



**AGENDA**  
**Board of Directors Meeting**  
April 15, 2020  
Conference Call  
Zoom Meeting

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

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| <b>1. Call to order</b>                                                              | <b>1:00 p.m.</b> |
| <b>2. Attendance and Quorum Call</b>                                                 | <b>1:01 p.m.</b> |
| <b>3. Agenda Approval</b>                                                            | <b>1:05 p.m.</b> |
| <b>4. Conflicts Declared</b>                                                         | <b>1:07 p.m.</b> |
| <b>5. Board Decisions</b>                                                            |                  |
| 5.1. Strategic Plan – David Veres                                                    | 1:10 p.m.        |
| <b>6. Minutes of Last Meeting</b>                                                    |                  |
| 6.1. Board of Directors Conference Call April 8, 2020                                | 1:40 p.m.        |
| <b>7. Ends Policy Development &amp; Monitoring</b>                                   |                  |
| 7.1. Receive Progress Report on Achievement of Strategic Ends Priorities – Tom Price | 1:42 p.m.        |
| <b>8. Board Self-Evaluation</b>                                                      |                  |
| 8.1. Accountability of CEO (Board Policies BMD #2a – pg.5) – Tom Price               | 1:45 p.m.        |
| <b>9. Board Decisions</b>                                                            |                  |
| 9.1. Board Structure (Legal Opinion) – Tom Price                                     | 1:50 p.m.        |
| 9.2. Ancillary Fees – Steve Kosh, Tom Price                                          | 2:20 p.m.        |
| 9.3. Nourishing Minds Grocery Gift Card Program Funds – Steve Kosh                   | 2:30 p.m.        |
| <b>10. Adjournment</b>                                                               | <b>2:40 p.m.</b> |

## Board of Directors Meeting

April 15, 2020  
Conference Call  
Zoom Meeting

Present: Tom Price Steve Kosh Jordan Bingleman Chris Allan  
Tristen Ritcey Craig Shanks Landry Wamba Talom Emanuelle Atsain

Regrets: Himjot Kaur

Absent: Robert Reid

Guests: David Veres Fope Akomolafe Matthias Negrette Savanna Schnierle  
Alex Vancaeyzeele Jaclyn-Rae Tanguay

Scribe: Heather Storey

Action Items

<b>SAC 12.1</b>	<b>Call to Order</b>  The meeting is called to order at 1:03 p.m.	
<b>SAC 12.2</b>	<b>Attendance and Quorum Call</b>  PRESENT 1. Jordan Bingleman 2. Emma Atsain 3. Chris Allan 4. Tristen Ritcey 5. Landry Wamba Talom 6. Craig Shanks  REGRETS 1. Himjot Kaur  ABSENT 1. Robert Reid  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 5/8 Directors must be present.  There were 6 Directors present, and therefore quorum was achieved.	
<b>SAC 12.3</b>	<b>Agenda Approval</b>  <b>Motion made to approve the agenda for the April 15, 2020 Board of Directors meeting.</b>  Motion by: Chris Allan Seconded by: Craig Shanks  All in Favour, Motion Approved.	

<p><b>SAC 12.4</b></p>	<p><b>Conflicts Declared</b></p> <p>No conflicts were declared.</p>	
<p><b>SAC 12.5</b></p>	<p><b>Board Decisions</b></p> <p>12.5.1. Strategic Plan – David Veres</p> <p>Based on feedback from the last meeting, David presented some potential re-wording on some of the value statements.</p> <p>Original:  <i>We are Accountable. We back up what we say with action and are open and transparent in how we make decisions.</i></p> <p>Potential Options:</p> <ul style="list-style-type: none"> <li>• We are Accountable. We call for actions, and are (exceedingly) transparent in how we make decisions.</li> <li>• We are Accountable. We make decisions in an open and transparent way.</li> </ul> <p><b>By consensus, it was stated that the Board would like to move forward with the original statement “We are Accountable. We back up what we say with action and are open and transparent in how we make decisions.”</b></p> <p>Original:  <i>We Represent. We defend and stand up for the rights of our students and their interests.</i></p> <p>Potential Option:</p> <ul style="list-style-type: none"> <li>• <i>We Represent. We ensure the rights and interests of our students are served.</i></li> </ul> <p><b>By consensus, it was stated that the Board would like to move forward with the original statement “We Represent. We ensure the rights and interests of our students are served.”</b></p> <p>Based on the feedback gathered, David will create a final document of the draft statements outlining NCSAC’s mission, vision, and values. Tom will ensure to circulate the document to Sean Kennedy for any feedback. The final documents will then be brought to the next meeting for final approval from the Board.</p> <p>Tom also mentioned that a survey has been circulated to different student groups to gather information in relation to the Strategic Plan. There will be a virtual World Café that will take place in the coming weeks to receive feedback from our members.</p>	<p>David Veres</p>
<p><b>12.6</b></p>	<p><b>Minutes of Last Meeting</b></p> <p>12.6.1. Board of Directors Conference Call April 8, 2020</p> <p><b>Motion to approve the minutes from the April 8, 2020 Board of Directors Conference Call as submitted.</b></p> <p>Motion by: Tristen Ritcey  Seconded by: Jordan Bingleman</p> <p>All in Favour, Motion Approved.</p>	
<p><b>12.7</b></p>	<p><b>Ends Policy Development &amp; Monitoring</b></p>	

	<p>12.7.1. Receive Progress Report on Achievement of Strategic Ends Priorities – Tom Price</p> <p>Tom stated that this is an opportunity for the Board to review the Ends prescribed in NCSAC Board Policies to ensure that the work NCSAC is doing throughout the year matches the Strategic Priorities set out in the Board Policy. Tom reviewed the Strategic Ends Priorities Policy with the Board and provided examples on how NCSAC is achieving these priorities:</p> <p>POLICY TYPE: STRATEGIC PRIORITIES  POLICY TITLE: LEVELS 1 and 2  Date Adopted by Board: April 17, 2019</p> <p>Ends Policy –  Level #1</p> <p style="text-align: center;">Because the Niagara College SAC exists:  <b><i>Students enjoy an improved quality of life</i></b></p> <p>Level #2  Students will enjoy:</p> <p>2.1. <b>Good Health</b> (health services, affordable products, nutrition, etc.)</p> <ul style="list-style-type: none"> <li>• Student health plan</li> <li>• Affordable food options in our student centres</li> <li>• Nourishing Minds initiatives (ex: grocery gift cards)</li> <li>• Rise &amp; Shine Breakfast Program</li> <li>• Free legal clinic</li> </ul> <p>2.2. <b>Social Interaction</b> (involvement, travel, access, etc.)</p> <ul style="list-style-type: none"> <li>• Events (karaoke, trivia, bingo, Halloween haunt, illusionist shows)</li> <li>• Clubs</li> <li>• Orientation</li> <li>• Free massages, oxygen bars</li> <li>• Christmas parties</li> <li>• Studentlicious</li> <li>• Reuknighted</li> <li>• NC cash bingo</li> <li>• Parades</li> <li>• Student appreciation days</li> <li>• Drop-in social engagement sessions</li> </ul> <p>2.3. <b>Skills Development</b> (employment, leadership, etc.)</p> <ul style="list-style-type: none"> <li>• Employment</li> <li>• Leadership</li> <li>• Workshops</li> </ul> <p>2.4. <b>Are heard/have a voice</b> (with the College and other external bodies)</p> <ul style="list-style-type: none"> <li>• Director positions from each 'school of'</li> <li>• Directors meet with Associate Deans to voice concerns</li> <li>• Town Halls</li> <li>• Student focus groups</li> <li>• Town and Gown representation</li> <li>• Committees</li> </ul>	
<p><b>12.8</b></p>	<p><b>Board Self Evaluation</b></p> <p>12.8.1. Accountability of CEO (Board Policies BMD#2a pg. 5) – Tom Price</p> <p>Tom reviewed the 'Accountability of CEO' Board Policy with the Board.</p>	

<p><b>SAC 12.9</b></p>	<p><b>Board Decisions</b></p> <p>12.9.1. Board Structure (Legal Opinion) – Tom Price</p> <p>Due to the unique and unprecedented time of COVID-19, NCSAC is not able to hold a meeting of the members to formally ratify the incoming Board of Directors. Steve reached out to corporate lawyer, Anna Naud, to ask her professional opinion regarding the options NCSAC has available to implement. NCAC asked if it would be possible to overlap the 2019/2020 Board with the 2020/2021 Board, however Anna stated that an organization cannot have two active Boards and this would go against the Not for Profit Act.</p> <p>In addition to having the 2019-2020 Board remain in place, Anna provided three options to consider that involve the 2020-2021 directors:</p> <p><b>Option 1:</b> The Board can pass a resolution to fill any vacant positions on the Board. These vacant positions need to have been created during the past year because someone died, resigned, or was removed as a director. If no vacant positions exist, then no positions can be filled by the Board. If vacant positions exist and are filled, the terms of these individuals will expire when the members meet to formally approve the 2020-2021 Board.</p> <p><b>Option 2:</b> Any 2019-2020 directors who no longer wish to remain on the Board can resign. This will create a vacant position that can be filled by the Board (see Option 1). In addition, if there are any 2019-2020 directors who no longer qualify to be directors (because, for example, they have graduated), then they are automatically removed from office as a result of such disqualification. This removal creates a vacancy that can be filled by the Board (see Option 1).</p> <p><b>Option 3:</b> If there are no vacant positions to fill, or no desire to fill any vacant positions, the 2020-2021 directors can be invited to attend Board meetings and the training sessions, and can take part in discussions, but won't be able to vote. You'll need to make sure that they are aware of their confidentiality obligations if they are going to be privy to confidential discussions and documents.</p> <p>It was noted that if a current Board member would like to remain on the Board, it would only be a temporary measure until the emergency response of COVID-19 has ended.</p> <p>Steve, Tom, and Heather have created a poll through Aprio that will be circulated to the current Board members on April 20, 2020 where each Director will be able to state what their intentions are in regards to their term, whether they would like their term of office to expire on April 30, or if it is their intention to continue on the Board. Additionally, it was mentioned that the Honorarium Policy will be discussed at the next Board conference call, as there will be some amendments proposed regarding mandatory attendance on each weekly board conference call in order to receive the honorarium to order to ensure accountability and engagement. By the next conference call, the Board members will have completed their poll and NCSAC will have a better idea of what the interim Board will look like for the duration of the COVID-19 pandemic.</p> <p>12.9.2. Ancillary Fees – Steve Kosh, Tom Price</p> <p><u>Winter Semester: Refunds</u></p> <p>The college is working on ancillary fee refunds for the winter semester, since the academic semester was cut short. Due to NCSAC moving towards virtual events and engagement activities as well as providing NCSAC services on-line, the</p>	<p>Tom Price</p>
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institution didn't feel it was necessary for NCSAC to refund NCSAC-specific ancillary fees to students.

The college put out a message out a few days ago that they are working out the details in regards to what those refunds will be. The institution is working diligently with each division in the college to look into each program fees to assess refunds to students. The refunds will be pro-rated when assessing the % students will receive back. Student can expect an announcement coming forward soon.

The college did ask NCSAC to assist in tempering student's expectations when it comes to refunds. It was noted that students cannot assume that they will receive a 50% refund because students were on campus for half of the semester. There are many variables that the college is taking into account when deciding the refund amounts.

#### Spring Semester: Ancillary Fees

It is likely that students enrolled in the Spring semester will be asking if the fees are going to be reduced since the semester will be virtual. Steve mentioned that the college has sent over a document outlining the Proposed Ancillary Fees for the Spring Semester. It was noted that most college fees will remain the same amount, however some fees will be eliminated since the service is not accessible to students (i.e. Athletics & Recreation, Campus Safety, Health/Counselling – Professional Health Services, Student Buildings). Steve noted that the 'Student Buildings' fee will affect NCSAC, as this is how NCSAC collects the 'mortgage' on all NCSAC spaces (offices, pubs, cafes, meeting rooms, etc.)

In regards to the NCSAC ancillary fees, the college is waiting for feedback in regards to what NCSAC would like to do for the Spring semester. Steve mentioned that many student associations are keeping all of their fees the same. Some student associations are keeping all of the fees the same, however honouring a credit to each person's student account.

In regards to the U-Pass, due to the fact that there are no on-campus classes students do not have the academic need for a transit pass, and therefore there will be no U-Pass for the Spring semester. It was noted that most transit providers are limiting transit riders to 10 at a time. Steve has been working with Vince Malvaso and Matt Robinson to work through options for students. The Region and other municipalities are looking at different options for possible discounted student rates for those students who count on their bus pass in the summer months for travelling around the region.

Steve mentioned that the projected enrolment number for the Spring semester was 4,200, and NCSAC would collect approximately \$180,000 however due to the implications of COVID-19, that enrolment number will now be closer to 1,800 which is a decrease of about 60%, which would leave NCSAC collecting approximately only \$75,000.

In regards to the two NCSAC ancillary fees (NCSAC Clubs (\$1.50), NCSAC Social Engagement (\$16.10)) Steve and Tom asked the Board's opinion on how they believe the fees should be handled. It was asked if students are still able to run clubs, Tom confirmed that there are still active clubs who will operate throughout the summer. In addition, there have been many on-line events (bingo, karaoke, etc) that students are able to experience virtually. Steve also mentioned that some other student associations are giving between a 25%-50% refund in regards to those two fees.

**Motion to reduce the ancillary fee for NCSAC Clubs to \$0.75 and NCSAC Social**

	<p><b>Engagement to \$8.05 in order to provide students with an overall discount of \$8.80 on the 2020 Spring/Summer ancillary fees.</b></p> <p>Motioned by: Chris Allan          Seconded by: Landry Wamba Talom</p> <p>All in Favour, Motion Approved.</p> <p>12.9.3. Nourishing Minds Grocery Gift Card Program Funds - Steve Kosh</p> <p>To date, there has been approximately \$86,000 sent out to students in the form of virtual grocery gift cards. NCSAC has received major recognition from different colleges in regards to the program, and several of these colleges have followed suit and implemented their own virtual grocery gift card program.</p> <p>As of right now, NCSAC has been supporting students who are currently enrolled in the Winter semester. It was noted that the semester is coming to an end on April 17, 2020 and therefore those students wouldn't necessarily be considered students if they are not taking classes in the Spring/Summer term. Steve proposed the question to the Board: Come May, who are we helping? Is NCSAC only allowing the 1,800 students who are enrolled access the virtual grocery gift card program? Or is NCSAC allowing any NCSAC student to qualify (if they haven't yet graduated)? In order to continue to facilitate this service, there are still funds available (approximately \$30,000). It was also mentioned that the NCSAC kitchens have some leftover inventory that could be available to go to students. Steve will follow-up with the Board with some options on how to move forward with the grocery gift card program.</p>	
<p><b>SAC 12.10</b></p>	<p><b>Adjournment</b></p> <p><b>Motion to adjourn the meeting at 2:42 p.m.</b></p> <p>Motion by: Chris Allan          Seconded by: Emma Atsain</p> <p>All in Favour, Motion Approved.</p>	

Approved:

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 Board Chair

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 Board Secretary