
MEETING MINUTES

Board of Directors Meeting
2021.01.15
Virtual - Zoom
9:00AM – 12:35PM

Meeting called by:	BOD
Type of Meeting	Board Meeting
Call to order	9:05AM
Attendees	Sana Banu, Paul Banks, Tamara Cooper, Pranav Gandhi, Mehar Hundal, Kyle Magalhaes, Gijo Mathew, Sivani Pappu, Prabhjot Singh, Vaidehi Thakkar, Sheena Witzel, Janie Renwick, Amelia Baty
Proxy	
Regrets	
Adjournment	11:51AM

AGENDA TOPICS

CALL TO ORDER

PROCEDURAL

Meeting called to order at 9:05 AM

LAND ACKNOWLEDGEMENT

PROCEDURAL

We would like to acknowledge that we are on the lands of the Neutral, Anishinaabe and Haudenosaunee peoples.

TIME TO ADJOURN

PROCEDURAL

Presenter: Sana Banu, President

Time to adjourn will be 12:35 PM

APPROVAL OF AGENDA

DECISION

Presenter: Sana Banu, President
Attachment: Board Meeting Agenda – 2021.01.15

Motion to approve the agenda

Forward: Gijo Mathew
Second: Vaidehi Thakkar
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

APPROVAL OF MINUTES

DECISION

Presenter: Sana Banu, President
Attachment: Board Meeting Minutes 2020.12.08

Motion to approve the minutes from the month of December

Forward: Paul Banks
Second: Pranav Gandhi
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

CNCA FILING

DECISION

Presenter: Sana Banu, President
Attachment: Legal Memorandum - Advantages of Transitioning under the Canada Not-for-Profit Corporations Act for Conestoga Students Inc. ("CSI")

- The board has looked over this memorandum and had questions answered by legal council

Motion to approve changing to CNCA from the Provincial Act.

Forward: Paul Banks
Second: Gijo Mathew
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

BYLAW CHANGES

DECISION

Presenter: Sana Banu, President
Attachment: Proposed By-Law Changes

Motion to approve amended Bylaw 2.8 Books and Records as presented.

Forward: Tamara Cooper
Second: Prabhjot Singh
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Bylaw 3.1 Number of Directors and Powers as presented.

Forward: Vaidehi Thakkar
Second: Paul Banks
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Bylaw 3.8 Duties as presented with amendments.

Forward: Tamara Cooper
Second: Vaidehi Thakkar
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve the amended Bylaw 4.2 President as presented with amendments.

Forward: Gijo Mathew
Second: Paul Banks
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Bylaw 4.3 Vice-President as presented with amendments.

Forward: Vaidehi Thakkar
Second: Pranav Gandhi
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Bylaw 4.4 Executive Director as presented.

Forward: Tamara Cooper
Second: Vaidehi Thakkar
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Bylaw 4.5 Indigenous Student Director as presented with amendments.

Forward: Pranav Gandhi
Second: Prabhjot Singh
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

- Amended to “Recognizing our commitment to partnership with Indigenous students on our campus, the board shall appoint and Indigenous Student Directors each year through a process mutually agreed upon by CSI Board of Directors and the Aboriginal Office of Conestoga College”.
- Concerns from some directors that this is a possible threat to the democratic process as other individual communities may be inspired to attempt to create appointed positions on the board
- This is an agreed upon partnership that is to be reflected throughout Canadian society, that as a board we have committed to.
- This position is part of the truth an reconciliation process and is different from other equity seeking groups. It is important for reconciliation to create opportunities for partnership and to solidify our commitment

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Motion to approve amended Bylaw 4.8 Not an Executive Position as presented.

Forward: Paul Banks
Second: Gijo Mathew
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

- This will be a subsection of 4.7, therefore subsequent subsections will be numbered to reflect this

Motion to approve amended Bylaw 4.9 Remuneration of Officers as presented.

Forward: Paul Banks
Second: Gijo Mathew
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve Section 8 header amendment as presented.

Forward: Gijo Mathew
Second: Sivani Pappu
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approved amended Bylaw 9.2 Meeting of Members as presented.

Forward: Sivani Pappu
Second: Vaidehi Thakkar
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Bylaw 9.3 Notice of Meetings as presented.

Forward: Tamara Cooper
Second: Paul Banks
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Bylaw 9.6 Proxies as presented.

Forward: Paul Banks
Second: Gijo Mathew
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

POLICY CHANGES

DECISION

Presenter: Sana Banu, President, Kyle Magalhaes, VPI
Attachment: Proposed Policy Changes

Motion to approve amended Policy 0.1.0 Policy Formatting as presented.

Forward: Sivani Pappu
Second: Tamara Cooper
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Policy 2.1.0 Presidents Job Description as presented.

Forward: Sivani Pappu
Second: Pranav Gandhi
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Policy 4.1.0 Global Governance Process as presented.

Forward: Tamara Cooper
Second: Paul Banks
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Policy 4.3.0 Directors Job Description as presented.

Forward: Sivani Pappu
Second: Gijo Mathew
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Policy 4.4.0 Aboriginal Student Director Job Description as presented.

Forward: Sivani Pappu
Second: Paul Banks
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

- **Motion Withdrawn**

Motion to remove Policy 4.4.0 Aboriginal Student Director Job Description.

Forward: Vaidehi Thakkar
Second: Paul Banks
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to remove Policy 4.6.0 Board Incidental Reports.

Forward: Tamara Cooper

Second: Prabhjot Singh
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Policy 4.7.0 Board Members Code of Conduct as presented.

Forward: Paul Banks
Second: Tamara Cooper
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Policy 4.8.0 Board Members Visibility and Branding as presented.

Forward: Vaidehi Thakkar
Second: Sivani Pappu
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Policy 4.9.0 Vice President Internal as presented.

Forward: Gijo Mathew
Second: Sivani Pappu
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to remove Policy 4.10.0 Vice President Internal Incidental Report.

Forward: Paul Banks
Second: Vaidehi Thakkar
Abstain: None
Opposed: None
In Favor: All

Motion: Carried

Motion to remove Policy 4.11.0 Vice President External effective 2021.04.30.

Forward: Sivani Pappy
Second: Gijo Mathew
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to remove Policy 4.12.0 Vice President External Incidental Report effective 2021.04.30.

Forward: Prabhjot Singh
Second: Tamara Cooper
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Policy 4.13.0 Board Meeting Attendance and Etiquette as presented.

Forward: Gijo Mathew
Second: Paul Banks
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Policy 4.14.0 Board Committees as presented.

Forward: Tamara Cooper
Second: Sivani Pappu
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

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Motion to approve creation of a policy titled Board Committees Structure following outline and recommendations by Catherine Raso.

Forward: Paul Banks
Second: Vaidehi Thakkar
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Policy 4.16.0 Board Member and President Remuneration as presented.

Forward: Tamara Cooper
Second: Sivani Pappu
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

Motion to approve amended Policy 4.18.0 Elections as presented with amendments.

Forward: Gijo Mathew
Second: Prabhjot Singh
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

- Because CSI will not hold the Indigenous Director election, the modification will remove “one (1) Indigenous Director,”
- Payment of the PEO can be determined by the board. This is reflected in Bylaws.

Motion to approve the amended Policy 4.19.0 Elections Board of Directors as presented with amendments.

Forward: Vaidehi Thakkar
Second: Gijo Mathew
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

- Because CSI will not hold the Indigenous Director election, the modification will remove “one (1) Indigenous Director,”
- Removal of entire “Selection Process” 6.0

Motion to create Extraordinary Circumstances Election Policy

Forward: Tamara Cooper
Second: Paul Banks
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

- Kyle and Amelia will create this policy and present to the board upon completion

Motion to remove Policy 4.22.0 Elections – Vice President External Selection.

Forward: Prabhjot Singh
Second: Pranav Gandhi
Abstain: None
Opposed: None
In Favor: All
Motion: Carried

- Consideration for the Policy Committee going forward is looking at succession planning for the President’s position

ACTION: Sana to forward President’s Training Manual to Policy Committee

- Structure of board meeting policy for the Chair should be created
- Policy for the Secretary of the Board should be created
- Indigenous Director selection policy needs to be created

INCIDENTAL REPORTS

UPDATE

Attachments: Incidental Reports
Monitoring Report EL #2b Treatment of Staff

- Monitoring Report EL #2b Treatment of Staff, Sana reports compliance
- All incidental reports have been uploaded to Sharepoint

BOARD MONITORING

IN-CAMERA

Motion to enter In-Camera at 11:39am

Forward: Tamara Cooper
Second: Prabhjot Singh
Opposed: None
Abstain: None
In Favour: All
Motion: Carried

Motion to exit In-Camera at 11:51am

Forward: Pranav Gandhi
Second: Gijo Mathew
Opposed: None
Abstain: None
In Favour: All
Motion: Carried

ADJOURNMENT

PROCEDURAL

Presenter: Sana Banu, President

Motion to adjourn at 11:51 PM

Forward: Paul Banks
Second: Vaidehi Thakkar
Abstain: None
Opposed: None
Approve: All
Motion: Carried



February 10, 2021

President, Chair

Date

T. Cooper

February 10, 2021

President, Secretary

Date