BOARD OF GOVERNORS' MEETING NO. 482
September 26, 2014

MINUTES

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

MEMBERS OF THE BOARD

Chris Fralick, Chair
Leona Scanlon, Vice Chair
Paula Sdao, Vice Chair
Don Campbell, Member-at-Large
Peter T. Bishop
Riley Burton
Rodney Dyce

Darlene Furlong
Laurie S. Hayes
Peter Kuzyk
J.P. Levesque
George C. Patterson
Doris Rossi
Eric Rutherford

Desiree Scheibler
Ed Schmidike
Jim Madder, President
Reg Jones, Interim Board
Secretary-Treasurer

MEMBERS OF THE STAFF

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

Guests/Observers: Christine Bates, Executive Director, Strategic Planning & Organizational Development
Sue Prodaniuk, Executive Director, Advancement & Communications

1. **Call to Order**

The meeting was called to order at 8:30 a.m.

The Chair welcomed the new Governors, Peter Bishop, Laurie Hayes, George Patterson and internal Governors: Peter Kuzyk and Desiree Scheibler. At this time, brief introductions were provided by everyone.

Note: Governor Sdao joined the meeting at 8:44 a.m.

2. **Approval of Agenda**

2.1 **Consent Agenda**

2.1.1 **Advisory Committee Minutes**
- Computer Programmer Program (May 21/14)
- Film Production Program (March 8/13)
- Film Production Program (March 7/14)
- Developmental Services Worker Program (June 5/14)
- Educational Assistant Program (May 15/14)
- Pre-Service Fighter Education and Training Program (June 19/14)
- Police Foundations Program (June 11/14)

2.1.2 **Negahneewin Council Minutes** – None.
2.1.3 **Advisory Committee Appointments**

Governor Campbell questioned the compliance of advisory committees and the President advised a summary on committees, meeting dates and consent will be provided in an upcoming President’s update.

2.1.4 **2013-2014 Annual Report**

2.1.5 **Study North Initiative**

**MOTION:**

“That the agenda and consent agenda of Board Meeting No. 482 be approved as distributed.”

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

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:

- The September 25th Community Partners’ Event.
- Governor Levesque’s award – one of 77 police officers to be appointed the Order of Merit of the Police Forces this past month.
- President’s update distributed to be reviewed under agenda item #10.1
- Other items distributed:
  - Copies of the revised By-Laws, Governance policies and Board contact list for Board binders.
  - The Alumni Newsletter – information item.

Due to the number of new Governors commencing this year, Chair Chris Fralick, provided an outline on how meetings will be conducted. The following topics were covered:

- Role of the Chair;
- Meeting Norms;
- Attendance;
- Conflict of Interest.

5. **Approval of Minutes**

The Chair noted a request for further information on capital expenditures (agenda item 9.1) was provided in Appendix D of the EL2d Monitoring Report (agenda item 9.2).
MOTION:

"That the Board approve the Minutes of Board Meetings No. 481 as presented."

Moved by J.P. Levesque
Seconded by D. Furlong

Carried.

5.1 BUSINESS ARISING
5.1.1 - None.

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 D. Rossi

Carried.

Note: A short break was taken following the In-Camera session and the Board reconvened at 10:11 a.m.

7. ENDS DISCUSSION

7.1 Draft Board Agenda Cycle and Board Ends and Governance Discussion Priorities 2014-15

The interim Board Agenda Cycle was reviewed briefly with the understanding a full review will be conducted following the Board Retreat.

7.2 Draft Retreat Agenda

Grand Chief Gord Peters from the Association of Iroquois and Allied Indians is this year's guest speaker and he'll address the future of Aboriginal education. Following the guest speaker, Reg Jones will facilitate a session to explore how governance is working. The afternoon session will focus on Applied Research with guest speakers Dr. Gary Polonsky and Colin Kelly. Subsequently, President Madder will facilitate a discussion on Board education.

A request was received to move the location from McGillivray's Landing to the Canoe Shed. The President's office will contact Fort William Historical Park with this revision.
8. ITEMS FOR DECISION

8.1 Policy Review

The following policies were reviewed:

Board-Management Delegation

8.1.1 BMD-1 Global Board-Management Delegation – No change.
8.1.2 BMD-2a Unity of Control – No change.

Executive Limitations

8.1.3 EL-2c – Compensation and Benefits – No change.
8.1.4 EL-2e – Financial Planning and Budgeting – No change.

Governance Process

8.1.5 GP-2b – Board Job Description – No change.
8.1.6 GP-2c – Chair’s Role – No change.
8.1.7 GP-2e – Board Committee Principles – No change.
8.1.8 GP-2f – Board Committee Structure – No change.

A brief discussion took place on the present Board Committee structure and whether the Board Land Development Working Group have terms of reference and the Governance Committee be considered a standing committee. Also recommended was committee work plans for review and Board approval on a yearly basis. The Board Secretary suggested these be referred to the Governance Committee for review.

8.1.9 Confirmation of New Governor Appointments

MOTION:

“That the Board welcomes and confirms the appointment of the following to the Board of Governors:

Peter T. Bishop (LGIC)
Laurie S. Hayes (LGIC)
Peter Kuzyk (internal academic representative)
George C. Patterson (appointed by the Board)
Desiree Scheibler (student representative – 1-year appointment)
Ed Schmidtke (LGIC).”

Moved by D. Furlong
Seconded by D. Rossi

Carried.
8.2 Board Committees

Membership for the 2014-15 Board Committees was reviewed and following a brief discussion, additional expressions of interest were received on the following three committees:

Nominating Committee – Riley Burton and Rodney Dyce
Governance Committee – Peter Bishop
Land Development Working Group – Peter Kuzyk and Desiree Scheibler

The additions to the Governance Committee and the Land Development Working Group were approved. The Board Secretary advised given the change in conflict of interest guidelines that having internal representation on the Nominating Committee may be deemed a conflict. He will investigate with legal counsel and report back.

MOTION:

“That the Board of Governors’ 2014-15 Committee membership be approved as amended.”

Moved by D. Rossi
Seconded by E. Rutherford
Carried.

It was brought to the Board’s attention that the President’s contract ends in June 2015. The President’s Evaluation Committee will meet to determine process on renewal.

8.3 Board Committee Reports

Nominating Committee:

Reg Jones advised two replacements are required for next year. Leona Scanlon was appointed by Negahneewin Council and they will be consulted on a replacement. The other is a LGIC (Lieutenant Governor in Council) vacancy. Due to Ministry submission timelines, the Nominating Committee will commence the search process early in October to ensure a recommendation is provided to the Board at the November meeting.

Audit Committee:

R. Jones advised the Audit Committee will meet prior to Christmas to discuss the scope of the audit.
8.4 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. 481, held June 27, 2014, be approved as distributed.
b) “That the President be authorized to complete an 89 year Lease with Campus Development Corporation, in accordance with the Term Sheet set out by legal counsel, to provide accommodation for up to 256 beds in up to 4 buildings on College land, and that the Chair of the Board and President be authorized to execute said Lease.”

Moved by D. Rossi
Seconded by J.P. Levesque
Carried.

9. Monitoring

9.1 Budget Development Supplement Report re EL2e Monitoring Report from June

At the June Board meeting, the EL2e Financial Planning and Budgeting monitoring report was approved conditional upon additional information being provided on the three-year projection. A supplemental report was provided in support and reviewed by President Madder and Reg Jones.

MOTION:

“That the addendum evidence to the EL2e Monitoring Report of June 27, 2014 be approved.”

Moved by D. Campbell
Seconded by P. Sdao
Carried.

9.2 EL2d – Financial Condition and Activities

The EL2d monitoring report was reviewed by the President and approved by the Board.
MOTION:

“That the Board has read and accepts the monitoring report for Policy EL2d Financial Condition and Activities, showing compliance with a reasonable interpretation of the policy.”

Moved by P. Bishop
Seconded by D. Rossi Carried.

10. INFORMATION Items

10.1 PRESIDENT’S UPDATE

FEDERAL / PROVINCIAL / LOCAL PERSPECTIVE

The President provided a handout outlining the events on the past few months. Governors suggested upcoming reports be written from a future perspective. He also provided a brief update on the Committee of Presidents' meeting which took place earlier in the week. At this time, Colleges Ontario presented their Strategic Plan and some of the challenges currently being faced with the Ministry were reviewed. Colleges Ontario has posted their 2014 Environmental Scan online and this document will be provided as one of the handouts for the Board Retreat.


Expressions of interest are to be directed to M. Burak and the Coordinating Committee will make the final decision on attendance.

The Chair noted Brenda Small will be speaking at one of the concurrent sessions at the Colleges Ontario Conference entitled Strategic Leadership on Indigenous Education and the President will chair the session.


The current expressions of interest to attend the Board Excellence Certificate Program were noted. Similar to the conference, the Coordinating will make the final decision on attendance.

The Chair noted that a few Board members have also signed up for the Colleges Ontario governance webinars.

Premier’s Award Nominees – Information item.
11. SELF EVALUATION OF THE GOVERNANCE PROCESS

11.1 D. Rossi was asked to lead the Governors through the evaluation form.


MOTION:

“That the meeting be adjourned.”

Moved by P. Bishop
Seconded by J.P. Levesque

Carried.

The meeting adjourned at 11:50 a.m.

Recorder: Mary Burak

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Chair’s Signature

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Secretary’s Signature