



AGENDA
Board of Directors Meeting
September 12, 2023
Welland Campus
Board Room SA208

Board Chair: Joel Droogh
Board Vice Chair: Melissa Graham
Board Secretary: Nishchay Pal
Scribe: Heather Storey

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| 1. Call to order | 7:00 p.m. |
| 2. Reconciliation Statement | 7:02 p.m. |
| 3. Attendance and Quorum Call | 7:04 p.m. |
| 4. Agenda & Motions Approval | 7:09 p.m. |
| 5. Conflicts Declared | 7:13 p.m. |
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| 6. Meetings of Last Meeting | |
| 6.1. July 11, 2023 | 7:15 p.m. |
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| 7. Board Education: Internal & External | |
| 7.1. President's Report - Dipal Patel | 7:17 p.m. |
| 7.2. Executive Director's Report - Steve Kosh | 7:22 p.m. |
| 7.3. Ownership Linkage Report - Dipal Patel | 7:27 p.m. |
| 7.4. Strategic Plan Monitoring Report - Steve Kosh | 7:32 p.m. |
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| 8. Ends Policy Development & Monitoring | |
| 8.1. Review Strategic Ends Priorities - Dipal Patel | 7:37 p.m. |
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| 9. Operational Monitoring: Risk Management | |
| 9.1. Emergency CEO Succession - Steve Kosh | 7:42 p.m. |
| 9.2. Financial Condition - Steve Kosh | 7:47 p.m. |
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| 10. Board Self-Evaluation | |
| 10.1. Annual Planning - Dipal Patel | 7:52 p.m. |
| 10.2. Honourarium - Dipal Patel | 7:57 p.m. |
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| 11. Board Decisions | |
| 11.1. Committee Terms of Reference - Dipal Patel | 8:02 p.m. |
| 11.2. Sustainable Cutlery - Chris Fullerton | 8:12 p.m. |
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| 12. Meeting Evaluation | 8:17 p.m. |
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| 13. Adjournment | 8:22 p.m. |

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Board of Directors Meeting
 July 11, 2023
 Daniel J. Patterson Campus

Present: Steve Kosh Dipal Patel Nikhil Gupta Joel Droogh
 Nishchay Pal Michael Villaspin Nishita Vekaria Prabin Bajal
 Grace Stanley Melissa Graham Jasleen Kaur Chris Fullerton
 Bernie Canillas

Guest: Carmella Broccolo-Criger

Scribe: Heather Storey

		Action Items
SAC 2.1	<p>Call to Order</p> <p>The meeting is called to order at 6:59 p.m.</p>	
SAC 2.2	<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>	
SAC 2.3	<p>Attendance and Quorum Call</p> <p>PRESENT</p> <ol style="list-style-type: none"> 1. Nikhil Gupta 2. Joel Droogh 3. Michael Villaspin 4. Nishita Vekaria 5. Prabin Bajal 6. Grace Stanley 7. Melissa Graham 8. Jasleen Kaur 9. Chris Fullerton 10. Bernie Canillas <p>ABSENT</p> <ol style="list-style-type: none"> 1. Nishchay Pal (<i>Nishchay arrived at 7:04 p.m.</i>) <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 7/11 Directors must be present.</p> <p>There were 10 Directors present, and therefore quorum was achieved.</p>	
SAC 2.4	<p>Agenda & Motions Approval</p> <p>Motion made to approve the agenda for the September 12, 2023 Board of Directors meeting as submitted.</p>	

	<p>Motion by: Melissa Graham Seconded by: Chris Fullerton</p> <p>All in Favour, Motion Carried.</p> <p>Motion made to approve the prepared motions for the September 12, 2023 Board of Directors meeting as submitted.</p> <p>Motion by: Nishita Vekaria Seconded by: Chris Fullerton</p> <p>All in Favour, Motion Carried.</p>	
	<p>Nishchay arrived at 7:03 p.m.</p>	
SAC 25	<p>Conflicts Declared</p> <p>No conflicts were declared.</p>	
SAC 26	<p>Approval of Previous Meeting Minutes</p> <p>Motion to approve the Previous Meeting Minutes from the July 11, 2023 Board of Directors Meeting as submitted.</p> <p>Motion by: Prabin Bajal Seconded by: Melissa Graham</p> <p>All in Favour, Motion Carried.</p>	
SAC 27	<p>Board Education: Internal & External</p> <p>2.7.1. President's Report - Dipal Patel</p> <p>The President's Report was sent to the Board at an earlier date for the Board to review.</p> <p>Dipal reviewed the President's Report with the Board and invited any questions from the Directors.</p> <p>2.7.2. Executive Director Report - Steve Kosh</p> <p>Steve provided the Board with a verbal Executive Director's Report:</p> <p>In terms of start-up, Steve stated that NCSAC has had a smooth start to the school year and that it's been great to see campus return to normal after lockdowns, regarding people on campus as well as events on-campus. It was stated that NCSAC offered events beyond Orientation week and throughout the month of September. The Residence Focus Groups have been scheduled, and Steve is working with SCION (who is also working alongside Research & Development) to complete this initiative. After the student input and feedback has been collected, SCION will analyze that data and make a proposal on what the on-campus housing could look like with a focus on flexibility with how the units are set up. Steve urged the Board to encourage students to fill out the surveys and take part in the focus groups. Steve also called attention to the Wellness Peer program that was created about 5 years ago. NCSAC coordinated with the College to offer this program in the NCSAC student activity rooms, which were then renamed to the Wellness Lounges. The college had a staff member, who was a registered professional clinician, who managed 10-15 Wellness Peers. This year, the program did not receive funding; Steve is working with the Director of Health, Wellness, and Accessibility to have the program funded, or have another clinician at the college run the program, as this is a valuable resource for students on campus. In regards to U-Pass, Steve stated that NCSAC's goal is to not leave anyone behind at bus stops. Steve reassured the Board that overcrowding</p>	

	<p>is very common in the first two weeks of school, and the traffic typically does decrease after the grace period is over. As of right, route 70/75 has been identified as a busy route for the semester. It was mentioned that students appear to be living more in St. Catharines than Niagara Falls, which will help when navigating getting to campus. Steve stated that by 2025, it is the Region's intention to have more buses on routes with shorter intervals. In terms of the Transit Agreement, Steve is still working with the Region, he believes that this will be settled in the next 2 weeks. The other aspect of the U-Pass that Steve wanted to address is opt-ins; these are for students who don't fall within the typical guidelines of being a on-campus, full-time student. These students (the 'niche' groups who qualify) are able to opt-in to the program to take advantage of the U-Pass program. Steve encouraged the Board to voice any concerns they are seeing about transit.</p> <p>2.7.3 Ownership Linkage Report - Dipal Patel</p> <p>The Ownership Linkage Report was sent to the Board at an earlier date for the Board to review.</p> <p>Dipal explained that there will be an Ownership Linkage Report brought to every Board meeting to summarize the efforts the Board's have made that month regarding connecting with students regarding Ownership Linkage. A few months ago, Steve, Heather, and Dipal lead an Ownership Linkage Staff Workshop to gather different questions from the staff that they would like to ask students. The ideas generated from that workshop were added to an Idea Bank that was distributed to the Board at the August Retreat. One question was selected to be the focus as the first Ownership Linkage initiative. The question selected was: "How do you want NCSAC to communicate with you?" There will be two promo booths next week (one at each campus), and there has been a sign-up sheet distributed for Directors to volunteer. In addition, Dipal stated that there were many Directors who were heavily involved during Orientation engaging with students!</p> <p>2.7.4 Strategic Plan Monitoring Report - Steve Kosh</p> <p>The overall goal of the Strategic Plan Monitoring Report is to go through the NCSAC Strategic Plan to ensure we are utilizing it as a guide when making any Board decisions. The current NCSAC Strategic Plan is coming to an end, and this year's Board will be tasked with creating a new Strategic Plan for future Boards. To do this, we will be working with the Governance Professionals of Canada (GPC). There will be some focus groups with students, as well as meetings with the college to ensure that our plan compliment the current Niagara College Strategic Plan. The data collection will take place in the Fall semester, and it is our goal that the completed Plan will be ready to be implemented in January 2024.</p> <p>The proposal will be brought to the October Board Meeting.</p>	
<p>SAC 2.8</p>	<p>Ends Policy Development & Monitoring</p> <p>2.8.1 Review Strategic Ends Priorities - Dipal Patel</p> <p>It is important that the Board reviews the Strategic Ends Policy. This policy outlines the reason for NCSAC's existence. This Policy will be reviewed throughout the year at Board meetings to ensure that the Board is making decisions on behalf of the membership and is functioning with these strategic ends in mind.</p> <p>Ends Policy -</p> <p>Level #1</p> <p style="text-align: center;">Because the Niagara College SAC exists: <i>Students enjoy an improved quality of life</i></p> <p>Level #2</p>	

	<p>Students will enjoy:</p> <ol style="list-style-type: none"> 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) 	
<p>SAC 2.9</p>	<p>Operational Monitoring: Risk Management</p> <p>2.9.1 Emergency CEO Succession – Steve Kosh</p> <p>Steve reviewed the Emergency CEO Succession Policy with the Board. It was explained that this policy is in place as a mechanism to protect the NCSAC organization and ensure that the CEO (Executive Director) position is filled.</p> <p>Steve called special attention to the resources available to aid NCSAC in filling the position.</p> <p>It was flagged that some of the resource contacts are outdated. The By-law and Policy Committee will review and provide an updated list of resource contacts. In addition, an Emergency CEO Succession Plan for the President will be created by the By-law and Policy Committee.</p> <p>2.9.2 Financial Condition – Steve Kosh</p> <p>This is typically where the Board will review Financial Statements; usually in September we welcome KPMG who conduct the NCSAC Audit, however they are still working through completing it at this time. With the Finance Manager leaving last year, it caused some upset and KPMG have had to work diligently to work through the balance sheets to clear up some errors. The Auditors will likely come to the November Board of Directors Meeting to present the final Audit. Usually NCSAC files in September, however because the Audit is taking longer than expected, we will be filing late this year due to the extenuating circumstances of losing the Finance Manager.</p> <p>The Board has a virtual session to cover the NCSAC Budget on September 19th at 7 p.m. (rescheduled from August Retreat) to take a deep die into each budget line of the NCSAC Operating Budget.</p>	
<p>SAC 2.10</p>	<p>Board Self-Evaluation</p> <p>2.10.1 Annual Planning – Dipal Patel</p> <p>Dipal reviewed the Annual Planning Policy with the Board.</p> <p>2.10.2 Honourariums – Dipal Patel</p> <p>Dipal reviewed the Honourarium Policy with the Board and highlighted the importance of fulfilling the requirements in order to receive the bi-weekly honourarium, otherwise a Director may see a deduction.</p> <p>Dipal called attention to section 7 of the Policy which states, “During the COVID-19 global pandemic, the existing Board will continue to serve on the NCSAC Board of Directors into the Spring semester to help guide the organization. Therefore, weekly conference calls have been scheduled every Wednesday to update the Board. As such, failure to attend a conference call will result in a 100% deduction of the honorarium for that week.” She stated that it is no longer relevant and should be removed. An updated Honourarium Policy will be presented at the October Board meeting with this amendment.</p>	

<p>SAC 2.11</p>	<p>Board Decisions</p> <p>2.11.1 Committees Terms of Reference - Dipal Patel</p> <p>Dipal recommended to the Board to dissolve the Health & Wellness Committee as well as the Services Committee. She explained that since these committees are operation-based, they fall within the purview of staff members. It was stated that if there is a need for direction from the Board regarding a health & wellness initiative or a service, a working group will be assembled with Director involvement.</p> <p>Motion to approve the revised Committee Terms of Reference as presented.</p> <p>Motion by: Nikhil Gupta Seconded by: Nishchay Pal</p> <p>All in Favour, Motion Carried.</p> <p>2.11.3 Sustainable Cutlery - Chris Fullerton</p> <p>Chris Fullerton, Director of Environmental & Horticulture, member of the Sustainability Action Fund Committee, and a past student, experienced single-use plastics being distributed on campus. Chris proposed the idea of possibly moving towards offering more sustainable options for cutlery in NCSAC food outlets.</p> <p>Steve provided some historical context regarding sustainable options on campus. There are compostable options available as well as stainless steel; there is always the risk of people throwing these items in the garbage, however the majority of people will either put the compostable cutlery in the proper can or return the stainless cutlery to be washed.</p> <p>Steve informed the Board that if the organization decides to move forward with offering stainless steel flatware in our food outlets, commercial dishwashers would need to be installed in each kitchen. Steve stated that Chris, since he sits on the Sustainability Action Fund Committee would be able to propose to the committee that they fund this sustainable project.</p> <p>Heather recommended adding sustainable cutlery to the Ownership Linkage Idea Bank to involve the students in the decision making process in order to guide this initiative.</p>	
<p>SAC 2.12</p>	<p>Meeting Evaluation</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 Board of Directors meeting. Each Director received the Meeting Evaluation on their governance portal and were asked to complete it.</p>	
<p>SAC 2.13</p>	<p>Adjournment</p> <p>Motion to adjourn the meeting at 8:14 p.m.</p> <p>Motion by: Melissa Graham Seconded by: Prabin Bajal</p> <p>All in Favour, Motion Carried.</p>	