



THE TWELFTH MEETING OF THE THIRD BOARD OF DIRECTORS OF DURHAM COLLEGE STUDENTS
INCORPORATED

APRIL 23, 2020 at 5:00 p.m.

VIA VIDEO CONFERENCE

<https://zoom.us/j/9922859610>

CALL IN 1 647 374 4685 or 1 647 558 0588

Webinar ID: 992 2859 6101

1. Call to Order

2. Suspension of the Rules of Order

RESOLUTION 2019-12-01

That the section 7.1 of the Rules of Order and Procedures be suspended for the eleventh Meeting of the Board of Directors.

3. Adoption of the Agenda

RESOLUTION 2019-12-02

That the Agenda for the twelfth meeting of the Board of Directors of Durham College Students Incorporated be adopted.

4. Minutes of previous meetings

RESOLUTION 2019-12-03

That the minutes of the eleventh meeting of the Board of Directors held on March 19, 2020 be adopted.

RESOLUTION 2019-12-04

That notwithstanding the Rules of Order and Procedure, or usual practice, the minutes of the tenth meeting of the Board of Directors is deemed to be written, received, and approved by the Board immediately prior to the prorogation of the third Board of Directors and shall be approved by the Secretary of the Board and a majority of the Management Committee upon being complied.

5. Declaration of Conflict of Interest

6. Ratification of Online Motion of the Board of Directors

RESOLUTION 2019-12-05

That the results of the Electronic Vote of the Board held March 26, 2020 is adopted, and the following motion be deemed to be moved, seconded, debated, and carried by the Board of Directors on March 27, 2020:

RESOLUTION 2019-11A-01

That the Board of Directors, of Durham College Students Inc. directs and authorizes:

- a) the Management Committee to spend two-hundred and fifty thousand dollars (\$250,000) out of the reserves, and previous years carryover of income over expenses of the corporation to establish an emergency bursary for students of Durham College of Applied Arts and Technology who are economically effected by the State of Emergency in the Province of Ontario declared by Order in Council 518/2020 under the Emergency Management and Civil Protection Act (RSO 1990, c E.9) regarding the current outbreak of the COVID-19 coronavirus disease, the closure of non essential businesses as ordered by Ontario Regulation 82/20 made under the Emergency Management and Civil Protection Act (RSO 1990, c E.9), Order in Council 2020-0175 made under the Quarantine Act (S.C. 2005, c. 20), the closure of public elementary and secondary schools declared by Order in Council 517/2020 made under the Education Act (RSO 1990, c. E.9), and other economic issues regarding the outbreak of the COVID-19 coronavirus disease; and***
- b) directs the management committee to work with the proper officers of Durham College of Applied Arts and Technology in determining the regulations regarding the qualifications and other administrative matters regarding the bursary.***

7. Record of Election

RESOLUTION 2019-12-06

That the Record of the Election of the Board of Directors both at the 2020 Spring General Election held March 10-12, 2020 and the Special Membership Meeting of various classes of membership held April 6-8, 2020 be received.

8. 2020-2021 Operating Budget

RESOLUTION 2019-12-07 (to follow)

That the Operations Budget for the fiscal year 2020-2021 be adopted, subject to adjustment based on the confirmation of enrollment numbers and fees being paid in October 2020 and February 2021.

9. Board Procedural Policy Update: Electronic Meetings

RESOLUTION 2019-12-08

That the amendment to the Board Procedural Policy presented in the report of the Secretary of the Board be adopted.

10. Deputy Chairperson By-laws

RESOLUTION 2019-12-09

That the by-laws be amended to add section 8.11 as follows:

The Board shall immediately after the appointment of the Managing Director appoint a Deputy Chairperson, the Deputy Chairperson shall:

- a) be an associate of, and assistant to, the Chairperson in the affairs of the Corporation;***
- b) In the absence of the Chairperson, or at the Chairperson's request, the Deputy Chairperson shall be chairperson of the Board.***
- f) The Deputy Chairperson shall continue in office until (i) removed by special resolution of the Board of Directors; (ii) the April 30th of each year.***

And further, by-law 7.6 (d) is amended by adding "and Deputy Chairperson" after the word "Chairperson"

11. Standing Committee error in the by-laws

RESOLUTION 2019-12-10

That the by-laws be corrected to substitute the word "Steering Committee" with "Standing Committee" whenever it shall appear.

12. Committee Composition

RESOLUTION 2019-12-11

***That section 12.6 of the by-laws be rescinded and replaced as follows:
12.6 Composition.***

(a) The Standing Committee shall be composed of:

- (i) The Managing Director as the Chair;***
- (ii) at least three Directors appointed by the Board;***
- (iii) the Chairperson, Deputy Chairperson, and General Manager.***

(b) The Elections Committee shall be composed as set forth in Elections Policy.

13. Deleting redundant provisions in the by-laws

RESOLUTION 2019-12-12

That the by-laws be amended to delete sections 12.2 and 12.3.

14. Report of the Standing Committee

RESOLUTION 2019-12- 13

That the report of the Standing Committee held on April 2, 2020 be adopted.

15. Statement or Questions by members

16. Adjournment

RESOLUTION 2019-12-14

That the board do now adjourn sine die.

17. Prorogation of the Third Board of Directors



**DURHAM COLLEGE STUDENTS INCORPORATED
BOARD OF DIRECTORS MEETING MINUTES
March 19, 2020**

The eighth meeting of the Third Board of Directors of the Durham College Students Incorporated met on March 19, 2020 at 3:30 p.m.

Second Board of Directors

Present:

Director Eduardo Akeson
Director Daniel Keating
Director Johan Tobias
Director Matthew Givans
Director Jane Dimitriou- Currie
Director Harmanjit Pixie Kaur

(Non Voting)

Chairperson Natalie Bartley
General Manager Faris Lehn
Secretary of the Board Charles Wilson

Regrets:

Director Mariam Asif

CALL TO ORDER

The Chairperson called the meeting to order at 5:38 p.m.

SUSPENSION OF THE RULES OF ORDER

RESOLUTION 2019-11-01

Moved by: Director Eduardo Akeson

Seconded by: Director Pixie Kaur

That the section 7.1 of the Rules of Order and Procedures be suspended for the eleventh Meeting of the Board of Directors.

-CARRIED (2019-11-01)

ADOPTION OF THE AGENDA

RESOLUTION 2019-11-02

Moved by: Director Eduardo Akeson

Seconded by: Director Pixie Kaur

That the Agenda for the Eleventh Meeting of the Board of Directors of Durham College Students Incorporated be adopted.

-CARRIED (2019-11-02)

DECLARATION OF CONFLICT OF INTEREST

None were declared.

EMERGENCY BY-LAW

RESOLUTION 2019-11-03

Moved by: Director Eduardo Akeson

Seconded by: Director Jane Currie

That Article V of the Rules of Order and Procedures be suspended.

-CARRIED (2019-11-03)

RESOLUTION 2019-11-03

Moved by: Director Eduardo Akeson

Seconded by: Director Jane Currie

That the By-laws is amended by adding section 26 as follows:

26. EMERGENCY POWERS REGARDING THE COVID-19 OUTBREAK

26.1 *The Standing Committee shall have the power to do the following:*

- a) spend up to \$50,000;*
- b) exercise any power normally reserved to Board of Directors, should (i) a matter be urgent; (ii) the Board be unable to convene within the timeframe required; and*
- d) to make any resources of DCSI available for the use during emergency management response of Durham College, Durham Region, or the province of Ontario as requested.*

- 26.2 In the inability of:**
- a) In the event of that the Executive Chairperson is unable to perform the duties of the office of Executive Chairperson; the Deputy Chairperson shall assume the duties of the office of Executive Chairperson.**
 - b) In event of the inability of both the Executive Chairperson and the Deputy Chairperson to perform the duties of the office of Executive Chairperson, the Managing Director shall assume to the duties of the office of Executive Chairperson;**
 - c) In the event that the Managing Director in unable to assume the duties of the office of Managing Director, the Executive Chairperson shall perform the duties of the office of Managing Director.**
 - d) In the event that the Managing Director and the Executive Chairperson is unable to perform the duties of the office of Managing Director, the Deputy Chairperson shall assume the duties of the office of Managing Director.**
- 26.3 Quorum for the Standing Committee shall be at least two members when exercising the functions under this by-law.**
- 26.4 Section 26 of the by-laws is repealed on a date to be named by the Standing Committee, but not later than May 1, 2020.**
- CARRIED (2019-11-03)

COMMITTEE OF THE WHOLE
RESOLUTION 2019-11-04

Moved by: Director Dan Keating

Seconded by: Director Eduardo Akeson

That the Board now proceeds to a Committee of the Whole, and the Executive Chairperson shall be able to preside over the Committee of the Whole.

-CARRIED (2019-11-04)

The Committee met.

Recommendation CW2019-11-01

Moved by: Director Dan Keating

That that Committee takes note of the current declared states of emergency within the province of Ontario declared by Order in Council 518/2020 under the Emergency Management and Civil Protection Act, the current state of continued operations of Durham College of Applied Arts and Technology, Durham College Students Incorporated, and other sundry matters relating the outbreak of the COVID-19 coronavirus disease.

The Committee took note of the current declared states of emergency within the province of Ontario declared by Order in Council 518/2020 under the Emergency Management and Civil Protection Act, the current state of continued operations of Durham College of Applied Arts and Technology, Durham College Students Incorporated, and other sundry matters relating the outbreak of the COVID-19 coronavirus disease and eventually, the motion was:

-Deemed Reported

Recommendation CW2019-11-02

Moved by: Director Eduardo Akeson
That the Committee rises and report.

-Reported

The Committee rose and the Secretary of the Committee of the Whole reported that the Committee of the Whole met and that the Committee took note of the current declared states of emergency within the province of Ontario declared by Order in Council 518/2020 under the *Emergency Management and Civil Protection Act*, the current state of continued operations of Durham College of Applied Arts and Technology, Durham College Students Incorporated, and other sundry matters relating the outbreak of the COVID-19 coronavirus disease.

ADJOURNMENT

RESOLUTION 2019-11-04

Moved by: Director Eduardo Akeson
Seconded by: Director Johan Tobias
That the board do now adjourn.

-CARRIED 2019-11-04

RECORD OF ELECTION

The 2020 Spring Election for Durham College Student Inc. was held from March 10-12, 2020 electronically. The results are as follows:

The Office of Executive Chairperson and Chief Elected Officer:

| | |
|-----------------|-------------|
| Eduardo Akeson | 348 (20.1%) |
| Jenna Peace | 858 (49.6%) |
| Michael Shmelev | 525 (30.3%) |
| Abstain | 19 (1.1%) |
| Total | 1750 |

Taneisha Jordon was acclaimed as the Director for Class A of the Membership comprising the School of Health and Community Services.

Kristen McKinnon was acclaimed as the Director for Class B School of Justice and Emergency Services.

Aleecia Lugossy was acclaimed as the Director for Class G School of Business, IT and Management.

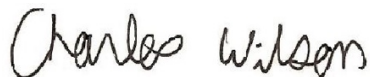
A special meeting of the Membership was held on April 6-8, 2020 electronically. The following is the results:

By Resolution of Class E of the Membership comprising the School for Science and Engineering Technology Eduardo Akeson was elected with 88 in favour and 34 opposed.

By Resolution of Class C of the Membership comprising the School of Media, Art and Design Michelle Conn was elected having achieved a majority on the first ballot as follows:

| | |
|------------------|-----------|
| Conn, Michelle | 91 votes |
| Morrison, Bobby | 30 votes |
| Fennell, Shannon | 26 votes |
| Abstain | 11 (7.0%) |
| Total | 158 |

GIVEN UNDER MY HAND AND THE SEAL OF THE CORPORATION AT TORONTO, ONTARIO THIS 15TH DAY OF APRIL 2020.



Charles Wilson
Secretary of the Board

Durham College Students Inc.

MASTER BUDGET FOR 2020/2021

| | Previous FY | |
|---|------------------|------------------|
| | TOTAL | TOTAL |
| | BUDGET 2019/20 | BUDGET 2020/21 |
| REVENUE | | |
| Membership and Health Revenue | | |
| Health Plan (Base and Reserve) | 2,125,000 | 1,844,535 |
| Health Plan (Internal Overhead) | 80,250 | - |
| Dental Plan (Base and Reserve) | 1,365,000 | 1,138,935 |
| Dental Plan (Internal Overhead) | 52,750 | - |
| Health and Wellness Services | 562,500 | 553,725 |
| Societies | 150,000 | 140,760 |
| Clubs | 150,000 | 140,760 |
| Student Centre | 763,625 | 716,565 |
| Events | 125,000 | 134,550 |
| Membership (DCSI) | 125,000 | 117,300 |
| Riot Radio | 142,875 | 154,445 |
| Sundry Sales | 1,500 | 1,500 |
| Locker Rental Services | 80,000 | 60,000 |
| Graduation Photography | 15,000 | 15,000 |
| Business services department (sales) | | 150,000 |
| Total Membership and Health Revenue | 5,738,500 | 5,168,075 |
| | | |
| TOTAL REVENUE | 5,738,500 | 5,168,075 |
| LESS: EXPENSE | | |
| Health Related | | |
| Health Plan fees (broker and management fees) | 388,750 | 326,550 |
| Health Plan Claims / Reserve Transfer | 1,736,250 | 1,456,283 |
| Dental Plan fees (broker and management fees) | 129,125 | 108,465 |
| Dental Plan Claims / Reserve Transfer | 1,235,875 | 968,768 |
| Administration Allocation | 91,682 | 123,405 |
| | - | - |
| Total Health Related Expenses | 3,581,682 | 2,983,470 |
| | | |
| Governance | | |
| Administrative Costs | 750 | |
| Board Honorariums | 6,750 | 13,950 |

Durham College Students Inc.

MASTER BUDGET FOR 2020/2021

| | Previous FY | |
|---|----------------|----------------|
| | TOTAL | TOTAL |
| Committees/Meetings & Training | 10,000 | 10,000 |
| Insurance - Directors and Officers | 7,500 | 7,500 |
| Elections | 15,000 | 15,000 |
| Legal Fees | 40,000 | 40,000 |
| Audit fees | 15,000 | 15,000 |
| Total Governance Expenses | 95,000 | 101,450 |
| Member Services | | |
| Total Member Services Compensation | 53,085 | 37,970 |
| Legal Aid Compensation | 22,358 | 22,358 |
| Total Member Services Expenses | 75,443 | 60,328 |
| Building / Student Centre | | |
| Business Services Department | | |
| Franchise fees | | 50,000 |
| Total Business Services Department | | 188,000 |
| Depreciation/Amortization | 50,000 | 50,000 |
| Insurance - Umbrella and Package | 30,000 | 30,000 |
| Occupancy Expense [DC] | 160,000 | 220,000 |
| Capital Renovations | 120,000 | 50,000 |
| Student Centre PT Staffing | 60,000 | 20,000 |
| License Fees/Software | 3,000 | 15,000 |
| Maintenance | 40,000 | 40,000 |
| Administration Allocation | 123,848 | 98,986 |
| Transfer to Building Reserve Fund | 72,177 | 40,935 |
| Total Building/Student Centre Expenses | 659,025 | 752,921 |
| Locker Services | | |
| Locker Supplies | 20,000 | 10,000 |
| Locker operations staffing (PT) | 20,000 | 20,000 |
| Software | 10,000 | 3,000 |
| Transfer to Building Reserve | 20,000 | 20,000 |
| Total Locker Services Expenses | 70,000 | 53,000 |
| Management and Administration Expenses | | |
| Payroll Service Fees | 4,000 | 4,000 |
| Office Supplies | 11,500 | 11,500 |
| Bank Charges/Credit Card Fees | 3,600 | 3,600 |

Durham College Students Inc.

MASTER BUDGET FOR 2020/2021

| | Previous FY | |
|--|----------------|----------------|
| | TOTAL | TOTAL |
| Marketing | 40,000 | 80,000 |
| PT Staff Training / Team Building / Recruitment | 15,000 | 15,000 |
| Conferences | 10,000 | 10,000 |
| Professional Fees | 7,500 | 7,500 |
| Mileage and Travel | 4,500 | 4,500 |
| Business Planning | 10,000 | 10,000 |
| Total Management and Administrative Expenses | 106,100 | 146,100 |
| Membership Health & Wellness Services | | |
| Total Membership Health & Wellness Compensation | 283,198 | 288,412 |
| Food Bank | 15,000 | 20,000 |
| LGBTQ | 8,000 | - |
| Women's Centre | 8,000 | - |
| Whitby Campus | 15,000 | - |
| SHRC | 5,000 | - |
| Pickering | 8,000 | - |
| Program Funding | - | 30,000 |
| Student Exceptional Support Program | 15,000 | 15,000 |
| Health & Wellness Events | 55,000 | 20,000 |
| Staff Training | 5,000 | 2,500 |
| Administration Allocation | 121,491 | 124,799 |
| | - | - |
| Total Membership Health & Wellness Expenses | 538,689 | 500,711 |
| Riot Radio | | |
| Total Riot Radio Compensation | 122,176 | 132,596 |
| Website Expenses [Riot] | - | - |
| Office Supplies [Riot] | 120 | 120 |
| Contract Services [Riot] | 15,000 | 15,000 |
| Supplies [Riot] | 300 | 300 |
| Events & Activities [Riot] | 500 | 500 |
| Insurance [Riot] | 3,324 | 3,324 |
| SOCAN Fees [Riot] | 400 | 400 |
| Total Riot Radio Expenses | 141,820 | 152,240 |
| DCSI Clubs | | |
| Funding | 68,437 | 68,437 |
| Training | 5,000 | 2,500 |
| PT Staffing | 7,500 | 7,500 |

Durham College Students Inc.

MASTER BUDGET FOR 2020/2021

| | Previous FY | |
|--------------------------------------|------------------|------------------|
| | TOTAL | TOTAL |
| Administration Allocation | 61,890 | 63,706 |
| Total DCSI Clubs Expenses | 142,827 | 142,143 |
| DCSI Societies | | |
| Funding | 70,000 | 57,000 |
| Training | 5,000 | 2,500 |
| PT Staffing | 7,500 | 5,500 |
| Administration Allocation | 74,673 | 76,712 |
| Total DCSI Societies Expenses | 157,173 | 141,712 |
| Events | | |
| Orientation | 40,000 | 40,000 |
| Events | 50,000 | 84,000 |
| PT Staffing | 20,000 | 10,000 |
| Pangea | 15,000 | - |
| Total Events Expenses | 125,000 | 134,000 |
| Contingency Expenses | 45,742 | - |
| TOTAL EXPENSE | 5,738,500 | 5,168,075 |
| NET SURPLUS (DEFICIT) | (0) | - |



DURHAM COLLEGE STUDENTS INCORPORATED
BOARD REPORT

REPORT NUMBER R2019-11-1
DATE April 22, 2020
FROM Charles Wilson, Secretary of the Board
SUBJECT Online meeting protocol
ACTION For approval

MOTION

RESOLUTION 2019-12-08

That the amendment to the Board Procedural Policy presented in the report of the Secretary of the Board be adopted.

BACKGROUND

The current Board Procedural Policy does not have any provide procedures regarding how the Board functions without in person meetings for a prolonged period of time. When the Board has held meetings via teleconference or video conference, the Board has adopted various procedures via special order and suspensions of sections which did not make sense given the circumstances.

This amendment to the Board Procedural Policy would provide a framework for electronic meetings as necessary.

FINANCIAL CONSIDERATIONS

None.

HUMAN RESOURCE CONSIDERATIONS

None.

EFFECTS ON BUSINESS PLANS, AND OPERATING AGREEMENT

None.

Submitted:

Charles Wilson
Secretary of the Board

ARTICLE XII – Electronic Meetings of the Board

- 12.1 Interpretation – In this Section the following shall apply, in addition to the definitions in Article II of this policy
- “Electronic Meeting” means a meeting called and held in full or in part via electronic means (including, but not limited to, audio teleconference, video teleconference, or via means of the internet), and with or without in person attendance;
- 12.2 A regular meeting or special meeting of the Board or Committee may be conducted by Electronic Meeting, in accordance with this section and any Electronic Meeting Protocol, as developed and amended as necessary, by the Secretary of the Board (and attached as Appendix I).
- 12.3 Members participating in an Electronic Meeting, either in person or by electronic means, shall be counted for purposes of quorum at the commencement and at any point in time during the meeting. Members shall be entitled to vote, as if they were attending the meeting in person through a vote tallied by the Clerk, noting only if a vote was made in favour or opposed, and shall not be deemed a recorded vote unless requested by a member.
- 12.4 An Electronic Meeting may include a Closed Session, which shall be conducted in the absence of the public and in accordance with this Section.
- 12.5 A public notice of an Electronic Meeting shall include sufficient information as to provide the public with a means to electronically access the open session of such Electronic Meeting.



DURHAM COLLEGE STUDENTS INCORPORATED

BOARD REPORT

| | |
|----------------------|--|
| REPORT NUMBER | R2019-11-1 |
| DATE | April 22, 2020 |
| FROM | Charles Wilson, Secretary of the Board |
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| ACTION | For approval |

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This amendment to the Board Procedural Policy would provide a framework for electronic meetings as necessary.

FINANCIAL CONSIDERATIONS

None.

HUMAN RESOURCE CONSIDERATIONS

None.

EFFECTS ON BUSINESS PLANS, AND OPERATING AGREEMENT

None.

Submitted:

Charles Wilson
Secretary of the Board

The Report of the Sixth Meeting of the Standing Committee held on April 2, 2019

Present: Matthew Givans
Eduardo Akeson (Acting Chair)
Natalie Bartley
Faris Lehn
Charles Wilson

Regrets: Jane Dimitriou-Currie

The Committee met at 5:00 p.m.

By unanimous consensus, the agenda was adopted.

Declarations of Conflict of Interest

None was declared.

Informal Consideration of matters

Spring Fees

RECOMMENDATION

By consensus it was agreed that

That the Standing Committee (1) acknowledges that it is not possible for the Board to meet within the timeframe which a decision is needed; (2) that the matter being considered is urgent, therefore using the power of the Standing Committee under by-law 26.1 (b) and in the name of the Board of Directors of Durham College Students Inc. approves a reduction by 50% in the following fees for the 2020 spring semester: Membership Fee, Clubs Fee, Events and Society Fee.

-CARRIED

Take note discussion

The committee by unanimous consent took note of the current issues surrounding the continued operations of DCSI and Durham College during the COVID-19 State of Emergency.

Rise and Report

By unanimous consent the committee rose and reported.

The Committee rose and reported at 5:38 p.m.