds

It is appropriate to establish an internally restricted fund in instances where it is necessary to build up cash balances for specific purposes such as building repair and replacement funds, program funds to support program continuation if income is uncertain, and opportunity funds

to allow the AMS to provide seed funding for a new idea or innovation. The purpose of all funds must be consistent with the AMS Mission statement.

When an internally restricted fund is established, the policy must include the following elements if they are not otherwise included elsewhere in this policy manual:

1. The purpose for building and maintaining such a fund;
2. Definition of the type of funds, intended use, and calculation of target amounts;
3. Assignment of authority for making use of each type of reserve fund, such as a committee, the appropriate Executive member or the General Manager;
4. Responsibilities for reporting reserve fund amounts and use of reserve funds which will normally include reporting to the Finance and Risk Committee and to the Board of Directors;
5. Any specific policies, if needed, about investment of reserve funds; however, normally the funds will be invested consistent with section 4.07.

#### 4. Budgets Subject to Approval of Board

All budgets for internally restricted funds shall be passed by the AMS Board of Directors and must detail all sources of revenue and proposed expenditures, if any. These budgets shall be approved by the Board before the approval of the Consolidated Budget.

#### 5. Capital Expenditures within Internally Restricted Funds

##### a. Final Approval by the AMS Board of Directors

Although the proposals for capital expenditures will emanate from different sources and management structures depending on the fund, all capital expenditures are subject to approval by the AMS Board of Directors. This can occur through either the explicit inclusion of the expenditure in the budget prepared by the Vice-President (Operations) at the end of the summer, and the approval of that budget; or through a specific motion at the Board of directors after the budget has been passed. If the asset is to be depreciated, the depreciation scheme must also be explicit and shall be approved by Board.

##### b. Necessity for Depreciation Determined by Ownership of Asset

Whether or not a capital asset that is purchased out of an Internally Restricted Fund is depreciated depends on whether the AMS has legal ownership of the asset. If the expenditure is a contribution toward an asset that we do not gain legal ownership of, it does not increase the book value of the AMS assets and thus will not be depreciated.

##### c. Final Approval over Depreciation Decision by AMS Board of Directors

Pursuant to Board Policy on Capital expenditures the AMS Board of Directors retains final approval over all decisions relating to the depreciation, if any, of a capital asset.

## 6. Process for Instituting New Internally Restricted Funds

In light of the fact that the creation of an internally restricted fund mid-way through the year can radically alter the final balance of the operating fund and the appearance of AMS Finances, the following policy has been developed:

### a. Recommendations of Finance and Risk Committee Required

All proposals for new internally restricted funds will be reviewed by the Finance and Risk Committee. The committee will consider the merit of the proposal using criteria stated in this policy, as well as other criteria that it sees fit. The internally restricted fund proposal will not be considered for approval at Board if it fails to receive a recommendation for approval from the committee.

### b. Changes to Take Effect in Following Fiscal Year

Unless the approval of a new internally restricted fund precedes the approval of the AMS Consolidated Budget at Board and Assembly (whichever is first) in late summer, the new fund will not be implemented until the following fiscal year.

## 7. Process for Review of all Internally Restricted Funds

Based on the annual budget for each fund approved by Board, results for each will be presented to Board in August and December of each year by the General Manager. In April, the General Manager will present a comprehensive full-year report to the Board on the performance of the Internally Restricted Funds individually and as a whole. Additionally, Finance and Risk Committee will conduct an RFP for investment advisors at least every five (5) years, and recommend changes where appropriate.

## Section 4.10: Student Centre Fund Policy

(31 March 2011, April 2014)

### HISTORY

1. The John Deutsch University Centre (JDUC) Constitution was amended in 1991 so that each of the partners (Queen's, AMS & GSS) had "control over any accruals and/or deficits of the (AMS contribution portion) of the JDUC." The intent was to make sure the AMS had control over and could use the accruals for AMS directed projects and made a distinct reserve for student fee and service rent. The BOD in 1991 then passed a motion establishing a JDUC Student Interest Fee excess reserve/fund.
2. In 1996/97 the JDUC reserve was designated as the JDUC (internally restricted) Fund. This accounting measure resulted in the fund reflecting the student fees received and recording the AMS JDUC space costs as inter-fund transfers from operations and removing expenditures from the operating fund.
3. Since 1996/97 the AMS has used these funds to help pay for a variety of major JDUC renewal and reconfiguration construction projects. The JDUC Fund was used to pay that portion of the

project costs that was related to reconfiguring/creating building infrastructure supporting service, program and/or activity being developed.

4. In 2005, the Board refocused the Fund to prepare for the transition of the AMS from the JDUC to the QC and renamed the Fund the Student Centre (restricted) Fund (SCF). In addition, the Board, upon recommendation from the QCSWG, passed a motion to segment the investment of the cash flow monies collected through the QC student fee and to make an annual allocation for not less than the returns received on the fee monies to the Student Centre Fund.
5. In 2006, the AMS 272 Earl St property (“the Journal House”) was sold to the university to provide for the QC project and eliminated the requirement for the Journal House restricted Fund. Accordingly, The Board approved the collapse of the Fund and the transfer of the balance to the SCF.
6. In 2010, the Alma Mater Society signed a framework agreement with Queen’s University to assume managerial control of the Student Life Centre (Queen’s Centre, JDUC, MBH, Grey House) no later than May 1st, 2011.
7. In 2011 the Board of Trustees approved the Management and Operations Agreement presented by the Alma Mater Society, University Administration, and Society of Graduate and Professional Students, to become operational May 1 2011
8. In 2013/14 the Fund was renamed to the AMS Student Centre (ASC) Fund as a result of the confusion surrounding the multiple budgeting processes related to the Student Life Centre. From the years of 2009-2013, the AMS Student Centre Fund saw relatively no activity, but this was corrected in 2013/14 as the Fund was put into use again.
9. In 2013/14 the University Centre activity fee was renamed to the Student Life Centre activity fee.

## **GENERAL POLICY AND MANAGEMENT**

10. Student Centre Fund Philosophy. The intent of this internally restricted fund is to provide control over surpluses/deficits arising from the Society portion of Student Centre (facility) operations. The fund receives the Student Life Centre activity fee revenue; service assessed space costs allocations, miscellaneous revenue (where applicable) and expends money to pay the AMS portion of the facility operating expenses of the Student Life Centre and any capital improvements to AMS space.
11. The Student Centre Fund shall be managed vis-a-vis the Student Life Centre budget with the intent of reducing costs for services, and preventing undue burdens on the Student Life Centre Fee.
12. Treatment of Capital Expenditures. Capital projects and renewal funded by the AMS contribution to the facility operating expenses of the Student Life Centre shall be subject to the provisions of the Management and Operations Agreement.
  - a. General AMS capital projects (non service); i.e. board room, kitchen, computer room; will be accounted for through leasehold depreciation and be budgeted in the AMS General Office accounts.

- b. Capital improvements for other general/ joint/common student use areas of the Student Centre components, i.e. lounges, clubs, meeting rooms, HVAC, display cases, public spaces, information centres, security etc. funded by the AMS, should be allocated through the Student Life Centre
  - c. Capital and operational costs directly attributable to the building infrastructure, dislocation, transition and final relocation related to the QC, above and beyond the costs normally included in annual AMS operations budgets, shall be allocated through the Student Life Centre.
  - d. Costs associated with cosmetic or discretionary capital improvements made to AMS services shall be borne by the service. Insofar as the capital improvements are required due to changes outside of a service's control (i.e. deferred maintenance or other compulsory changes) the costs shall be allocated through the Student Life Centre and funded per existing agreements and negotiations between relevant principals.
13. This budget should explicitly show a schedule detailing the components of the AMS QC partner operating expenses commitment, a schedule indicating the space cost ("rent") contribution from the services, Board QC support transfers and a schedule listing projected capital project expenditures. Approval of the specific capital project or QC support expenditures will be by motion by the Board of Directors.

## **REVIEW & REPORTING**

14. The annual AMS Student Centre Fund budget shall be developed by the Vice President (Operations) and approved by the Board of Directors. Budget results shall be reported as per Section 4.11, Section 5 - Process for Review of all Internally Restricted Funds. Annually, the Queen's Centre Fund and the market value of the investments will be reported in the Audited Financial Statements and the Society's Annual Report.

## **Section 4.11: The AMS Advantage (Endowment) Fund Policy**

(Updated – 31 March 2011)

### **Purpose**

The primary purpose of the Advantage Fund is to provide a source of financial support for major projects deemed by the Board of Directors and the Executive to be in the long term best interest of students and a benefit to the AMS membership and community.

Eligible projects shall normally be identified, or otherwise presented to the Board of Directors, by senior level AMS leadership and must be consistent with the AMS Mission, Vision, and Operating statements.

Insofar as the Fund is designed to allocate funding only for exceptional projects delivering broad benefits to the community, it need not be utilized in every, or any, given year, and thus may accumulate over time. Recognizing that the Fund is performance based and tied to external factors, eligible projects shall not be those that require funding on an ongoing basis or in perpetuity, though projects may and should have long term benefits.

The Fund shall not have a minimum or maximum expenditure level to which allocation decisions shall abide, though all expenditures are subject to approval by the Board of Directors.

## History

1. Until the mid-1990s the AMS did not pursue the opportunity for investment growth because long-term growth investments would result in a reduction of the investment operating revenue for the current year, and because of a desire to keep cash readily available for annual operations requirements. By not investing assets on a long-time horizon, and not being prepared to borrow to meet short-term/temporary requirements, the AMS was in effect losing out on substantial (about \$50,000 in 1997) annual income/growth of the student assets in its stewardship. In 1997/98, to address this lost opportunity the Board approved a plan to take “advantage” of these assets to create what is in effect an endowment fund for the Society.
2. **The Advantage Fund** was created to provide the vehicle for its long-term and short-term investments by taking “advantage” of:
  - e. the spread in real & market rates of return that occur between long-term investments and those associated with short term investments & short-term borrowing; to increase the overall income (interest and both dividends & potential capital gains);
  - f. the unlikely withdrawal of significant assets in restricted for the foreseeable future;
  - g. the more or less permanent annual revenue stream in excess of normal operating requirements;
  - h. the real growth of these investments by accruing interest and dividends to support current year operations in the Operating Fund; and
  - i. both actual revenues from and market value of the investments, resulting in net accumulation of real income for future projects.

## General Policy and Management

3. The **Advantage Fund**, is an internally restricted fund, and functions in accordance with the following parameters:
  - a. **Accounting:** Investments purchased will be accounted for in terms of their purchase price and will reflect actual income (Fund Revenues) based on generally accepted accounting principles (i.e. actual income from dividends received, interest or actual capital gains/losses realized from sales).
  - b. **Annual Allocation:** There will be an annual transfer (Fund Expense) from the Advantage Fund through to the Operating Fund through the Board of Directors. The allocation shall be up to an amount roughly equivalent to the average annual interest anticipated to be realized on the investments. The allocation is thus “decoupled” from the realized income or unrealized growth of the investments and is not affected by capital unrealized gains/losses.
  - c. **Fund Balance:** The Fund balance represents the accumulated net income from the investments less the amounts allocated to the Operating Fund. These accumulated revenues shall be targeted towards an exceptional expenditure(s) for the benefit of AMS student community. (i.e. The Sesquicentennial Project).

4. **Transfers:** The total amount under investment may be increased or decreased, on an annual basis, by transfers to and from the short-term investment fund (SIF) account, depending on the projected needs of the Society.
5. **Debit & Credits:** As a result of implementing its investment strategy, and to cater for temporary cash requirements or surpluses, the AMS has established a preferred borrowing rates for loans against its investments and preferred interest rate on its cash credit balances.
6. **Investment Selection.** The objective is to create the Advantage Fund investment portfolio with a mix of long-term and short-term, high performance, low-volatility investment vehicles. Accordingly investments will be comprised of Long-term Investment Funds (LIF) and Short-term Investment Funds (SIF) components. Investment vehicle selection and asset allocation will be the responsibility of the Vice President (Operations) & General Manager in consultation with investment advisor(s).
7. **Management.** Management and consultation of the investment of these funds shall be by companies that are accepted as “prudent” investment firms (based on “commonly accepted standards”) with performance records of above average returns over the past , three, five and ten year periods.
8. **Asset Selection and Mix.** Investment vehicles and strategies shall be in accordance with the AMS Investment Policy and be guided by related Queen’s Pooled Endowment Fund (PEF) and Short term Fund policies and practices.
9. **Performance.** AMS investment performance of the LIF and the SIF will compared to the returns realized by the Queen’s PEF and 90 Day T-Bills respectively.

## **Review and Reporting**

10. The annual Advantage Fund budget shall be developed by the Vice President (Operations) and approved by Finance & Audit Committee, and then by the Board of Directors. Budget results shall be reported as per Section 4.11, Section 5 - Process for Review of all Internally Restricted Funds. Annually, the Advantage Fund and the market value of the investments will be reported in the Audited Financial Statements and the Society’s Annual Report.

## Section 4.12: Health and Dental Plans Fund Policy

(31 March 2011)

### HISTORY

The AMS has contracted with an insurance company to administer health and dental plans since 1990 and 1998, respectively.

### GENERAL POLICY & MANAGEMENT

#### 1.1. Current Practice

For an annual fee (which is mandatory unless students have equivalent coverage), these plans provide insurance inasmuch as some measure of financial relief is afforded plan members when they require benefits provided under the plan. Claims are generally submitted through the insurance company's electronic network for payment at the point of purchase, e.g. pharmacy or dentist office. When the student receives the benefit he/she pays the co-payment amount and the pharmacist or dentist submits the claim for the remaining amount. The total amount that may be claimed for benefits by any one person is capped at a fixed amount; with additional restrictions possible on benefits provided, or on the co-payment percentage split.

#### 1.2. Cost of Plans

The annual price, or premium, for each year's plan arises from negotiations between the AMS and the insurance company. These negotiations address the administrative cost/profit, but primarily consider the expected incurred claims as a function of the following factors: the level and type of benefits; number of people on the plan; any prior years' deficit/surplus; potential increase in cost of provided benefits; and the uncertainty surrounding all of these predictions. The AMS subsequently creates a current operations budget determining the revenues required to pay the premium. These revenues primarily come from the student fee that the AMS assesses (within indexing restrictions). Previous revenue shortfalls have been made up by the Operating Fund.

#### 1.3. Type of Insurance Agreement\*

The AMS health plan has entered into a self-insured agreement wherein the AMS assumes all the risk and absorbs both the surpluses and deficits.

The AMS dental plan has entered into a self-insured with stop-loss agreement wherein the AMS pays an extra amount to the insurance company or to a third party, to insure the AMS against any loss but allowing it to retain any surplus.

Neither the health nor the dental plan have entered into a fully-insured agreement with the insurance company wherein the company assumes all the risk and absorbs both the surpluses and the deficits in exchange for a relatively higher annual premium.

Notwithstanding the type of agreement, the insurance company may ask for an amount, in addition to the premium, the Claims Fluctuation Reserve, (normally 10% of the expected incurred claims) to be provided by the AMS and to be held in trust by the insurance company to cover some or all of the deficit that might be incurred.

**\*This policy is in no way meant to limit the type of insurance agreement the AMS may enter in to.**

#### 1.4. Reconciliation

Later in the current operating year, the final actual incurred claim results of the prior (last) year's plans is reconciled and the surplus or deficit as compared to the premium paid is

determined and “distributed” according to the type of agreement (as per above). This process is used to set the Health Plan Student Fee for the next academic year with a goal to keep the fund within a certain minimum and maximum.

#### 1.5. Communication

The AMS shall, through the broker and its own means, endeavour to communicate the benefits of each plan as widely as possible. Informational campaigns shall be undertaken by the Society annually in a way seen fit by the broker and AMS as manager.

### 2. Health and Dental Plan Fund

In light of the conditions and understandings set out above, the AMS shall establish an internally restricted Health and Dental (H&D) Plan Fund.

#### 2.1. Purpose

The intent of this internally restricted fund shall be to:

- i. Ensure that fees Students pay for H&D Plans are always used directly for those purposes.
- ii. Facilitate provision of the best plan benefits for the lowest possible fee per member student on a consistent basis.
- iii. Reduce/spread out the effect that variations in the resultant claims could have on the fees paid by students on the plan and the benefits provided by the plan.
- iv. Provide accountability and visibility of surpluses/deficits arising from the current year plan operations and prior year’s plans’ claim results.
- v. Provide the AMS with sufficient financial resources to continue to manage these plans on a self-insured basis.
- vi. Eliminate the effect that the plans’ volatility has on the performance of the Operations Fund.

#### 2.2. Treatment of Plan and Fund Revenues & Expenditures

Each plan will be budgeted and accounted for as a separate cost centre with its own revenues and expenditures. These revenues shall include both the fees collected from the student members of the plan and any surpluses from the prior year’s claim results. The expenditures shall include the current year operations (premium) expenses, consultant fees and AMS admin fee allocation. The Fund shall receive the net current year surpluses/deficits of both the health and dental plans and carries the resultant Fund balance into the next year.

#### 2.3. Fund Management Guidelines

- i. The annual fee is calculated based upon claims history and external indexes. The population of the student body does not reflect the Canadian population, and therefore the fees should be determined using both a benefit claims history index and outside index.
- ii. The plans will be managed in such a way as to have a reasonable expectation that:
  - a) the subsequent (predicted) year’s Fund (virtual \*) balance will be no less than 20% of the composite of each of the plan’s incurred claims and
  - b) the subsequent (predicted) year’s Fund (virtual \*) balance will be no more than 30% of the composite of each of the plans’ incurred claims.

\*The value of any claims fluctuation reserves and/or deficits that are (or are expected to be) in place, and that are being held “in trust” for the AMS, will be included in the determination of the overall (“virtual”) Fund balance minimum and maximum retention targets.

- iii. In the event the Fund accumulates a surplus balance in excess of the 10% management guideline that surplus shall be used to enhance the benefits afforded under the plan and/or to reduce the individual annual student fee.
- iv. Approval of each of the specific component Plans, and the overall Fund, shall be by motion by the Board of Directors.
- v. If the Fund Management guidelines cannot be expected to be achieved in accordance with this policy the Board of Directors shall approve the exception by a specific motion to that effect.
- vi. If there is an inadequate balance in the Fund to provide for the support of the current year’s operating budgets for the Plans, the Board may, but only in only exceptional circumstances, provide the Fund with a one-year loan from the AMS Operating Fund or some other source upon Board approval. ***(Note: This approval must be contingent on a reasonable expectation that the H&D Plan Fund will be able to pay back the loan AND be within the management guidelines in the subsequent year).***

## REVIEW & REPORTING

The annual Health & Dental Plan budget shall be developed by the Vice President (Operations) and approved by Finance & Audit Committee, and then by the Board of Directors. This shall include an annual re-evaluation of the student fee associated with the fund by Finance & Audit Committee, and a subsequent recommendation. Budget results shall be reported as per Section 4.11, Section 5 - Process for Review of all Internally Restricted Funds. Annually, the Health & Dental Plan Fund and the market value of the investments will be reported in the Audited Financial Statements and the Society’s Annual Report.

The Fund budget shall explicitly show a schedule detailing the components of the Health and Dental plans operating revenues and expenses commitment, the history of the effects on the fund from prior year’s plans claim results and a schedule detailing the budgeted impacts on the overall Fund for the current year and the predicted impact on the subsequent (next) year.

### Section 4.13: The AMS Membership Bursary Fund Policy

(April, 2014)

#### Purpose

The primary purpose of the AMS Membership Bursary Fund shall be to assist students facing severe financial challenges in paying the cost of the AMS Mandatory Student Activity Fee slate.

The funds will be administered through Student Awards as part of the General Bursary. The AMS will have control over the amount of funds administered every year. The terms of reference for this bursary can be found appended to this document.

## **History**

In the 2010-2011 year, the AMS established the AMS Membership Bursary in recognition that student fees place a significant additional financial burden on students facing severe financial challenges. The bursary was funded annually through a \$5000 line item in the AMS Assembly budget. A committee consisting of the Vice President (University Affairs) (Chair), the Social Issues Commissioner, the Academic Affairs Commissioner and the Information Officer (advisor) received and reviewed applications for the bursary in order to determine which applicants were successful. Upon invitation of the Vice President (University Affairs), and when available, an employee of the Queen's University Student Awards Office could be added to the committee as an advisor either in addition to, or in lieu of, the Information Officer.

In the 2013-2014 year, the AMS determined that the bursary was better managed through the Student Awards Office in recognition that they are better equipped to deal with the administration of financial aid. Significant stress and strain had been placed on the past three years' committees due to the sensitive nature of the information required to make a determination.

Further, in the 2013-2014 year, the AMS saw a large amount of student fees that went uncollected due to defunct groups. This amount, along with amounts that went uncollected in the previous three years, totaled to a sum (around \$100,000) that did not make sense to allocate through the granting committee as defined in policy at the time. Therefore, the AMS decided to allocate any future uncollected, withheld or otherwise undisbursed student activity fee funds to a newly created AMS Membership Bursary Fund.

## **General Policy and Management**

The Vice President Operations shall be tasked with 1) determining the annual allocation to Student Awards in consultation with the Executive and 2) ensuring that this money is transferred annually. This amount will be consistent with the historical allocations and consistent with the monies available in the fund.

The President shall ensure that he/she receives the number of recipients of monies from the fund from the Student Awards Office, as outlined in the terms of reference of the bursary, appended to this document.

In addition, the Vice President (Operations) shall ensure that:

1. Any uncollected, withheld or otherwise undisbursed student activity fee funds, or similar revenues generated by an AMS service be allocated to the AMS Membership Bursary Fund.

Allocations of this nature at the discretion of the outgoing Vice President (Operations) at the end of their term, subject to the approval by the Board of Directors. Allocations by the outgoing Vice President (Operations) will be used toward the AMS' financial obligation to the Membership Bursary Fund in the incoming Vice President (Operations)' term.

This fund will be invested consistent with section 4.07 of this policy.

## **Review and Reporting**

The annual AMS Membership Bursary Fund budget shall be developed by the Vice President (Operations) and approved by the Finance and Risk Committee, and then by the Board of Directors. Budget results shall be reported as per Section 4.11, Section 7 - Process for Review of all Internally Restricted Funds. Annually, the AMS Membership Bursary Fund and the market value of the investments will be reported in the Audited Financial Statements and the Society's Annual Report.

## **Section 4.14: Contractual Relationships/Documentation/ Administration & Oversight**

(July 2008)

### **BACKGROUND**

The AMS corporate bylaws cited below provide the framework for the fiduciary responsibility of selected individuals for entering the AMS into a variety of materially significant commitments:

#### **Bylaw Section 4.01 Officers of the Corporation**

**4.01.01** The Officers of the Corporation shall be the President, Vice-President (Operations) and Vice-President (University Affairs) of the Society, the Chair, Vice-Chair, General Manager and any other person designated an Officer by a by-law.

#### **Bylaw Section 6.01 Execution of Documents**

**6.01.01** Deeds, transfers, licences, contracts and engagements on behalf of the Corporation shall be signed by either the President or Vice-President (Operations) and by the Chair or her/his delegate. The Chair or his/her delegate shall affix the seal of the Corporation to such instruments as require the same.

### **POLICY**

The policy to enact these responsibilities for commitments that were material to the AMS and in a practical administratively and managerial way, was set out by the Board, in 1998, where the Board further defined commitments requiring this level of oversight as being ***“those commitments entered into by any person and/or organization of the AMS (Association & Corporation) involving a exchange of value of more than \$5,000 and/or extending beyond one fiscal year”***. This was a specific response taken by the Board to prevent the further proliferation of commitments that were unknown to the Board or even upper management, poorly framed, sub-optimal in terms of benefits, exposed the AMS to risk (legal or financial) and in other ways may not have been in the best interest of the AMS. In addition, to ensure the fiduciary responsibility was being enacted by an individual that could proactively guide and support the commitment process, ***the Chair delegated their authority to execute these documents to any officer of the Corporation, if deemed appropriate to the particular situation.***

### **PROCEDURES**

As in most administrative practices, the responsibility for and act of signing carries with it the fiduciary confirmation of a multitude of associated administrative processes, best practices, operational relevance, managerial actions, resource allocations, legal and regulatory compliance etc. Listed below are specific guidelines relevant to the considerations and benefits that should accrue from this managerial, executive and board fiduciary oversight:

- 1. Administrative:** Meet the legal responsibilities of the Corporation, Record of the commitment on file to support the receipt or payment of revenue, back up for Auditors, documentation to redress difficulties with the commitment.
- 2. Current Operations:** Ensure the commitment is relevant and enacted, careful review and development of services, responsibilities, procedures that match the operational requirements, multi-year provisions for consistency of supply and price, and reduction of administrative and managerial effort.
- 3. Collateral Benefits:** Secondary opportunities to support sponsorship, advertising, mentoring, provision of access and pricing for other operations of the society including faculty societies and clubs.
- 4. Future Plans & Reputation:** Integrity and credibility of the Society in establishing and maintaining commitments- establishment of enduring connection and partnership with the AMS for future support- community members, alumni connection, town gown, future initiatives, personal engagement on boards, etc.

## Section 5 Corporate Philosophy

### Section 5.01: Budgeting In the AMS

(March 1996)

#### Budgeting for Zero/Transfer of Profits

“Budgeting for zero” is an AMS concept which suggests that each corporate responsibility centre should spend exactly what it takes in over a multi-year time span. All profits should be kept within the service where they were generated in order to (a) provide better service or (b) lower the cost to students within each unit. In recent years, this policy has been questioned, and the by-laws have been changed to become less stringent. In 1993, the Board Strategic Planning Committee reaffirmed the AMS position on budgeting for zero, but noted that units should be allowed to generate surpluses, if these surpluses were specifically targeted by Board:

*The committee reaffirms the basic corporate value of being a non-profit organization dedicated to providing services required by students of the highest possible quality at the lowest possible cost. We also recognise that, in the budgeting process, the AMS aims for a zero surplus. However, we also recognize that specific projects approved by the Board can (and should) be funded through targeted surpluses.*

The report also clarified that although units primarily budgeted for zero, some transfer of profits between services did indeed occur:

*As well, and as in the past, this year’s committee does not want to encourage the direct subsidization of one service by another. However, we feels that it is important to make clear to students that, cross subsidization does take place*

*between the services insofar as, at year end, any shortfalls or profits are pooled in the unallocated surplus.*

A by-law change implemented the following year removed the requirement for individual units to budget for zero by recognizing that since certain units would be capable of realising profits in a given year, and allowing them to do so:

*The corporation shall, regardless of any circumstances, attempt to maintain its not for profit status, however, shall not necessarily target to break even. It is recognized that certain responsibility centres may realize a profit in any given fiscal year and that corporate budgeting policies must reflect this potential for those services funded solely by operating or advertising revenues. Any revenues generated should accordingly be directed towards the operations of the corporation or the appropriate surplus for the following fiscal period, as deemed suitable by both the incoming and outgoing Vice-President (Operations) and subject to approval by both the Board of Directors and the Assembly.*

In reality, many services budget for profits or losses on an ongoing basis. For several years in a row, the Who's Where/What's Next and the Hoods and Gowns Service have budgeted for profits, while Walkhome and the Constables have budgeted for a loss. In effect, there are some services that have been transferring profits to others on an on-going basis. Since the current by-law is only partially reflective of actual practise, the committee discussed this issue at length, so that the by-law would be effective in a normative capacity.

The issue of "budgeting for zero" and the transferring of profits was the most controversial issue discussed by our committee, because there are good arguments on both sides of the issue. The fundamental difference between the two points of view reflect two different policies. The first suggests that each individual service must act as a co-op, and suggests that all profits within a given unit should be re-invested in that unit through improved service of lower prices. The members who agreed with this philosophy felt that the by-laws related to budgeting for zero should be tightened up, and that each service should be *required* to budget for zero over the long-term.

The second view sees the AMS as a holistic co-op, where profits from one unit can be transferred to another where they will arguably serve a greater good. A significant majority of the committee agreed with this point of view, and therefore felt that the conditions whereby a service could budget for a profit or a loss should be clearly identified.

These conditions are as follows: first, a unit should only be permitted to budget for a profit if they are able to offer high quality service at low and competitive prices. Second, only those units identified as "services" should be permitted to budget for a loss on an on-going basis. It is important to note that a significant majority of students surveyed (245 out of 289) believe that some transferring of profits between services should be allowed within the AMS.

Therefore, the Board Strategic Planning Committee recommends:

**THAT the Corporation by-laws reflect that although individual businesses must strive to provide high quality service at a low and competitive cost, there is nothing inherently wrong with a business budgeting for a profit in a given year.**

**THAT the Corporation by-laws reflect that the only budgetary units which should be permitted to sustain a loss on an on-going basis, are those deemed "Programs" by the Board.**

## Section 5.02: Differentiation of AMS Services

(March 1996)

The AMS has traditionally been divided into two halves, the “corporate” side and the “government” side.

- Services on the government side of the AMS are allowed to receive funding from the \$30 AMS fee, while those on the corporate side are not.
- Service on the corporate side have paid positions at a non-Council level, while services on the government side generally only have paid positions at the Council level.

Most student governments distinguish between cost centres which have the potential to be revenue-generating (which are generally called *businesses*) and those which do not (generally called *services*). A discussion on the differentiation between these two types of corporate budgetary units has never occurred at the AMS, perhaps because of the fact that we have dissuaded businesses from making profits.

Question four of the AMS survey helped the committee to deal with this issue. It asked students to identify whether they thought each AMS service (including the Evening Childcare Service) should be required to make a profit, break even, or be permitted to sustain a loss.

The results of this question are quite telling. For example, while only two per cent (5/246) of the respondents believed that the Quiet Pub should be permitted to sustain a loss, seventy-four percent (182/247) believed that the Walkhome Service should be able to do so. Queen’s students clearly believe that different types of cost-centres should be treated differently, and the committee agrees. Therefore, we propose a system where corporate cost-centres are categorised as either *businesses* or *programs*. It is important to note that classification of a unit as a business does not mean that a service should be expected to make a profit; neither does classification as a program mean that a loss should be encouraged. The criteria whereby profits and losses would be allowed are described in detail in section 5.1.

Units classified as programs must be deemed essential to the society, and be limited to those service where the unit cannot reasonably be expected to cover their operating expenses through user fees. Under this definition, the Evening Childcare Service, Walkhome, and the Student Constables, would probably fit the definition. Notably, these were the only three services where a majority of students surveyed felt that an on-going loss would be acceptable. If the Evening Childcare Service became well enough established that it could reasonably be expected to cover its revenues through user fees, it would no longer fulfil the requirements of the definition.

Arguments could also be made that the definition of “program” includes other units as well. For example, it is clear that Studio Q cannot cover its expenses through advertising revenues, but uncertain as to whether or not this service is “essential” in the same way as the Student Constables. Classification of these units would have to be made by the Board of Directors.

Therefore, the Board Strategic Planning Committee Recommends:

**THAT the by-laws of the corporation differentiate between budgetary units which are businesses and those that are programs, where a program is an essential unit, which cannot reasonably be expected to cover its expenses through user fees.**

**THAT, after due consideration, budgetary units in the corporate side of the AMS be designated as either programs or businesses.**

## **Section 5.03: Non-Student Sources of Funding**

(March 1990)

That in keeping with the corporation's not for profit status and motivation, the Board endorses a policy of minimizing the cost to Queen's students for all AMS services and publications by keeping prices and student fees to a minimum (while maintaining the self-sufficiency policy). Non-student sources of funding, however, do not fall under this policy and therefore should be maximized or exploited where possible and appropriate.

## **Section 5.04: Student vs. Full Time Managers**

(March 1996)

The AMS is the only completely student run government in Canada. Right up through the flowchart from staff member to manager to President, students run the organization. Although we have always taken great pride in the value that we are giving to the students in these positions, the committee examined the issue of whether we could be more effective if we moved to full time managers for some of our services. The committee felt that the unique nature of the AMS was important to preserve, and that therefore, it was important to keep student managers, even if it meant forsaking some of the possible benefits which could arise out of moving towards full time managers.

In addition, the results of the survey suggest that students feel strongly about keeping student managers. 92 percent of students responded that it was either "very important" or "somewhat important" that AMS services continue to be managed by students. Therefore, the Board Strategic Planning Committee Recommend:

**THAT the AMS maintain our requirement that service managers be students.**

## **Section 5.05.01: Policy Regarding the Implementation Of New Services**

(April 1994)

The following policy outlines specific steps that the Board of Directors should follow in the implementation process of new services.

1. The Strategic Planning Committee of the Board of Directors will discuss ideas regarding a new service amongst its members.
2. The idea will be presented to Board and motion will be passed to approve the idea in principle and to approve the beginning of the research process for the implementation of a new service.
3. The Vice-President (Operations) or the Chair of the Board of Directors will then inform Assembly in his or her report that the research process for the implementation of a new service has begun.
4. The Strategic Planning Committee will then appoint a volunteer director(s) of the research project.
5. This appointment and the timeline for the research project will be approved through a motion at the Board of Directors. Members of Assembly will then be made aware of this approval.

6. The Strategic Planning Committee will act as a forum for periodic updates and discussion regarding the progress of the research project. Information and ideas will be presented by the volunteer director(s) to the members of the Committee who will propose particular recommendations. The Board of Directors will also be informed of the developments in the research project and the recommendations proposed by the Strategic Planning Committee.
7. The final approval for the implementation for the new service will occur in the form of a motion approved at the level of the Board of Directors. The proposal presented for approval at Board will be assessed in light of the criteria for the implementation of a new service:
  - i. Pro-forma budget for first and second year of the service's operation. This budget shall include detailed schedules explaining each line item.
  - ii. Concrete proposal that details the benefits of this service's implementation to students and why the AMS is the most logical body to provide this service.
  - iii. Financial analysis of the service's contribution to AMS overhead costs and how the service fits into the operations of the entire corporation.
  - iv. Analysis of Manager and Assistant Manager's responsibilities in the form of a job description and remuneration schedule in accordance with the point scale used for all AMS management positions.

## **Section 5.05.02: Opening New Services Additional Policy Guidelines for Expansion**

(1986)

The guidelines for opening new services are included in Object #1 which is specifically concerned with the AMS providing services for the direct benefit of the society members. The following page deals with how to define direct benefit, which is key to understanding Object #1. The criteria laid out in this addendum outline the factors which justify the beginning of a new service. Whenever a new service is undertaken, the board should weigh the following factors as outlined in these guidelines.

Direct benefits are to be defined as a function of all:

1. Non-Financial Benefits derived from any service:
  - a) Availability: The providing of services which would otherwise not be available.
  - b) The Nature, Level and Quality of a Service: The providing of services of a nature, level and quality which are not present in existing services. Nature, level and quality are defined as a function of four factors.
    1. Cost: An existing service may be available but is too expensive to adequately meet the needs of society members.
    2. Convenience: An existing service may be available and inexpensive, but is either located inconveniently or unsuitably scheduled or designed to service society members.
    3. Security of Supply: An existing service may be available at a reasonable price, convenient but in danger of being withdrawn. The society in this situation will have to weigh the relative importance of the service to the members, the inconvenience created by its possible withdrawal against the financial burdens of replacing that service, taking

into account the start-up costs and the long-term operational feasibility of providing such a service.

4. Satisfaction: An existing service may be available, inexpensive, convenient and secure in supply, yet the quality of the service may not adequately satisfy society members.
2. Financial Benefits derived from any service:
    - a) Corporate Financial Return: The net return generated by a service run by the AMS.
    - b) Individual Financial Return: Any salaries or payments supplied to individuals involved in the conception and design, the administration, or the operation of any AMS service.

All AMS Services which are consistent with the above principles shall also seek to maximize the level of opportunity and experience for those involved in either the conception design, administration, or the operation of service.

## **Section 5.06: Criteria for Closing Services**

(1986)

1. Non-Financial Benefits derived from any service:
  - a. Availability:  
The providing of services which would otherwise not be available.
  - b. The Nature, Level and Quality of a Service:  
The providing of services of a nature, level and quality which are not present in existing services. Nature, level and quality are defined as a function of four factors:
    1. Cost: An existing service may be available but is too expensive to adequately meet the needs of society members.
    2. Convenience: An existing service may be available and inexpensive, but is either located inconveniently or unsuitably scheduled or designed to service society members.
    3. Security of Supply: An existing service may be available at a reasonable price, convenient but in danger of being withdrawn. The society in this situation will have to weigh the relative importance of the service to the members, the inconvenience created by its possible withdrawal against the financial burdens of replacing that service, taking into account the start-up costs and the long-term operational feasibility of providing such a service.
    4. Satisfaction: An existing service may be available, inexpensive, convenient and secure in supply, yet the quality of the service may not adequately satisfy society members.
2. Financial Benefits derived from any service:
  - a. Corporate Financial Return: The net return generated by a service run by the AMS.
  - b. Individual Financial Return: Any salaries or payments supplied to individuals involved in the conception and design, the administration, or the operation of any AMS service.

All AMS Services which are consistent with the above principles shall also seek to maximize the level of opportunity and experience for those involved in either the conception design, administration, or the operation of service.

With respect to accumulated deficits a service must be able to cover all of its costs. This must be on a long-term basis and not simply the result of a yearly fluctuation. The external reports of the AMS will also reflect this as “all new AMS services or development projects be reported independently until such time as they can prove themselves to be viable and self-sufficient”. Inherent in this criteria, is whether the size of a deficit is important? Should a service with a \$100.00 deficit be closed? The whole AMS will only be healthy if each of its component parts are operated properly. Thus, a permanent, recurring deficit should not be tolerated, regardless of its size. If it is small it can be corrected without shutting down the service, if it is too large to be corrected in any way, the service should be closed.

At the time of a new service opening, the Board shall determine an appropriate introductory period (up to 3 years), during which time it is expected that both capital costs and operating deficits will be absorbed by the Board as development costs. After that time the “long-term self-sufficiency” stipulation will apply. A suitable definition of this condition is that over three years a service should operate at least at break-even. If a service cannot perform at a break-even pace over three years, whether through inability to increase user fees, or failure of referenda questions to increase specific fees, the service should be cut back or closed.

Put simply, if the criteria for the opening of a service are not being met on a continual basis, the service should then be formally reviewed by the proper bodies. The Board of Directors should be consulted, as well as Council, and finally Assembly. Assembly should be consulted on any issue that is beyond operational and policy concerns. In other words, if a service had been reviewed by the Board and Council and there were concerns as to its continued operations, that is where Assembly input is valuable and necessary. The key is a flow of information to the necessary areas of the AMS that can bring an expertise to the decision.

The ultimate decision lies with the AMS Board of Directors as they are responsible for the corporate side of the AMS.

## **Section 6      Intra-AMS Relationships**

### **Section 6.01: Policy on References To Assembly**

(1989)

#### **Preamble**

The purpose of this policy is to set out guidelines as to when the Assembly should be given a right of input to a Board decision prior to that decision being made. The policy is intentionally vague as different Boards and Assemblies will differ in the amount of information and reporting that they feel is necessary. This document ensures that the required communication occurs without locking either of the bodies into time consuming and potentially unnecessary reporting procedures.

#### **Policy**

1. In interpreting Bylaw 3.07.05, the Board should consider what issues legitimately warrant discussion before a decision is taken to the representative forum provided by Assembly. Without in anyway limiting the scope of this inquiry, the following factors should be taken into consideration when looking at a particular issue:

1. its materiality to the Society and;
  2. whether it sets a precedent and/or;
  3. whether it is non-recurring.
2. If for reasons of urgency it is, in the opinion of the majority of the members of the Board of Directors, impractical to delay a decision so that Assembly can exercise a right of input, the Board of Directors may make the decision without Assembly's input.
  3. If the Board of Directors exercises its discretion as provided for in section 2, a full report must be given to Assembly's next meeting to the extent that the details do not remain confidential at the discretion of the Board.

## **Section 6.02: AMS Inc. Policy Concerning the Relationship Between The Corporation And The AMS Judicial Committee**

(November 1990)

The AMS Board of Directors and the AMS Inc. fully supports the precepts and goals of the AMS Judicial System. Furthermore, the Board and the Corporation will always endeavour to fully support its efforts subject only to those provisions described below.

The provisions are intended to protect the confidential documents maintained by the Corporation from random searches by a Judicial Committee searching for facts. Furthermore, the overarching purpose of the provisions is to protect the interest of corporate employees. Confidentiality will assist in this purpose, yet not hinder their interest as letters of recommendation may be readily obtained by corporate officers or directors.

The AMS Board of Directors believes that the following provisions serve to clarify the status quo, and do not move to extend the powers of the Board or curtail the effectiveness of the AMS Judicial System in any way.

1. The AMS Inc. And the AMS Board of Directors are not members of the AMS Judicial System. Employment by the Corporation and/or membership on the Board is not restricted to student members of the Alma Mater Society. Student GSS members are frequently employed by the Corporation, and, by definition, at least two members of the Board must not be students. To list the Corporation or the Board as a member of the AMS Judicial System would unfairly place these individuals under the jurisdiction of a judicial system over which they have no control.
2. The fact that AMS Inc. And the AMS Board of Directors are not members of the AMS Judicial System does not mean that a student member of the AMS, even if s/he be an employee or director of the Corporation, can avoid the Judicial System. For example, a Queen's Student Constable who is a member of the AMS is also a member of the AMS Judicial System and cannot avoid it due to his/her employment by the Corporation.
3. Certain documents maintained by the Corporation record the relationship between an employee and the Corporation. As such, they are the property of the Corporation and are not open for release unless specific conditions are met. The documents and conditions of note are:
  - a. Those documents referred to as "General Confidential" by AMS Inc. Policy. These documents can only be released by the freely given consent of the Board of Directors.

- b. Those documents referred to as “Specific Confidential” by AMS Inc. Policy. These documents can only be released by the freely given consent of both the Board of Directors and the individual whom the document in question pertains to.
4. The confidentiality outlined in this section shall take precedence over section 3 when a student member of the AMS, who is either an employee of the Corporation and/or a member of the Board, is called before the AMS Judicial Committee. While the Individual, as an employee or member, is free to discuss generic information regarding the Corporation, the Board, or employment, the individual must decline to answer questions which would divulge information that is otherwise unavailable due to section 3.

## **Section 6.03 Guidelines for AMS Administrative Pub Bans**

(March 2011)

### **1. Authority**

- 1.1. The authority of this policy is derived directly from the following section of the Liquor Licence Act of Ontario:  
“Right to refuse entry  
A licensee or employee of a licensee who has reason to believe that the presence of a person on the licensee’s licensed premises is undesirable may,
  - a. request the person to leave; or
  - b. forbid the person to enter the licensed premises. R.S.O.1990,c.L.19,s.34(5) “
- 1.2. The AMS shall be considered to have been delegated this authority by the licensee.
- 1.3. This policy shall be appended to, and be consistent with, the Queen’s University/AMS Tripartite Agreement.
- 1.4. Bans issued under this policy shall be termed “Administrative Pub Bans” (APB). In reference to authority, purpose, function, administration and all other considerations, administrative pub bans operate independently from the AMS non-academic discipline process.

### **2. Responsibility for Issuance of a Ban**

- 2.1. Responsibility for issuing an immediate ejection or daily/nightly ban shall rest with the on-duty AMS Pub Services (TAPS) manager or any on-duty Queen’s Student Constable (QSC). At the discretion of the Vice President (Operations), this responsibility may be extended to external security personnel who are on-duty at an AMS Sanctioned event where Student Constables are unavailable. Where an incident includes the involvement of Queen’s Campus Security, the ban shall automatically be for a period of one month. Any patron receiving an automatic one month ban shall be notified in writing normally within 48 hours of the incident occurring notwithstanding a delay in receiving contact information from the Registrar’s Office.
- 2.2 Responsibility for issuing a ban exceeding one month in duration shall in all cases rest collectively with the TAPS Head Manager, the QSC Head Manager, the Hospitality and Safety Director, and the Vice-President (Operations), in consultation with the Retail Operations Officer. As soon as possible after an incident, this group shall meet to determine whether to issue an

extended ban and the duration of such a ban. The group has discretion as to whether to interview the relevant patron(s). In the absence of unanimity, the Vice President (Operation)'s decision shall be final.

2.3 An APB, automatic one-month ban or equivalent will apply to any campus or off-campus event(s) which falls under the Queen's University liquor license or at which Queen's Student Constables have been assigned. At the discretion of the Vice-President (Operations), the automatic ban can also be used where external security guards are present at an AMS Sanctioned event. Similarly, an APB may be issued in response to an incident at an event external to the pubs where Queen's Student Constables are present where the committee referenced in Section 2.2 determines that the actions of a student at a licensed event satisfies any of the conditions set out in Section 3.1 of this policy.

### 3. Grounds for Issuing a Ban

3.1. This policy recognizes that the Act permits broad discretion in the imposition of an APB. However, a ban extending beyond the one month ban automatically imposed immediately after an incident, shall normally be issued only when it has determined that one of the following conditions exist:

- a. the patron has committed a serious offence including, but not limited to, damage to property; assault of any nature; threat of harassment or assault; failure to comply with the directions of a student constable or pub staff; a violation of the rights of any patron; participation in an underage drinking offence; discrimination or harassment based, among other grounds, on race, religion, gender, handicap, ethnicity, national origin or sexual orientation.
- b. the patron poses a potential or continuing threat to the safety and/or general welfare of pub staff, student constables or other patrons.
- c. the patron's behaviour poses or suggests a potential threat to the University's liquor license

3.2. The purpose of the APB is solely to mitigate risk to the operations of the pub, the liquor license holder, and the safety of its patrons and staff. Thus, any student receiving an APB may still be subject to non-academic discipline considerations which shall be administered separately.

### 4. Duration of Bans

4.1. An APB may be imposed for any duration of time but shall normally not remain in effect beyond a period of no less than one year from the time of the incident.

- a. Where a Non-Academic Discipline has been filed against a student for a Queen's Pub or The Underground related incident, that student will normally be banned until the completion of the Non-Academic Discipline process.

4.2. In the absence of special mitigating or aggravating conditions, a ban for an underage drinking offence shall normally be for a period of six (6) months from the date of the offender's 19th birthday. For the purposes of such a ban, only the normal academic period between September 1 and April 30 shall be eligible to count as "ban time served;" i.e. the spring/summer period between May 1 and August 31 shall not. During the spring/summer period, anyone with an APB shall not be allowed admission to the pubs.

- 4.3. A current list of banned patrons shall be maintained and kept at the front doors of the relevant pubs. It shall be the responsibility of the QSC Head Manager to regularly review the ban list to ensure that it is current.
  - 4.4. The parties referred to in section 2.2 reserve the right to add, remove, or modify an APB as required when in keeping with this policy. However, under normal circumstances, previously-issued bans will only be altered if new information has arisen. An attempt by a patron to enter a pub while a ban is still in effect shall be viewed as a separate offence for which they shall be subject to a significant extension of their ban at the discretion of the parties cited above.
5. Appeals of Bans
- 5.1. An APB shall not be subject to appeal. However, a student may appeal for a temporary ban exemption in order to attend an essential career or academic event/activity that has been scheduled in a pub. This appeal shall be made in writing to the Vice President (Operation)'s who shall have the discretion to grant a temporary, event-based exemption where he/she is satisfied that the student's future prospects would be potentially compromised by an inability to attend. Eligibility for a temporary exemption shall not extend to social events.
6. Notification
- 6.1. In the event of an incident that results in the issuance of an Administrative Pub Ban, copies of the incident report and notification of the imposed ban shall be sent to the following:
    - AMS Vice President Operations
    - AMS Board of Directors Chair
    - AMS Hospitality and Safety Director
    - TAPS Head Manager
    - QSC Head Manager
    - Retails Operations Officer
    - Clark Hall Pub Head Manager
    - Queen's Campus Security
  - 6.2. A patron who has been banned shall receive notification in writing to that effect. This notification shall include:
    - a. reasons why they have been banned;
    - b. duration of the ban;
    - c. relevant AMS contact information;
    - d. a reference to this policy;
    - e. the ban extends to any events where alcohol is served and Queen's Student Constables are present (e.g. AMS member society formals);
    - f. that a complaint has been submitted to the AMS non-academic discipline process and that this process, and any sanctions sought under it, is completely separate and distinct from their APB (where applicable)
  - 6.3. Upon request to the Vice-President (Operations) this information shall be made available to other individuals directly involved in the incident.

## **Section 6.04     Constituent Societies and Risk Management**

(April 2014)

### **Preamble**

This section has been crafted in response to a lack of corporate policy dealing with risk management. The forthcoming policy is meant to set guidelines for the relationship between the Corporation and the Member Societies of the AMS as it deals with the provision of AMS insurance and risk-mitigating or generally provided services.

### **Policy**

#### **1. Purpose and Authority**

1.1 For the purposes of this policy, any such reference to “Member Societies” should be interpreted as a reference to the various Faculty and other societies as articulated in the Constitution of the Society and By-Laws of the Corporation.

1.2 The overarching principle of this policy shall be to balance the need for the Corporation to engage in management of its legal liabilities while still allowing for the provision of adequate programs and services to and by the Member Societies.

1.3 The Board recognizes that the provision of insurance and risk-mitigating services contributes to the social mandate of the corporation.

1.4 Responsibility for risk management ultimately falls on the Board and its Directors. However, the General Manager and the President shall normally handle the day-to-day affairs of the Corporation with respect to risk management as it involves Member Societies.

1.5 Given the social value of these services, the General Manager and President shall work to extend insurance and support and services to mitigate risk to Member Societies. Exceptions to this extension are when there are violations of the AMS’ risk management policies,, or if there is limited capacity for the AMS to take on the additional work.

#### **2. Memorandum of Understanding**

2.1 At the beginning of their term, the AMS President shall sign a Memorandum of Understanding with each of the presidents of the Member Societies.

2.2 The Memorandum shall list any and all programs and services the Member Societies may take on and the terms and conditions associated with AMS insurance or services for those activities.

2.3 Services provided to Member Societies may include, but shall not be limited to the following:

- a. Insurance (event coverage, media insurance, capital asset, etc.)
- b. Mail
- c. Email servers and the use of web applications
- d. Handling and remittance of fees
- e. Access to Student Constables
- f. Use of space

2.4 The Memorandum shall allow the AMS Executive and the General Manager to terminate the agreement in whole or in part given appropriate notice.

2.5 The Memorandum shall require Member Societies to engage in event sanctioning for events under their purview that involve high-risk activities as determined by the President and General Manager in conjunction with the Finance and Risk Committee. These may include, but shall not be limited to the following:

- a. Service of alcohol
- b. Potential for consumption of alcohol before and/or at the event
- c. The employment of Student Constables or other security services
- d. Physical exertion
- e. Travel off-campus or use of vehicles
- f. Any activity involving people who are under 18 years old at the time of the event, provided they are not Queen's students

2.6 The Memorandum shall include any charges and/or fees that Member Societies shall be required to pay in exchange for the listed services.

### 3. Accountability

3.1 The Board shall strive to hold the President and General Manager accountable for their decisions made regarding risk management and member societies. This shall be accomplished through reporting to the Finance and Risk Committee.

3.2 The Finance and Risk Committee shall receive reports of

- a. Any severing of the Memorandum of Understanding between the AMS and a Member Society
- b. Violations of the Memorandum by Member Societies
- c. Any complaints of a violation on the part of the AMS
- d. Refusal to extend insurance coverage to Member Societies

## Appendix A: Past Ad Hoc Committees

Appendix A lists all of the previous Ad Hoc Committees that have been struck by the Board, along with their respective mandates. The Chair of the Board shall automatically update said Appendix to reflect the creation of any new Ad Hoc Committees and their respective mandates. This was only updated starting 2014-2015.

In 2012-2013:

**Student Constable Ad Hoc Committee** was struck to look at low retention numbers for Student Constables. Licensing costs for new constables are very high and re-licensing is significantly more inexpensive, additionally returners add a lot of on the job training and institutional memory to the service and there was a very high rate of resignations in this service for new employees as well as such, this was identified as a consistent issue for the Board to address. The committee created a “senior student constable” position, giving bonuses to people who continued to work all year and prioritized that the service work on building a team culture. Student constables were already paid above minimum wage, and continued to earn that. Unsure of the extent to which the committee’s changes had an impact but as of April 2014, the Student Constables have not had any large issues with retention, application numbers or excessive resignations.

In 2013-2014:

**Specific Fee Ad Hoc Committee** was struck to examine the AMS Specific Fee and propose an increase of \$9.26 to bring the AMS Fee to \$80.00. This was a very comprehensive review that included cross-university comparisons, studying AMS growth in the six years since the last fee increase. The student fee passed at AGM and Board policy was updated to include the AMS Specific Fee Review Committee as a committee to meet every three years. The committee is scheduled to next meet in 2016-2017.

In 2014-2015,

**Honourarium Review Committee** was struck out of the Personnel Committee because there was too much work for the Personnel Committee to take on this project along with its others. The Personnel Committee created a new honourarium framework for all of our honouraria positions. The Committee analyzed the volunteer positions across the services, commissions and offices and made adjustments to ensure consistency, which included making changes to existing honoraria, while adding honoraria to positions that met our criteria.

**Board and Assembly Jurisdiction** ad-hoc committee started its work in the 2014-2015 year to consider how governance jurisdictions between the Board and Assembly were getting complicated. As the AMS has grown, there are a lot of areas where there is no clear answer as to who is responsible for approving what; especially in as far as the Board’s oversight seems to have grown. This committee looked at clearly outlining Board and Assembly’s individual responsibilities, as well as proposing some joint responsibilities and the final authority of those joint responsibilities. This ad-hoc committee should continue to do its work in 2015-2016 to now actually put those outlined responsibilities into policy and practice.