



NIAGARA COLLEGE **STUDENT
ADMINISTRATIVE COUNCIL**
STUDENT LIFE DEFINED

STUDENT ADMINISTRATIVE COUNCIL INC.

Annual General Meeting

Virtual: Zoom Webinar

Wednesday April 6, 2022

6:00 p.m.

AGENDA

1. Welcome – NCSAC President, Sam Jemison
2. Call to Order and Appointment of Chair of the Meeting
3. Constitution of Meeting
4. Approval of the Minutes of the Meeting held on January 21, 2020
5. Receipt of the Financial Statements for the Twelve Months Ended March 31, 2021
6. Appointment of the Auditors
7. CEO Report
8. Approval of the Acts of the Directors and Officers
9. Set Number of Directors
10. Amendments to By-laws
11. Directors' and Officers' Liability Insurance
12. Ratification of the 2022-2023 NCSAC Board of Directors
13. Adjournment

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1. WELCOME – NCSAC PRESIDENT, SAM JEMISON

Sam welcomed the membership to the Annual General Meeting and explained to the membership the purpose of the Annual General Meeting. She explained that the Annual General Meeting (AGM), is the meeting where NCSAC turns to its membership, the students, the reason we exist as an organization, to ensure that we are still existing for the right reasons, to explain our current standing, what we have accomplished in the last year, and acts as the time for the students to vote on our by-law changes to come into effect for the next year. This report also covers the activities of the corporation globally as well as at the campus level.

Sam then introduced the 2021-2022 NCSAC Board of Directors:

- Fope Akomolafe, Director of Hospitality, Tourism, & Sport, Board Chair
- Marianna Spivak, Director of CFWI, Board Co-Vice Chair
- Ian Mehlenbacher, Director of Trades, Board Co-Vice Chair
- Karly Mallett, Director of Allied Health, Board Secretary
- Urooj Rajput, Director of Business Management Studies
- Andrew Dykstra, Director of Technology
- Dipal Patel, Director of Justice & Fitness
- Kathryn Carandang, Director of Community Services
- Ola Ajileye, Director of Media
- Heather Morris, Director of Environment & Horticulture
- Mellisa Moses, Director of Nursing & PSW Studies

2. APPOINTMENT OF CHAIR OF THE MEETING & CALL TO ORDER – SAM JEMISON, FOPE AKOMOLAFE

2.1. Motion to approve Fope Akomolafe as the Chair for the meeting.

Motioned by: Marianna Spivak

Seconded by: Karly Mallett

In Favour: 26

Motion Carried.

The meeting was called to order at 6:10 p.m. and chaired by Fope Akomolafe.

According to the NCSAC By-laws Article 4: "Meetings of Members", subsection 4.4 "Quorum" it states: A quorum at any meeting of the Members shall be 15 Members. For the purpose of determining quorum, a Member may be present in person, or by teleconference and/or by other electronic means. A quorum must be maintained throughout the meeting.

At this meeting there were 32 members in attendance, and therefore quorum is achieved.

At this time Fope Akomolafe acknowledged the guests in attendance: Sam Jemison, NCSAC President; Steve Kosh, NCSAC Executive Director; Heather Storey, NCSAC Governance Manager; and Jaclyn Tanguay, NCSAC Event Coordinator.

3. CONSTITUTION OF MEETING – FOPE AKOMOLAFE

According to the NCSAC By-laws, under Article 4: "Meetings of Members", subsection 4.4 "Notice of Meetings", it states: A notice shall be provided not less than ten (10) days and not more than fifty (50) days prior to the meeting. Therefore, it was declared that notice of this meeting having been sent to each member in accordance with the by-laws of the Corporation, and a quorum being present, the meeting was duly constituted for the transaction of business.

4. APPROVAL OF THE MINUTES OF THE MEETING HELD ON JANUARY 21, 2020 – FOPE AKOMOLAFE

4.1. Motion to approve the minutes from the Annual General Meeting held on January 21, 2020 as submitted.

Motioned by: Belinda MacPhee

Seconded by: Marianna Spivak

In Favour: 22

Motion Carried.

5. RECEIPT OF THE FINANCIAL STATEMENTS FOR THE TWELVE MONTHS ENDED MARCH 31, 2021 – STEVE KOSH

Once again, KPMG has completed the financial audit for NCSAC for the year ending 2021.

This portion of the AGM is to present our NCSAC Financial statements for the year and answer any questions the students may have about NCSAC spending.

The financial statements were posted on the AGM website and Steve encouraged anyone interested to visit the link.

The statements for NCSAC's fiscal year began on April 1, 2020 and ended on March 31, 2021.

Overall, NCSAC is in a healthy position. We possess over \$2,000,000 in assets and over \$600,000 in investments.

As you can see from the statement on page 6, NCSAC had a surplus this year of \$136,000. This means that we made more money than we spent and therefore did not overextend ourselves throughout the year.

Although it looks as though NCSAC made \$7,000,000 less in 2021, much of that has to do with timing of the audited statements and also the suspension of the U-Pass which accounted for \$5,000,000 of that deficiency. An additional \$700,000 of that difference was in the student levy line, whereby the college hadn't billed all students due to COVID. Again, this is due to the timing of the financial audit and the fact that NC had not billed all students at our year end which is March 31. Student Fees makes up another \$750,000 in shortage, but again, just an issue with the timing of the audit.

As we move to "Interest Earned", you can see that in 2020, NCSAC earned over \$50,000 in interest on our investments, yet in 2021, that was reduced by \$35,000, which is basically due to global markets and our investments not performing as well as the year prior. That will change drastically in 2022, as they are already improved greatly over 2021.

Some items to note in the Revenues section, would be the elimination of the U-Pass, as mentioned, as well as the reduction of revenue from our Food and Beverage outlets during the 2021 year, as our outlets were closed for the majority of the year.

On the expenses side of the balance sheet, our Health Plan expenses remained approximately static over 2020, administrative costs were down in 2021 by almost \$200,000 due to the pandemic and shutdown of food services, and again, the expenses at our food outlets were significantly lower in 2021, based on the fact that we were closed much of the year.

At the bottom of page 6, you will see that NCSAC made over \$450,000 in government subsidy, which was the Canadian Employment Wage Subsidy (CEWS) funding, which was paid to us in order to subsidize business operations during the lockdowns. This \$450,000 in revenue from the government, saved the NCSAC financial year. Without the funding, NCSAC would have been showing a deficit of \$300,000.

That is the simplified version of the Audited Financial Statements for NCSAC's year ending 2021.

5.1. Motion to receive the audited financial statements of the corporation for the fiscal year ended March 31, 2021.

Motioned by: Karly Mallett

Seconded by: Jordan Bingleman

In Favour: 23

Motion Carried.

6. APPOINTMENT OF THE AUDITORS – STEVE KOSH

Steve explained that NCSAC would propose to use KPMG again for the fiscal year ending on March 31, 2022. It was stated that Niagara College also uses KPMG, and it simplifies the process if NCSAC uses the same auditing firm. Steve mentioned KPMG is a highly recognized professional firm and that this expense has already been accounted for in the budget.

6.1. Motion to approve KPMG as the Auditors of the Corporation to hold office until the next annual meeting of members or until their successors are duly appointed, at a remuneration to be fixed by the directors, the directors being authorized to fix such remuneration, for the 2022-2023 year.

Motioned by: Marianna Spivak

Seconded by: Jordan Bingleman

In Favour: 22

Motion Carried.

7. CEO REPORT – SAM JEMISON, STEVE KOSH

CEO Report: Governance – Sam Jemison

Sam highlighted what NCSAC has accomplished regarding services provided, advocacy, partnerships, and ownership linkage.

Sam briefly covered some of the services NCSAC has been supporting NC students with during the evolving public health restrictions since March 2020.

NCSAC lawyer, Bill Reid continues to offer his free lawyer services to students and has transitioned to offering his services virtually. This has enabled him to offer his services 5 days a week instead of just one or two. In fact, this has proven to be so effective that he may continue format moving forward.

Grad photos are taking place remotely, where our grad photography provider, Studio Nostalgia, has been operating safely at local hotels and conference centers while adhering to all public health guidelines. Students are still getting one key part of their graduation experience due to their flexibility in this.

Last on our virtual shifts, NCSAC has shifted to a virtual grocery gift card for our Nourishing Minds Program to fulfill student's emergency food insecurity needs remotely. This has been commended across Canada by other student associations

for its ability to reduce barriers to students and to provide independence to students with specific dietary needs and wants. Students can visit a qualified individual on campus in counseling, financial aid, academic advising, and other service areas, and if need is determined by a professional, they send a grocery gift card referral to NCSAC. The student is then sent a virtual grocery gift card to their student email.

As well, NCSAC has been advocating on behalf of students to the Niagara Region for years, with a recent success story happening back in December when the region finally took the step to make transit regionalized. Though this time of transition has been unique to navigate this year, it does promise some exciting changes for students in years to come.

As well, I would like to thank the college for a \$100,000 donation to our Nourishing Minds program. Last year, NCSAC distributed \$92,000, and we have spent \$95,000 this-year-to-date, with nearly another month to go. This program is continuing to make a big difference for a lot of students. We have come a long way from the days of a physical food banks on campus and the positive response has been overwhelming.

NCSAC has been able to support students and NC by expediting our return to providing food services on campus. This has allowed NC students and staff access to on-campus food and beverages this past month - in response to the loosening public health regulations and to match the return to campus plans, where they would have otherwise gone without until March 7, 2022 when Chartwells is scheduled to return.

Additionally, there have been some big and exciting donations this year. NCSAC has donated \$100,000 to the Daniel J Patterson legacy fund, bringing the fund up to the exciting \$1 million. More, NCSAC donated \$150,000 to help fund the installation of a Niagara College lawn insignia.

Lastly, NCSAC has continued its efforts to stay connected with its ownership, trying new ways to stay connected. NCSAC has introduced a virtual chat platform to our website that has enabled students to contact us with questions, comments and concerns live on our homepage, while also including social media campaigns that enable students to provide their feedback to NCSAC via direct messages. We will continue to explore new ways to connect with students and try to strengthen our already existing methods into the new academic year.

CEO Report: Operations – Steve Kosh

Transit Update

As you are aware, NCSAC had to regrettably suspend the U-Pass during the onset of the pandemic in March of 2020. Since then, NCSAC has been advocating for our Niagara College students at the Regional level for some type of transit relief for Niagara College students.

During the 2021-2022 academic year, we saw an increase in students return to campus and as such, began the NCSAC Transit Bursary program in January of 2022. This program was designed to reduce the cost of a monthly regional pass from \$160/month to \$100/month, bringing it more inline with the cost of a St Catharines, Welland or Niagara Falls city pass, which range from \$80-\$90. The \$60 subsidy was paid for by NCSAC and the program helped over 1,000 students during the months of January – April. NCSAC is currently evaluating the feasibility and affordability of continuing a bursary program through the summer of 2022 and we should know the outcome of that decision in the next 10 days.

Steve then addressed what is next for transit, and posed the question that is on everyone's mind: *"Will NC students have a discounted U-Pass program like they did prior to 2020?"* NCSAC has been collaborating with Niagara College and The Niagara Region to discuss the possibility of a Fall2022 U-Pass, but there are some major factors hindering those negotiations.

In December 2021, transit in Niagara officially regionalized, meaning the transit authorities from all cities within the Niagara Region (there are 12 cities within the Region) are joining forces to create one Niagara Transit system. This has been long-awaited in the Niagara Region and will be a positive step forward for the residents and students of Niagara, however, it also means that this year, there is a freeze on the Region creating new agreements.

So, looking forward to September 2022, NCSAC is working with the College and Regional Transit to explore some options. At this point in time, we have proposed to Regional Transit, that Niagara College students, pay the same fare as high school students, which would be \$130/month, rather than \$160/month. We understand that this is not what NC students want to hear necessarily, but until the Regional Transit Authority is fully formed, this is likely the lowest price we will be able to negotiate.

Business Operations on Campus

COVID has shifted the mentality of learning in education throughout the world and over the past year, it's been no different at NCSAC. During the 2021-2022 academic year, we have seen two separate shut downs of our food services, our bars; The Armoury & The Core, remain closed and we recently re-opened our offices to service students in-person in early 2022.

Moving into the Summer of 2022, the NCSAC front offices will remain open during the summer, as will the cafés at each campus.

The Armoury & The Core will be open this summer in a limited capacity due to the Canada Summer Games using much of the space for the month of August, but barring any further COVID restrictions, we should see a full opening of the campus pubs in September 2022.

8. APPROVAL OF THE ACTS OF THE DIRECTORS AND OFFICERS – FOPE AKOMOLAFE

8.1. Motion to approve all acts, contracts, by-laws, proceedings, appointments, elections and payments acknowledged, made, done and taken by the directors and officers of the Corporation since the last AGM January 21, 2020 as recorded in the proceedings of the directors or on the books or records of the corporations or in the financial statements submitted to this meeting.

Motioned by: Marianna Spivak

Seconded by: Andrew Dykstra

In Favour: 22

Motion Carried.

9. SET NUMBER OF DIRECTORS – FOPE AKOMOLAFE

According to the NCSAC By-laws, under Article 5: "Directors", subsection 5.1 "Powers", it states: The affairs of the Corporation shall be managed by a Board of Directors consisting of six (6) to fifteen (15) Directors. The number of Directors shall be set in accordance with the Act, from time to time, and may be increased or decreased by Special Resolution.

Sam explained that NCSAC is structured in a way that ensures the most diverse, and equally representative group of students possible based on the structure of Niagara College. NCSAC has eleven student director positions which combined make up the Board of Directors, and they are all elected from their individual "school of". It is important to note that all directors equally represent all students, but this model of election ensures a more diverse board year-to-year that can better represent all Niagara College students. As well, when a position is vacant, that position is filled via a hiring process throughout the year.

Director of Allied Health (vacant)

Director of Business Management Studies

Director of Canadian Food & Wine Institute (CFWI)

Director of Community Services

Director of Nursing & Personal Support Worker (PSW)

Director of Justice & Fitness (vacant)

Director of Hospitality, Tourism, & Sport

Director of Media

Director of Technology

Director of Trades (vacant)

9.1. Motion to approve the set numbers of directors of the corporation be eleven (11).

Motioned by: Marianna Spivak

Seconded by: Andrew Dykstra

In Favour: 22

Motion Carried.

10. AMENDMENTS TO BY-LAWS – SAM JEMISON, STEVE KOSH

The board has determined that to accurately describe what membership is meant to look like for NCSAC, students should be considered members if they: “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”. Currently, there is a barrier that states “Membership in the Corporation shall be available only to the students of Niagara College who have paid the relevant Membership Fee”. We would like to remove this line because it makes it so students during the summer breaks in their program, during co-ops, and during other such exception periods are unable to take advantage of NCSAC simply due to the unique nature of their program, when they are by all accounts a student that should be represented by the on-campus student association. Removing the last line will help make NCSAC accessible to all and ensure we are aligned with helping students on campus.

ARTICLE III. MEMBERS

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.

10.1. Motion to approve the 2022-2023 NCSAC By-laws as presented.

Motioned by: Carmella Broccolo-Criger

Seconded by: Marianna Spivak

In Favour: 20

Motion Carried.

11. DIRECTORS' AND OFFICERS' LIABILITY INSURANCE – STEVE KOSH

Operating as a not-for-profit, NCSAC does have a Board of Directors who are paid an honorarium. This board works on behalf of the students of Niagara College, and therefore requires insurance. In order for NCSAC to maintain the “not-for-profit” status, NCSAC does need to have a Certificate of Liability Insurance for the Directors each year. Directors' and Officers' Liability Insurance costs the organization approximately \$24,000 each year. This liability insurance cover the all the food outlets, the office, furniture, as well as protects staff. The insurance also covers social media, as well as legal.

11.1. Motion to approve that the corporation purchase and maintain insurance for a director or officer of the Corporation against any liability incurred by the director or officer, in the capacity as a director or officer of the Corporation, except where the liability relates to the person's failure to act honestly and in good faith with a view to the best interests of the Corporation.

Motioned by: Jake Forsyth

Seconded by: Jordan Bingleman

In Favour: 22

Motion Carried.

12. RATIFICATION OF THE 2022-2023 NCSAC BOARD OF DIRECTORS – FOPE AKOMOLAFE

According to the NCSAC By-laws, under Article 4: "Meetings of Members", subsection 4.3 "Special Meetings", it states: [...] The ratification of the election of the Board Members will take place at a Special meeting prior to the Board Members taking office.

2022 – 2023 NCSAC Board of Directors:

Urooj Rajput – Director of Business Management Studies

Juliea Hollingsworth – Director of Canadian Food and Wine Institute (CFWI)

Megan Pelleier – Director of Community Services

Bernadette Salindong – Director of Nursing & Personal Support Workers (PSW)

Carmella Broccolo-Cringer – Director of Justice & Fitness

Jacob Forsyth – Director of Hospitality, Tourism, & Sport

Jeff McKinnon – Director of Media

Gurpreet Raina – Director of Technology

Sam Jemison - President

12.1 Motion to ratify the 2022-2023 NCSAC Board of Directors.

Motioned by: Belinda MacPhee

Seconded by: Andrew Dykstra

In Favour: 24

Motion Carried.

13. ADJOURNMENT – FOPE AKOMOLAFE

13.1. There being no further business to come before the meeting, the meeting was adjourned at 6:52 p.m.

Motioned by: Belinda MacPhee

Seconded by: Kathryn Carandang

In Favour: 23

Motion Carried.