

AGENDA Board of Directors Meeting

December 16, 2021 Virtual Meeting Zoom

Board Chair: Fope Akomolafe Board Secretary: Karly Mallett Board Vice Chair: Matthias Negrette Scribe: Heather Storey 1. Call to order 7:00 p.m. 2. **Reconciliation Statement** 7:01 p.m. 3. Attendance and Quorum Call 7:02 p.m. 7:03 p.m. 4. Agenda & Motions Approval 5. Conflicts Declared 7:04 p.m. 6. Minutes of Last Meetina 6.1. Board of Directors Meeting November 25, 2021 7:05 p.m. 6.2. Board of Directors E-mail Meeting November 29, 2021 7:06 p.m. **Board Education: Internal & External** President's Report – Sam Jemison 7:07 p.m. 7.1. 7.2. Executive Director's Report - Steve Kosh 7:10 p.m. 7.3. Ownership Linkage Report – Sam Jemison 7:13 p.m. 7.4. January Orientation – Steve Kosh 7:15 p.m. 7.5. January Retreat – Sam Jemison 7:18 p.m. **Ends Policy Development & Monitoring** Receive Progress Report on Achievement of Strategic Ends Priorities from CEO's 7:25 p.m. - Sam Jemison, Steve Kosh **Board Self-Evaluation** 9.1. Governing Style (BP #2a) – Sam Jemison 7:35 p.m. 10. Board Decisions 7:38 p.m. 10.1. Budget Adjustments - Steve Kosh 10.2. President's Term of Office – Kathryn Carandana 7:50 p.m. 8:00 p.m. 10.3. Coldest Night of the Year Sponsorship (CNOTY) – Sam Jemison 10.4. By-law Amendments – Ian Mehlenbacher 8:05 p.m. 10.4.1. Article 3: Members 3.1 Entitlement (page 4) Policy Amendments – Ian Mehlenbacher 8:15 p.m. 10.5.1. Emergency CEO Succession Policy (page 12) 10.5.2. Vice Chair Policy (page 20) 10.5.3. In Camera Policy (page 29) 10.5.4. Election Policy (page 34, 36) 10.6. Committee Terms of Reference: Assigning Ex-officio Seats – Steve Kosh 8:35 p.m. 10.7. Annual General Meeting: Dates - Steve Kosh 8:40 p.m. 11. Strategic Plan Monitoring Strategic Plan (Areas of Priority) – Sam Jemison 11.1. 8:45 p.m. 12. Meeting Evaluation 8:50 p.m. 13. Adjournment 8:55 p.m.

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Board of Directors Meeting

December 16, 2021 Virtual Meeting Zoom

Present: Steve Kosh Sam Jemison Urooj Rajput Marianna Spivak

Matthias Negrette Andrew, Dykstra Dipal Patel Karly Mallett

Ola Ajileye Fope Akomolafe Kathryn Carandang Ian Mehlenbacher

Guests: Sobhanjana Bose Heather Morris

Scribe: Heather Storey

		Action Items
SAC	Call to Order	
6.1	The was a tip as is a sulle of the explore at 7:01 to use	
SAC	The meeting is called to order at 7:01 p.m. Reconciliation Statement	
6.2	Reconciliation statement	
J	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.	
SAC	Attendance and Quorum Call	
6.3		
	PRESENT:	
	1. Urooj Rajput	
	2. Matthias Negrette	
	3. Andrew, Dykstra4. Dipal Patel	
	5. Karly Mallett	
	6. Marianna Spivak	
	7. Kathryn Carandang	
	8. Fope Akomolafe	
	ABSENT:	
	1. Ola Ajileye	
	According to the NCSAC By-laws Article 6: Meetings of Directors	
	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.	
	Majority = 50% +1 which is 6/9 Directors must be present.	
	There were 8 Directors present, and therefore quorum was achieved.	
SAC	Agenda & Motions Approval	
6.4	Motion made to approve the agenda for the December 16, 2021 Board of Directors	
	meeting as submitted.	
	Motion by: Matthias Negrette	
	Seconded by: Andrew Dykstra	

	All in Favour, Motion Carried.			
	Motion made to approve the prepared motions for the December 16, 2021 Board of Directors meeting as submitted.			
	Motion by: Matthias Negrette Seconded by: Marianna Spivak			
	All in Favour, Motion Carried.			
SAC 6.5	Conflicts Declared			
	No conflicts were declared.			
SAC 6.6	Minutes of Last Meeting 6.6.1. Minutes from November 25, 2021			
	0.0.1. Williones Hoff (November 20, 2021)			
	Motion made to approve the minutes from the November 25, 2021 Board of Directors meeting as submitted.			
	Motion by: Matthias Negrette Seconded by: Karly Mallett			
	All in Favour, Motion Carried.			
	6.6.2. Minutes from November 29, 2021			
	Motion to approve the meeting minutes from the November 29, 2021 Board of Directors E-mail Meeting as submitted.			
	Motion by: Matthias Negrette Seconded by: Dipal Patel			
	All in Favour, Motion Carried.			
Ola arrived at 7:10 p.m.				
SAC	Board Education: Internal & External			
6.7	6.7.1. President's Report – Sam Jemison			
	The President's Report was sent to the Board at an earlier date for the Board to review.			
	Sam informed the Board that due to the new COVID-19 variant, the College has decided to make the first three weeks of classes on-line (with the exception of oncampus labs). Sam will update the Board when more details become available, possibly mid-January.			
	In addition, Sam mentioned that the NCSAC offices will be closed for the winter break from December 23, 2021 – January 3, 2022 inclusive.			
	6.7.2. Executive Director Report – Steve Kosh			
	The Executive Director's Report was sent to the Board at an earlier date for the Board to review.			

Steve informed the Board that the transit subsidy bursary will no longer apply to the 10-ride pass. After some conversations with the Region and the NCSAC Services Manager, it was decided that there is too much risk of fraud with discounting the 10-ride pass (getting in the hands of non-students) since there is no limit to how many a student is allowed to purchase. The regional monthly passes will still be discounted, and each student who is eligible will be able to purchase a maximum of 4 passes (one per month). This will be tracked from the front desk staff.

Sam and Steve met with Rick Anderson regarding the college announcement that was released this morning. As of right now, all post-secondary institutions are reacting to the government statement.

Steve also stated that NCSAC hosting the AMICCUS-C regional conference where there were 37 delegates in attendance. It was great to have people in the industry to get together in-person to connect about the issues everyone faces in student associations. Steve also called attention to other schools who took a more liberal approach in September who were eager to get back to "normal operations" and hosted on campus events, who are now back to full lockdown.

Steve announced that the first three weeks of class after the winter break will be on-line. The college has decided that depending on what the numbers are, the college will decide what their plan is moving forward.

6.7.3. Ownership Linkage Report – Sam Jemison

Sam is currently working to create an Ownership Linkage Plan to formalize how the NCSAC Board will connect with the students as owners. She stated that connecting with the students is one of the main responsibilities of the Board as a whole. There will be a session at the January Retreat for the Board to discuss some topics and some open-ended questions that can be asked to the students. This Ownership Linkage Plan will begin in January and will take place once every two weeks.

6.7.4. January Orientation – Steve Kosh

Jaclyn, Sam, and Steve had a meeting recently to discuss January Orientation. Some of the events that NCSAC proposed have been approved by the college, however Steve stated that just because we have approval, doesn't mean that we should host events on campus. Steve mentioned that it would be best to wait to host on campus activities. In January, the student population was expected to double, that is now not the case. The NCSAC cafés will open on January 10th, regardless of the number of students on campus. NCSAC was already planning on virtual orientation events, and now with the announcement, that solidified NCSAC's plan. Steve also mentioned that NCSAC will be spreading out virtual events throughout the month of January as opposed to having an Orientation week.

6.7.5. January Retreat – Sam Jemison

The NCSAC January Retreat will take place from January 7-9, 2022. This retreat is the last for this board, and one of the most important. During retreat there will be lots of collaborative experiences for the board to take part in. Additionally, there will be a package sent out with some information that the Directors will be asked to review prior to the retreat. Sam will be leading campus tours at each location to show the Directors around some key areas of each campus, and then everyone will head to the house in Grimsby that NCSAC has rented for the weekend. Sam reminded the Board to please RSVP as soon as possible.

6.8.1 Receive Progress Report on Achievement of Strategic Ends Priorities from CEO's – Sam Jemison, Steve Kosh

Sam reviewed the Strategic Ends Priorities Policy with the Board and provided examples on how NCSAC is achieving these priorities:

POLICY TYPE: STRATEGIC PRIORITIES POLICY TITLE: LEVELS 1 and 2

Date Adopted by Board: April 17, 2019

Ends Policy – Level #1

Because the Niagara College SAC exists: Students enjoy an improved quality of life

Level #2

Students will enjoy:

- 2.1. Good Health (health services, affordable products, nutrition, etc.)
- 2.2. Social Interaction (involvement, travel, access, etc.)
- 2.3. Skills Development (employment, leadership, etc.)
- 2.4. Are heard/have a voice (with the College and other external bodies)

2.1. GOOD HEALTH

NCSAC makes strides to ensure students enjoy the benefits of improved/good health via several channels. The largest ways are through the student health plan, more affordable food services on campus, and different initiatives to help combat both financial and food insecurity. Where the health plan offers students direct treatment options for various physical and mental health needs, the food options, and food and financial insecurity programs, specifically the Nourishing Minds Grocery Gift Card Program, help tackle the health issues more towards the roots of the problems. In more subtle ways, NCSAC also supports good health for students by alleviating financial burdens on students by providing free lawyer services, and into the new year, will begin providing discounted monthly transit passes.

Through the above stated channels of ensuring students have resources and options to help support good health, NCSAC helps ensure students enjoy an increased quality of life.

2.2. SOCIAL INTERACTION

NCSAC – though limited by current public-health guidelines – continues to provide students with social interaction where safe and possible. This year, NCSAC is slowly reintroducing in-person social events, mainly in collaboration with other departments for events like Diwali and Halloween Haunt and will continue to assess and evaluate opportunities to safely host in-person events as the year continues. This said, NCSAC has not limited operations on in-person collaborations, but instead has been hosting virtual events such as Dirty Bingo and online talent competitions. NCSAC also runs the clubs on campus that -while student lead and as such tend to have varying participation – offer students an outlet to gather that can directly relate to their skills and interests and puts them in the same "room" as likeminded individuals.

Through the above stated channels of ensuring students have opportunities for social interaction, NCSAC helps ensure students enjoy an increased quality of life.

2.3. SKILLS DEVELOPMENT

NCSAC continues to work towards offering opportunities for students to develop their skills through a variety of means. The largest of which – is through employment

opportunities. NCSAC prioritized hiring student employees wherever possible, which can directly enhance their current skillsets, and/or teach new and transferable skills that students can take moving forward.

During this year, NCSAC has employed over 60 students as Student Ambassadors, who learned valuable skills for their development while keeping our campuses safe. As mentioned earlier in this report, NCSAC runs the club's portfolio on campus, which beyond just the social interaction, gives students resources and opportunities to learn leadership skills while running a club that fits their interests and skills.

Through the above stated channels of ensuring NCSAC helps students develop skills, NCSAC helps ensure students enjoy an increased quality of life.

2.4. ARE HEARD / HAVE A VOICE

NCSAC has multiple mediums to hear students' thoughts, concerns, questions, comments, and hopes. Many different team members focus on different areas of this mission, but together, the team works towards giving students outlets to reach out, while also proactively reaching out to better understand their struggles, needs, and wishes.

Through collaborations with the board, actively seeking input through online channels, through online AMA's and even more official channels like feedback forums and email correspondence, and through advocating for students needs at municipal and regional government (For example: Advocating for Regionalized Transit on behalf of the students of Niagara College), NCSAC actively looks to both hear and understand the current struggles NC students are facing. Through the above stated channels of ensuring students have a voice / are heard, NCSAC helps ensure students enjoy an increased quality of life.

SUMMARY

This report was created to highlight to the Board of Directors the efforts made by NCSAC to date that are currently working to help students enjoy an increased quality of life, through the work NCSAC does to help ensure students enjoy good health, social interaction, skills development, and are heard / have a voice.

SAC 6.9

Board Self-Evaluation

6.9.1. Governing Style (BP #2a) – Sam Jemison

Sam reviewed the Governing Style Policy with the Board.

SAC 6.10

Board Decisions

6.10.1. Budget Adjustments – Steve Kosh

Budget Adjustments will be discussed at the January Board Meeting, as Steve and Karen have not been able to connect, as well as there being a shift in the prospective enrolment numbers for January.

6.10.2. President's Term of Office – Kathryn Carandang

Through discussions and observations, Kathryn has noticed that there are sometimes high turnovers with the Board of Directors which could cause a lack of consistency with board members year-to-year. Kathryn proposed having Sam and Steve investigate extending the President's term from 2-3 years.

Motion to approve an allocation of time for the President and Executive Director to investigate the feasibility of a three-term presidency, and to report findings back to the Board during the February Board of Directors meeting.

Motion by: Kathryn Carandang Seconded by: Marianna Spivak

Discussion: A point that was made was that every Director on the current Board is graduating this April. Also, it is believed that extending the term of office of the President to three years will ensure consistency year-over-year. Sam and Steve will be looking to key stakeholders, other student associations, governance professional – Catherine Raso, and legal advice – Anna Naud, to obtain information to bring information back to the Board and present options in February.

In Favour: 9 Opposed: 1

Motion Approved.

6.10.3. Coldest Night of the Year Sponsorship (CNOTY) – Sam Jemison

The Coldest Night of the Year is a super-fun, family-friendly fundraising walk that supports local charity partners who provide essential care and service for people experiencing homelessness, hurt, and hunger. The Welland Chapter will be supporting the Welland Open Arms Mission.

Motion to approve the allocation of \$500.00 CAD to sponsor the Welland CNOY chapter for February 26th 2022 allocated from the Sponsorship/Donations budget.

Motion by: Marianna Spivak Seconded by: Dipal Patel

Discussion: Sam noted that both students and faculty can participate in the Coldest Night of the Year.

All in Favour, Motion Carried.

6.10.4. By-law Amendments – Ian Mehlenbacher

6.10.4.1. Article 3: Members 3.1 Entitlement (page 4)

With post-secondary education evolving, there is no longer only "traditional" students who begins their studies in September and end in April. There are many different intake periods, co-op terms (whereby students do not pay any fees but they are still enrolled at NC), and many other unique scenarios and therefore NCSAC felt it was necessary to update the "Members Entitlement" to broaden the definition to reflect this. NCSAC reached out to different student associations to gain perspective on how other SA's have defined a "Member" and therefore came up with the below amendment. This amendment will extend the same opportunities to "non-traditional" students.

3.1 Entitlement – All students of Niagara College who are actively progressing in a program and have paid relevant student fees, as determined by the Office of the Registrar, are qualified to become Members of the Niagara College Student Administrative Council. Membership in the Corporation shall be available only to the students of Niagara College who have paid the relevant Membership Fee.

Motion to recommend the approval of the revisions made to the NCSAC By-laws by the general membership at the Annual General Meeting.

Motion by: Dipal Patel

Seconded by: Ian Mehlenbacher

All in Favour, Motion Carried.

6.10.5. Policy Amendments – Ian Mehlenbacher

6.10.5.1. Emergency CEO Succession Policy (page 12)

Listed under "RESOURCES" the College Designate was specific to Director of Student Services or Designate, Lianne Gagnon. It was felt that a more suitable college resource would be the Vice President, Student Success of Designate. It was also important that a specific person's name was not included in the policy, but instead the job role:

College Designate - an important aspect of the executive transition is the communication between NCSAC and NC management. It is important the NC Director of Student Services or designate be updated on the status of the transition and is a good source for accessing college resources. The level of NC involvement in the transition process depends on the desire of the Transition Committee. Niagara College

Director of Student Services or Designate Vice President, Student Success of Designate
Lianne Gagnon

lgagnon@niagaracollege.ca

6.10.5.2. Vice Chair Policy (page 20)

Through conversations with governance consultant, Catherine Raso, it was suggested that NCSAC create a Vice Chair Role Policy. The addition of this policy outlines:

The role of the Vice Chair is primarily to replace the chair in his/her absence and secondarily the Vice Chair may be trained for assuming the position of Board Chair.

6.10.5.3. In Camera Policy (page 29)

In the Procedure section of the In Camera Policy, it states:

1. In-camera issues pertaining to a particular campus, should be dealt with at an Executive level in-camera session first.

It is recommended that this point is removed, as NCSAC no longer holds campusspecific executive level meetings, and any and all issues are discussed at the Board level.

6.10.5.4. Election Policy (page 34, 36)

The statement "Election dates will be set annually by the Board of Directors." Was moved from section 1.1 President sub-section a), and instead moved to 1. Election Guidelines (Overview/Term) sub-subsection j).

Policy

1. Election Guidelines (Overview/Term)

[...]

i) Election dates will be set annually by the Board of Directors.

- 1.1. President
- a) The President Nomination Process will open the first day of classes in the Winter semester and close ten (10) business days after. Election dates will be set annually by the Board of Directors.

Under section 2. Eligibility section of the Policy, some changes were recommended in order for the Policy not to contract the By-law change regarding Member Entitlement.

2.2 Director

- a) Must satisfy the Director Qualifications described in Article 5 of the NCSAC By-laws. All candidates must be a fee paying student of Niagara College and remain so until the end of their term, and [...]
- e) Be a registered in a Niagara College student full time or part time post secondary diploma or degree or advances diploma or certificate program or education and remain so until the end of their term. If a candidate is in his graduating year and returning to a new Niagara College post-secondary diploma or degree or advanced diploma or certificate program for the term in which he is running for office, he must provide a letter of acceptance to the program.

2.3 Candidacy Requirements

[...]

f) Must meet the Members Entitlement section in Article 4 of the NCSAC Bylaws. Meet the Corporations membership requirements and be in good standing with Niagara College as stated in NCSAC By-laws.

Motion to approve the revised NCSAC Policies as presented by the NCSAC By-law and Policy Committee.

Motion by: Ian Mehlenbacher Seconded by: Urooj Rajput

All in Favour, Motion Carried.

6.10.6. Committee Terms of Reference: Assigning Ex-officio Seats – Steve Kosh

The By-law and Policy Committee has had discussion to add specific ex-officio seats to some committees whose purpose aligns with a director's role.

By-law and Policy Committee

- (1) President
- (2) Executive Director
- (3) Governance Manager
- (4) Director at large (X52)
- (5) Board Secretary of Designate
- (6) Board Chair or Designate
- (7) Board Vice Chair or Designate

Finance Standing Committee

- (1) President
- (2) Executive Director
- (3) Finance Manager
- (4) Director at large (x54)
- (5) Director of Business Management Studies or Designate

Student Technology Enhancement Committee (STEC)

- (1) NCSAC President (Chair; voting)
- (2) Executive Director (non-voting)
- (3) Director at large (x2)
- (4) Director of Technology of Designate Student member appointed by Student Administrative Council
- (5) Senior Vice President, Corporate Services of Designate (College)
- (6) Senior Vice President, Academic and Learner Services or Designate (College)
- (7) Director of Services or Designate (College)
- (8) Chief Technology Officer (College) (Ex-officio)

<u>Ancillary Fee Protocol Committee</u>

- (1) NCSAC President (voting)
- (2) Director at large (x2)
- (3) Student member appointed by Student Administrative Council
- (4) Registrar (College)
- (5) Vice President, Student and External Relations (College)
- (6) College member appointed by the college (College)

Student Services Committee

- (1) President
- (2) Student Services Manager
- (3) Director at large (x5)

<u>Sustainability Action Fund Committee (SAFC)</u>

- (1) NCSAC President (Chair; voting)
- (2) Executive Director
- (3) Director of Environmental & Horticulture Studies or Designate
- (4) Student members appointed by Student Administrative Council Director of Technology of Designate
- (5) Faculty representative appointed by Vice President, Academic and Learner Services (College)
- (6) Sustainability Committee member appointed by Sustainability Advisor (College)
- (7) Sustainability Advisor (College)
- (8) Sustainability Engagement Officer (College)

Health and Wellness Committee

- (1) President
- (2) Student Services Manager
- (3) Director at large (x53)
- (4) Director of Nursing & PSW or Designate
- (5) Director of Allied Health or Designate

For the Health and Wellness Committee, it was recommended by a Director that the Director of Community Services should hold an ex-officio seat on the committee since their School of Studies align with advocating and providing community services for people who need wellness support.

By consensus, the Board agreed that the Director of Community Services will hold an ex-officio seat on the Health and Wellness Committee.

Motion to approve the revised Committee Terms of Reference with the proposed ex-officio seats as amended.

Motion by: Kathryn Carandang Seconded by: Matthias Negrette

All in Favour, Motion Carried.

6.10.7. Annual General Meeting: Dates – Steve Kosh

Currently, NCSAC typically holds the Annual General Meeting (AGM) in January each year which is not in compliance with our own by-laws, which state:

[...]

4.2 **Annual Meetings** – The Board shall call an annual meeting not later than fifteen (15) months after the last preceding annual meeting and not later than six (6) months after the end of the previous fiscal year.

The end of NCSAC's fiscal year is March 31st, and holding the AGM in January is in violation since it is later than 6 months after the end of the previous fiscal year.

In addition, according to the Not-for-Profit Act, the incoming Board of Directors should be elected at a meeting of the members. Again, holding the AGM in January is in violation of this since Elections don't happen until February – March.

The By-law and Board Policy Committee has discussed moving the AGM from January to April to be in better compliance. This way, NCSAC would be in compliance with our NCSAC By-laws because the AGM would be held no later than 6 months after the end of the previous fiscal year, as well as the incoming Board could be ratified after the elections take place. Steve will come back to the January Board meeting to propose a date for the Annual General Meeting.

SAC 6.11

Strategic Plan Monitoring

6.11.1. Strategic Plan (Areas of Priority) – Sam Jemison

Each Board meeting, Sam will review a particular section of the NCSAC Strategic Plan.

Areas of Priority

(what we will do, and what we strive to achieve!)

We know that NCSAC supports student success in numerous ways. We also realize that it is important to focus our time and energy on the areas and activities that best match the resources of NCSAC with the needs of the students.

We look to support students through:

- Proving NCSAC led services and programs
- Partnering with the college (and other key stakeholders) on joint projects and ventures
- Advocating for student rights with internal and external stakeholders
- We will focus our efforts and energies in three main Areas of Priority

Supporting the Well-being of Students:

Our students face many challenges and can sometimes struggle to be successful. There is a growing need to support students in all aspects of the life. We view enhancing the well-being of the whole student as an important role of NCSAC.

	Creating an Environment for Student Success: Academic success is achieved through supporting students to access their education as easily and effectively as possible. Many barriers exist that impact the student's ability to engage academically. NCSAC will work to recognize and respond to these challenges, so students can thrive. Representing student Interests: Through collaboration and cooperation NCSAC will focus on influencing local stakeholders in creating the best possible student experience. In doing so we will	
SAC	strive to ensure that students have the skills and abilities to be great leaders Meeting Evaluation	
6.12		
	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 Board of Directors meeting. Each Director received the Meeting Evaluation on their governance portal and were asked to complete it.	
SAC	Adjournment	
6.13		
	Motion to adjourn the meeting at 8:40 p.m.	
	Motion by: Kathryn Carandang Seconded by: Karly Mallett All in Favour, Motion Carried.	

Approved:	
Board Chair	Board Secretary