MINUTES OF MEETING: BOARD OF GOVERNORS' NO. 516

DATE OF MEETING: JANUARY 10, 2018

TIME: 8:30 A.M.

LOCATION: SHUNIAH BOARD ROOM

CHAIR: MR. G. PATTERSON

MEMBERS OF THE BOARD

Jodi Afonso
Peter Bishop
Riley Burton
Darlene Furlong
Laurie Hayes
Jim Madder
Lori Maki
Kristen Oliver
George Patterson
Ron Perozzo
Eric Rutherford
Owen Smith
Dan Topatigh

REGrets

Wendy Landry
Georjann Morriseau
Ed Schmidtke
Trevor Warren

1. CALL TO ORDER AND GOOD NEWS STORY

The Chair called the meeting to order by acknowledging that we are on the traditional land of the Anishinawbe people, those of Fort William First Nations and other nations of the Robinson Superior Treaty of 1850.

Good News Story

A group of 58 Mexican exchange students had their graduation dinner on December 7, 2017. They received their completion certificates, for International Mobility Scholarship in Canada.
1. **CALL TO ORDER AND GOOD NEWS STORY** (Continued)

On December 15, 2017, alongside project partners and supporters, Confederation College celebrated an important milestone. The Technology, Education and Collaboration (TEC) Hub, currently under construction, which is now fully enclosed signaling significant progress on the project with the building on track for its scheduled completion in the spring of 2018. Programming in the new facility will begin in the fall of 2018. As part of the celebration, project funders were treated to an inside look at the construction progress with a tour of the building.

The TEC Hub will contribute to the development of a skilled, employment-ready technology and trades workforce for northwestern Ontario. It will also host vibrant research, incubation and technology transfer services to support the region’s advanced manufacturing, technology and resource sectors. The new facility will support the College’s engineering technology programs, welcome the Aerospace Manufacturing program, currently located within the school’s Aviation Centre of Excellence, and provide pathways for skilled trades programming, specifically for Indigenous learners. All of this will lead to the ability to support more students through learning and will open the door for new programming to be developed as industry needs continue to evolve.

The TEC Hub will also create important opportunities for collaboration, inviting community partners to participate in research and development, and offering space for regional groups and individuals to pursue their own projects. Fostering innovation and entrepreneurship will be a cornerstone of the new facility.

2. **APPROVAL OF THE AGENDA AND CONSENT AGENDA**

2.1 **Consent Agenda**

2.1.1 Program Advisory Committee Matrix
2.1.2 Advisory Committee Appointments - (There are no appointments this month)
2.1.3 Annual Initiatives Update
   - Correspondence relative to an intake of international students to the Practical Nursing Program was distributed at the meeting
2.1.4 Negahneewin Council
   - June 2, 2017 Meeting Minutes
   - September 27, 2017 Discussion Notes (due to lack of quorum)
2.1.5 Audit Committee Minutes – December 14, 2017
2.1.6 Governance Committee Minutes – October 23 and December 11, 2017
2.1.7 Higher Education Summit Reports
   A. Jodi Afonso
   B. Riley Burton was distributed at the meeting
   C. Peter Bishop
   D. Kristen Oliver
   E. George Patterson
2.1.8 Lunch and Information Sharing Session with Negahneewin Council immediately following the meeting
2. **APPROVAL OF THE AGENDA AND CONSENT AGENDA**  
(Continued)

MOVED BY: Laurie Hayes  
SECONDED BY: Eric Rutherford

THAT the agenda as printed, including any additional information and new business and the consent agenda of the Board of Governors’ Meeting No. 516, to be held on January 10, 2018, be approved.

CARRIED

3. **DECLARATION OF POTENTIAL CONFLICT OF INTEREST**

There were declarations of potential conflict of interest.

4. **CHAIR’S REMARKS**

The Chair made the following remarks:

- College Ontario Calendars were made available to Governors
- 2018 Awards Recognition Reception is scheduled for Wednesday, March 7, 2018
- Request to contact any potential candidates for the three upcoming vacancies in September 2018 - Dryden, Greenstone and one LGIC
- Stock the Bank and the United Way Campaign are now underway running until January 19, 2018. The annual event assists in raising funds and food for its students through the Emergency Student Food Bank
- Invitation to attend the official Grand Opening of our SUCCI Wellness Centre, Minowaadiziiwin
- Reminder of the TEC Hub Campaign and the importance of the Board’s support of this project. Commitments are requested by January 30, 2018.

5. **MINUTES OF THE PREVIOUS MEETINGS**

The Minutes of the Board of Governors’ Meeting No. 514 held on November 8, 2017, for approval.

MOVED BY: Peter Bishop  
SECONDED BY: Ron Perozzo

THAT the Minutes of the Board of Governors’ Meeting No. 514 held on November 8, 2017, be approved.

CARRIED

5.1 **Business Arising**

There was no business arising from the previous minutes.
5. **MINUTES OF THE PREVIOUS MEETINGS**  (Continued)

5.2 **Monthly Evaluation Summary**

The Monthly Evaluation Summary from the meeting held on November 8, 2017, for information.

The Chair indicated that because of the comments on timing, agenda items were moved into the consent agenda for this meeting.

6. **IN CAMERA**

    MOVED BY:  Eric Rutherford  
    SECONDED BY:  Kristen Oliver  

    THAT we move into an In Camera Meeting in order to receive information relative to identifiable individual(s).

    CARRIED

The Board moved In Camera at 8:51 a.m.

The Board resumed open session at 10:05 a.m. and held a 10 minute recess.

6.1 **Rise and Report**

**Executive Compensation**

Memorandum from the Secretary to the Board, dated January 3, 2018, relative to the results of an electronic vote on the posting of the Executive Compensation documents was distributed with the Board of Governors (In Camera) agenda package to the external Governors only. At that time, the Board was advised that motions relative to the same would be presented in open session for consideration.

    MOVED BY:  Peter Bishop  
    SECONDED BY:  Ron Perozzo  

    THAT the motion relative to not proceeding with posting the executive compensation documents, passed electronically on January 3, 2018, be repealed.

    CARRIED

    MOVED BY:  Kristen Oliver  
    SECONDED BY:  Dan Topatigh  

    THAT we agree to proceed with posting the executive compensation documents.

    CARRIED
6. **IN CAMERA** (Continued)

   6.1 **Rise and Report** (Continued)

   **Executive Compensation** (Continued)

   The revised Executive Compensation Program was distributed to the external Board of Governors only and presented at the Board of Governors (In Camera) meeting, held earlier. At that time, the Board was advised that a motion would be presented in open session for consideration.

   **MOVED BY:** Kristen Oliver
   **SECONDED BY:** Peter Bishop

   THAT we approve the revised Executive Compensation Program for Confederation College, as presented at the January 10, 2018 Board of Governors (In Camera) meeting.

   CARRIED

7. **ENDS DISCUSSION**

   No Ends Discussion at the meeting.

8. **ITEMS FOR DECISION**

   8.1 **TECH Hub Equipment – NOHFC Funding**

   Memorandum from Mr. G. Patterson, Chair, dated December 21, 2017, containing a motion, advising that as part of the evaluation process for Confederation College’s request for funding for equipment for the TEC Hub, the Northern Ontario Heritage Fund (NOHFC) requested a motion, from the Board of Governors. Due to the request, a motion was passed by the Executive at the Coordinating Committee meeting on December 20, 2017.

   In compliance with Section 29 of By-law #11, the motion, was presented at the January 10, 2018 Board of Governors’ meeting for ratification.

   Since the passing of the motion, in accordance with FEDNOR, the application to FEDNOR will be in the amount of $1 million dollars. Therefore, the motion was revised to allow for this information.
8. ITEMS FOR DECISION (Continued)

8.1 TECH Hub Equipment – NOHFC Funding (Continued)

MOVED BY: Riley Burton  
SECONDED BY: Peter Bishop

THAT with respect to the “Confederation College Campaign Planning Study Report.” dated April 2017, we approve the fundraising plan;

AND THAT the College will contribute $2M through a capital fundraising campaign for the TEC Hub Phase 2 (Equipment Fit-Up) project.

AND THAT applications be made to the Northern Ontario Heritage Fund Corporation (NOHFC) in the amount of $2 million and to FedNor in the amount of $1 million;

AND THAT, although project overruns are not anticipated; should any occur, they will be covered by the College through a bridging loan;

AND THAT although annual operating deficits are not anticipated; should an annual operating deficit occur, the funding will come from general operations to cover any shortages.

CARRIED

8.2 Mid-Year Forecast to Meet MAESD’s Canadian Public Sector Accounting (CPSA) Standards

At the November 8, 2017 Board of Governors’ meeting, memorandum from Mr. K. Adams, Vice President–College Services and Treasurer, dated November 8, 2017, was presented. At that time, a motion was passed approving the updated forecast to be submitted to the Ministry by January 8, 2018. Given the faculty strike, the Ministry of Advanced Education and Skills Development, has extended the submission of the Mid-Year Forecast.

Memorandum from Mr. K. Adams, Vice – President – College Services and Treasurer, dated January 10, 2018, attaching the revised 2017-18 Forecast Budgeted Statement of Financial Position and the revised 2017-18 Forecast Budgeted Statement of Operations.

MOVED BY: Dan Topatigh  
SECONDED BY: Jodi Afonso

THAT with respect to the memorandum from Mr. K. Adams, Vice President – College, dated January 10, 2018, we recommend that the motion relative to the Board of Governors for Confederation College approving the updated forecasted Financial Statement, presented at the November 8, 2017, Board of Governors meeting, be repealed;
8. **ITEMS FOR DECISION** (Continued)

8.2 Mid-Year Forecast to Meet MAESD’s Canadian Public Sector Accounting (CPSA) Standards

AND THAT we, the Board of Governors for Confederation College, approve the following revised forecasted Financial Statement to be submitted to the Ministry of Advanced Education and Skills Development by January 23, 2018:

- Revised mid-year 2017-18 Forecast Budgeted Statement of Financial Position (reflects decreases in Cash and Net Assets related to revised forecast of the statement of operations); and
- Revised mid-year 2017-18 Forecast Budgeted Statement of Operations (reflects decreases in revenue and increases in expenses related to the faculty strike recovery initiatives).

CARRIED

8.3 **Policy Review**

At the request of the Governance Committee, at the May 15, 2017, Coordinating Committee Meeting, the Committee agreed that regular review of GP and BMD Policies be deferred until the Governance Committee review is completed.

At the Board retreat on January 9, 2018, the following Governance Process policies will be presented for review. At that time, the Board will be advised that the policies will be presented for approval and/or reconfirmation, except for GP-2i – Linkage with Other Organizations and GP-2k – Board Linkage with the Community, which will be presented at the March 14, 2018 Board meeting for approval.

Copies of the following revised policies were included in the Board of Governors’ Retreat Agenda.

- GP-1 Global Governance Process
- GP-2a Governing Style
- GP-2b Board Job Description
- GP-2c Board Chair’s Role
- GP-2d Board Secretary’s Role
- GP-2e Board Committee Principles
- GP-2f Board Committee Structure
- GP-2g Annual Planning
- GP-2h Governance Investment
- GP-2j Principles of Board Self Evaluation

In addition, the following policies are scheduled for routine content review:

- EL-1 – Global Executive Constraint
- EL2i – Public Image
8. **ITEMS FOR DECISION** (Continued)

8.3 **Policy Review** (Continued)

MOVED BY: Laurie Hayes  
SECONDED BY: Lori Maki

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

- GP-1 Global Governance Process
- GP-2a Governing Style
- GP-2b Board Job Description
- GP-2c Board Chair’s Role
- GP-2d Board Secretary’s Role
- GP-2e Board Committee Principles
- GP-2f Board Committee Structure
- GP-2g Annual Planning
- GP-2h Governance Investment
- GP-2j Principles of Board Self Evaluation
- EL-1 Global Executive Constraint
- EL-2i Public Image

CARRIED

8.4 **Strategic Mandate Agreement – Repeal of Motion**

Memorandum from Mr. G. Patterson, Chair, dated January 2, 2018, containing a motion, relative to the above noted.

MOVED BY: Eric Rutherford  
SECONDED BY: Owen Smith

THAT the motion, relative to the approval, in principle, of the Strategic Mandate Agreement between Confederation College of Applied Arts and Technology and the Ministry of Advanced Education and Skills Development 2017-2020 passed at the September 13, 2017 Board of Governors’ meeting, be repealed.

CARRIED
9. **MONITORING**

9.1 **EL-2a – Treatment of Learners**

Monitoring Report EL-2a Treatment of Learners, for approval.

An addendum to this report will be provided to the Board of Governors in the spring.

It was requested by the Board that information on how the college is addressing the upcoming legalization of marijuana be provided at an upcoming meeting.

MOVED BY: Darlene Furlong
SECONDED BY: Peter Bishop

THAT we accept Report EL2a – Treatment of Learners to the Board, showing full compliance with a reasonable interpretation of the policy.

CARRIED

10. **INFORMATION ITEMS**

10.1 **President’s Update**

Local/Provincial/Federal Perspective

- Memorandum from the President, dated January 2, 2017, providing an overview of the upcoming events.
- President Madder provided an overview of the reasons for his upcoming trip to Mexico
- President Madder responded to questions regarding graduates of the pre-health program

10.2 **2017 to 2018 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**

Ron Perozzo led the Self-Evaluation Questionnaire.

11.2 **Assignment of Evaluation Leader – March 14, 2018**

Wendy Landry has been assigned as Evaluation Leader for the Board of Governors Meeting on March 14, 2018.
12. NEXT MEETING

The next Board of Governor's Meeting is scheduled to be held on Wednesday, March 14, 2017.

13. ADJOURNMENT

MOVED BY: Kristen Oliver
SECONDED BY: Dan Topatigh

THAT the Board of Governors' Meeting No. 516 held on January 10, 2018, be adjourned at 11:26 a.m.

CARRIED

Chair’s Signature

Secretary’s Signature