MINUTES OF MEETING: BOARD OF GOVERNORS' NO. 504

DATE OF MEETING: NOVEMBER 25, 2016

TIME: 8:30 A.M.

LOCATION: SHUNIAH BOARD ROOM

CHAIR: MR. D. CAMPBELL

MEMBERS OF THE BOARD

Peter Bishop
Riley Burton
Don Campbell
Darlene Furlong
Laurie S. Hayes
Peter Kuzyk
Jim Madder
Lori Maki
Harsh Malik
George C. Patterson
Ron Perozzo
Eric Rutherford
Ed Schmidtke
Owen Smith

REGRETS
Wendy Landry
Georjann Morriseau
Kristen Oliver

1. CALL TO ORDER

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

Good News Story

The Chair introduced two videos on Confederation College Alumni Ashley Nurmela, who graduated from the Native Child & Family Services Program in 2016 and Chantal Petit, who graduated from the Police Foundations Program in 2015, who were both recipients of the 2016 Mayor's Community Safety Awards, presented on November 7, 2016, for their outstanding efforts in building a safer and stronger community.
2. APPROVAL OF THE AGENDA AND CONSENT AGENDA

2.1 Consent Agenda

2.1.1 Negahneewin Council - June 15, 2016
2.1.2 Program Advisory Committee Matrix
2.1.3 Advisory Committee Appointments
2.1.4 2015/2016 Annual Report

MOVED BY: Peter Kuzyk
SECONDED BY: Darlene Furlong

THAT the agenda as printed, including any additional information and new business and the consent agenda of the Board of Governors’ Meeting No. 504, to be held on November 25, 2016, be approved.

CARRIED

3. DECLARATION OF POTENTIAL CONFLICT OF INTEREST

Mr. Riley Burton declared a potential conflict of interest relative to Item No. 8.2 Embedded Systems, as he will be supervising the program in his capacity as an employee of the college.

4. CHAIR’S REMARKS

The Chair read aloud the following notes:

- Higher Education Summit Board Governance Training and Conference was held on November 19 to 22, 2016 in Toronto and was attended by Ron Perozzo, Lori Maki, Jim Madder and myself. Due to inclement weather Kristen Oliver had to cancel her plans at the last minute.
- The College’s Annual Stock the Bank – Student Food Bank Fundraiser is currently underway. If you wish to donate, please see Barb.
- Student lunch in Rumours to follow meeting.
- A Season’s Greetings ad from the Board will be placed in the local and regional papers the 2nd week of December.

5. MINUTES OF THE PREVIOUS MEETINGS

The Minutes of the Board of Governors’ Meeting No. 502 and Board of Governors’ Retreat No. 503 held on September 16 and October 28, 2016, respectively, for approval.

It was requested that the minutes of the October 28, 2016 Board Retreat be amended to reflect the discussion regarding a meeting with the Board of Lakehead University.
5. MINUTES OF THE PREVIOUS MEETINGS (Continued)

MOVED BY: Eric Rutherford
SECONDED BY: Riley Burton

THAT the Minutes of the Board of Governors' Meeting No. 502 and Board of Governors' Retreat No. 503 held on September 16 and October 28, 2016, respectively, be approved, as amended.

CARRIED

5.1 Business Arising

5.2 Monthly Evaluation Summary

The Monthly Evaluation Summaries from the meeting held on September 16, 2016 and the Board of Governors' Retreat held on October 28, 2016, for information.

6. IN CAMERA

MOVED BY: Laurie Hayes
SECONDED BY: Darlene Furlong

THAT the Board of Governors move into an In Camera meeting to receive information relative to a personal matter about an identifiable individual(s).

CARRIED

At 9:29 a.m., the Board moved into In Camera.

At 10:45 a.m., the Board resumed regular business and held a 10 minute break.

6.1 Rise and Report

LGIC Reappointments

A memorandum from Mr. D. Campbell, Chair – Nominating Committee, dated November 11, 2016 relative to the above noted was presented at the In Camera meeting held earlier. At that time, the Board was advised that the motion as contained in the memorandum would be presented to the Board for consideration in open session.
6.1 Rise and Report (Continued)

LGIC Reappointments (Continued)

MOVED BY: George Patterson
SECONDED BY: Darlene Furlong

THAT we recommend for reappointment to the Board of Governors of Confederation College to the Ministry of Advanced Education and Skills Development for Lieutenant Governor in Council (LGIC) approval, for the term of September 1, 2017 to August 31, 2020, the following three Governors:

- Peter Bishop
- Laurie Hayes
- Ed Schmidtke

CARRIED

In accordance with LGIC requirements, the members of the board appointed by the Lieutenant Governor in Council, in the above motion, did not participate in the vote of the board relating to a renewal or extension of his or her appointment.

Executive Compensation Framework

Memorandum from Mr. D. Campbell, Chair, dated November 23, 2016, relative to the above noted was presented at the In Camera meeting held earlier. At that time, the Board was advised that the motion as contained in the memorandum would be presented to the Board for consideration in open session.

MOVED BY: Laurie Hayes
SECONDED BY: Lori Maki

THAT we recommend that the Coordinating Committee for the Board of Governors of Confederation College be assigned the task of reviewing, recommending for board approval and coordinating the implementation of the Executive Compensation Framework for Confederation College.

CARRIED

Governors Burton, Kuzyk, and Smith abstained from voting on the above motion.

7. ENDS DISCUSSION

7.1 Economic and Social Trends in Northwestern Ontario

President Madder introduced Mr. Cirtwell, CEO of the Northern Ontario Policy Institute who was in attendance to give a presentation relative to economic and social trends in Northwestern Ontario with a focus on the communities that have a regional campuses.
7. **ENDS DISCUSSION**

7.1 **Economic and Social Trends in Northwestern Ontario** (Continued)

Mr. Curtwell introduced Ms. Samantha Angell, Senior Advisory and Executive Assistant – Northern Ontario Policy Institute, who was in attendance with him. Mr. Curtwell appeared before the Board, gave a presentation and responded to questions. A copy of Mr. Curtwell’s presentation was placed on the desks.

7.2 **Board Agenda Cycle 2016-2017**

A copy of the draft new Board Agenda Planning Cycle, for information.

8. **ITEMS FOR DECISION**

8.1 **Policy Review**

The following Board of Governors’ Policies are being presented for routine content review:

- **Board-Management Delegation**
  - BMD-2b – Accountability of the President
  - BMD-2c – Delegation to the President

- **Executive Limitations**

- **EL-2d - Financial Condition and Activities**

- **Governance Process**
  - GP-2a – Governing Style
  - GP-2g – Annual Planning
  - GP-2j – Principles for Board Self-Evaluation

**MOVED BY:** Lori Maki  
**SECONDED BY:** Peter Bishop

THAT we recommend that the content of the following policies be re-confirmed, as presented:

- BMD-2b – Accountability of the President
- BMD-2c – Delegation to the President
- EL-2d - Financial Condition and Activities
- GP-2a – Governing Style
- GP-2g – Annual Planning
- GP-2j – Principles for Board Self-Evaluation

CARRIED

8. **ITEMS FOR DECISION**

8.2 **Embedded Systems**

The Embedded Systems Ontario College Graduate Board of Governors’ Certificate New Program Proposal Executive Summary.
8. ITEMS FOR DECISION (Continued)

8.2 Embedded Systems (Continued)

Administration was requested to provide clarification on the Feasibility Assessment & Recruitment Projections of the Embedded Systems Program for the next Board meeting.

MOVED BY: Ed Schmidke
SECONDED BY: Darlene Furlong

THAT the Embedded Systems Ontario College Graduate Board of Governors’ Certificate Program be approved as presented.

CARRIED

Riley Burton declared a conflict and refrained from voting on the above noted motion.

8.3 Nominating Committee Terms of Reference

Memorandum from Mr. D. Campbell, Chair, dated November 11, 2016, containing a motion relative to recommending the approval of the Nominating Committee Terms of Reference, for consideration and attaching a copy of the draft revised Terms of Reference.

MOVED BY: Laurie Hayes
SECONDED BY: George Patterson

THAT with respect to the memorandum from Mr. D. Campbell, Chair, dated November 11, 2016, relative to the Nominating Committee Terms of Reference we recommend that the revised Terms of Reference for the Nominating Committee, be approved, as presented.

CARRIED

8.4 Process for Election of Board Executive

Memorandum from Mr. D. Campbell, Chair, dated November 11, 2016, containing a motion relative to the above noted.

MOVED BY: George Patterson
SECONDED BY: Darlene Furlong

THAT with respect to the memorandum from the Chair of the Board, dated November 11, 2016, relative to the process for the Election of Board Executive/Co-ordinating Committee in June of each year, we recommend that the process be adopted, as outlined in the memorandum.

CARRIED
8. ITEMS FOR DECISION (Continued)

8.5 Board of Governors External Governors Protocol

Memorandum from Mr. D. Campbell, Chair, dated November 11, 2016, containing a motion, relative to the above noted.

It was requested that Administration provide clarification on the number of external Board members for the next meeting.

MOVED BY: Laurie Hayes
SECONDED BY: George Patterson

THAT with respect to the memorandum from Mr. D. Campbell, Chair, dated November 11, 2016, relative to the Board of Governors External Governors Protocol, we recommend that the revised protocol be approved, as presented.

CARRIED

8.6 Sexual Assault and Sexual Violence Policy

Memorandum from Ms. J. Verdenik, Director – Human Resources Services, dated November 16, 2016, relative to the above noted and attaching the following:

- a memo to the Board Chair regarding the implementation of new requirements under the Sexual Violence at Colleges and Universities Regulation under the Ministry of Training, Colleges and Universities Act, and
- Confederation College’s revised policy that, under the new legislation, requires Board approval.

MOVED BY: Eric Rutherford
SECONDED BY: Laurie Hayes

THAT with respect to the memorandum from Ms. J. Verdenik, Director – Human Resources Services, dated November 16, 2016, we recommend that the request to proceed with the implementation of the Sexual Assault and Sexual Violence Policy, be approved.

CARRIED

9. MONITORING

9.1 EL-2i – Public Image

Monitoring Report EL-2i Public Image, for approval.
9. **MONITORING** (Continued)

9.1 **EL-2i – Public Image** (Continued)

MOVED BY: Peter Kuzyk  
SECONDED BY: Peter Bishop

THAT we accept Report EL2i – Public Image to the Board, showing full compliance with a reasonable interpretation of the policy.

CARRIED

9.2 **EL 1 – Global Executive Constraint**

Monitoring Report EL 1 – Global Executive Constraint, for approval.

MOVED BY: George Patterson  
SECONDED BY: Owen Smith

THAT we accept Report EL1 – Global Executive Constraint to the Board, showing full compliance with a reasonable interpretation of the policy.

CARRIED

9.3 **EL-2d Financial Condition and Activities**

Monitoring Report EL-2d Financial Condition and Activities, for approval.

MOVED BY: Ed Schmidtko  
SECONDED BY: Darlene Furlong

THAT we accept Report EL-2d – Financial Condition and Activities, showing full compliance with a reasonable interpretation of the policy.

CARRIED

9.4 **Mid-Year Forecast to Meet MTCU’s Canadian Public Sector Accounting (CPSA) Standards**

Memorandum from Mr. K. Adams, Vice – President – College Services and Treasurer, dated November 25, 2015, attaching the Updated 2016-17 Forecast Budgeted Statement of Financial Position and the Updated 2016-17 Forecast Budgeted Statement of Operations, relative to the above noted.
8. **MONITORING** (Continued)

MOVED BY: George Patterson  
SECONDED BY: Ron Perozzo

THAT the Board of Governors for Confederation College approves the following updated forecasted Financial Statement, as revised, to be submitted to the Ministry of Training, Colleges and Universities by January 8, 2017:
- Updated 2016-2017 Forecast Budgeted Statement of Financial Position; and

CARRIED

10. **INFORMATION ITEMS**

10.1 **President’s Update**

Local/Provincial/Federal Perspective

- Memorandum from the President, dated November 12, 2016, providing an overview of the upcoming events.

The President provided an update relative to the following:
- Wellness Centre is currently on time and on budget
- Currently walking through the process for the TEC Hub
- Recently visited site of future Sioux Lookout campus
- CICan Indigenous Conference moved to fall 2017
- Looking into relationships for TRC
- Neebing Bridge Project currently on hold, pending funding opportunities

10.2 **Higher Education Summit**

The Annual 2015 Higher Education Summit was held in Toronto at the Sheraton Centre Toronto Hotel from November 18 through 22, 2016. Governors Maki and Perozzo provided a report, relative to their experiences at the Higher Education Summit, which were distributed at the meeting:
- Lori Maki
- Ron Perozzo

11. **SELF-EVALUATION OF THE GOVERNANCE PROCESS**

11.1 **Questions**

Mr. Eric Rutherford led the Self-Evaluation Questionnaire.

11.2 **Assignment of Evaluation Leader – January 27, 2017**

Mr. Ed Schmidtke was assigned Evaluation Leader for the Board of Governors’ Meeting on January 27, 2017.
12. **NEXT MEETING**

The next Board of Governor’s Meeting will be held on Friday, January 27, 2017, followed by a luncheon with Negahneewin Council.

13. **ADJOURNMENT**

MOVED BY: Peter Bishop
SECONDED BY: Laurie Hayes

THAT the Board of Governors’ Meeting No. 504 held on November 25, 2016, be adjourned.

CARRIED

The meeting adjourned at 12:22 p.m.

Chair’s Signature

 Secretary’s Signature