MINUTES OF MEETING:

DATE OF MEETING: SEPTEMBER 25, 2015

TIME: 8:30 A.M.

LOCATION: SHUNIAH BOARD ROOM

CHAIR: MR. C. FRALICK

MEMBERS OF THE BOARD

Peter T. Bishop
Riley Burton
Chris Fralick
Darlene Furlong
Laurie S. Hayes
Peter Kuzyk
Wendy Landry
Jim Madder
Georjann Morriseau
George C. Patterson
Doris Rossi
Eric Rutherford
Jordan Vezeau

REGRETS

Don Campbell
J.P. Levesque
Ed Schmidtke
Owen Smith

1. CALL TO ORDER

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

The Chair welcomed Mr. Bill Summers, Vice President – Research and Policy – Colleges Ontario who is visiting Confederation College yesterday and today and will speak later in the agenda, as well as two new Governors Georjann Morriseau and Jordan Vezeau, the Student Appointee.

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

GUEST:

Bill Summers, Vice-President – Research and
Policy – Colleges Ontario
2. CALL TO ORDER (Continued)

The Chair read aloud the following good news story:

On August 19, former Everest College students enjoyed a special celebration. Graduates received a Medical Laboratory Assistant certificate from Confederation College, after completing their studies in Sudbury at Cambrian College. There were nine graduates in total with eight attending the ceremonies.

Thanks to an agreement between Cambrian and Confederation, following the closure of Everest in February 2015, the former Everest students were able to resume classes May 4, using Ministry-approved curriculum from Confederation and lab facilities at Cambrian.

During the ceremony, Cambrian College President, Bill Best, and Confederation College's Associate Dean of the School of Health & Community Services, Shane Strickland, applauded the graduates for their resilience and their perseverance. It was an emotional day that marked a major milestone for the graduates.

3. APPROVAL OF THE AGENDA AND CONSENT AGENDA

2.1 Consent Agenda

2.1.1 Advisory Committee Minutes
- Aviation Technician-Airport Technician - April 23, 2015
- Culinary Management – May 21, 2015
- International Business – May 27, 2015
- Pre-service Fire Fighter – May 28, 2015
- Office Administration – June 2, 2015

2.1.2 Negahneewin Council
- No minutes were presented.

2.1.3 Advisory Committee Appointments

2.1.4 2014/2015 Annual Report

MOVED BY: Ms. D. Furlong
SECONDED BY: Ms. L. Hayes

THAT the agenda as printed, including any additional information and new business and the consent agenda of the Board of Governors' Meeting No. 492, to be held on September 25, 2015, be approved.

CARRIED

3 DECLARATION OF POTENTIAL CONFLICT OF INTEREST

There were no declarations of potential conflict of interest.
4 PRESENTATION

Mr. Bill Summers, Vice-President – Research and Policy – Colleges Ontario who was visiting Confederation College on September 24 and 25, 2015 and provided an overview relative to College Ontario's new strategic plan, "Fuelling Prosperity", which prioritizes:
1. Developing a new generation of leaders and innovators
2. Investing in learning and teaching excellence
3. Providing the right education and credentials for tomorrow's workforce
4. Increasing opportunities for access and student success
5. Providing strong community leadership

In addition, he also spoke to:
• 3-year degrees;
• Partnerships;
• Pathways;
• Apprenticeships; and
• Funding.

5 CHAIR'S REMARKS

The Chair spoke to the following items:
• Thanked the Governors who attended the Community Partners Event and advised that the event raised over $30,000 for student bursaries
• The Order in Council has been received appointing Georjann Morriseau to the Board of Governors,
• Recognized and thanked George Patterson, who ran an introduction to Geology for our Career Sampler camp, as well as volunteered at the College booth for the Mining Day festivities at the Marina. He clearly is a board member that acts as an advocate for the College.
• Copies of the Manual for Effective College Governance were distributed.
• A copy of the Board contact list was distributed via email on Tuesday and available in hard copy today.
• Request of experienced Governors to make themselves available to provide mentorship for new Governors
• RSVP requested for Board Members to attend the rescheduled Orientation Session on Thursday, November 26.
• Please contact the Board Secretary if you are unable to make a meeting, in advance, so that alternate arrangements can be made if we have to.

6 APPROVAL OF MINUTES OF MEETING NO. 491

MOVED BY: Ms. D. Rossi
SECONDED BY: Ms. L. Hayes

THAT the Minutes of the Board of Governors' Meeting No. 491 held on June 26, 2015, be approved.

CARRIED
6  APPROVAL OF MINUTES OF MEETING NO. 491 (Continued)

In response to a question, clarification was provided relative to Item 9.2, as contained in the minutes. The Board was advised that they had requested additional information relative to the benefits and impact of projects, such as restructuring and layoffs.

6.1  Business Arising

Memorandum from Mr. J. Madder, President, dated September 4, 2015, providing an update relative to the Ministry of Training, Colleges and Universities announcement on 3-year college degrees or standalone nursing degrees for colleges, as identified in Item 10.1 – President’s Update in the minutes of Meeting No. 491 of the Board of Governors held on June 26, 2015.

6.2  Monthly Evaluation Summary

The Monthly Evaluation Summary from the meeting held on June 26, 2015, for information.

Board members were reminded to complete their evaluation forms, in full, with a number value allocated, where necessary in order to get accurate percentages.

6.3  Industry Stakeholders Meeting Minutes

Minutes of the Industry Stakeholders Meeting held with members of the Governance Committee to review the draft new Ends, held on August 18, 2015, for information.

Mr. C. Fralick advised that a previous meeting had been held with Negahneewin Council and that the purpose of the meeting with the Industry Stakeholders to ensure that we are on the right path.

7.  IN CAMERA

MOVED BY:  Mr. P. Bishop
SECONDED BY:  Mr. P. Kuzyk

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 9:28 a.m., the Board moved into an In Camera Session.

At 9:44 a.m., the Board resumed Open Session.

Ms. W. Landry joined the meeting at this time.

7.1  Rise and Report

There were no reports arising from the In Camera Session.
8. ENDS DISCUSSION

8.1 Board Agenda Cycle / Board Ends and Governance Discussion Priorities 2015-2016

A copy of the draft new Board Agenda Planning Cycle and 2015/2016 Board priorities.

8.2 Draft Retreat Agenda

A copy of the draft Board of Governors Retreat Agenda, which has been scheduled for Friday, October 23, 2015 at 8:30 a.m., for information.

The Board was advised that the location of the retreat will be moved to the Observatory to allow for greater Wi-Fi access.

At 10:10 a.m., the Board held a 10 minute break.

9. ITEMS FOR DECISION

9.1 Membership of the Nominating Committee

A Briefing Note relative to recommending an amendment to the membership of the Nominating Committee.

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

THAT with respect to the Briefing Note relative to the Membership of the Nominating Committee, presented at the September 25, 2015 Board of Governors Meeting, we recommend that the membership of the Nominating Committee be amended to include:

- Past Chair of the Board (if still a Governor) or Current Board Chair, to act as Chair of the Committee
- Three External Governors of the Board, who are not members of the Executive (preference will be given to longer term/experienced Governors)

AND THAT the President be identified as a Non-Voting Resource Person to the committee on new Governor interviews;

AND THAT the recommendation become effective immediately;

AND THAT By-law #11, the Terms of Reference for the Nominating Committee and GP-2f - Board Committee Structure be amended accordingly.

CARRIED
9. ITEMS FOR DECISION (Continued)

9.2 Policy Review

Memorandum from the Secretary – Board of Governors, dated September 4, 2015, relative to recommendations for changes to Policy GP-2c – Chair’s Role and GP-2f – Board Committee Structure.

Board-Management Delegation
- BMD-1 - Global Board-Management Delegation
- BMD-2a - Unity of Control

Executive Limitations
- EL-2c - Compensation and Benefits
- EL-2e - Financial Planning and Budgeting

Governance Process
- GP-2b - Board Job Description
- REVISED GP-2c - Chair’s Role
- GP-2e - Board Committee Principles
- REVISED GP-2f - Board Committee Structure

MOVED BY: Mr. G. Patterson
SECONDED BY: Ms. D. Rossi

THAT we recommend that the content of the following policies be re-confirmed, as presented:
- BMD-1 - Global Board-Management Delegation;
- BMD-2a - Unity of Control
- EL-2c - Compensation and Benefits;
- EL-2e – Financial Planning and Budgeting;
- GP-2b - Board Job Description; and
- GP-2e - Board Committee Principles;

AND THAT the amendments to the following policies be approved, as presented:
- GP-2c - Chair’s Role; and
- GP-2f - Board Committee Structure;

AND THAT By-law #11 and the necessary Terms of Reference be amended accordingly.

CARRIED
9  ITEMS FOR DECISION  (Continued)

9.3  New Board Members – Appointment and Confirmation

Memorandum from Mr. C. Fralick, Chair, addressed to the Board of Governors, dated September 4, 2015, relative to the above noted.

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

THAT Wendy Landry be appointed as Governor of the Confederation College Board of Governors for the term September 1, 2015 to August 31, 2018;

AND THAT the Board welcome and confirm the appointments of the following new Governors to the Board of Governors for Confederation College:
• Wendy Landry, Appointed by the Board;
• Georjenn Morriseau, LGIC;
• Owen Smith, Support Staff Appointee; and
• Jordan Vezeau, Student.

CARRIED

9.4  Board Committee Appointments

Memorandum from Mr. C. Fralick, Chair, dated September 4, 2015, containing a motion for consideration, relative to the membership of Board Committees and attaching:
• Board Committee Chart,
• Board Committee Matrix; and
• Terms of Reference for the five committees.

The Chair advised that there was an opening on the Nominating Committee for an external Governor. Ms. D. Furlong, indicated that she would be willing to sit on the Nominating Committee. Ms. Wendy Landry indicated that she was interested in sitting on the President’s Evaluation Committee, as an opening had arisen.

MOVED BY: Mr. P. Bishop
SECONDED BY: Ms. L. Hayes

THAT with respect to the memorandum from Mr. C. Fralick, Chair, dated September 6, 2015, relative to Board Committee Appointments, we recommend that the following Governors be appointed to the following committees:

<table>
<thead>
<tr>
<th>Nominating Committee</th>
<th>President’s Evaluation Committee</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Chris Fralick, Chair of Committee</td>
<td>1. Chris Fralick</td>
</tr>
<tr>
<td>2. J. P. Levesque</td>
<td>2. Don Campbell</td>
</tr>
<tr>
<td>3. Doris Rossi</td>
<td>3. Doris Rossi</td>
</tr>
<tr>
<td>4. Darlene Furlong</td>
<td>4. Laurie Hayes</td>
</tr>
<tr>
<td></td>
<td>5. Wendy Landry</td>
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</tbody>
</table>
9. **ITEMS FOR DECISION** (Continued)

9.4 **Board Committees Appointments** (Continued)

Audit Committee: 
1. Don Campbell  
2. Laurie Hayes  
3. George Patterson  
4. Eric Rutherford  
5. Tom Mustapic, External Non-Voting Member

Governance Committee:  
1. Laurie Hayes  
2. Peter Bishop  
3. Darlene Furlong  
4. Ed Schmidtke  
5. Riley Burton

Land Development Working Group:  
1. Don Campbell  
2. Riley Burton  
3. Peter Kuzyk  
4. Eric Rutherford  
5. Georjann Morriseau  
6. Jordan Vezza

Endowment Funds Committee:  
1. Eric Rutherford

CARRIED

9.5 **Program Advisory Committee Meeting Minutes**

A Briefing Note relative to recommending to the Board of Governors a new process for the distribution of Program Advisory Committee minutes, for consideration.

MOVED BY: Mr. G. Patterson  
SECONDED BY: Mr. R. Burton

THAT with respect to the Briefing Note on the Protocol for Program Advisory Committee Minutes on Board of Governors' agendas we recommend that Program Advisory Committee Minutes no longer be placed on the Board of Governors' Agenda for adoption, but will be posted to the College website, for information;

AND THAT the Program Advisory Committee Minutes Matrix be added to every regular Board of Governors agenda under the Consent Agenda, for information;

AND THAT the Program Advisory Committee Orientation Package and Operating Practice be amended accordingly.

CARRIED

It was the consensus of the Board, that the Coordinating Committee review the method in which the recommendations of the Program Advisory Committee meetings be brought to the Board of Governors, for information.
8. ITEMS FOR DECISION (Continued)

9.6 Coordinating Committee Terms of Reference

Memorandum from Mr. C. Fralick, Chair, dated September 17, 2015, containing a motion relative to recommending changes to the Coordinating Committee Terms of Reference, for consideration and attaching a copy of the draft revised Terms of Reference.

MOVED BY: Ms. L. Hayes
SECONDED BY: Ms. W. Landry

THAT with respect to the memorandum from Mr. C. Fralick, Chair, dated September 17, 2015, relative to the Coordinating Committee Terms of Reference we recommend that the revised Terms of Reference for the Coordinating Committee be approved, as presented.

CARRIED

9.7 Student Village Wellness Centre NOHFC Motion Request

Memorandum from Mr. K. Adams, Vice President – College Services and Treasurer of the Board, dated September 16, 2015, containing a motion, relative to the above noted.

A copy of the revised motion, relative to the above noted was placed on the desks.

MOVED BY: Ms. W. Landry
SECONDED BY: Mr. E. Rutherford

THAT the College will contribute $1.9M over 16 years through a capital loan from the Ontario Financing Authority (OFA);

AND THAT the College will assume the SUCCI loan, for the Student Village Wellness Centre, of $8.5 million amortized over a 25-year period;

AND THAT an application is being made to the Northern Ontario Heritage Fund Corporation (NOHFC) in the amount of $2 million;

AND THAT although project overruns are not anticipated; should any occur, they will be covered by the College through a capital loan from the Ontario Financing Authority (OFA);

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.

AND THAT following completion and review of the analysis and planning for the project, including all sources of funding and forecasted financial and educational impacts, final approval by the Board will be required in order to proceed.

CARRIED
10. MONITORING

There are no monitoring reports presented at this meeting.

11. INFORMATION ITEMS

11.1 President’s Update

Local/Provincial/Federal Perspective

- Memorandum from the President, dated September 11, 2015, providing an overview of the upcoming events.
- A copy of the Media Release announcing the Premier’s Award Nominees for 2015.
- Memorandum from The Cabinet Office addressed to Deputy Ministers, dated August 31, 2015, announcing Mr. Sheldon Levy will become Deputy Minister of Training, Colleges and Universities, effective December 1, 2015.
- A verbal update was provided on the OPSEU campaign to organize part-time college support workers.
- The Board was advised that a 10 Year Capital Plan will be brought to an Audit Committee in the future.

The Annual 2015 Higher Education Summit will be held in Toronto at the Sheraton Centre Toronto Hotel. A copy of the following was distributed with the agenda:

- Pre-conference Agenda - Saturday, November 14 to Sunday, November 15, 2015.
- Conference Agenda - Sunday, November 15 to Monday, November 16, 2015.
- Post-conference Agenda - Tuesday, November 17, 2015.

The Chair requested that all Governors interested in attending the 2015 Higher Education Summit, please contact the Board Secretary.

11.2 Executive Succession Planning

Memorandum from Ms. B. Moro, Secretary to the Board, dated September 16, 2015, relative to the above noted, for information.

The memorandum will be presented at the next Nominating Committee meeting for discussion and decision.

12. SELF-EVALUATION OF THE GOVERNANCE PROCESS

12.1 Questions

Governor R. Burton led the Board of Governors through the questions on the Self-Evaluation form.

12.2 Assignment of Evaluation Leader – Next Meeting

Governor Campbell was assigned as Evaluation Leader for the next meeting.
13. **NEXT MEETING**

   The next Board of Governor's Meeting will be held on Thursday, October 22, 2015 from 5:00 p.m. to 7:30 p.m.

   The Chair advised that he would review the content for the next Board of Governors meeting and determine if the meeting would be necessary.

   The Board of Governors' Annual Retreat is scheduled for Friday, October 23, 2015 at Fort William Historical Park at 8:30 a.m. until 4:30 p.m.

14. **ADJOURNMENT**

   MOVED BY: Mr. E. Rutherford
   SECONDED BY: Mr. P. Kuzyk

   THAT the Board of Governors' Meeting No. 492 held on September 25, 2015, be adjourned.

   CARRIED