1. **Call to Order**

The meeting was called to order at 8:27 a.m.

2. **Approval of Agenda**

2.1 **Consent Agenda**

2.1.1 Advisory Committee Minutes

2.1.2 Negahneewin Council Minutes

2.1.3 Advisory Committee Appointments

**MOTION:**

“That the agenda and consent agenda of Board Meeting No. 462 be approved as distributed.”

Moved by D. Campbell
Seconded by D. Wallace
Carried.
Note: Governor Trochimchuk joined the meeting at 8:30 a.m.

3. **Conflict of Interest**

A possible conflict of interest was declared by Governor Trochimchuk as he had an integral part in preparing the audit statements and the May 31st financial statements.

*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**

*Please note that City Manager, Tim Comisso, will join us today for the in-camera session on the College Park Plan. (Addition: Mark Smith, General Manager of Development Services accompanied the City Manager.)*

*Thanks to all for participating in our Convocation ceremonies – the local and all regional ceremonies were very successful events.*

*The College held its first President’s Community Breakfast on June 7th. We had a large turnout and I would like to thank the Governors who were in attendance.*

*There were two vacancies on the Governors’ Affairs Committee (GAC) for 2012/13 with Colleges Ontario. We nominated Dennis Wallace for one of these positions and I am pleased to advise that Dennis has been appointed to the Committee. Thank you, Dennis, for your commitment of time.*

*Earlier this month we attended the ACCC World Congress. Thanks to Anne and Bill for attending the Conference on the Board’s behalf. A written report was included in the Board package and a revised document was distributed this morning which included my feedback.*

*Notes from the May 25th meeting with the Stakeholder Groups were included in your Board package. Additional notes were recently received from the Support Staff Union Executive and a copy has been distributed for your perusal. At this time, the Chair invited Governors’ feedback.*

- Subsequent to the May 25th meeting, please note the President has engaged a consultant to facilitate sessions with small groups of staff to dialogue on the meaning of Confederation as a northwestern Ontario college, Aboriginal Learning, Access and the success of students. Similar sessions will take place on International. A plan of action will be formulated upon completion.*
The Northwestern Ontario Municipal Association (NOMA) regional conference will be held in Thunder Bay this fall from September 26 to 28th at the Victoria Inn. Please note the September 28th date coincides with our Board meeting. If you’re interested in attending this conference on the Board’s behalf, please contact the President’s Office.

A list of Board meeting dates was included with your Board package. Mark your calendars accordingly and please make note that the College’s 17th Anniversary Community Partners’ Dinner is being held on Thursday, September 27th.

The Colleges Ontario Higher Education Summit takes place November 25 & 26, 2012 at the Sheraton Centre in Toronto. Please note Colleges Ontario has scheduled their orientation program for new and returning Governors on Saturday, November 24th and the morning of Sunday, November 25th. A copy of the orientation program will be emailed to all Governors. If you’re interested in attending the conference or the orientation session, please contact the President’s Office.

5. Approval of Minutes

MOTION:

“That the Board approve the Minutes of the Special Board Meeting No. 460 and Board Meeting No. 461 as distributed.”

Moved by J. St. Amand
Seconded by D. Rossi

Carried.

5.1 Business Arising

At the May Board meeting a discussion took place on the need to establish time-limited working groups to assist with future planning. Subsequently the Chair followed up with Board members outlining the purpose of each group and to ascertain Governors’ interest. Following a brief discussion, representation was confirmed as follows:

President’s Performance Review
Don Campbell
Gwen DuBois-Wing
Chris Fralick, Chair of the Working Group
Doris Rossi
Paula Sdao
Dennis Wallace

Student Village/Land Development Strategy
Glenn Brassard
Paul Noonan, Chair of the Working Group
Leona Scanlon
Dennis Wallace
Student Representation – to be tabled with the working group.
Board Retreat Planning
Don Campbell
Cheryl L. Vaccher
Dennis Wallace, Chair of the Working Group

5.2  **Monthly Evaluation Summary** – Information item.

6.  **IN-CAMERA**

The Chair requested that the meeting move in-camera at 8:50 a.m.

**MOTION:**

“That the Board move In-Camera.”

Moved by G. Brassard
Seconded L. Scanlon  Carried.

A short break was taken following the in-camera session and the regular meeting reconvened at 11:25 a.m.

7.  **ENDS DISCUSSION – Nil**

8.  **ITEMS FOR DECISION**

8.1  **Policy Review** – The following policies were included in preparation for the In-Camera discussion.

8.1.1  BSR-4 Monitoring Executive Performance
8.1.2  BSR-5 Determining President’s Compensation
8.1.3  BSR-6 President’s Performance Review

8.2  **Draft Governance Policies**

The second revision of the Governance Policies was pre-circulated for the Board’s review along with an outline of the additional modifications from the May Board meeting. The Chair advised that the Ends need to be considered by the Board as a follow up to previous discussions on outcomes. When this review is undertaken, it was recommended that Catherine Raso be consulted.
MOTION:

“That the Board of Governors approve the revised Governance Policies: Ends, Board-Management Delegation, Executive Limitations and Governance Process as presented.”

Moved by C.L. Vaccher
Seconded by B. Trochimchuk
Carried.

8.3 Endowment Committee Report

Governor Wallace reported the College recently placed a tender for a new investment firm through MERX. Seventeen companies provided proposals and four companies were shortlisted for the July interviews. The College will work with its current investment firm until a new company has been selected.

8.4 Election of Executive / Coordinating Committee

The Chair advised the Nominating Committee met to debrief this month followed by a meeting of the Coordinating Committee. A summary of nominations was reviewed by the respective Committees followed by a subsequent discussion on the significance of the Chair’s role.

The Chair, Gwen DuBois-Wing, presided over the election process and the list of nominations was reviewed.

Dennis Wallace 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 and none were received.

MOTION:

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

Moved by L. Scanlon
Seconded by M. Gibson
Carried.

MOTION:

“That Dennis Wallace be appointed as Chair of the Board for the year 2012/2013.”

Moved by D. Campbell
Seconded by D. Rossi
Carried.
Governor Wallace spoke briefly about his interest in the role and contribution as Chair.

At this time, Dennis Wallace's name was removed from the nomination list.

Chris Fralick was nominated for the position of 1st Vice Chair. The nominee was asked if he would allow his name to stand and he agreed. Nominations from the floor were called and none were received.

MOTION:

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

Moved by L. Scanlon
Seconded by J. St. Amand Carried.

MOTION:

“That Chris Fralick be appointed as 1st Vice Chair of the Board for the year 2012/2013.”

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

Chris Fralick spoke briefly about his interest and contribution as 1st Vice Chair.

Governor Fralick's name was removed from the nomination list.

Leona Scanlon was nominated for the position of 2nd Vice Chair. The nominee was asked if she would allow her name to stand and she agreed. Nominations from the floor were called and none were received.

MOTION:

“That the Nominations for the position of 2nd Vice Chair be closed”

Moved by P. Noonan
Seconded by P. Sdao Carried.
MOTION:

“That Leona Scanlon be appointed as 2\textsuperscript{nd} Vice Chair of the Board for the year 2012/2013.”

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

Leona Scanlon spoke briefly about her interest and contribution as 2\textsuperscript{nd} Vice Chair.

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Governor Scanlon’s name was removed from the nomination list.

Nominations received for the position of Member-at-Large were Doris Rossi and Bill Trochimchuk. Nominations from the floor were called and none were received. The two Governors were asked if they would allow their names to stand and Doris Rossi withdrew her name at this time. Bill Trochimchuk agreed to let his name stand.

MOTION:

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

Moved by J. St. Amand
Seconded by P. Sdao Carried.

MOTION:

“That Bill Trochimchuk be appointed as Member-at-Large on the Board Coordinating Committee for the year 2012/2013.”

Moved by S. Prezio
Seconded by M. Gibson Carried.

Governor Trochimchuk spoke briefly about his interest and contribution as Member-at-Large.

8.5 Other Items for Decision – None.
9. Monitoring

9.1 (a) Audit Committee Report

The draft meeting minutes of the June 6th Audit Committee were pre-circulated to the Board and reviewed by the Committee Chair, Governor Wallace, and the Board Secretary, Bob Backstrom, respectively. At this time, Toni Biniaris, the College Controller, joined the meeting to provide assistance if required.

(b) Analysis of Variance

The Balance Sheet and Statement of Revenues and Expenditures were pre-circulated to the Board and reviewed by Bob Backstrom.

(c) Approval of 2011/12 Audited Financial Statements

Following the review of the financial statements, the President was asked what steps are being undertaken by the College to mitigate its forecasted deficit position. J. Madder advised the Senior Team meets bi-weekly and a contingency plan is at the forefront of their discussions. At this time, the Board requested a copy of the Auditor’s management letter. The Board was advised the management letter is forthcoming and a copy of the representation letter was provided in the interim.

At 12:10 p.m., the Board of Governors moved in-camera to review the in-camera minutes of the June 6th Audit Committee Meeting.

MOTION:

“That the Board move In-Camera.”

Moved by L. Scanlon
Seconded J. St. Amand

Carried.

The regular meeting reconvened at 12:15 p.m.

Subsequent to the in-camera session, the following motions were tabled for approval:

MOTION:

“That the Board of Governors approve $1,216,043 of Internally restricted net assts.”

Moved by P. Sdao
Seconded S. Prezio

Carried.
MOTION:

“That the Financial Statements for the year ending March 31, 2012 be approved by the Board of Governors for submission to the Ministry of Training, Colleges and Universities.”

Moved by D. Wallace Seconded by D. Rossi

Carried.

10. INFORMATION Items

10.1 PRESIDENT’S UPDATE

INTERNATIONAL PERSPECTIVE

China Trip

The President advised he will be travelling to China this month to attend the graduation ceremonies. He reported the College hosted a delegation from one of the partner institutions from China earlier this month.

FEDERAL PERSPECTIVE


PROVINCIAL PERSPECTIVE

COPEX

The President advised he has been appointed to Committee of Presidents’ Executive Committee (COPEX) as the Northern College representative.

On June 27th the Premier will make a formal announcement on the process it’s undertaking to modernize the postsecondary education system. Subsequently, a session with the Minister will be held to look at ways higher education can be transformed across the province. Mark Wright will represent the College at both events. Province-wide working groups will be established and the respective Presidents have been asked to prepare position papers. The President is responsible for preparing one on the quality of colleges this summer.
LOCAL PERSPECTIVE

Enrolment Update

The President reported Confederation is showing a decrease of 7.6% in applications on the college system and that the provincial system presently shows a slight increase of 0.8% from last year. The gap for the 2012/13 equates to approximately 138 students for the College. The President advised Confederation is presently investigating alternate methods of program delivery in order to increase student numbers.

Budget Update as of May 31, 2012

The College’s financial report as of May 31st was provided as information.

10.2 May 25th Meeting with College Stakeholder Groups – Information item.

Additional notes from the Support Staff Union Executive were distributed as a handout.

10.3 2012-13 Board Meeting Dates – Information item.

10.4 Recognition of Retiring Governors

On behalf of the Board of Governors, G. DuBois-Wing brought farewell remarks to the following retiring Governors: Meaghan Gibson, Susan Prezio and John St. Amand. Governor Wallace brought farewell remarks to the Board Chair, Gwen DuBois-Wing. Each was presented with a token of appreciation and all Governors were commended for their role on the Board and thanked for their individual contributions.

Note: Governor Campbell left the meeting at 12:43 p.m.

11. SELF EVALUATION OF THE GOVERNANCE PROCESS

11.1 On behalf of Governor Krassilowsky, Chris Fralick was asked to lead the Governors through the evaluation form.

MOTION:

“That the meeting be adjourned.”

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

The meeting adjourned at 12:46 p.m.

Recorder: Mary Burak

Chair’s Signature

Secretary’s Signature