MINUTES

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

MEMBERS OF THE BOARD

Present:
Marilyn Gouthro, Chair
Dick O’Donnell, Vice Chair
Nora Logan, Vice Chair
Dennis Wallace, Member-at-Large
Percy Champagne
Gwen DuBois-Wing
Susan Macey
Leona Scanlon
Paula Sdao
Bill Trochimchuk
Cheryl L. Vaccher
Sid Wintle

Patricia Lang, President
Bob Backstrom, Vice President, Student & Corporate Services and Board Secretary / Treasurer

Regrets: Sharon Cole Paterson, Owen McCullough, John St. Amand, Janice Vauthier, Judi Maundrell

MEMBERS OF THE STAFF

Present: 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

MOTION:

“That the agenda of Board meeting No. 440 be approved as distributed.”

Moved by D. O’Donnell
Seconded by D. Wallace
Carried.
3. **Conflict of Interest**

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

4. **Chair’s Remarks**

_Greetings and welcome to our newest Board member, Leona Scanlon. Leona was officially approved by the College Compensation and Appointments Council on February 17th._

_On the agenda we have allocated 90 minutes for our continued discussion regarding the Strategic Plan. Please note we will use the month of March, if needed, to finalize the Ends statements and Sub-Ends._

_Student elections took place yesterday and I would like to report that our returning Student Union President is Ryan West and Gerry Leach was acclaimed as the new Student Governor. This is for the term September 1, 2010 to August 31, 2011._

_We have been advised that Don Bernosky is the recipient of the Skills Canada Klaus Woerner Award this year. The Skilled Trades Hall of Fame Award recognizes an individual who has made significant contributions to the advancement of skilled trades and technologies. The award will be presented by Minister John Milloy at the Skills Canada Annual Gala being held on March 5th in Kitchener. The President will attend the ceremony as Don is inducted into the Skilled Trades Hall of Fame. A congratulatory letter to D. Bernosky will be sent on behalf of the Board._

_We would like to proceed with scheduling a meeting with the Mayors as previously discussed and we would like your feedback in regard to the discussion topic and venue. Governors discussed the pros and cons and the majority agreed if they were unable to attend in person, an invitation be extended to join by videoconference from one of the regional campuses. Mayors will be asked to identify their top priority and to share their perspective on how the College can assist them in realizing their goals._

_The President of Durham College has requested the Board’s assistance in helping Governor Garry Cubitt conduct his PhD research. It involves a paper survey, followed up by a meeting with Board participants to share the survey insights. The third aspect of the study is to review a year of public Board minutes and speak briefly with the Board Secretary in preparation of the_
descriptive section of the study which reports on topics such as how often they meet, frequency of retreats, conducting orientations, and if members attend conferences. Please let us know if you're in agreement to participate and we will pass along your contact information. Board members volunteered to participate and their names will be submitted accordingly.

S. Brenda Small arrived at 8:40 a.m.

5. **Approval of Minutes**

**MOTION:**

“That the Board approve the Minutes of Meeting No. 439 as distributed.”

Moved by P. Sdao
Seconded by B. Trochimchuk

Carried.

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

6. **IN-CAMERA** – No Business.

7. **OWNERSHIP LINKAGE**

7.1 **Advisory Committee Minutes** – Information only.

7.2 **Negahneewin Council Minutes** – None.

7.3 **Advisory Committee Appointments** – Information only.
8. ENDS DISCUSSION

8.1 Draft Strategic Plan

A summary of the draft Ends statements from the January Board discussion was provided by Governor Logan. Each draft statement was reviewed in-depth and additional revisions were recommended.

A short break was called at 10:15 a.m. and the formal meeting reconvened at 10:35 a.m.

The modified statements from the morning session were reviewed and following a brief discussion, it was recommended a separate Ends statement be created pertaining to Aboriginal and First Generation learners. Additional changes were recommended and Governor Logan will present the revisions at the March Board meeting. At this time, the E.2 and E.3 statements will be addressed.

9. ITEMS FOR DECISION

9.1 Policy Review

9.1.1 GP3 – Governing Style – No change.

9.1.2 GP4 – Board Job Description – No change.

9.1.3 GP5 – Chair’s Role – No change.

9.2 Executive Limitations Policy Review

9.2.1 EL5 – Fiscal Condition – Currently under review.

9.2.2 EL9 – Treatment of Clients – No change.

9.2.3 EL10 – Tuition Fees – No change.

9.3 Nominating Committee Update

The Chair advised Governor replacements were required for one external and one internal candidate. The Nominating Committee is presently investigating potential new Governors and Board members were asked to contact the President or Chair with recommendations.
9.4 **Governance Committee Update**

The Governance Committee in conjunction with the Audit Committee was asked to provide a revised definition of materiality for the purposes of the Executive Limitations 5 Policy – Fiscal condition—Section 6. Governor O’Donnell reported the Governance Committee met and they agreed with the financial auditor’s definition of materiality as stated in the minutes, that “quantitatively, 2% of overall revenue or expenses and that at a more detailed financial operating statement level, individual variances greater than $80,000 would be regarded as material. The materiality limit could be decreased if variances were found to affect the organization in a significant fashion, i.e. move the overall financial position of the college from a surplus to deficit position. Our auditors add that a misstatement or the aggregate of all misstatements in financial statements is considered to be material if, in the light of surrounding circumstances, it is probable that the decision of a person who is relying on the financial statements, and who has a reasonable knowledge of business and economic activities (the user), would be changed or influenced by such misstatement or the aggregate of all misstatements.”

**MOTION:**

“That the Board approved the revised definition of materiality for the EL5 – Fiscal Condition Policy as distributed.”

Moved by D. O’Donnell  
Seconded by P. Champagne  
Carried.

Governor O’Donnell advised the Governance Committee also recommends continued use of the revised evaluation questionnaire presently being used by the Board.

10. **Monitoring**

10.1 **EL7 – Communication and Counsel**

**MOTION:**

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

Moved by S. Macey  
Seconded by S. Wintle  
Carried.
11. CONSENT AGENDA

11.1 Program Approval – Concurrent Disorders / Mental Health and Addiction Program

The concurrent Disorders/Mental Health and Addiction Graduate Certificate program is designed to provide graduates of social services, community services and health services programs with specific skill set to work with individuals struggling with mental health and addiction problems. The program is specifically aimed at graduates from existing community service, social science and health science programs. Dean S. Brenda Small presented the program rationale with assistance from the Dean of the School of Health and Community Services, Kathleen Lynch.

MOTION:

“That the Board approve the Concurrent Disorders / Mental Health and Addiction One-Year Graduate Certificate Program.”

Moved by L. Scanlon
Seconded by D. O’Donnell

Carried.

11.2 Program Approval – Pre-Service Firefighter Program

The three-semester Pre-Service Firefighter program is based on the 2008 revised Ontario Firefighter Standards. This program will provide the successful graduate with knowledge and skills in the areas of basic fire science, fire suppression principles and practices, firefighter first responder emergency patient care, fire prevention / public education, and specialty modules such as confined space and environmental hazards. Dean S. Brenda Small presented the program rationale and acknowledged the work of Dean Kathleen Lynch and Associate Dean Joe Cordeiro in bringing this program to completion.

MOTION:

“That the Board approve the Pre-Service Firefighter One-Year Certificate Program.”

Moved by G. Dubois-Wing
Seconded by P. Sdao

Carried.
11.3 Program Cancellation

The School of Health and Community Services recommends the cancellation of the two-year Recreation & Leisure Services Program effective September 2010 due to low enrolment. Dean K. Lynch advised this program has been replaced with the new Recreation Therapy Program.

MOTION:

“That the Board approve the cancellation of the Recreation & Leisure Services Diploma Program.”

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

11.4 By-laws – Amending Resolution

B. Backstrom advised our lawyers did a final review of the By-laws and identified simple editorial oversights related to By-law #11. An amending resolution was prepared to deal with these oversights.

Omnibus Motion:

“That the Board accept the editorial corrections to By-law #11 as distributed.”

Moved by D. Wallace
Seconded by P. Champagne
Carried.

Formal motion:

Amending Resolution of the Board of Governors of the Corporation:

WHEREAS By-law #1 was enacted by the Board of Governors on the 23rd day of January, 2009;

AND WHEREAS certain editorial corrections are appropriate;

NOW THEREFORE BE IT RESOLVED that the following editorial corrections shall stand now for then; it being the intention of the Board to treat the revisions below to be deemed to have been already incorporated into the text of By-Law #11 on January 23, 2009, at time of passing of the By-Law #11:
1. The text to section 10(a) in its final paragraph shall be amended in the seventh last line thereof from:
   “…approval of the Minister and the recommendation of the Council of any real property transactions….”
   to (in italics for purposes of this reference only)
   “…approval of the Minister and the recommendation of the Council in respect of any real property transactions….”

2. The text of section 27(a) shall be amended in the sixth last line thereof from:
   “…Governors. The Members of the Board of Governors from time to time of the Executive and the President shall be.”
   To (in italics for purposes of this reference only)
   “…Governors. The Members of the Board of Governors from time to time on the Executive and the President shall be…”

3. In the “Conflict of Interest Guidelines” section of Schedule “A” to By-Law #11 the text of section (f)(i) shall be amended in the fourth line thereof from:
   “…whether it is a Real, Potential or Apparent Conflict of Interest of a…”
   To (in italics for purposes of this reference only)
   “…whether it is a Real, Potential or Apparent Conflict of Interest or a…”

4. In the “Conflict of Interest Guidelines’ section of Schedule “A” to By-Law #11 the text of section (f) (iii) shall be amended in the fourth line thereof from:
   “…the Governor who is thought to be in conflict and as appropriate hold…”
   to (in italics for purposes of this reference only)
   “…the Governor who is thought to be in conflict and, as appropriate, hold…”

This Resolution is passed by the Board of Governors of The Confederation College of Applied Arts and Technology and confirmed by them in their capacity as the only members of the Corporation.
12. INFORMATION Items

12.1 PRESIDENT’S UPDATE

PROVINCIAL PERSPECTIVE

Committee of Presidents’ Update – Jan. 25-26/10

The President reviewed the Committee of Presidents’ meeting summary for January 25 & 26, 2010. She noted Colleges Ontario has been approved to work on a policy paper and government relations strategy advocating that colleges be allowed to offer baccalaureate degree nursing programs.

Colleges Ontario – Governors’ Orientation Session re Liability & Accountability

The Colleges Ontario orientation material on Liability and Accountability will be included in Confederation’s orientation for new Governors. G. DuBois-Wing was thanked for this recommendation.

Academic Negotiations

The Ontario Labour Relations Board reported the final vote to accept the contract was 51.45%.

Provincial Value for Money Audit

The Auditor General contacted the President to advise that Confederation College has been selected to undergo another audit. This will involve “a value for money” audit of college infrastructure programs, processes and systems for the 2009-10 audit year.

LOCAL PERSPECTIVE

Enrolment Update

B. Backstrom advised the current enrolment is 3,029 full-time students which includes 205 Second Career students. He noted applications are up 13.6% as of February 1st.

Budget Updates

- 2009-2010
  B. Backstrom reviewed the 2009-2010 financial report as of January 31, 2010 and the financial statement which included the forecasted budget to March 31, 2010.
• **2010-2011**
  B. Backstrom reviewed the 2010-2011 budget report as distributed. He noted the Provincial budget in March will finalize tuition fee polices for 2010-2011 and confirm the level of operating grant funding.

**Retirement Transition Assistance Plan – Support Staff**

The College has offered a Retirement Transition Assistance Plan to full-time support employees in an effort to assist full-time support employees in making the transition from employment to retirement. The President reported five staff members have enlisted in the program. Although this will create an increase in expenses this year, she advised the savings will be realized in the following years.

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

13.1 Cheryl L. Vaccher was asked to lead the Governors through the evaluation form.


**MOTION:**

“That the meeting be adjourned.”

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

**Carried.**

The meeting adjourned at 12:05 p.m.

Recorder: Mary Burak  
Chair’s Signature