MINUTES OF MEETING: BOARD OF GOVERNORS’ NO. 498

DATE OF MEETING: APRIL 22, 2016

TIME: 8:30 A.M.

LOCATION: SHUNIAH BOARD ROOM

ACTING CHAIR: MR. E. RUTHERFORD

MEMBERS OF THE BOARD

Peter T. Bishop
Don Campbell
Darlene Furlong (via teleconference)
Laurie S. Hayes
Peter Kuzyk
Wendy Landry
J.P. Levesque
Jim Madder
Georjann Morriseau
George C. Patterson
Doris Rossi
Eric Rutherford
Ed Schmidlake
Owen Smith
Jordan Vezreau

REGrets
Riley Burton
Chris Fralick

1. CALL TO ORDER

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

Good News Story

A video on Academic Upgrading was shown.
2. APPROVAL OF THE AGENDA AND CONSENT AGENDA

2.1 Consent Agenda

2.1.1 Program Advisory Committee Matrix
2.1.2 Negahneewin Council
   • There are no minutes to be presented at this time.
2.1.3 Advisory Committee Appointments

MOVED BY: Doris Rossi
SECONDED BY: J.P. Levesque

THAT the agenda as printed, including any additional information and
new business and the consent agenda of the Board of Governors’
Meeting No. 498, to be held on April 22, 2016, be approved.

CARRIED

3. DECLARATION OF POTENTIAL CONFLICT OF INTEREST

There were no declarations of potential conflict of interest.

4. CHAIR’S REMARKS

The Acting Chair made the following remarks:

• On Tuesday, April 19 an email was sent regarding the upcoming Thunder Bay
Convocations on Friday, June 3 at 9:30 am and 2:00 pm. An email was sent out on
Thursday, April 21 regarding the upcoming Regional Convocations Please advise
Barb Moro if you are able to attend any of these events.

• In addition to the President, there will be three governors attending the CiCan
Conference in Quebec City from May 29 to 31, Eric Rutherford, George Patterson
and Jordan Vezeau.

• In addition to the President, there will be three governors attending NOMA – Eric
Rutherford, Doris Rossi and Jordan Vezeau.

• Information was provided to you today regarding the upcoming Confederation
College Scholarship Golf Tournament to be held on Thursday, June 16, 2016.
Details regarding sponsorship or teams is enclosed.

• To reiterate the message from the President on April 19, we are happy to announce
that Pella has accepted the position of VP – Academic officially starting on July 4,
2016. Again, we congratulate Gail Murdock on her upcoming retirement.

• Copies of College Administrator Magazine are available.
5. **MINUTES OF THE PREVIOUS MEETINGS**

5.1 **Board of Governors**

The Minutes of the Board of Governors’ Meeting No. 497 held on March 23, 2016, for approval.

MOVED BY: Jordan Vezeau
SECONDED BY: Owen Smith

THAT the Minutes of the Board of Governors’ Meeting No. 497 held on March 23, 2016, be approved.
CARRIED

5.2 **Business Arising**

5.2.1 **EL-2b – Treatment of Staff**

At the March 23, 2016 Board of Governors Meeting, concerns were raised relative to the low percentage of staff who know or can easily find out what options I have in the event that I feel I have been exposed to wrongful conditions. At that time, it was the consensus of the Board, that the President come back to the Board in April to identify how to increase staff awareness relative to this matter.

Memorandum from President Jim Madder, dated April 1, 2016, relative to the above noted. The President provided an overview of the memorandum and clarified that how a Town Hall meetings is hosted changes during the course of the year, due to availability of students. The Board was satisfied that progress was being made.

5.3 **Monthly Evaluation Summary**

The Monthly Evaluation Summary from the meeting held on March 23, 2016, for information.

The Board was reminded that the Evaluation Form was a governance tool.

5.4 **Audit Committee Meeting**

Minutes of the Audit Committee Meeting, held on March 22, 2016, for information.

The Chair of the Audit Committee advised that the Committee met yesterday and the results of that meeting would be discussed In Camera.
6. **IN CAMERA**

MOVED BY: Doris Rossi  
SECONDED BY: Peter Bishop

THAT we move into an In Camera Meeting in order to receive information relative to security of the property of the organization and identifiable individuals.

CARRIED

At 8:58 a.m., the Board moved into an In Camera Session.

At 9:55 a.m., the Board moved out of In Camera to resume regular business.

6.1 **Rise and Report**

A Briefing Note relative to an application to the Post-Secondary Institutions Strategic Investment Fund (SIF) for Technology, Education and Collaboration (TEC) Hub Project funding was presented during the In Camera Session.

At that time, the Board of Governors was advised that the motion contained in the Briefing Note would be presented in open session for consideration.

MOVED BY: J.P. Levesque  
SECONDED BY: Ed Schmidtke

THAT with respect to the Briefing Note relative to the application to the Post-Secondary Institutions Strategic Investment Fund (SIF) for Technology, Education and Collaboration (TEC) Hub Project we approve in principle, the proposed TEC Hub project as a priority for the College;

AND THAT we approve in principle that Confederation College is willing to provide all required administrative support for the completion of the project.

CARRIED

At 9:56 a.m., the Board held a 10 minutes recess.

7. **ENDS DISCUSSION**

7.1 **Strategic Enrollment Management**

Ms. S. Prodaniuk, Executive Director – Communications and Advancement and Ms. C. Lamers, Manager – Strategic Enrollment Management, appeared before the Board, gave a presentation and responded to questions relative to the above noted.

A copy of the presentation was distributed with the agenda for information.
7. **ENDS DISCUSSION** (Continued)

7.1 **Linkage Session with College Stakeholder Groups**

To be held in Rumours Dining Room from 12:00 to 1:30 p.m. A separate agenda was provided on the SharePoint site and a hard copy will be available at the meeting.

8. **ITEMS FOR DECISION**

8.1 **Policy Review**

The following Board of Governors’ Policies are being presented for routine content review:
- EL2b – Treatment of Staff
- EL2d – Financial Condition & Activities
- EL2f – Asset Protection
- EL2g – Communications & Support to the Board

MOVED BY: Ed Schmidtke
SECONDED BY: Doris Rossi

THAT we recommend that the content of the following policies be re-confirmed, as presented:
- EL2b – Treatment of Staff
- EL2d – Financial Condition & Activities
- EL2f – Asset Protection
- EL2g – Communications & Support to the Board

MOVED BY: Ed Schmidtke
SECONDED BY: Wendy Landry

THAT we recommend that the reporting requirements of EL2d – Financial Condition and Activities be amended to two times per year.

CARRIED

Don Campbell requested to be recorded as opposed to the above note motion.

Jim Madder, President abstained from voting on the above noted motion.

MOVED BY: Ed Schmidtke
SECONDED BY: Doris Rossi

THAT we recommend that the content of the following policies be re-confirmed, as presented:
- EL2b – Treatment of Staff
- EL2f – Asset Protection
- EL2g – Communications & Support to the Board
8. ITEMS FOR DECISION (Continued)

8.1 Policy Review (Continued)

AND THAT the reporting requirements of EL2d — Financial Condition and Activities be amended to two times per year.

CARRIED

8.2 Recommendation from the Nominating Committee
Change to Protocol for Board Nominations and Appointments

Memorandum from Mr. C. Fralick, Chair of the Nominating Committee, dated April 11, 2016, relative to the above noted and containing a motion, for consideration.

MOVED BY: Wendy Landry
SECONDED BY: Doris Rossi

THAT with respect to the memorandum from Mr. C. Fralick, Chair of the Nominating Committee, dated April 11, 2016, relative to developing a process to request criminal reference checks from external applicants, be approved, effective immediately;

AND THAT the Protocol for Board Nominations and Appointments — External Governors, be amended accordingly.

MOVED BY: J.P. Levesque
SECONDED BY: Peter Bishop

THAT we recommend that the motion as contained in the memorandum from Mr. C. Fralick, Chair of the Nominating Committee, dated April 11, 2016, be deferred to the June 24, 2016 Board of Governors meeting, pending the establishment of a baseline for adverse Criminal Reference Checks.

CARRIED

8.3 Terms of Reference - Governance Committee

Memorandum from Dr. L. Hayes, Chair of the Governance Committee, dated April 14, 2016, attaching a copy of the revised Terms of Reference for the Governance Committee and containing a motion, for consideration.
8. **ITEMS FOR DECISION** (Continued)

8.3 **Terms of Reference - Governance Committee**

MOVED BY: Laurie Hayes  
SECONDED BY: Doris Rossi

THAT with respect to the memorandum from Dr. L. Hayes, Chair – Governance Committee, dated April 14, 2016, we recommend that the Terms of Reference for the Governance Committee be approved, as presented;

AND THAT GP- 2f - Board Committee Structure, be amended accordingly;

AND THAT By-law #11, be amended accordingly.

CARRIED

8.4 **Program Approval**

Memorandum from Ms. G. Murdock, Vice President - Academic, dated April 21, 2016, attaching a copy of the following information and containing a motion relative to the above noted:
- Ontario College Diploma Program – Business General - March 16, 2016 – Executive Summary
- Request for Approval for Funding Form
- Ontario College quality Assurance Service Application Form for Program Proposal
- Program Validation Decision

MOVED BY: Doris Rossi  
SECONDED BY: Peter Bishop

THAT with respect to the memorandum from Ms. G. Murdock, Vice President – Academic, dated April 21, 2016, we recommend that the Ontario College Diploma Program – Business General be approved, as presented.

CARRIED

8.5 **Amendment to By-law#11 – Addition of Section on Borrowing**

Memorandum from Mr. C. Fralick, Chair, dated April 18, 2016, relative to the above noted, was distributed via email on April 18, 2016, and placed on the desks.

The Board was advised that the following motion was passed at the Special Executive Committee meeting held on Monday, April 18, 2016 and according to By-law #11 (Section 28), now required ratification by the Board.
8. ITEMS FOR DECISION (Continued)

8.5 Amendment to By-law#11 -- Addition of Section on Borrowing (Continued)

MOVED BY: Don Campbell
SECONDED BY: George Patterson

THAT with respect to By-law #11, we recommend that the following section be added accordingly:

BORROWING:

On behalf of the College, the Board may:

a) Borrow money on the credit of the College; or
b) Issue, sell or pledge securities of the College; or

C) Charge, mortgage, hypothecate or pledge all or any of the real or personal property of the College, including book debts, rights, powers, franchises and undertakings to secure any securities or any money borrowed, or other debts, or any other obligation or liability of the College.

The Board may authorize any Governor, officer or employee of the College or any other person to make arrangements with reference to the monies borrowed or to be borrowed as aforesaid and as to the terms and conditions of the loan thereof, and as to the securities to be given therefore, with power to vary or modify such arrangements, terms and conditions and to give such additional securities for any monies borrowed or remaining due by the College as the members of the Board may authorize and generally to manage, transact and settle the borrowing of money by the College. The Board may authorize any Governor together with the President, or any other officer of the College to execute any loan agreement, charge, mortgage, hypothecation, security agreement or other documents or instruments as may be required from time to time with respect to such borrowings and security therefor.

CARRIED

Georjann Morriseau left the meeting at 11:40 a.m.
9. MONITORING

9.1 EL-2h – Emergency Executive Succession

Monitoring Report EL-2h Emergency Executive Succession, for approval.

MOVED BY: Ed Schmidtke
SECONDED BY: Peter Bishop

THAT we accept Report EL2h – Emergency Executive Succession, showing full compliance with a reasonable interpretation of the policy.

CARRIED

10. ITEMS FOR INFORMATION

10.1 President’s Update

Local/Provincial/Federal Perspective

Memorandum from the President, dated April 14, 2016, providing an overview of the upcoming events.

10.2 Section 28 Applications

Jim Madder, President advised that verbal approval had been received and that there were no outstanding caveats.

10.3 2015 to 2016 Board Planning Agenda Cycle

A copy of the 2015-2016 Board Planning Agenda Cycle, for information.

11. SELF-EVALUATION OF THE GOVERNANCE PROCESS

11.1 Questions

J.P. Levesque reviewed the questions with the Board.

11.2 Assignment of Evaluation Leader – May 27, 2016

Peter Bishop has been assigned as Evaluation Leader for the Board of Governors Meeting on May 27, 2016.

12. NEXT MEETING

The next Board of Governor’s Meeting is scheduled to be held on Friday, May 27, 2016.
13. ADJOURNMENT

MOVED BY: Peter Kuzyk
SECONDED BY: Don Campbell

THAT the Board of Governors' Meeting No. 498 held on April 22, 2016, be adjourned.

CARRIED

Chair's Signature

Secretary's Signature