



AGENDA
Board of Directors Meeting
April 18, 2022
HYBRID Meeting
DJP Campus Room #N018 & Zoom

Board Chair: Fope Akomolafe
Board Secretary: Karly Mallett
Board Co-Vice Chairs: Marianna Spivak & Ian Mehlenbacher
Scribe: Heather Storey

- | | |
|--|------------------|
| 1. Call to order | 7:30 p.m. |
| 2. Reconciliation Statement | 7:31 p.m. |
| 3. Attendance and Quorum Call | 7:32 p.m. |
| 4. Agenda & Motions Approval | 7:33 p.m. |
| 5. Conflicts Declared | 7:34 p.m. |
| 6. Minutes of Last Meeting | |
| 6.1. Annual General Meeting Minutes April 6, 2022 | 7:35 p.m. |
| 6.2. Board of Directors Meeting Minutes March 21, 2022 | 7:36 p.m. |
| 7. Board Education: Internal & External | |
| 7.1. President's Report – Sam Jemison | 7:37 p.m. |
| 7.2. Executive Director's Report – Steve Kosh | 7:39 p.m. |
| 7.3. Ownership Linkage Report – Sam Jemison | 7:41 p.m. |
| 8. Risk Limit Monitoring Reports | |
| 8.1. Financial Condition/Capital Expenditures – Steve Kosh | 7:45 p.m. |
| 8.2. Relevant Legislation (Board Policy RL #1) – Steve Kosh | 7:50 p.m. |
| 9. Board Self-Evaluation | |
| 9.1. Past Board Member Selection (Board Policies BP #2k) – Sam Jemison | 7:55 p.m. |
| 10. Board Decisions | |
| 10.1. CEO Performance Review – Steve Kosh, Sam Jemison | 8:10 p.m. |
| 10.2. Transit Bursary – Steve Kosh | 8:15p.m. |
| 10.3. Ancillary Fees – Sam Jemison | 8:25 p.m. |
| 10.4. Board Ambassador Discussion – Sam Jemison | 8:35 p.m. |
| 11. Strategic Plan Monitoring | |
| 12.1. Partners in Success – Marianna Spivak | 8:45 p.m. |
| 12. Meeting Evaluation | 8:47 p.m. |
| 13. Adjournment | 8:48 p.m. |
| 14. In Camera | 8:50 p.m. |

Board of Directors Meeting
 April 18, 2022
 HYBRID Meeting
 DJP Campus Room #N018 & Zoom

Present: Steve Kosh Sam Jemison Urooj Rajput Marianna Spivak
 Andrew, Dykstra Dipal Patel Karly Mallett Ola Ajileye
 Fope Akomolafe Kathryn Carandang Ian Mehlenbacher Heather Morris
 Mellisa Moses

Guests: Sobhanjana Bose Bernadette Carmella Gurpreet
 Jake Jeff Megan

Scribe: Heather Storey

Action Items

SAC 12.1	<p>Call to Order</p> <p>The meeting is called to order at 7:38 p.m.</p>	
SAC 12.2	<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 12.3	<p>Attendance and Quorum Call</p> <p>PRESENT:</p> <ol style="list-style-type: none"> 1. Urooj Rajput 2. Andrew, Dykstra 3. Dipal Patel 4. Marianna Spivak 5. Kathryn Carandang 6. Fope Akomolafe 7. Ola Ajileye 8. Heather Morris 9. Mellisa Moses 10. Ian Mehlenbacher <p>ABSENT:</p> <ol style="list-style-type: none"> 1. Karly Mallett (Karly arrived at 7:45 a.m.) <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	Agenda & Motions Approval	

<p>12.4</p>	<p>Motion made to approve the agenda for the April 18, 2022 Board of Directors meeting as submitted.</p> <p>Motion by: Ola Ajileye Seconded by: Mellisa Moses</p> <p>Discussion: Sam asked to add "Board Ambassador Discussion" to the agenda.</p> <p>All in Favour, Motion Carried.</p> <p>Motion made to approve the prepared motions for the April 18, 2022 Board of Directors meeting as submitted.</p> <p>Motion by: Mellisa Moses Seconded by: Ola Ajileye</p> <p>Discussion: Sam asked to add a motion to accompany the Board Ambassador Discussion agenda item, "Motion to allow the creation and implementation of an honorarium structure for the Board Ambassadors."</p> <p>All in Favour, Motion Carried.</p>	
<p>SAC 12.5</p>	<p>Conflicts Declared</p> <p>No conflicts were declared.</p>	
<p>SAC 12.6</p>	<p>Minutes of Last Meeting</p> <p>12.6.1. Annual General Meeting Minutes April 6, 2022</p> <p>Motion to approve the meeting minutes from the 2022 NCSAC Annual General Meeting (AGM) from April 6, 2022 as submitted.</p> <p>Motion by: Mellisa Moses Seconded by: Marianna Spivak</p> <p>All in Favour, Motion Carried.</p> <p>12.6.2. Minutes from March 21, 2022</p> <p>Motion to approve the meeting minutes from the March 21, 2022 Board of Directors Meeting as submitted.</p> <p>Motion by: Andrew Dykstra Seconded by: Urooj Rajput</p> <p>All in Favour, Motion Carried.</p>	
<p>SAC 12.7</p>	<p>Board Education: Internal & External</p> <p>12.7.1. President's Report – Sam Jemison</p> <p>The President's Report was sent to the Board at an earlier date for the Board to review.</p> <p>Sam reminded the Board that although this is the last Board of Directors Meeting, that their term of office does not end until April 30, 2022 and that they are still expected to monitor their e-mails as there will be some decisions and motions to come.</p>	

	<p>12.7.2. 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 took some time to thank the outgoing board for their service, as well as welcome the new incoming Board of Directors.</p> <p>12.7.3. Ownership Linkage Report – Sam Jemison</p> <p>Sam stated that the ownership linkage has improved since being able to communicate with students in-person on campus.</p>	
<p>SAC 12.8</p>	<p>Risk Limit Monitoring Reports</p> <p>12.8.1 Financial Condition/Capital Expenditures – Steve Kosh</p> <p><u>Financial Condition</u> Right now, NCSAC is wrapping up the fiscal year, which ends March 31, 2022. There is a meeting next week with the auditing firm, KPMG, NCSAC Finance Manager, Karen Marasco, and Steve to gather all of the financial reports for the entire year and KPMG takes those reports to review for the next 6 weeks. They'll work with Karen for another 6 weeks to complete the auditing process.</p> <p><u>Capital Expenditures</u> There has only been one capital expenditure that NCSAC is looking to have approved, which is the patios at each campus. Normally for capital expenditures, the Board would be presented with three quotes from different suppliers, complete with a rationale of why one supplier was chosen. Through some conversations with the College, Steve noted that it appears as though NCSAC will be able to use the NCSAC "Capital Expenditures Budget". Each year, NCSAC puts away \$25,000/year into a college bank account, and it looks as though this project will be able to be funded using that budget opposed to using the NCSAC Operating Budget.</p> <p>12.8.2 Relevant Legislation (Board Policy RL #1) – Steve Kosh</p> <p>During 2021/22 there was some legislation addressing COVID-19 that NCSAC needed to comply with. NCSAC complied with all public health guidelines, college regulations, and work remotely for most of the year. There was also legislation surrounding the CEWS Funding – Canadian Employers Wage Subsidy, which NCSAC also complied with, resulting with NCSAC collecting approximately \$450,000 in government funding, which lead to NCSAC finished the year with a positive financial balance. Lastly, there is some upcoming legislation that NCSAC is monitoring which addresses worktime hours, (Bill 27 in the Ontario Legislature – Employees right to disconnect). This means that by June 2, 2022 NCSAC will need to have a policy in place that stipulates the hours of the work day.</p>	
<p>SAC 12.9</p>	<p>Board Self-Evaluation</p> <p>12.9.1. Past Board Member Selection (Board Policies BP #2k) – Sam Jemison</p> <p>Sam reviewed the Past Board Member Selection Policy with the Board.</p> <p>Motion to open nominations for 2022-2023 NCSAC Past Board Member.</p> <p>Motion by: Dipal Patel Seconded by: Fope Akomolafe</p> <p>All in Favour, Motion Carried.</p>	

Nominations: Ian nominated himself.
Mellisa nominated herself.
Ola nominated himself.

Motion to close nominations for the 2022-2023 NCSAC Past Board Member.

Motion by: Karly Mallett
Seconded by: Marianna Spivak

All in Favour, Motion Carried.

As per policy, since there were multiple nominees, the Board member entered an election process operating by the President, Sam Jemison

Ian Mehlenbacher

A presentation was made by Ian highlighting his qualifications to take on the role as Past Board Member.

Members of the NCSAC Board of Directors asked a variety of questions to Ian.

Mellisa Moses

A presentation was made by Mellisa highlighting her qualifications to take on the role as Past Board Member.

Members of the NCSAC Board of Directors asked a variety of questions to Mellisa.

Ola Ajileye

A presentation was made by Ola highlighting his qualifications to take on the role as Past Board Member.

Members of the NCSAC Board of Directors asked a variety of questions to Ola.

Board Vote

Ian Mehlenbacher: 9
Mellisa Moses: 1
Ola Ajileye: 1

Ian Mehlenbacher will be the 2022-2023 Past Board Member.

**SAC
12.10**

Board Decisions

12.10.1. CEO Performance Review – Steve Kosh, Sam Jemison

This policy will be circulated to the Board later tonight for their review. Steve mentioned that the CEO Evaluation will take place through e-mail. Each director will receive a JotForm to their director e-mail accounts, to review the President and the Executive Director according to their individual portfolios. Steve mentioned that the CEO Evaluations address the success of execution of policies, board education, etc. The Directors were asked to complete this JotForm by Friday. It was also mentioned that the CEO Performance Review does not have a bearing on salary increases, as it is strictly used as a mechanism to gather feedback of their performance.

12.10.2. Transit Bursary – Steve Kosh

Prior to the lockdown back in December, the Board approved a Transit Bursary for the months of January, February, March, and April of 2022. Eligible students who purchased a Regional Bus Pass for \$160 would receive a bursary for \$60 from NCSAC so the student was only paying \$100 for a monthly bus pass. Numbers were supposed to increase on campus in January, however due to the government restrictions, on-campus numbers remained low. NCSAC decided to still offer the transit bursary to those students who were expected to be on campus for classes for January and February. When the government restrictions were lifted and on-campus numbers did increase back in March, NCSAC opened an on-line form for students who purchased a full price Regional bus pass for January and February to submit and receive their bursary. For January and February, there were 178 students who received the \$60 bursary amount, totalling \$10,680. NCSAC worked with the College to ensure student's eligibility, and then the money was deposited into their student account. For March and April, students needed to come into the NCSAC offices to purchase their bus pass in order to receive the bursary. In March there were 294 students who were eligible to receive the bursary, totalling \$17,640 and for April, there were 342 students who were eligible, totalling \$20,520. For January – April, NCSAC reimbursed \$48,840 back to students.

Steve noted that the opening balance in the U-Pass account was \$92,000, minus the \$48,840 that was spent from January – April, means that there is a remaining balance of \$43,160 left in the U-Pass account. Steve also explained how there is money in the U-Pass account: Back in March 2020 when the U-Pass was suspended, there was \$140,000 in that account. Some of those funds went to pay transit bills, and there was \$92,000 remaining.

For now, the remaining balance of \$43,160 will remain in the U-Pass account. Steve also addressed the question of, "What now? /Will the bursary program extend into the summer?"

Back in December, there was some talk surrounding going to Referendum to reintroduce the U-Pass. NCSAC was planning to work with the Regional to come up with a price for NC students, however through conversations with the Region over the past few months, the Region has stated that they are not in a position to offer a U-Pass amount.

Since the transit amalgamation was announced (December 2021), there has been a hold put on the transit authorities for any new business for 2022 so the Niagara Regional can essentially run an audit. Since the proposal of a U-Pass was denied by the Region, NCSAC then asked if NC students would be able to receive the high school rate for a monthly bus pass (\$130 as opposed to \$160); to which the Region declined.

Steve explained that if the \$43,160 was used to extend the bursary program for the summer, it will be exhausted and NCSAC will not be able to offer a bursary in September 2022. Steve and Sam have been working with Rick Anderson, Mark Nantel and Vince Malvaso from the college to come up with a game plan.

Over the past 8 years, the students of Niagara College has collectively contributed \$21 million to Regional Transit and have played a major role in the amalgamation of the transit system, having moved money away from the municipalities and investing in Regional Transit. NCSAC is now finding itself on the outskirts of this amalgamation. NCSAC has been working with the College and have discussed using the college's political capital to reapproach the Region regarding a transit pass; NCSAC also has the option of advocating for students by creating a petition-like document to forward to the Region with their demands for

a transit pass. Another option would be to sign up to speak at a Regional Council Meeting to gain the attention of the counsellors of the Region.

If NCSAC were to offer the bursary this summer, we are setting a precedent to the Region that NCSAC will continue to step up and help students when they refuse to. This could be detrimental for the transit budget for NCSAC.

At this point, Steve and Sam requested the support of the Board to continue to work with the College on behalf of the students of NC and investigate possible scenarios for a possible transit pass. Steve and Sam will update the incoming Board throughout the summer.

12.10.3 Ancillary Fees – Sam Jemison

Sam explained that in a normal year, the Ancillary Fee Protocol Committee would meet a few times throughout the winter semester to meet to discuss any increases, additions (creations), or omissions to student fees. Usually NCSAC would have the opportunity to approve the ancillary fees at a Board level and recommend the ancillary fees to the Board of Governors, however due to COVID, this was not the case for this year. Instead, the Ancillary Fee Protocol Committee approved the fees and they are being presented straight to the Board of Governors in the next week.

Sam noted that there are only two NCSAC ancillary fees that will be increasing for the 2022-23 academic year, and those are: Student Buildings and Student Health Plan.

Student Buildings:

2021-22 Actual Fee per term: \$88.50

2022-23 Proposed Fee per term: \$93.00

This increase is due to the Memorandum of Understanding (MOU) that NCSAC has signed with the College that outlines annual increases for student buildings (this is like a mortgage).

Student Health Plan:

2021-22 Actual Fee per term: \$142.50

2022-23 Proposed Fee per term: \$155.00

This increase is due to the insurance company increasing the fees for dental coverage, as well as COVID. It was noted that students will receive the same coverage in their student health plan.

Overall, there will be a 2.79% increase in NCSAC student fees.

12.10.4 Board Ambassador Discussion – Sam Jemison

It has been a longstanding value at NCSAC to show our appreciation for students who devote their time, efforts, and energy to NCSAC. We have done away with most volunteer positions and replaced them with paid positions, apart from our Board Ambassadors who have remained a volunteer position.

For next year, Sam would like to investigate offering the Board Ambassadors an honorarium for their attendance to the Board Meetings (approximately \$20-25/meeting).

Sam noted the different Board Ambassador positions who would receive the honorarium:

	<ol style="list-style-type: none"> 1. Athletics Board Ambassador 2. International Board Ambassador 3. Indigenous Board Ambassador 4. LGBTQ2S+ Board Ambassador 5. Past Board Member 6. Board of Governors Student Representative <p>If this motion is successful, Sam and Steve will work together over the summer to create the honorarium structure and set the honorarium amount per meeting for each Board Ambassador.</p> <p>Motion to allow the creation and implementation of an honorarium structure for the Board Ambassadors.</p> <p>Motion by: Fope Akomolafe Seconded by: Heather Morris</p> <p>All in Favour, Motion Carried.</p>	
SAC 12.11	<p>Strategic Plan Monitoring</p> <p>12.11.1. Strategic Plan (Partners in Success) – Marianna Spivak</p> <p>Each Board meeting, a particular section of the NCSAC Strategic Plan will be reviewed.</p>	
SAC 12.12	<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>	
SAC 12.13	<p>Adjournment</p> <p>Motion to adjourn the meeting at 9:00 p.m.</p> <p>Motion by: Kathryn Carandang Seconded by: Heather Morris</p> <p>All in Favour, Motion Carried.</p>	
SAC 12.14	<p>In Camera</p> <p>Motion to go In Camera.</p> <p>Motion by: Marianna Spivak Seconded by: Andrew Dykstra</p> <p>All in Favour, Motion Carried.</p> <p>Motion to go Out of Camera.</p> <p>Motion by: Ian Mehlenbacher Seconded by: Urooj Rajput</p> <p>All in Favour, Motion Carried.</p>	

Approved:

Board Chair

Board Secretary