



AGENDA
Board of Directors Meeting
October 17, 2023
Daniel J. Patterson Campus
Board Room N002A

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

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| 1. Call to order | 7:30 p.m. |
| 2. Reconciliation Statement | 7:32 p.m. |
| 3. Attendance and Quorum Call | 7:34 p.m. |
| 4. Agenda & Motions Approval | 7:39 p.m. |
| 5. Conflicts Declared | 7:43 p.m. |
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| 6. Meetings of Last Meeting | |
| 6.1. September 12, 2023 | 7:45 p.m. |
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| 7. Board Education: Internal & External | |
| 7.1. President's Report - Dipal Patel | 7:47 p.m. |
| 7.2. Executive Director's Report - Steve Kosh | 7:50 p.m. |
| 7.3. Ownership Linkage Report - Dipal Patel | 7:53 p.m. |
| 7.4. Strategic Plan Monitoring Report - Steve Kosh | 7:58 p.m. |
| 7.5. Meeting Evaluation Report - Dipal Patel | 8:03 p.m. |
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| 8. Operational Monitoring: Risk Management | |
| 8.1. Operating Contingency Budget - Steve Kosh | 8:07 p.m. |
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| 9. Board Self-Evaluation | |
| 9.1. Board Committee Principles Policy - Dipal Patel | 8:12 p.m. |
| 9.2. Board Member as Owner Representative Policy - Dipal Patel | 8:14 p.m. |
| 9.3. In Camera Policy - Dipal Patel | 8:18 p.m. |
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| 10. Board Decisions/Discussions | |
| 10.1. NC Open House - Dipal Patel | 8:22 p.m. |
| 10.2. Committee Attendance Report (Proposal) - Dipal Patel | 8:24 p.m. |
| 10.3. Ownership Linkage Leads - Dipal Patel | 8:27 p.m. |
| 10.4. Governance Professionals of Canada (Proposal) - Steve Kosh | 8:32 p.m. |
| 10.5. Updated Honourarium Policy - Dipal Patel | 8:42 p.m. |
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| 11. Meeting Evaluation | 8:47 p.m. |
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| 12. Adjournment | 8:50 p.m. |

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Board of Directors Meeting
 October 17, 2023
 Daniel J. Patterson Campus

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

Absent: Grace Stanley

Guests: Patricia General Montanna Taylor Carmella Broccolo-Criger

Scribe: Heather Storey

Action Items

SAC 3.1	<p>Call to Order</p> <p>The meeting is called to order at 7:46 p.m.</p>	
SAC 3.2	<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 3.3	<p>Attendance and Quorum Call</p> <p>PRESENT</p> <ol style="list-style-type: none"> 1. Nikhil Gupta 2. Joel Droogh 3. Nishchay Pal 4. Michael Villaspin 5. Nishita Vekaria 6. Prabin Bajal 7. Melissa Graham 8. Jasleen Kaur 9. Chris Fullerton 10. Bernie Canillas 11. Lindsay Dockrill <p>ABSENT</p> <ol style="list-style-type: none"> 1. Grace Stanley <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 7/12 Directors must be present.</p> <p>There were 11 Directors present, and therefore quorum was achieved.</p>	
SAC	Agenda & Motions Approval	

<p>3.4</p>	<p>Motion made to approve the agenda for the October 17, 2023 Board of Directors meeting as submitted.</p> <p>Motion by: Melissa Graham Seconded by: Nishita Vekaria</p> <p>All in Favour, Motion Approved.</p> <p>Motion made to approve the prepared motions for the October 17, 2023 Board of Directors meeting as submitted.</p> <p>Motion by: Chris Fullerton Seconded by: Nikhil Gupta</p> <p>All in Favour, Motion Approved.</p>	
<p>SAC 3.5</p>	<p>Conflicts Declared</p> <p>No conflicts were declared.</p>	
<p>SAC 3.6</p>	<p>Approval of Previous Meeting Minutes</p> <p>Motion to approve the Previous Meeting Minutes from the September 12, 2023 Board of Directors Meeting as submitted.</p> <p>Motion by: Nishita Vekaria Seconded by: Bernie Canillas</p> <p>All in Favour, Motion Approved.</p>	
<p>SAC 3.7</p>	<p>Board Education: Internal & External</p> <p>3.7.1. 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 highlighted her involvement in the Niagara College Golf Classic as well as the Grape and Wine Parade in Niagara. These were great networking opportunities and also a great way for social engagement. As well, Dipal mentioned an update regarding the Ontario Student Voices (OSV) provincial advocacy group, informing the Board that Niagara will be hosting the second quarterly meeting sometime in November.</p> <p>3.7.2. 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>Steve informed the Board that Day 10 has passed for the college and there are currently 11,200 student enrolled at the Welland and Daniel J. Patterson campuses. There has been some overcrowding issues on Route 70/75, however the Region has combatted this with putting an articulated bus on the route. Which has satisfied the overcrowding issue, however Steve noted that this solution is inconsistent and unreliable. If NCSAC needs to add additional routes as a more long-term solution, then this can be paid for by the U-Pass Reserve budget. Steve also noted that NCSAC is back to a full staff compliment, and are close approaching the threshold of being considered a Living Wage Employer. Lastly, Steve stated that the Ownership Linkage efforts has been going very well and attributed the success to the involvement of the Board.</p> <p>3.7.3 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>For the first Ownership Linkage topic, the Board decided to tackle the question, “How do NC students want to be communicated with?” In total, there was 290 respondents. Of the surveys completed, the two main ways that students prefer to be communicated with were through Instagram (184), and their NC student e-mail (175). The student feedback collected reflects what the Marketing department currently does.</p> <p>3.7.4 Strategic Plan Monitoring Report - Steve Kosh</p> <p>Once the new Strategic Plan is created, Steve will discuss one aspect of the Strategic Plan at each Board meeting. These will be monthly updates.</p> <p>3.7.5 Meeting Evaluation Report - Dipal Patel</p> <p>The Meeting Evaluation Report was sent to the Board at an earlier date for the Board to review.</p>	
<p>SAC 3.8</p>	<p>Operational Monitoring: Risk Management</p> <p>3.8.1 Operating Contingency Budget - Steve Kosh</p> <p>When it comes to budgeting at NCSAC creating an annual budget, the organization has changed the way it builds in a contingency. In the past, NCSAC would pull a certain % of the operating budget and plug it into the contingency line, the amount of this budget would be approximately \$30,000. In recent years, NCSAC has developed a different approach; now, NCSAC underestimates enrolment.</p> <p>For example:</p> <p>Spring/Summer term: Budgets for 5,000 charge occasions - Actually 5,300 charge occasions (extra 300 charge occasions) Fall term: Budget 10,000 charge occasions - Actually 11,200 charge occasions (extra 1,200 charge occasions) Winter term: Budget 10,000 charge occasions - Actually 11,200 charge occasions (extra 1,200 charge occasions)</p>	
<p>SAC 3.9</p>	<p>Board Self-Evaluation</p> <p>3.9.1 Board Committee Principles Policy - Dipal Patel</p> <p>Dipal reviews the Board Committee Principles Policy with the Board.</p> <p>3.9.2 Board Member as Owner Representative - Dipal Patel</p> <p>Dipal reviewed the Board Member as Owner Representative with the Board.</p> <p>3.9.3 In Camea Policy - Dipal Patel</p> <p>Dipal reviews the In Camera Policy with the Board.</p>	
<p>SAC 3.10</p>	<p>Board Decisions</p> <p>3.10.1 NC Open House - Dipal Patel</p> <p>The Niagara College Open House is scheduled for November 4, 2023 from 10am - 2pm. Dipal encouraged the Board members to participate, as it is a great way to connect with potential NC students. Dipal clarified that full-time staff will take care of the planning and logistics, and the Board would be responsible for talking to students at the event.</p> <p>3.10.2 Committee Attendance Report (Proposal) - Dipal Patel</p>	

To ensure that the Board is able to hold the Directors accountable, and to function as a self-governing Board, Dipal presented the idea that a Committee Attendance Report be presented at each Board meeting.

Motion to create a Committee Attendance Report to the Board of Directors Meeting monthly Agenda.

Motion by: Melissa Graham
Seconded by: Nishchay Pal

All in Favour, Motion Approved.

3.10.3 Ownership Linkage Leads – Dipal Patel

Dipal explained that Ownership Linkage will occur once a month to ensure participation and keep the students engaged, as opposed to holding Ownership Linkage every week.

In addition, NCSAC will be moving towards a new approach, where a Director will be named as the Lead each month, for their respective campus. The Lead will be responsible for selecting the date, time, and location, and outreach mechanism of the Ownership Linkage project that month. It is NCSAC's hope that this will push the Directors to take on more of a leadership role and is in line with NCSAC operating as a self-governing Board. For the month of October, Chris will be the Lead for the Daniel J. Patterson campus, and Nishita will be the Lead for the Welland Campus. The focused question will be, "What sustainable cutlery options would you like to see at NCSAC food outlets?" There will be samples on the table, as well as a QR code to scan to fill out a survey. New Leads will be selected each month.

3.10.4 Governance Professionals of Canada (Proposal) – Steve Kosh

This year, NCSAC has connected with Governance Professionals of Canada to aid the organization in some governance work.

The first project is implementing Boardroom University, a series of governance trainings for the Board.

Motion to approve a maximum of up to \$13,000 for an annual membership of "Boardroom University" facilitated by Governance Professionals of Canada allocated from the Governance Budget.

Motion by: Chris Fullerton
Seconded by: Nikhil Gupta

All in Favour, Motion Approved.

The next projects include an internal Governance Review, to consider Niagara College's private partnership with Niagara College Toronto (NCT) and assisting the Board in developing a new Strategic Plan for 2024.

Motion to approve a maximum of up to \$13,000 for an internal Governance Review (Niagara College Toronto) as well as Strategic Plan creation facilitated by Janis Riven allocated from the Governance Budget.

Motion by: Melissa Graham
Seconded by: Nikhil Gupta

Discussion: It was asked if NCSAC is required to accept and implement the advice given by Janis. Steve explained that NCSAC will receive feedback, but it is not mandatory for the

	<p>organization to accept and enact any changes. The Board has the ultimate decision on whether or not something is changed. It was also asked if NCT is aware that NCSAC is looking at a review that may affect them. It was stated that Dipal is going to NCT in early November for convocation and will discuss. NCSAC working alongside Janis to work through some of the possibilities of Board structures will be a great learning opportunity for those involved, even if there are no big changes brought forward. It was noted that other colleges who have private partnerships typically have not made any changes to their Board structure.</p> <p>All in Favour, Motion Approved.</p> <p>3.10.5 Updated Honourarium Policy – Dipal Patel</p> <p>As discussed previously, Item #7 of the Honourarium Policy has been removed.</p> <p><i>“During the COVID-10 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 honourarium for that week.”</i></p> <p>Motion to approve the revised Honourarium Policy as presented.</p> <p>Motion by: Nishita Vekaria Seconded by: Chris Fullerton</p> <p>All in Favour, Motion Carried.</p>	
<p>SAC 3.11</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 3.12</p>	<p>Adjournment</p> <p>Motion to adjourn the meeting at 9:11 p.m.</p> <p>Motion by: Jasleen Kaur Seconded by: Nishchay Pal</p> <p>All in Favour, Motion Carried.</p>	
<p>SAC 3.13</p>	<p>In Camera</p> <p>Motion to go In Camera.</p> <p>Motion by: Bernie Canillas Seconded by: Nikhil Gupta</p> <p>All in Favour, Motion Carried.</p> <p>Motion to go Out of Camera.</p> <p>Motion by: Nishita Vekaria Seconded by: Bernie Canillas</p> <p>All in Favour, Motion Carried.</p>	