MINUTES

Time: 8:30 a.m. – 12:00 p.m.  Place: Shuniah Boardroom

MEMBERS OF THE BOARD

Present:
Marilyn Gouthro, Chair
Nora Logan, Vice Chair
Paula Sdao, Vice Chair
Percy Champagne
Sharon Cole Paterson
Gwen DuBois-Wing
J.P. Levesque
Gerry Leach
Susan Mace
Doris Rossi
John St. Amand
Bill Trochimchuk
Cheryl L. Vaccher
Dennis Wallace
Sid Wintle
Patricia Lang, President
Bob Backstrom, Vice
President, Student &
Corporate Services
and Board Secretary /
Treasurer

Regrets: L. Scanlon

MEMBERS OF THE STAFF

Present: Judi Maundrell, VP Academic
S. Brenda Small, Dean, Negahneewin College of Academic and
Community Development
Mary Burak, Administrative Assistant

1. Call to Order

The meeting was called to order at 8:35 a.m.

2. Approval of Agenda

The agenda was formally approved following the Chair’s Remarks.

MOTION:

“That the agenda of Board meeting No. 445 be approved
as distributed.”

Moved by D. Wallace
Seconded by J. St. Amand
Carried.
3. **Conflict of Interest**

It was noted Governor Bill Trochimchuk may have a possible conflict of interest as he assisted with the preparation of the financial reports.

4. **Chair’s Remarks**

   Welcome Back.......I hope that you all had a wonderful summer. A special welcome to our new Board members – external governors: J.P. Levesque and Doris Rossi; and our student governor, Gerry Leach.

   - J.P. is the current Deputy Chief of Police and has over 24 years of experience with the Thunder Bay Police Service in various roles. He brings a depth of experience from the Public Administration sector and due to his community involvement; he is well versed in the issues of diversity. As well as participating in other committees within our community, J.P. was also a member of our Police Foundations Advisory Committee. He has received his education through the University of Virginia, Lakehead University, University of Toronto and the Ontario Police College. Welcome, J.P., it’s a pleasure to have you on our Board.

   - Doris is a former College Professor and is the Labour Sector representative, replacing Dick O’Donnell. Doris taught in our Nursing Programs for 18 years and prior to this, she taught at the Ministry of Education’s Registered Nursing Assistants Program until it fell under the umbrella of the Ministry of Training, Colleges and Universities in 1999. During this time, Doris was an elected member of the Ontario Provincial Women’s Committee and was actively involved for 18 years. She also served on our Board of Governors for one year, as a faculty representative, in 1999 but had to resign due to health reasons. Doris is a Cancer Survivor and has been heavily involved in the Thunder Bay & Regional Breast Cancer Groups for the past 7 years. Some of her awards include the 2010 Ontario Volunteer Service Award and the Commemorative Medal for significant contribution to community and to Canada for the years 1967 to 1992. Welcome back, Doris, I know that your expertise in the College system will be of great benefit to our Board.

   - Gerry is one of our wonderful Second Career success stories. Gerry was displaced from his employment with Great West Timber a few years ago and was able to attend College through Second Career funding. He has been an active participant in many College activities and has relayed his personal story at many of our open forums. He was also one of our student representatives at the Prime Minister’s round table on September 17th. Gerry is a wonderful student ambassador and never hesitates to encourage any of our younger or mature students who require assistance. He worked for Facilities
Services this summer and he was responsible for keeping the grass cut and contributing to the beauty of our grounds. Thank you, Gerry, and we look forward to your participation this year.

Please note; we are going to adjust our meeting schedule today and go in-camera at the end of the Board meeting as we have guests visiting from one of our partners in China, Lianyungang Teachers College, and we wanted them to stop by with Miriam Wall for a brief meet and greet. For those of you who are new, Miriam is our Director of International. This will take place at approx. 9:45 a.m. and we’ll incorporate our break at this time.

The Community Partners’ Dinner took place last night and once again, the College put on an extraordinary evening. At this time, the Board Chair asked Governors, who attended the event, to share their perspective on the evening’s events.

○ Thanks, Susan (Susan Macey), for all your efforts. You and the organizing committee are to be commended for an incredible job.

Governor Sdao joined the meeting at 8:40 a.m.

We would like your opinion on the following--------

○ Our Board Retreat will be held all day on October 22nd at the Thunder Bay Art Gallery and our regular Board meeting will be held on the Thursday evening (Oct. 24th). On the Thursday evening, we have an opportunity to have dinner in Rumours as the students will be holding one of their gourmet dinners which is a German theme. Would you be in agreement to start our Board meeting at 3:30 p.m. instead of 5:00 p.m. as originally planned? We can hold our Board meeting from 3:30 to 6:45 p.m. and then move to Rumours for dinner at 7:00 p.m. Governors were asked for their feedback at this time and the majority agreed to commencing the Board meeting at 3:30 p.m.

○ Reg Jones will be facilitating the session on governance at our Retreat and to assist him in structuring the governance framework for our session, he would like the Board to complete a survey. Copies have been distributed to you this morning in an envelope. Please complete and return to Mary and your responses will be forwarded to Reg.

○ Also, if you would like a tour of the REACH facility, please let us know and we can arrange for a tour from 2:30 to 3:30 p.m. for our Board members on October 21st. You will require steel-toed boots for this tour and if you do not have any, we may be able to provide a pair. Hard hats are available for all. Please let us know if you’re interested and we’ll coordinate the details.

Governor DuBois-Wing and S. Brenda Small joined the meeting at 8:44 a.m.
Please note we are tentatively planning the launch of the REACH Campaign for Friday, October 15th. We are in the midst of finalizing the details and we will advise you once these have been confirmed.

As a reminder, there will be a combined meeting of NOACC (the Northwestern Ontario Associated Chambers of Commerce), NOMA (the Northwestern Ontario Municipal Association) and the Development Network in Thunder Bay on Thursday, September 30th until Saturday, October 2nd. Please let us know if you're interested in attending.

In closing, we would like to offer our congratulations to Sid as he has been asked to fill one of the vacancies on the Dryden City Council until election time. A copy of the announcement was included in the Board package.

5. Approval of Minutes

The President advised minute # 11.1 should read the College is in the process of obtaining NSERC certification.

MOTION:

“That the Board approve the Minutes of Meeting No. 444 as amended.”

Moved by P. Sdao
Seconded by S. Macey
Carried.

5.1 Monthly Evaluation Summary – Information item.

6. IN-CAMERA

The Chair requested that the meeting move in-camera at the end due to the visitors from China. As a result, the Chair requested the meeting move in-camera at 11:02 a.m.

MOTION:

“That the Board move In-Camera.”

Moved by J. St. Amand
Seconded B. Trochimchuk
Carried.

The regular meeting reconvened at 11:55 a.m.
7. OWNERSHIP LINKAGE

7.1 Advisory Committee Minutes – Information only.

7.2 Negahneewin Council Minutes – Information only.

7.3 Advisory Committee Appointments – Information only.

8. ENDS DISCUSSION

8.1 Draft Board Agenda Cycle and Board Ends and Governance Discussion Priorities 2010-2011 and Strategic Planning Process 2010-2011

Governors reviewed the agenda cycle and discussion priorities for 2010-2011. The President advised the President’s Interpretations will be provided at the October Board meeting and the Measurements at the November Board meeting. The new funding model will be presented in spring 2011. She advised the College is in the midst of trying to schedule an informal meeting this year with the Lakehead University Board.

At the June Board meeting, the Board approved an increase in funding for the International Education Centre. As a follow-up to this discussion, Colleges Ontario’s draft paper on the Internationalization of Post Secondary Education in Ontario was shared and reviewed by the Board. A brief discussion took place on the pros and cons related to attracting and retaining International students in smaller communities. Governor Rossi advised she had previously worked on the development of strategies to attract immigrants to our community and she was willing to share this detail if required.

8.2 Draft Retreat Agenda

The focus of the Retreat will be the Carver Governance Model facilitated by Reg Jones.

9. ITEMS FOR DECISION

9.1 Policy Review

9.1.1 Board/Staff Relationship (BSR) 1 – President’s Role – Information item.

9.1.2 Board/Staff Relationship (BSR) 2 – Delegation to the President – Information item.

9.1.3 Board/Staff Relationship (BSR) 3 – President’s Job Description – Information item.
9.1.4 **Governance Process 6 (GP6) – Principles for Board Committees** – Information item.

9.1.5 **Governance Process 7 (GP7) – Terms of Reference** – Information item.

9.1.6 **Governance Process 8 (GP8) – Annual Board Planning Cycle** – It was suggested this policy be reviewed with our Governance consultant regarding the wording and re-tabled.

9.2 **Executive Limitations Policy Review** – None.

9.3 **Committee Structure**

Following a brief discussion on Governors’ participation, a vacancy in the Nominating Committee membership was created as Governor Sdao expressed an interest in being a member of the Audit Committee. Governors were given an opportunity to volunteer for positions on the Board Committees and the following nominations were approved:

**MOTION:**

“That Doris Rossi be appointed to the Nominating Committee for the 2010-11 term.”

Moved by G. DuBois-Wing
Seconded by C.L. Vaccher
carried.

**MOTION:**

“That Percy Champagne be appointed to the Nominating Committee for the 2010-11 term.”

Moved by J. St. Amand
Seconded by G. DuBois-Wing
carried.

**MOTION:**

“That Paula Sdao be appointed to the Audit Committee for the 2010-11 term.”

Moved by D. Rossi
Seconded by J.P. Levesque
carried.
The Board Coordinating Committee met in September and recommended to the Board to sunset the Ad hoc Governance Committee and reconstitute it at a later date, as required.

**MOTION:**

“That the Governance Committee be sunset and reconstituted as needed.”

Moved by N. Logan
Seconded by S. Cole Paterson
Carried.

10. **Monitoring**

10.1 **EL5 – Fiscal Condition (Budget Update - #6)**

The President and Board Secretary reviewed the monitoring report and financial statements as distributed.

**MOTION:**

“That the Monitoring Report from the President re: Policy EL5 Fiscal Condition, Sub-Section 6, be accepted.”

Moved by P. Champagne
Seconded by G. Leach
Carried.

10.2 **EL7 – Communication & Counsel**

**MOTION:**

“That the Monitoring Report from the President re: Policy EL7 Communication & Counsel be accepted.”

Moved by D. Wallace
Seconded by J. St. Amand
Carried.

A short break was called at 9:45 a.m. to allow a brief meet and greet meeting with the Chinese visitors. Lianyungang Teachers College is one of our partners in China which is responsible for delivering two joint-diploma programs. This visit provided the delegation from Lianyungang to meet with management and faculty and become more acquainted with their Canadian partner.
The Board meeting reconvened at 10:15 a.m.

11. CONSENT AGENDA

11.1 Amendment to By-Laws re Signing Officers

Following the approval of the revised By-Laws in January 2009, the title of the College’s Director of Financial Services was changed to Director, Budgets and Financial Planning. As a result, clause 26 of By-Law #11 requires adjustment.

MOTION:

“That the Board of Governors approve the title change of the Director, Financial Services, in clause 26 of By-Law # 11 to now read: Director, Budgets and Financial Planning.”

Moved by P. Sdao
Seconded by C.L. Vaccher

Carried.

11.2 Appointments of Members of the Confederation College Foundation

MOTION:

“That the following individuals, pursuant to section 39 (a) (ii) of the Foundation’s By-Law No. 1, remain as Active members of the corporate entity known as The Confederation College Foundation:

Michelle Gibson
Lyle Knudsen
Nora Logan
Jack Masters
Norma McCracken
Don Morrison
Fred J. Stille

Moved by P. Champagne
Seconded by D. Rossi

Carried.

It was noted Nora Logan sits on the Foundation Board as Governor Liaison and has no voting rights.
11.3 **Program Approval – Leadership Development Series (LDS)**

The Leadership Development Series (LDS) Certificate Program is a part-time vocational training opportunity designed to replace the Ontario Management Development Program (OMDP). LDS will continue the OMDP tradition of providing current and future leaders, with the skills to meet organizational and career objectives, by employing industry professional facilitators who achieve learning objectives primarily through group discussion, presentations and assignments. Judi Maundrell reported the revised program curriculum has been adopted by all colleges.

**MOTION:**

“That the Board approve the new Leadership Development Series (LDS) Certificate Program which replaces the Ontario Development Program (OMDP).”

Moved by P. Champagne
Seconded by S. Macey
Carried.

12. INFORMATION Items

12.1 PRESIDENT’S UPDATE

**FEDERAL PERSPECTIVE**

**ACCC Mission to Brazil**

The Association of Canadian Community Colleges (ACCC) has been invited by the president of the Brazilian Association of Federal Institutes of Technology (CONIF) to attend a working session with the CEOs of their 44 member institutes. The session will take place during the first week of October in Rio de Janeiro. This mission will be attended by the President and the Director of International during the week of October 4, 2010.

**PROVINCIAL PERSPECTIVE**

**Colleges Ontario 2010 Conference – November 21-22nd - Toronto**

The agenda for the Colleges Ontario 2010 Conference was provided for Governors. This year the Premier’s Awards will be announced at the Awards ceremony taking place November 22nd. In prior years, the winners were announced beforehand. Governors interested in attending were advised to contact M. Burak.
Colleges Ontario Governor Orientation – November 20-21st - Toronto

This year the Governors’ Orientation session was linked with the 2010 Colleges Ontario Conference. New Governors are encouraged to attend.

Premier’s Awards – A brief bio on Confederation College’s nominees was included for the Governors’ information.

Ministry’s Amended Quorum Requirements

On August 3, 2010, the Ministry reported that following the amendments to Ontario Regulation 34/03 filed on May 14, 2010, a change to the quorum requirement for college boards was given consideration. As a result, a further amendment to this regulation has been filed effective October 1, 2010. At this time the requirement for quorum will be “equal to the majority of the number of board members that is required under section 4 and under the board’s by-laws, plus one.”

B. Backstrom advised Confederation’s By-Laws will be revisited to ensure compliance.

LOCAL PERSPECTIVE

Enrolment Update

The 10-day enrolment count was 3,355 students and the projected numbers for this fall was 3,377 students. J. Maundrell advised there are 22 fee paying International students in the region in comparison to 12 students last year.

Capital Infrastructure Projects Update

B. Backstrom reviewed the summary on capital infrastructure projects. The Trades and Technology project is nearing completion and the REACH project is in progress. The Prime Minister toured the REACH site in September and was very pleased with its progress. B. Backstrom reported 93% of the contracts for this project were awarded to local businesses.

12.2 Fundraising Request

Governor Nora Logan thanked all Governors who have contributed to the College’s projects to date. Following a brief presentation on the potential fundraising and giving opportunities, Governor Logan advised the Director of Resource Development & Foundation, Mark Wright, was available to provide additional information or respond to questions as required.
The Board of Governors moved in-camera at 11:02 a.m. and the regular Board meeting reconvened at 11:55 a.m.

13. **SELF EVALUATION OF THE GOVERNANCE PROCESS**

13.1 Gwen DuBois-Wing asked to lead the Governors through the evaluation form.


**MOTION:**

("That the meeting be adjourned."

Moved by D. Rossi
Seconded by P. Champagne

Carried.

The meeting adjourned at 12:05 p.m.

Recorder: Mary Burak

Chair’s Signature