

AGENDA
Board of Directors Meeting
September 18, 2019
Welland Campus
SAC Boardroom, SA208

Board Chair: Jordan Bingleman
Board Vice Chair: Emanuelle Atsain
Board Secretary: Chris Allan
Scribe: Chris Williams

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| 1. | Call to order | 7:00 p.m. |
| 2. | Reconciliation Statement | 7:01 p.m. |
| 3. | Attendance and Quorum Call | 7:03 p.m. |
| 4. | Agenda & Motions Approval | 7:05 p.m. |
| 5. | Conflicts Declared | 7:08 p.m. |
| 6. | Risk Limit Monitoring Reports | |
| 6.1. | Auditor's Report – KPMG | 7:10 p.m. |
| 6.2. | Financial Condition – Steve Kosh | 7:40 p.m. |
| 7. | Minutes of Last Meeting | |
| 7.1. | Board of Directors Meeting August 28, 2019 – Chris Allan | 7:45 p.m. |
| 8. | Ownership Linkage | |
| 8.1. | Town Hall Report – Tom Price | 7:47 p.m. |
| 9. | Board Education: Internal & External | |
| 9.1. | President's Report – Tom Price | 7:57 p.m. |
| 9.2. | Executive Director's Report – Steve Kosh | 8:00 p.m. |
| 10. | Board Self-Evaluation | |
| 10.1. | Global Governance Management Delegation (BMD #1) – Tom Price | 8:02 p.m. |
| 10.2. | Honorarium's (BP #21) – Tom Price | 8:07 p.m. |
| 11. | Board Decisions | |
| 11.1. | Ratify Director of Justice & Fitness – Tom Price | 8:12 p.m. |
| 11.2. | Ratify Director of Hospitality, Tourism, & Sport – Tom Price | 8:15 p.m. |
| 11.3. | Strategic Planning – Tom Price | 8:20 p.m. |
| 11.4. | Wellness Centre – Tom Price | 8:25 p.m. |
| 11.5. | Bahamas Relief – Tom Price | 8:30 p.m. |
| 11.6. | OCMC Marketing Sponsorship – Tom Price | 8:35 p.m. |
| 12. | Meeting Evaluation | 8:45 p.m. |
| 13. | Adjournment | 8:50 p.m. |

Board of Directors Meeting

September 18, 2019

Welland Campus

SAC Boardroom, SA208

Present: Steve Kosh Tom Price Jordan Bingleman Chris Allan
 Tristen Ritcey Craig Shanks Himjot Kaur Jennie Vallangca
 Landry Wamba Talom Robert Reid Emanuelle Atsain Ryan Huckla

Regrets: Satwinder Singh

Absent: Gurpreet Singh Sandhu

Guest(s): Saman Al-Rawee

Scribe: Chris Williams

Action Items

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| <p>SAC 3.1</p> | <p>Call to Order</p> <p>The meeting was called to order at 7:13 p.m.</p> | |
| <p>SAC 3.2</p> | <p>Reconciliation Statement</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>SAC 3.3</p> | <p>Attendance and Quorum Call</p> <p>PRESENT</p> <ol style="list-style-type: none"> 1. Jordan Bingleman 2. Emma Atsain 3. Chris Allan 4. Tristen Ritcey 5. Landry Wamba Talom 6. Himjot Kaur 7. Jennie Vallangca 8. Craig Shanks 9. Robert Reid <p>REGRETS</p> <ol style="list-style-type: none"> 1. Satwinder Singh <p>ABSENT</p> <ol style="list-style-type: none"> 1. Gurpreet Singh Sandhu <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> | |

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| | <p>Majority = 50% +1 which is 6/11 Directors must be present.</p> <p>There were 9 Directors present, and therefore quorum was achieved.</p> | |
| SAC 3.4 | <p>Agenda & Motions Approval</p> <p>Motion made to approve the agenda for the September 18, 2019 Board of Directors meeting as submitted.</p> <p>Motion by: Himjot Kaur Seconded by: Chris Allan</p> <p>All in Favour, Motion Carried.</p> <p>Motion made to approve the prepared motions for the September 18, 2019 Board of Directors meeting as submitted.</p> <p>Motion by: Craig Shanks Seconded by: Jordan Bingleman</p> <p>All in Favour, Motion Carried.</p> | |
| SAC 3.5 | <p>Conflicts Declared</p> <p>Robert Reid declared a conflict on agenda item 11.1 – Ratify the Director of Justice and Fitness.</p> <p>Craig Shanks declared a conflict on agenda item 11.2 – Ratify Director of Hospitality, Tourism and Sport.</p> | |
| SAC 3.6 | <p>Risk Limit Monitoring Reports</p> <p>3.6.1. Auditor's Report – Saman Al-Rawee</p> <p>Saman Al-Rawee from the NCSAC auditing firm, KPMG, presented an Audit Findings Report and reviewed copies of the Draft Financial Statements for NCSAC for the year ending March 31st 2019. These Draft Financial Statements must be approved by the Board before the final copy can be issued and submitted with the Corporate Tax Return to CRA. KPMG had no disagreements with management on how to report things in the Financial Statements nor did they find any evidence of fraud, errors, or illegal acts.</p> <p>Motion made to approve the 2018-19 Draft Financial Statement as presented by Saman Al-Rawee of KPMG.</p> <p>Motion by: Jennie Vallangca Seconded by: Tristen Ritcey</p> <p>Discussion: Year over year, the U-Pass portfolio consistently shows a financial loss. NCSAC has recently made great strides financially in the U-Pass portfolio and is working with Niagara College to ensure that the NCSAC is no longer responsible for any financial shortfalls.</p> <p>The timing between the fiscal year end and the time of the audit show balances that are not truly reflective of the actual balances. This is due to amounts being reconciled after the fiscal year end. Account items that are particularly noted as affected by the timing is the U-Pass, Health Plan, wages and payroll accounts.</p> <p>All in Favour, Motion Carried.</p> <p>3.6.2. Financial Condition – Steve Kosh</p> | |

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| | Financial Statements will not be reported during this meeting due to the auditor presenting an up-to-date thorough report. | |
| SAC 3.7 | <p>Minutes of Last Meeting</p> <p>3.7.1. Minutes from August 28, 2019</p> <p>Motion made to approve the minutes from the August 28, 2019 meeting as submitted.</p> <p>Motion by: Craig Shanks Seconded by: Jennie Vallangca</p> <p>All in Favour, Motion Carried.</p> | |
| SAC 3.8 | <p>Ownership Linkage</p> <p>3.8.1. Town Hall Report – Tom Price</p> <p>Tom thanked the board members that were able to attend the Town Hall gatherings. The panel was comprised of Robert Salewytch – Program Manager, Transit Services, Niagara Region; Steve Kosh – Executive Director, NCSAC and Tom Price – President, NCSAC. The Town Halls were attended by students and parents of students.</p> <p>Overall feedback was very good with many students appreciating the frequency of service.</p> | |
| SAC 3.9 | <p>Board Education: Internal & External</p> <p>3.9.1. President's Report – Tom Price The President's Report was sent to the Board at an earlier date for them to review.</p> <p>Tom stated this year is off to a great start with new several new initiatives. NCSAC had a busy summer and are looking forward to a busy year.</p> <p>3.9.2. Executive Director Report – Steve Kosh The Executive Director's Report was sent to the Board at an earlier date for them to review.</p> <p>There was a question about the U-Pass budget. Steve stated that he continues to work with Niagara College and the transit providers to arrive at fair market value for the U-Pass.</p> | |
| SAC 3.10 | <p>Board Self-Evaluation</p> <p>3.10.1. Global Governance Management Delegation (BMD #21) – Tom Price</p> <p>Tom reviewed the Global Governance Management Delegation Policy with the Board. The policy states the Board has only two employees; President and Executive Director.</p> <p>3.10.2. Honourariums (BP #2i) – Tom Price</p> <p>Tom reviewed the Honourariums Policy with the Board. Tom clarified that the previous year's Board sets the honourariums for the following year.</p> | |
| SAC 3.11 | <p>Board Decisions</p> <p>3.11.1. Ratify Director of Justice & Fitness – Tom Price</p> | |

Motion to ratify Robert Reid as the Director of Justice & Fitness for the 2019-2020 term.

Motion by: Emma Atsain
Seconded by: Tristen Ritcey

All in Favour, Motion Carried.

3.11.2. Ratify Director of Hospitality, Tourism, & Sport – Tom Price

Motion to ratify Craig Shanks as the Director of Hospitality, Tourism, and Sport for the 2019-2020 term.

Motion by: Chris Allan
Seconded by: Jennie Vallangca

All in Favour, Motion Carried.

3.11.3. Strategic Planning – Tom Price

Tom discussed the Board creating a Strategic Plan to outline the direction of NCSAC. In the coming weeks Tom will be sending out information for an AD HOC committee for Directors to take part in the process. Steve mentioned the decision of strategic planning should be up to the Board to develop from an unbiased viewpoint.

3.11.4. Wellness Centre – Tom Price

Tom presented the idea of supporting a Peer-to-Peer Mental Health Support fundraiser to the Board. By supporting the initiative through the Health & Wellness Centre, it will continue to build SAC's relationship with the college.

The Wellness Centre would be repurposing Student Activity Rooms at each campus that currently do not have a designated purpose. Many departments are looking to better utilize these rooms for student use.

Tom mentioned that institutions across Ontario have been creating spaces for this type of program as a proof of concept.

Jack.org is an organization that focuses on students' mental health. Last year the Board voted in favour of supporting a Jack.org chapter at Niagara College. Ryan added that there is a big push on mental health from the government and that this could possibly help with funding for this initiative and show Niagara College in a positive light. It was also mentioned that this could aid growing this concept into a designated centre.

3.11.5. Bahamas Relief – Tom Price

Tom spoke to the board in regards to the relief efforts to help and support the residents of the Bahamas who have been affected by Hurricane Dorian; Tom has had many Bahamian students come forward seeking help. Chef Osvoldo from the Canadian Food and Wine Institute has come forward to get involved to create a relief effort for students who have families affected by the hurricane.

Chris and Emma agreed with Tom that a BBQ fundraiser would be appropriate. In seeking donations Steve added that in terms of budget there is a \$1,500.00 community sponsorship fund that could be used to support this kind of event if the Board would like to move forward with this initiative.

Motion to approve a charity event to assist the Bahamian relief with a financial donation to be approved by the Board.

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| | <p>Motioned by: Jennie Vallangca Seconded: Landry Wamba</p> <p>All in Favour, Motion Carried.</p> <p>3.11.6. OCMC Marketing Sponsorship – Tom Price Steve explained how the Ontario Colleges Marketing Competition sets the stage for student success post-graduation. Professors Malcom Howe and Terry Champion as well as Niagara College will be hosting the competition this year.</p> <p>There are different sponsorship levels available to departments who would like to sponsor the competition. It was discussed that this partnership further shows how essential NCSAC is for the betterment of student success.</p> <p>Motion to approve the sponsorship of OCMC Marketing Competition at the bronze sponsorship level.</p> <p>Motioned by: Chris Allan Seconded: Tristan Ritcey</p> <p>In Favour: 8 Opposed: 1</p> <p>Motion Carried.</p> | |
| <p>SAC 3.12</p> | <p>Meeting Evaluation</p> <p>It is important for the Directors to evaluate each Board of Directors meeting. Each Director received the Meeting Evaluation on their governance portal and were asked to complete it.</p> | |
| <p>SAC 3.13</p> | <p>Adjournment</p> <p>Motion to adjourn the meeting at 8:37 p.m.</p> <p>Motion by: Chris Allan Seconded by: Jennie Vallangca</p> <p>All in Favour, Motion Carried.</p> | |

Approved:

Board Chair

Board Secretary