

**AGENDA**  
**Board of Directors Meeting**  
November 25, 2021  
Virtual Meeting  
Zoom

Board Chair: Sam Jemison  
Board Vice Chair: Matthias Negrette  
Board Secretary: Karly Mallett  
Scribe: Heather Storey

- |            |   |                   |
|------------|---|-------------------|
| <b>1.</b>  | <b>Call to order</b>  | <b>7:00 p.m.</b>  |
| <b>2.</b>  | <b>Reconciliation Statement</b>                               | <b>7:01 p.m.</b>  |
| <b>3.</b>  | <b>Attendance and Quorum Call</b>                             | <b>7:02 p.m.</b>  |
| <b>4.</b>  | <b>Agenda &amp; Motions Approval</b>                          | <b>7:03 p.m.</b>  |
| <b>5.</b>  | <b>Conflicts Declared</b>                                     | <b>7:04 p.m.</b>  |
| <br>       |   |                   |
| <b>6.</b>  | <b>College Presentation</b>                                   | <b>7:05 p.m.</b>  |
| <br>       |   |                   |
| <b>7.</b>  | <b>Minutes of Last Meeting</b>                                |                   |
| 7.1.       | Board of Directors Meeting October 21, 2021                   | 8:05 p.m.         |
| 7.2.       | Board of Directors E-mail Meeting November 12, 2021           | 8:06 p.m.         |
| <br>       |   |                   |
| <b>8.</b>  | <b>Risk Limit Monitoring Reports</b>                          |                   |
| 8.1.       | Financial Condition – Steve Kosh                              | 8:07 p.m.         |
| 8.2.       | Compensation and Benefits – Steve Kosh                        | 8:15 p.m.         |
| <br>       |   |                   |
| <b>9.</b>  | <b>Board Education: Internal &amp; External</b>               |                   |
| 9.1.       | President's Report – Sam Jemison                              | 8:35 p.m.         |
| 9.2.       | Executive Director's Report – Steve Kosh                      | 8:40 p.m.         |
| <br>       |   |                   |
| <b>10.</b> | <b>Board Self-Evaluation</b>                                  |                   |
| 10.1.      | Code of Conduct (BP#2b) – Sam Jemison                         | 8:45 p.m.         |
| 10.2.      | Global Governance Management Delegation (BMD#1) – Sam Jemison | 8:50 p.m.         |
| <br>       |   |                   |
| <b>11.</b> | <b>Board Decisions</b>  |                   |
| 11.1.      | Transit Bursary Options – Steve Kosh/Sam Jemison              | 9:00 p.m.         |
| 11.2.      | Marketing Computer (Capital Request) – Steve Kosh             | 9:20 p.m.         |
| 11.3.      | President's Term of Office – Kathryn Carandang                | 9:45 p.m.         |
| 11.4.      | Election Dates – Heather Storey                               | 9:50 p.m.         |
| <br>       |   |                   |
| <b>12.</b> | <b>Strategic Plan Monitoring</b>                              |                   |
| 12.1.      | Strategic Plan (Values) – Sam Jemison                         | 9:55 p.m.         |
| <br>       |   |                   |
| <b>13.</b> | <b>Meeting Evaluation</b>                                     | <b>10:00 p.m.</b> |
| <b>14.</b> | <b>Adjournment</b>  | <b>10:05 p.m.</b> |

**Board of Directors Meeting**

November 25, 2021

Virtual Meeting

Zoom

Present:	Steve Kosh	Sam Jemison	Urooj Rajput	Marianna Spivak
	Matthias Negrette	Andrew,Dykstra	Dipal Patel	Karly Mallett
Regrets:	Ola Ajileye	Fope Akomolafe	Kathryn Carandang	
Guests:	Sobhanjana Bose	Sean Kennedy	Rick Anderson	Dorita Pentesco
Scribe:	Heather Storey			

Action Items

<p><b>SAC 4.1</b></p>	<p><b>Call to Order</b></p> <p>The meeting is called to order at 7:06 p.m.</p>	
<p><b>SAC 4.2</b></p>	<p><b>Reconciliation Statement</b></p> <p>Niagara College acknowledges the land on which we gather is the traditional territory of the Haudenosaunee and Anishinaabe peoples, many of whom continue to live and work here today. This territory is covered by the Upper Canada Treaties and is within the land protected by the Dish With One Spoon Wampum agreement. Today this gathering place is home to many First Nations, Métis, and Inuit peoples and acknowledging reminds us that our great standard of living is directly related to the resources and friendship of Indigenous peoples.</p>	
<p><b>SAC 4.3</b></p>	<p><b>Attendance and Quorum Call</b></p> <p>PRESENT:</p> <ol style="list-style-type: none"> <li>1. Urooj Rajput</li> <li>2. Matthias Negrette</li> <li>3. Andrew,Dykstra</li> <li>4. Dipal Patel</li> <li>5. Carly Mallett</li> <li>6. Mariana Spivak</li> </ol> <p>REGRETS:</p> <ol style="list-style-type: none"> <li>1. Ola Ajileye</li> <li>2. Kathryn Carandang</li> <li>3. Fope Akomolafe</li> </ol> <p>According to the NCSAC By-laws Article 6: Meetings of Directors</p> <p>6.4 "Quorum" – A Majority of the Directors constitutes a quorum at any meeting of the Board. For the purpose of determining quorum, a Director may be present in person, or by teleconference and/or by other electronic means. A quorum must be maintained throughout the meeting.</p> <p>Majority = 50% +1 which is 6/9 Directors must be present.</p> <p>There were 6 Directors present, and therefore quorum was achieved.</p>	
<p><b>SAC 4.4</b></p>	<p><b>Agenda &amp; Motions Approval</b></p> <p><b>Motion made to approve the agenda for the November 25, 2021 Board of Directors meeting as submitted.</b></p> <p>Motion by: Marianna Spivak Seconded by: Carly Mallett</p>	

	<p>All in Favour, Motion Carried.</p> <p><b>Motion made to approve the prepared motions for the November 25, 2021 Board of Directors meeting as submitted.</b></p> <p>Motion by: Andrew Dykstra Seconded by: Urooj Rajput</p> <p>All in Favour, Motion Carried.</p>	
<p><b>SAC 4.5</b></p>	<p><b>Conflicts Declared</b></p> <p>No conflicts were declared.</p>	
<p><b>SAC 4.6</b></p>	<p><b>College Presentation</b></p> <p>4.6. College Presentation – Sean Kennedy, Rick Anderson, Dorita Pentesco</p> <p>Sean Kennedy, Dorita Pentesco, and Rick Anderson attended the NCSAC Board meeting held on November 25, 2021 to lead a discussion around two different contribution from NCSAC.</p> <ol style="list-style-type: none"> <li>1. <b>Daniel J Patterson Legacy Campaign</b> The college explained that the Daniel J Patterson Legacy Campaign has a goal of providing needs-based bursaries to students, as well as supporting students' success through scholarships, and finally Be World Ready Travel Bursaries. The college mentioned that they are at \$930,000 in their fundraising efforts for this bursary and that a contribution from NCSAC would take the efforts over \$1,000,000. This fund will be awarded to incoming NC students in future, to assist with their financial need to enroll at Niagara. As the college mentioned during their presentation to the NCSAC Board, there would be limited barriers to access for this fund, as it's the college's goal to distribute this fund to as many students as possible. The college presented an ask for \$100,000 from NCSAC to the Daniel J Patterson Legacy Campaign.</li> <li>2. <b>Insignia Installation</b> The college also expressed their intention to have NC insignia installments at each campus. Currently there is no "NC" spot on campus where students can go on the first day of school or on their graduation day and take their photo. These installments would promote a sense of pride within the NC community and foster social engagement, school pride, and build engagement throughout the school. The college presented their ask for the \$150,000 (\$75,000 for each sign) and included a slide deck on what the lawn insignias/signs could look like. It was stated that the design is preliminary, as the college must work on permits, and eventually work with an engineer to complete a design that takes into account wind shear, potential vandalism, climbing liability, etc. to settle on a design that works for all stakeholders involved (college branding, engineering and city building codes).</li> </ol> <p>The NCSAC Directors provided some valuable feedback and ideas during the Board meeting and the college has assured NCSAC, that their voices will continue to be heard. The President of NCSAC will work closely with the college design team and will act as a conduit of communication for all NCSAC's ideas to reach the team. Although NCSAC will not be able to fully control the final design and the ultimate product that is installed, we are confident that the college will hear our input and design accordingly to the best of their ability.</p>	

	<p>Steve and Sam stated that the Board will not be voting on these items tonight, but that an e-mail will be sent out with two separate motions early next week for the Board to vote on.</p>	
<p><b>SAC 4.7</b></p>	<p><b>Minutes of Last Meeting</b></p> <p>4.7.1. Minutes from October 21, 2021</p> <p><b>Motion made to approve the minutes from the October 21, 2021 Board of Directors meeting as submitted.</b></p> <p>Motion by: Urooj Rajput Seconded by: Dipal Patel</p> <p>All in Favour, Motion Carried.</p> <p>4.7.2. Minutes from November 12, 2021</p> <p><b>Motion to approve the meeting minutes from the November 12, 2021 Board of Directors E-mail Meeting as submitted.</b></p> <p>Motion by: Marianna Spivak Seconded by: Karly Mallett</p> <p>All in Favour, Motion Carried.</p>	
<p><b>SAC 4.8</b></p>	<p><b>Risk Limit Monitoring Reports</b></p> <p>4.8.1. Financial Condition – Steve Kosh</p> <p>Steve explained to the Board that one of his roles is to present the Financials to the Board quarterly. KPMG will present the Audited Financial Statements at the September Board meeting, and then Steve will present three times throughout the year to keep the Board informed and up to date on the NCSAC budget.</p> <p><u>Revenues</u></p> <p>Steve went in detail to explain how the document could be interpreted. There are three columns on the document: Revenues, Allocated, and Remaining. The revenue column is the revenue that NCSAC budgeted (what we thought that we would be able to collect) based on student fees and other revenue generating streams. Allocated is what has been made so far this year and Remaining is what we need to make up in order to hit our target for revenue. Anything in <b>black</b> means that we are short of our revenue goal so far, and anything in <b>red</b> means that we have too much money, or we over-collected.</p> <p>Steve noted some specific Revenues streams:</p> <ul style="list-style-type: none"> <li>• Building Admin Fee: NCSAC didn't budget to bring in any revenue for this stream, and instead \$146,000 was collected; NCSAC was under the impression that we weren't going to be able to collect the Building Admin Fee due to COVID-19.</li> <li>• Academic Support Fee: It appears that NCSAC is only about halfway to its revenue goal. *See note below</li> <li>• Nourishing Minds Revenue: It appears that NCSAC has over-collected approximately \$90,000, however this is due because of Niagara College's \$100,000 donation to the Nourishing Minds Fund.</li> <li>• Transit Pass Sales: Currently, NCSAC has sold approximately \$34,000 in transit passes (Regional monthly passes and 10-ride passes), however with this stream, there is an expense on the other side because NCSAC does not keep the money collected for the transit pass sales.</li> </ul>	

\*Steve called attention to the fact that NCSAC sees a strong influx of money in the middle to end of April, another influx middle of August to middle of September, and then we see another influx of money from the middle of December to the middle of January. NCSAC is only about 2/3 of the way through it's fiscal year so there is still money to collect for the January semester.

#### Expenses

Steve explained how the Board can interpret the Expenses columns: the first column explains how much money was budgeted, the middle column states how much has been spent so far for that budget, and the last column shows how much money is remaining in that budget-line.

Steve noted some specific Expenses:

- Services: This will likely go over as there is only about \$500 left in that budget. Steve stated that the Board may be approached to ask permission to have Steve move some money around from some budgets to cover the Services Expenses.
- Sponsorship/Partnerships: NCSAC budget to spend \$16,000 however it appears that no money has been spent; this is because NCSAC has not been billed yet for the Project Brew sponsorship that was approved by NCSAC in October, as well as NCSAC contributes \$6,000 annual to the SAC Cares fund that is monitored and dispersed through Financial Aid. Once these transfers happen, it will appear on NCSAC's monthly financial statements.
- Transit Passes: NCSAC did not originally budget to spend money on transit passes, however now that NCSAC is selling Regional monthly passes and 10-ride passes, NCSAC has to purchase these passes from the Region to then sell to Niagara College students, which is by there is a expense of \$66,500. As we sell these passes to students the revenue amount will increase, and ultimately end up match the expense shown.
- Health & Safety: Due to COVID-19 NCSAC has had to purchase additional health and safety measures to ensure compliance with NC protocols. This budget is expected to go over.
- Wages: There are office staff, and there are operational staff. This budget covers both groups. Steve stated that the Wages budget is expected to go over by approximately \$240,000 – \$250,000 by the time we get to April. Steve also noted that the food revenue budget (separate budget that the Operations Manager oversees) will offset this overage.
- Board Travel and Conference: This budget was set for \$4,000 with the idea that, due to COVID-19, travelling would likely be limited. There is an overage of \$13,000 which is due to 8 Directors travelling to British Columbia for the Student Union Development Summit (SUDS).
- Board Wear: Extra pieces were purchased for the Directors travelling to British Columbia.

Steve stated that NCSAC is on budget, and he is expecting to surplus approximately \$100,000.

#### 4.8.2. Compensation and Benefits – Steve Kosh

NCSAC has contractual agreements with all the full-time staff. In order to set wages and compensation, we look to other Student Associations in our sector. We also look at other Not-for-Profit organizations in the Niagara region. Working at a Not-for-Profit, you typically make less than if you were to work in a private sector, however NCSAC offers its full-time staff other benefits, including (but not limited to)

	<p>vacation days, 2 mental health days, sick time, and a flexible work environment. All full-time employees are reviewed by the Manager at the end of each year and compensation increases are based on performance.</p> <p>NCSAC's part-time workforce typically includes a lot of students (approximately 60-70 students). NCSAC uses the Ministry of Labour standards to set wages, NCSAC typically pays slightly above minimum wage. As NCSAC moves into 2022, a consideration for discussion regarding Living Wage could take place. It was noted that moving towards becoming a Living Wage Employer would have a significant financial impact on the organization.</p> <p>Regarding health benefits, all full-time staff are covered through a professional benefit provider. Part-time staff, who are mostly students, are already enrolled in the student Health &amp; Dental plan, and other staff members are afforded the opportunity to buy into the student health plan.</p> <p>Steve mentioned that although the Board is not informed of what wage each staff receives, they do see the lump sum of the Wages budget-line in the proposed Operating budget for the following year, and subsequently will approve the wages through the budgeting process.</p>	
<p><b>SAC 4.9</b></p>	<p><b>Board Education: Internal &amp; External</b></p> <p>4.9.1. President's Report – Sam Jemison</p> <p>The President's Report was sent to the Board at an earlier date for the Board to review.</p> <p>Since submitting the President's Report, Sam has been busy preparing for a presentation to Regional Council that took place earlier today to discuss the amalgamation of transit in the Niagara Region, and how this would benefit the students of Niagara. The vote that took place at the Regional Council Meeting was the first of a triple-majority vote. The council passed the vote; this means that Niagara is one step closer to having regionalized transit.</p> <p>4.9.2. Executive Director Report – Steve Kosh</p> <p>The Executive Director's Report was sent to the Board at an earlier date for the Board to review.</p> <p>Having Niagara move towards an amalgamated regionalized transit system means that NCSAC will be able to go to Referendum, likely in March of 2022. Without regionalized transit, NCSAC was working with multiple transit providers, dealing with inflated transit costs, it was extremely difficult for students to navigate the transit system in Niagara, and the cost for the U-Pass was so high it didn't make financial sense.</p> <p>If there is a triple majority, NCSAC will approach the Region in January and ask for a price for a U-Pass, then in March 2022 when NCSAC has it's Elections, NCSAC would add a U-Pass Referendum question on the student's voting ballot to have their voices heard.</p>	
<p><b>SAC 4.10</b></p>	<p><b>Board Self-Evaluation</b></p> <p>4.10.1. Code of Conduct (BP #2b) – Sam Jemison</p> <p>Sam reviewed the Code of Conduct Policy with the Board.</p> <p>4.10.2. Global Governance Management Delegation (BMD #1) – Sam Jemison</p>	

	<p>Sam reviewed the Global Governance Management Delegation Policy with the Board.</p>	
<p><b>SAC 4.11</b></p>	<p><b>Board Decisions</b></p> <p>4.11.1. Transit Bursary Options – Steve Kosh/Sam Jemison</p> <p>At the September Board Meeting, the Board directed Sam and Steve to investigate options for implementing a NCSAC Transit bursary for NC students in order to make transit more affordable.</p> <p>Steve explained the three different options that were investigated:</p> <ol style="list-style-type: none"> <li>1) Refund Students with 3+ on-campus classes (Bursary deposited to students' account)</li> <li>2) Offer cash refund to students with 3+ on-campus classes (Bursary directly to each student)</li> <li>3) Price reduction of in-person Regional ticket sales (live savings when purchasing passes)</li> </ol> <p>Ultimately, through discussions with the Office of the Registrar, we realized that regarding the first two options, logistically it would be almost impossible to track who is actually on campus 3+ times/week and take the bus.</p> <p>Therefore, Steve and Sam presented the option of offering students a price reduction of in-person Regional ticket sales.</p> <p>Steve also addressed how long it would be feasible to offer this program. If approved, this program will be offered for the January semester, Steve recommended that the program through the summer as well, since the first semester that NC could have a U-Pass wouldn't be until September 2022. Steve suggested that for the motion tonight, a date range from January 1<sup>st</sup>, 2022 to April 30<sup>th</sup>, 2022 would be proposed, and then in March/April the Board can re-evaluate and decide if it should continue into the summer semester as well.</p> <p>Currently a monthly pass for Regional Transit is \$160 and a 10-ride pass is \$45. Proposed reduction costs for a monthly pass for Regional Transit would be \$100 and a 10-ride pass would be \$30.</p> <p>Steve explained the financial implications to the Board explaining that when creating the budget for this program, he quadrupled the anticipated sales (expecting that as the cost of the passes are reduced, more students will likely be willing to purchase), and then came up with a 'cap' number that NCSAC could sell. When NCSAC suspended the U-Pass, there was approximately \$150,000 of U-Pass money in the U-Pass budget.</p> <p>NCSAC would have a cap of being allowed to sell 100 monthly Regional Transit Passes per month (NCSAC would cover the difference of \$6,000).</p> <p>Monthly, NCSAC would have a cap of being allowed to sell 600 10-ride passes per month (NCSAC would cover the difference of \$9,000).</p> <p>Therefore, it would cost NCSAC approximately \$15,000 a month to run this program (X4 months of the semester) = \$60,000 for January semester.</p>	

**Motion to approve the implementation of discounted Niagara Regional Transit tickets sold in the NCSAC offices, from January 1<sup>st</sup>, 2022 to April 30<sup>th</sup>, 2022 at the following prices: Regional Monthly Pass = \$100 and 10-Ride Pass = \$30.**

Motion by: Marianna Spivak

Seconded by: Urooj Rajput

Discussion: The concern of fraud was discussed. Steve stated that this is something that Sam and himself have considered, especially regarding the monthly passes. As of right now, the region gives NCSAC blank passes and the staff at the front desk write down the date that the pass was purchased as well as what month the monthly passes are valid for, this is tracked with the student number as well. Another question posed whether this reduced price would be offered on-line; Steve explained that to receive the reduced cost students have to come to the NCSAC offices. A question was asked if there will be an education piece to inform students that they've always paid for transit through an ancillary fee, however due to the U-Pass being suspended, they are now paying for it out of pocket. Steve responded by saying that NCSAC will likely release a marketing video from Sam explaining to the students. Another question was if this program could begin in December; Steve stated that he will contact the Region to investigate if this is an option. It was asked if NCSAC could incentivize students buying the monthly pass over the 10-ride pass, however Steve explained that students are going to buy whatever pass is best for their specific situation. In addition, a question was asked about reimbursing students \$60 if they buy their monthly pass on-line and bring their receipt into the SAC offices. Sam explained that by doing this, NCSAC would lose the ability to cap the number of passes sold and therefore could go overbudget by subsidizing everyone's passes; keeping the price reduction in office gives NCSAC more control over how many is sold.

All in Favour, Motion Carried.

**4.11.2. Marketing Computer (Capital Request) – Steve Kosh**

The Marketing Coordinator and the Marketing Communications Manager are currently using outdated equipment and have submitted a Capital Expense Request Form to purchase a MacBook Pro (Marketing Coordinator) and a MacBook Air (Marketing Manager). These two employees travel campus-to-campus as well as work from home, which is why laptops are preferred over desktops.

Typically, with capital requests, three quotes are required on a Capital Expense Request Form, however because these are Apple products, they are proprietary and therefore it wouldn't make sense to go to a third-party retailer because they would be more expensive. Purchasing through Apple gives NCSAC full warranty and less cost. If approved, NCSAC would purchase these products through Niagara College as they have an education discount agreement with Apple.

**Motion to approve the purchase of a MacBook Pro and a MacBook Air for the Marketing Department with a cost of up to \$5,000 from the NCSAC Capital Reserves.**

Motion by: Marianna Spivak

Seconded by: Andrew Dykstra

Discussion: A question was asked as to why both the Marketing Coordinator and the Marketing Manager don't both receive a MacBook Pro, Steve explained that one reason is for NCSAC to be mindful of the budget, and the other is that the



	<p>items proposed are really what each individual employee needs for their workload.</p> <p>All in Favour, Motion Carried.</p> <p>4.11.3. President's Term of Office – Kathryn Carandang</p> <p>Kathryn was unable to attend the meeting, and therefore will present her proposal regarding the President's Term of Office at the December meeting.</p> <p><b>Motion to table President's Term of Office until the December 16, 2021 Board of Directors meeting.</b></p> <p>Motioned by: Andrew Dykstra Seconded by: Matthias Negrette</p> <p>All in Favour, Motion Carried.</p> <p>4.11.4. Election Dates – Heather Storey</p> <p>As required by the Election Policy, the election dates are approved by the Board of Directors each year. Heather presented the proposed dates to the Board.</p> <p><b>Motion to approve the Election Dates as submitted.</b></p> <p>Motion by: Dipal Patel Seconded by: Karly Mallett</p> <p>All in Favour, Motion Carried.</p>	
<p><b>SAC 4.12</b></p>	<p><b>Strategic Plan Monitoring</b></p> <p>4.12.1. Strategic Plan (Values) – Sam Jemison</p> <p>Each Board meeting, Sam will review a particular section of the NCSAC Strategic Plan.</p> <p><b>Values</b> (Our identity, and what is important to us!)</p> <p>These core values represent what is important to NCSAC. These values help guide us in our daily decision-making and represent the way we act and what we expect from our partners.</p> <p>We are <i>Accountable</i>. We back up what we say with action and are open and transparent in how we make decisions</p> <p>We <i>Represent</i>. We defend and stand up for the rights of our students and their interests.</p> <p>We are <i>Inclusive</i>. We embrace diversity, are accepting of others, and create a sense of family through collaboration.</p> <p>We are <i>Adaptable</i>. We demonstrate creativity and take initiative in responding to a changing environment.</p>	
<p><b>SAC 4.13</b></p>	<p><b>Meeting Evaluation</b></p> <p>To ensure “good governance” each Director received a Meeting Evaluation Survey at the end of the meeting. It is important for the Directors to evaluate each</p>	

	Board of Directors meeting. Each Director received the Meeting Evaluation on their governance portal and were asked to complete it.	
<b>SAC 4.14</b>	<p><b>Adjournment</b></p> <p><b>Motion to adjourn the meeting at 9:22 p.m.</b></p> <p>Motion by: Karly Mallett  Seconded by: Marianna Spivak</p> <p>All in Favour, Motion Carried.</p>	

Approved:

\_\_\_\_\_  
Board Chair

\_\_\_\_\_  
Board Secretary