BOARD OF GOVERNORS’ MEETING NO. 481
June 27, 2014

MINUTES

Time: 8:30 a.m. – 12:30 p.m.                      Place: Shuniah Boardroom A219

MEMBERS OF THE BOARD

Dennis Wallace, Chair             Priyank Karkar                   Jim Madder, President
Chris Fralick, Vice Chair         Darlene Furlong
Leona Scanlon, Vice Chair         J. P. Levesque
Doris Rossi, Member-at-Large      Paul Noonan
Don Campbell                      Eric Rutherford
Riley Burton                      Paula Sdao
Rodney Dyce                        Cheryl L. Vaccher

Teleconference:  D. Furlong
Regrets:  R. Burton, P. Karkar

MEMBERS OF THE STAFF

Present:  Gail Murdock, Vice President Academic
          Reg Jones, Acting Vice President Finance
          S. Brenda Small, Vice President, Centre for Policy in Aboriginal Learning
          Mary Burak, Executive Assistant & Recorder

Guests/Observers:  Toni Biniaris, Controller

1. **Call to Order**

The meeting was called to order at 8:33 a.m.

2. **Approval of Agenda**

2.1 **Consent Agenda**

2.1.1 **Advisory Committee Minutes**
- Business Fundamentals Program (May 15/14)
- Business-Marketing Program (June 5/14)
- Culinary Management Program (May 27/14)
- Human Resources Management Programs (June 3/13)
- International Business & Trade Program (Dec. 13/13)
- Office Administration Program (June 3/14)
- Tourism – Travel and Eco-Adventure Program (June 10/14)
- Aboriginal Community Advocacy Program (April 22/14)
- Child & Youth Worker Program (May 20/14)
- Collaborative Community Based BScN Program (May 20/14)
• Early Childhood Education Program – Discussion Notes (April 29/14)
• Medical Radiography Technology Program (May 22/14)
• Native Child & Family Services – Discussion Notes (April 17/14)
• Paramedic Program – Discussion Notes (Nov. 29/13)
• Personal Support Worker Program – Discussion Notes (April 9/14)
• Pre-Health Sciences Program – Discussion Notes (May 15/14)
• Social Service Worker Program – May 1/14

2.1.2 Negahneewin Council Minutes – May 21, 2014 Meeting

2.1.3 Advisory Committee Appointments

Prior to the motion being approved, lack of quorum was noted with many of the Advisory Committee meetings. The President advised the VP Academic will work with the respective departments to ensure corrective measures are undertaken.

MOTION:

“That the agenda and consent agenda of Board Meeting No. 481 be approved as distributed.”

Moved by P. Noonan
Seconded by C. Fralick
Carried.

Note: At 8:35 a.m. the Board approved the appointment of the Interim Board Secretary/Treasurer, Reg Jones. See agenda item 8.2.

At 8:37 a.m. Reg Jones joined the meeting.

3. Conflict of Interest – None.

Secretary’s Note: Conflicts of Interest are declared by Governors pursuant to the Ontario Colleges of Applied Arts and Technology Act, 2002.

4. Chair’s Remarks

The Chair spoke to the following items:
• A thank you was extended to all Governors who participated in the local and regional convocations this year.
• The June 12th President’s Community Breakfast held at the Victoria Inn.
• A written report was distributed from Governors Furlong and Rutherford who attend the ACCC 2014 Conference.
• The media event taking place at 1:00 p.m. regarding the naming ceremony of the OPG Bio-Energy Learning and Research Centre. This announcement acknowledges the significant investment made by OPG in support of the centre.
• The Northwestern Ontario Regional Conference is being held from September 24 to 26th at the Valhalla Inn, Thunder Bay. These dates coincide with the College’s Community Partners’ event and September Board of Governors’ meeting.
A list of the 2014-15 Board meeting dates was provided for future reference. The location of the Board Retreat was noted – McGillivray’s Landing, Fort William Historical Park. During the summer, the President will pursue guest speakers for this upcoming year.

The Colleges Ontario Higher Education Summit will take place November 15 to 17 in Toronto and the CO orientation program for new and returning Governors will take place on Saturday, November 14th and the morning of Sunday, November 15th. Details on both events forthcoming.

5. Approval of Minutes

MOTION:

“That the Board approve the Minutes of Board Meetings No. 479 & 480 as presented.”

Moved by D. Rossi
Seconded by P. Noonan

Carried.

5.1 Business Arising

5.1.1 Aviation-Flight Management Program Advisory Committee Minutes

The President reported the College followed the correct protocols in securing a new location for the float plane operation. A new location was required due to the noise complaints received at the previous location.

5.2 Monthly Evaluation Summary – Information item.

6. IN-CAMERA

The Chair requested that the meeting move in-camera at 8:55 a.m.

MOTION:

“That the Board move In-Camera.”

Moved by D. Campbell
Seconded by C. Fralick

Carried.

7. ENDS DISCUSSION

7.1 None.
8. ITEMS FOR DECISION

8.1 Policy Review

The following policies were reviewed and the modified policies approved.

Executive Limitations
8.1.1 EL-2b – Treatment of Staff (revised)
8.1.2 EL-2f – Asset Protection (revised)
8.1.3 EL-2h – Emergency President Succession (revised)
8.1.4 BMD-2d – Monitoring Executive Performance – No change.
8.1.5 BMD-2e – Executive Performance Evaluation & Compensation – No change.

MOTION:

“That the following revised policies be approved as presented:

EL-2b – Treatment of Staff
EL-2f – Asset Protection
EL-2h – Emergency President Succession.”

Moved by L. Scanlon
Seconded by R. Dyce Carried.

8.2 Role of Interim Board Secretary/Treasurer

This agenda item was dealt with at the beginning of the meeting, following the approval of the Board/Consent Agenda.

With the Board’s permission, the Chair requested the approval of the Interim Board Secretary/Treasurer to provide an opportunity for this designate to attend and participate at the Board meeting.

The Board Coordinating Committee met this month and following a review, the Committee recommended the appointment of Reg Jones, the former VP of Corporate Services/Board Secretary-Treasurer be appointed as the Interim Board Secretary-Treasurer until the hiring of a new VP of Student and Corporate Services/Board Secretary-Treasurer. The Board agreed with the recommendation.
MOTION:

"That Reg Jones be appointed as the Interim Board Secretary/Treasurer of the Board of Governors effective June 27, 2014 until the appointment of a new VP Corporate Services / Board Secretary-Treasurer this fall."

Moved by E. Rutherford
Seconded by L. Scanlon
Carried.

8.3 Program Approval – Maternal Support Worker Program

It was noted the correct title for the program is Maternal Care Worker Program.

The purpose of the program is to train support workers to provide guidance, care coordination with a focus on health promotion and wellness to women and families during the perinatal period. This program was a need identified by the Sioux Lookout Aboriginal Management Board (SLAAMB) and the Sioux Lookout Meno Ya Win Health Centre.

MOTION:

"That the Board approve the Maternal Care Worker Board of Governors’ Certificate Program as presented."

Moved by D. Rossi
Seconded by L. Scanlon
Carried.

8.4 Governance Report

The Governance Committee met on June 4th to review the proposed By-Law changes and spoke with partners of the legal firm Borden Ladner Gervais who advised the revisions to ONCA (Ontario Not for Profit Corporations Act) will not be proclaimed until late 2015. They reviewed our proposed By-Law changes and it was suggested we proceed making the recommended changes in the interim as a full review of By-Laws throughout the college system will be conducted once ONCA is proclaimed.

The modifications were reviewed by the Chair and approved.

MOTION:

"That the Board of Governors approve the revisions to clauses #7, #7, #28, #30, Schedule A of By-Law #11 and the addition of clause #31 to By-Law #11 as presented."

Moved by D. Campbell
Seconded by D. Rossi
Carried.

Abstentions: 1
8.5 Election of Board Executive/Coordinating Committee

The Chair, Dennis Wallace, presided over the election process and the list of nominations was reviewed.

It was noted this summary was reviewed in June by the Nominating Committee and Coordinating Committee respectively.

Chris Fralick was nominated for the position of Chair and he was asked if he would allow his name to stand and he agreed. Nominations from the floor were called three times and none were received.

MOTION:

“That the nominations for the position of Chair be closed.”

Moved by P. Noonan
Seconded by J. P. Levesque Carried.

MOTION:

“That Chris Fralick be acclaimed as Chair of the Board for the year 2014/2015.”

Moved by D. Rossi
Seconded by C.L. Vaccher Carried.

Leona Scanlon was nominated for the position of 1st Vice Chair. Governor Scanlon was asked if she would allow her name to stand and she agreed. Nominations from the floor were called three times and none were received.

MOTION:

“That the Nominations for the position of 1st Vice Chair be closed.”

Moved by D. Campbell
Seconded by C. Fralick Carried.

MOTION:

“That Leona Scanlon be acclaimed as 1st Vice Chair of the Board for the year 2014/2015.”

Moved by P. Sdao
Seconded by J.P. Levesque Carried.
Doris Rossi and Paula Sdao were nominated for the position of 2\textsuperscript{nd} Vice Chair. Governors Rossi and Sdao were asked if they would allow their names to stand and they agreed. Nominations from the floor were called three times and none were received.

**MOTION:**

"That the Nominations for the position of 2\textsuperscript{nd} Vice Chair be closed."

Moved by L. Scanlon
Seconded by P. Noonan
Carried.

Ballots were distributed and a vote was held. R. Jones and M. Burak scrutinized the ballots.

**MOTION:**

"That Paula Sdao be appointed as 2\textsuperscript{nd} Vice Chair of the Board for the year 2014/2015."

Moved by C. Fralick
Seconded by L. Scanlon
Carried.

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Don Campbell and Eric Rutherford were nominated for the position of Member-at-Large. Governors Campbell and Rutherford were asked if they would allow their names to stand and Governor Rutherford withdrew his name at this time. Nominations from the floor were called three times and none were received.

**MOTION:**

"That the Nominations for the position of Member-at-Large be closed."

Moved by E. Rutherford
Seconded by R. Dyce
Carried.
MOTION:

“That Don Campbell be acclaimed as Member-at-Large for the year 2014/2015.”

Moved by P. Noonan
Seconded by C. Fralick
Carried.

MOTION:

“That the ballots be destroyed.”

Moved by R. Dyce
Seconded by D. Rossi
Carried.

8.6 Other Items for Decision

MOTION:

“That the report of the Board of Governors’ In-Camera Meeting be accepted as follows:

a) That the In-Camera minutes of meeting no. 479, held May 23, 2014, be approved as distributed.
b) “That the President continue negotiations on the proposed Student Village land lease with Campus Living Centre in consultation with legal counsel and the Board Working Group; the final lease to be approved by the Board before execution.”

Moved by D. Rossi
Seconded by C. Fralick
Carried.

9. Monitoring

9.1 EL2e – Financial Planning and Budgeting

The monitoring report was reviewed and following a brief discussion the report was approved conditional upon receiving additional information on a three-year projection in September.
MOTION:

"That the Board has read and accepts the monitoring report for Policy EL2e Financial Planning and Budgeting, showing compliance with a reasonable interpretation of the policy; pending additional information on the three-year projection."

Moved by P. Sdao
Seconded by J.P. Levesque  Carried.

9.1.1 Business Plan 2014-2015

The 2014-2015 Business Plan was reviewed by J. Madder. A few questions arose on capital expenditures and the President advised he will provide a summary on capital project expenditures at the next Board meeting.

As per the requirement of the Ministry, a formal motion to approve the Budget and Business Plan was tabled.

MOTION:

"That the Budget and Business Plan for 2014-2015 be approved as presented."

Moved by P. Noonan
Seconded by C. Fralick  Carried.

9.2 EL2c – Compensation and Benefits

The monitoring report was reviewed by the President and tabled for approval.

MOTION:

"That the Board has read and accepts the monitoring report for Policy EL2c Compensation and Benefits, showing full compliance with a reasonable interpretation of the policy."

Moved by D. Campbell
Seconded by L. Scanlon  Carried.

10. INFORMATION Items

10.1 PRESIDENT’S UPDATE
FEDERAL PERSPECTIVE

ACCC 2014 Conference – Governors’ Feedback

A report was distributed by Governors Darlene Furlong and Eric Rutherford for the Board’s information.

10.2 2014-15 Board Meeting Dates
Information item.

10.3 Recognition of Retiring Governors

On behalf of the Board of Governors, Chair Wallace brought farewell remarks to the following retiring Governors: Paul Noonan and Cheryl L. Vaccher. Each was presented with a token of appreciation and both were commended for their role on the Board and thanked for their individual contributions.

President Madder brought farewell remarks to Chair Dennis Wallace. Governor Wallace was commended for his role on the Board and for his time and commitment in his role as Board Chair. Upon completion, a token of appreciation was presented.

11. SELF EVALUATION OF THE GOVERNANCE PROCESS

11.1 J.P. Levesque was asked to lead the Governors through the evaluation form.


MOTION:

“That the meeting be adjourned.”

Moved by P. Sdao
Seconded by L. Scanlon  Carried.

The meeting adjourned at 12:35 p.m.

Recorder: Mary Burak  Chair’s Signature

Secretary’s Signature