MINUTES OF MEETING:  BOARD OF GOVERNORS' NO. 494

DATE OF MEETING:  NOVEMBER 27, 2015

TIME:  8:30 A.M.

LOCATION:  SHUNIAH BOARD ROOM

CHAIR:  MR. C. FRALICK

MEMBERS OF THE BOARD

Peter T. Bishop
Riley Burton
Don Campbell
Chris Fralick
Darlene Furlong
Laurie S. Hayes
Peter Kuzyk
Wendy Landry
Jim Madder
Georjann Morriseau
George C. Patterson
Doris Rossi
Eric Rutherford
Ed Schmidtke
Owen Smith
Jordan Vezneau

MEMBERS OF THE STAFF

Ken Adams, Vice President - College Services and Treasurer
Gail Murdock, Vice President - Academic
S. Brenda Small, Vice President - Centre for Policy in Aboriginal Learning
Sue Prodaniuk, Executive Director – Advancement and Communications
Barbara Moro, Executive Assistant and Secretary to the Board of Governors

REGRETS

J.P. Levesque

1.  CALL TO ORDER

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

The Chair read aloud the following good news stories:

On Thursday November 12, 2015, four Confederation College International Dental Hygiene students completed the process of creating and fitting sports mouth guards for the Elk's Atom A Athletics Hockey Team, along with two student volunteers, Dental Clinic Staff and Instructors.
1. **CALL TO ORDER** (Continued)

A Senior’s Friendly Dental Clinic organized by Confederation College’s third-year Dental Hygiene students was held on Friday, November 20, 2015 for the clients of the Norwest Community Centre. Students offered free dental hygiene treatment for the seniors including assessment, scaling, polishing, fluoride and denture care as indicated by their client-specific dental hygiene care plan.

As the Board is aware, the Northern Colleges Collaboration Project is in year two. The level of sharing and quality of relationships being established across all institutions is outstanding. Confederation College is highly regarded with respect to our Aboriginal initiatives. Recently Canadore has expressed their interest in adopting our Aboriginal Learning Outcomes across their programs not limited to the collaborative programs. Gail Murdock will be working with colleague Marguerite Donohue, Canadore VPA to support their implementation plan. We anticipate other related collaborative opportunities such as professional development for faculty across both institutions.

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
2.1.4 2014/2015 Annual Report

MOVED BY: Ms. D. Rossi
SECONDED BY: Mr. E. Schmidtke

THAT the agenda as printed, including any additional information and new business and the consent agenda of the Board of Governors’ Meeting No. 494, to be held on November 27, 2015, be approved.

CARRIED

The Board was advised that the Program Advisory Committee Minutes are being posted to the SharePoint site until the upgrade to the website has been completed.

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

There were no declarations of potential conflict of interest.
4. **CHAIR’S REMARKS**

- Congratulations to Riley Burton who was elected to a three year term, commencing November 1, 2015 to the Thunder Bay Chamber of Commerce Board of Directors
- Confederation College Alumni Newsletter is available on the side counter if you wish to review. Featured on page 3 is Wendy Landry – President’s Award Recipient.
- Student Governors Jordan Vezeau was recently elected to the Board of the Human Resources Professional Association and was appointed as the Student Liaison between Lakehead University and Confederation College.
- College Administrator Magazine on counter if you wish. Featured articles on Sexual Assault Policies and Applied Research.
- Higher Education Summit Board Governance Training and Conference was held on November 14 to 16, 2015 and was attended by Wendy Landry, Georjann Morriseau, Owen Smith and Jordan Vezeau, and myself for the conference portion.
- Confederation College Stock the Bank - Official Needs distributed at the meeting.
- Reminders:
  - Picture of the Board immediately following meeting
  - Lunch in Rumours
  - Tour of New Residence
- Skills Ontario – Confederation College Report and 2015 Report to the Community were circulated, if you would like a copy, please advise.
- Lakehead University held its Annual Report to the Community Luncheon, which was attended by Governors George Patterson and Riley Burton. A copy of their 2014-2015 Annual Report being circulated at the meeting.
- The Chair provided an update on the Compensation Framework.

5. **MINUTES OF THE PREVIOUS MEETINGS**

The Minutes of the Board of Governors’ Meeting No. 492 and Board of Governors’ Retreat No. 493 held on September 25 and October 23, 2015, respectively, for approval.

**MOVED BY:** Mr. E. Rutherford  
**SECONDED BY:** Mr. G. Patterson

THAT Minutes of the Board of Governors’ Meeting No. 492 and Board of Governors’ Retreat No. 493 held on September 25 and October 23, 2015, respectively, be approved.

**CARRIED**

5.1. **Business Arising**

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

5.2 **Monthly Evaluation Summary**

The Monthly Evaluation Summary from the meeting held on September 25, 2015, for information.

With respect to some of the comments made regarding attendance in the monthly evaluation summary, the Chair reminded Governors to contact the Board Secretary if they would be unable to attend a meeting, in order to ensure quorum can be achieved.

The Evaluation Summary from the Board of Governors' Retreat held on October 23, 2015, for information.

5.3 **Governance Committee Meeting**

Minutes of the Governance Committee Meetings held on September 25 and October 16, 2015, for information.

5.4 **Audit Committee Meeting**

- An Audit Committee Meeting was held on Thursday, November 26, 2015. A verbal update was provided at the meeting by the Chair of the Committee.

The minutes of the Audit Committee meeting will be presented to the Board of Governors in January 2016 for information.

6. **IN CAMERA**

MOVED BY: Ms. W. Landry
SECONDED BY: Mr. P. Bishop

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

CARRIED

The Board moved into an In Camera meeting at 8:54 a.m.

6.1 **Rise and Report**

At 9:22 a.m. the Board moved back into open session.

Ms. Georjann Morriseau was in attendance when the open session resumed.
7. ENDS DISCUSSION

7.1 Board Agenda Cycle 2015-2016

Memorandum from Ms. B. Moro, Board Secretary, dated November 19, 2015, relative to the providing a recommendation from the retreat and attaching a copy of the draft new Board Agenda Planning Cycle and 2015/2016 Board priorities, for information.

7.2 Draft New Ends

Memorandum from the Secretary of the Board, dated November 19, 2015, containing a motion and attaching a copy of the draft new Ends, for approval.

MOVED BY: Mr. E. Schmidtk
SECONDED BY: Mr. G. Patterson

THAT the Board of Governors approve the new Ends 1-3, as presented at the November 27, 2015 Board of Governors Meeting, effective September 1, 2016;

AND THAT the word Aboriginal be replaced with the word Indigenous;

AND THAT the Mission Statement be reviewed as part of the Strategic Planning process and be brought back to the Board for approval in the Spring 2016.

CARRIED

A concern was raised with respect to whether there was potential for a legal or financial liability or land claim against the college if we formally acknowledge, in writing, that the college is on Indigenous lands by adopting the Negahneewin Council vision. In response, it was advised that this was not the intent of the vision and that it has become common practice to acknowledge that the City of Thunder Bay and its institutions are on Indigenous land. It was identified that by obtaining a legal opinion it may undermine the relationship that Confederation College has built with Negahneewin Council and that legal land claims are the jurisdiction of the Crown and would not be claimed against Confederation College and there was no risk of a claim being made. It was emphasized that the college was not bound to any legal or financial responsibilities by adopting the Negahneewin Council vision.

MOVED BY: Mr. E. Schmidtk
SECONDED BY: Mr. G. Patterson

THAT we seek a legal opinion on any potential legal or financial liabilities that may impact Confederation College by acknowledging that the college is on Indigenous land by adopting the Negahneewin Council Vision as part of its Ends.

CARRIED

Governors Wendy Landry and Georjann Morriseau requested to be recorded as opposed to the above resolution.
7. **ENDS DISCUSSION** (Continued)

7.3 **Strategic Enrolment Management Update**

At their meeting on November 13, 2015, the Coordinating Committee requested an update relative to the above noted.

A copy of the Strategic Enrolment Management update was distributed via email and placed on the SharePoint Site on Wednesday, November 25, 2015. Dr. Madder provided an overview and advised that a presentation will be given at the March 25, 2015 Board of Governors meeting.

A ten minutes break was held at 10:20 a.m.

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: Ms. D. Rossi  
SECONDED BY: Mr. E. Rutherford

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** (Continued)

8.2 **Nominating Committee Terms of Reference**

Memorandum from Mr. C. Fralick, Chair, dated November 19, 2015, 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: Mr. G. Patterson
SECONDED BY: Mr. R. Burton

THAT with respect to the memorandum from Mr. C. Fralick, Chair, dated November 19, 2015, 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

8.3 **Process for Election of Board Executive**

Memorandum from Ms. B. Moro, Secretary to the Board, dated November 19, 2015, containing a motion relative to the above noted.

MOVED BY: Dr. P. Kuzyk
SECONDED BY: Mr. O. Smith

THAT with respect to the memorandum from the Secretary to the Board, dated November 19, 2015, 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

9. **MONITORING**

9.1 **EL-2i – Public Image**

Monitoring Report EL-2i Public Image, for approval.

In response to a questions, College decisions was defined as those decisions made by the Board of Governors, as outlined on page 2 of the report.

MOVED BY: Ms. W. Landry
SECONDED BY: Mr. P. Bishop

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

CARRIED
9. **MONITORING (Continued)**

9.2 **EL 1 – Global Executive Constraint**

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

It was requested that this policy be brought to the Governance Committee for review.

MOVED BY: Ms. G. Morriseau
SECONDED BY: Ms. D. Rossi

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: Mr. E. Rutherford
SECONDED BY: Mr. G. Patterson

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 Standards**

Memorandum from Mr. K. Adams, Vice – President – College Services and Treasurer, dated November 20, 2015, containing a motion and attaching the Restated 2015-16 Forecast Budgeted Statement of Financial Position and the Restated 2015-16 Forecast Budgeted Statement of Operations, relative to the above noted.

MOVED BY: Mr. D. Campbell
SECONDED BY: Dr. P. Kuzyk

THAT the Board of Governors for Confederation College approves the following unaudited restated forecasted Financial Statement, as revised, to be submitted to the Ministry of Training, Colleges and Universities by January 8, 2016:
- Restated 2015-2016 Forecast Budgeted Statement of Financial Position; and

CARRIED
11. INFORMATION ITEMS

11.1 President’s Update

Local/Provincial/Federal Perspective

- Memorandum from the President, dated November 12, 2015, providing an overview of the upcoming events. The President advised that a Memorandum of Understanding would be signed with Couchiching First Nation, on December 8, 2015, as well, at the meeting.
- A verbal update was provided on the Approach to Engagement.
- Strategic Mandate Agreement College Annual Report 2014-2015. A copy of the agreement was made available to the Board of Governors on the SharePoint Site, for information.

It was the consensus of the Board to invite a representative from the Ministry of Training Colleges and Universities to a Board meeting to speak and respond to questions regarding financial requirements, our unique populations, etc. A request will be made and the item will be placed on an upcoming Coordinating Committee meeting to be worked into the agenda cycle.

Concerns were raised with respect to crisis management. The Board was advised that there are specific protocols that must be adhered to. This item will be placed on the Coordinating Committee meeting agenda for discussion.

11.2 Higher Education Summit

The Annual 2015 Higher Education Summit was held in Toronto at the Sheraton Centre Toronto Hotel from November 14 through 16, 2015. A report from the following Board of Governors providing an overview of the Summit:
- Chris Fralick;
- Wendy Landry;
- Georjann Morriseau;
- Owen Smith (Distributed at the meeting); and
- Jordan Vezeau.

12. SELF-EVALUATION OF THE GOVERNANCE PROCESS

12.1 Questions

Dr. L. Hayes, reviewed the questions with the Board of Governors.


Dr. P. Kuzyk was assigned as evaluation leader on January 22, 2016.
13. **NEXT MEETING**

   The next Board of Governor's Meeting will be held on Friday, January 22, 2016, followed by a luncheon with Negahneewin Council.

14. **ADJOURNMENT**

   MOVED BY: Dr. P. Kuzyk  
   SECONDED BY: Ms. W. Landry

   THAT the Board of Governors’ Meeting No. 494 held on November 27, 2015, be adjourned.

   CARRIED

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Chair's Signature

Secretary's Signature