



**Board of Governors
Public Meeting**
May 22, 2024
4:00 p.m.- 7:00 p.m.
Governors Boardroom/Teams
Meeting Minutes

We respectfully acknowledge that we are on Treaty No. 8 Territory, the traditional meeting grounds and gathering places of our First Nations, Métis, and Inuit peoples.

In Attendance:

Board of Governors:

Don Scott, Chair
Andrew Rosser, 1st Vice Chair, Public Member
Christian Matte, 2nd Vice Chair, Public Member
Joe MacNeil, Public Member (Regrets)
Kim Farwell, Public Member
Adele Thomson, Public Member
Kalpesh Patel, Public Member
Chief Raymond Powder, Public Member
Dr. Nermin Zukic, Academic Staff
Leon Bevans, CUPE Representative
Sandra Efu, Interim President & CEO

Administration:

Murray Walford, Vice President Corporate Services & CFO
Khwezi Mbolekwa, Associate Vice President, People, Culture and Innovation (Regrets)
Chantal Beaver, Associate Vice President, Public Engagement (Regrets)
Terri Turner, Executive Assistant (RS)

1 Call to Order

Don Scott, Board Chair, called the Public Board of Governors meeting to order at 4:01 p.m.

2 2.1 Declaration of Conflict of Interest:

There was no declaration of conflict of interest.

2.2 Declaration of Fraud & Irregularities:

K. Farwell referenced complaint case 24-00085 with the Public Interest Commission that is being investigated by the KC BOG

3. Adoption of Consent Agenda

Motion: "THAT, the Consent Agenda for the May 22, 2024 meeting of the Board of Governors be approved as presented/amended."

Moved by A. Thomson and seconded by K. Farwell **“that**, the Consent Agenda for the May 22, 2024 meeting of the Board of Governors be approved as presented.”

Carried Unanimously

4. **Adoption of Regular Agenda**

Motion: “THAT, the Regular Agenda for the May 22, 2024, meeting of the Board of Governors be approved as presented/amended.”

Moved by C. Matte and seconded by K. Farwell **“that** the Regular Agenda for the May 22, 2024 meeting of the Board of Governors be approved as amended.”

Carried Unanimously

5. **Board Executive Committee Update** (D. Scott)

5.1 Draft 2024/2025 Meeting Schedule (T. Turner)

- D. Scott referred to the pr read
- T. Turner reviewed the schedule noting the suggested joint meeting in March

Motion: “THAT the Board of Governors approve the adoption of the Board of Governors, Board Executive Committee, Finance & Audit, and Governance & HR 2024-2025 meeting schedule.”

Moved by C. Matte and seconded by A. Thomson **“that**, the Board of Governors approve the adoption of the Board of Governors, Board Executive Committee, Finance & Audit, and Governance & HR 2024-2025 meeting schedule.”

Carried Unanimously

6. **Governance & HR Committee Update**

6.1 Conflict of Interest

- A. Thomson referred to the form included in the package noting that this is a board requirement for the Auditors
- A. Thomson noted that the form cannot be signed until after June 30, 2024, and returned to T. Turner by the end of July 2024. T. Turner will send a reminded to all BOG after June 30, 2024
- M. Walford noted that disclosures must include any boards or Commissions, and companies that you invested in, then he, as CFO, will review and determine if there is a conflict or if there is potential for a conflict

6.2 Board Evaluation

- A. Thomson noted that the Board survey was completed, and there is a copy in the package; there was a request to add proper headings before the BOG meeting, but due to the evacuation, this was not completed before the package release.
- A. Thomson noted that she will work with K. Mbolekwa to look at benchmarks for the next strategic plan session and re-define again for next year

6.3 Board Matrix

- A. Thomson noted that the Matrix must be completed by Mid-June and submitted to the government; this assists with helping the government determine who to appoint to the BOG by identifying gaps
- A. Thomson requested that all BOG members review and complete the form and then return it to T. Turner

6.4 Action Log

- A. Thomson reviewed the Action Log, noting that the bylaws are to be reviewed in the fall; this will include a review of the remuneration policy to ensure alignment

,7. Finance & Audit Committee Update

7.1 Finance & Audit Committee Update (K. Farwell)

- K. Farwell noted the motions and the key points
- K. Farwell discussed the investment report and Bill 13
- K. Farwell noted that Bill 13 gives the Ministry of Infrastructure the first right of refusal for property sale, and they will only pay the assessment value; the land trust does not fall under this bill, but the other college's properties will fall under the Bill
- K. Farwell noted there will be a briefing note for the September 2024 meeting
- A. Thomson asked if we know if the value of our properties is less or more than the book value
- K. Farwell noted this will be included in the BN for September
- K. Farwell noted that IT completed a cyber security exercise that assisted with identifying areas in need of improvement and practices to test our systems
- K. Farwell referred to the Q3 forecast, noting the significant surplus,

7.2 Three Capital Priorities & Business Cases (M. Walford)

- M. Walford reviewed the pre-read, noting that for the labs and classrooms, he included the portion funded by the college
- A. Thomson asked about Reimagine, noting that the business case shows they are based in Romania. Would this cause any impact, and is it listed as a risk
- M. Walford noted the owner is located in Edmonton, but he will look into that concern and update as needed
- M. Walford reviewed the process for approval and identified the college should have an answer by February
- S. Efu noted that she is connecting with individuals from the GOA as it was identified they were concerned about the College's goals and direction; this will be discussed and clarified at executive so a consistent message can be provided to the GOA
- M. Walford referred to the Indigenous space, noting that at the Finance & Audit committee, it was agreed to keep this as a priority for all 3 phases with a request to use reserves for phase one. If we get approval from the government for this priority, then we will put the money back into reserves
- M. Walford referred to the student entrance noting that the intent is to make the entrance noticeable and have everything in one area for student access; we are only asking for planning money, and if approved, this indicates the government is in support of the project

Motion: “THAT the Board of Governors approve the Business Cases for the three capital initiatives and the Capital Priorities Templated and templates that will be submitted to the Ministry of Advanced Education following the review requested by the BOG.”

Move by C. Matte and seconded by A. Thomson “**that**, the Board of Governors approve the Business Cases for the three capital initiatives and the Capital Priorities Templated and templates that will be submitted to the Ministry of Advanced Education following the review requested by the BOG.”

Carried Unanimously

Motion: THAT the Board of Governors approve \$752,642 from internally restricted surplus for Phase I of the Indigenous Gathering Space.”

Move by A. Thomson and seconded by C. Matte “that, the Board of Governors approve \$752,642 from internally restricted surplus for Phase I of the Indigenous Gathering Space.”

Carried Unanimously

7.3 Budget Submission (M. Walford)

- M. Walford noted that the budget is balanced, there is a 3.9 million surplus, and the college required another 50 positions to support the students; this significant increase is due to international students; the college has been allotted 2000 attestation letters, but the college decided to pull that number back to 500 this year, there are a significant number of students already here, this will remain the same, and there is still a need to continue to add student but a lower amount
- A. Thomson asked if there is a preferred course of study for these students
- S. Efu noted that there are ongoing meetings with the Dean and OR to ensure we mitigate the risks of our international students enrolling in one or two fields of study
- N. Zukic asked if we do not use the 2000 letters will this impact our relationship with the government and the other institutions who were not happy with their limited number of attestation letters
- S. Efu noted she has met with the acting DM, and there is an indication that the number of letters we will receive going forward will not change; she will be working with the ministry to ensure they understand our process and priorities and our plan to continue to grow over the next few years
- M. Walford noted the risk of not getting all the staff in place is a risk, but we started hiring early and hired support for this hiring
- D. Scott asked if the college is expecting the admissions to go up or down
- M. Walford noted the expectation is a slight decrease from \$3.4 million to \$2 million
- M. Walford noted there is a contingency plan for both if we do or do not get the students, and this is noted in the package BN

Motion: “THAT the Board of Governors approve the 2024-25 Budget as presented.”

Moved N. Zukic by Seconded by C. Matte “**that**, the Board of Governors approve the 2024-25 Budget as presented.”

Carried Unanimously

7.4 IMA Forecast & IMA Agreement 2024-25, Conformation of Metrics required – Information Only (M. Walford)

- M. Walford notes the Ministry gave us an option to make a change, but the college decided to keep it the same with the exception of changing the target number of student

7.6 KMP Disclosure (M. Walford)

- M. Walford noted that this is required by the auditors and that all board members must disclose all community and/or not-for-profit organizations and societies for which they are a Board Member or Director. The disclosure must all include private sector companies/businesses for which you are a Board Member or Director and/or have a significant ownership or controlling interest
- M. Walford noted that they cannot be signed until after June 31, 2024; once the disclosures are completed, he will review them to determine if the college has any transactions that are in conflict between you and

- M. Walford noted that T. Turner will be emailing forms and sending a reminder of the due date of the end of July 2024

8. **Academic**

- S. Efu noted that she connected with the GOA a week ago regarding our polytechnic status; it was identified that we need to think of a potential name; therefore, in the coming weeks, we will have discussions with marketing; one of the times lines for this change and launch is May 25, 2025, as that is the Colleges 50th anniversary
- S. Efu noted that as a polytechnic, we will need additional board members and review our board complement with regards to recommendations; the board will need 4 additional board members (1 academic and 3 public)
- S. Efu noted that as we are not officially a polytechnic, we want to be working on this to ensure we are prepared

8 **In-Camera**

Motion: “THAT, the Board of Governors move in-camera.”

Moved by A. Thomson and seconded by K. Farwell “**that**, the Board of Governors move in-camera.”

Carried Unanimously

9.1 Update from the Board Executive Committee – All Members

9.2 Update from Board Executive Committee –Public members only

9.3 BOG In Camera Minutes April 24, 2024 – Public members only

Motion: “THAT, the Board of Governors conclude the in-camera discussion.”

Moved by C. Matte and seconded by A. Thomson “**that**, the Board of Governors conclude the in-camera discussion.”

Carried Unanimously

Motion “THAT the April 24, 2024 Board of Governors In-Camera minutes are approved as presented/amended.”

Carried Unanimously

Moved by C. Matte and seconded by A. Thomson “**that**, the April 24, 2024 Board of Governors In-Camera minutes are approved as presented.”

Carried Unanimously

9. **Adjournment**

There being no further business, **moved by C. Matte** and seconded by K. Farwell “**that**, the meeting of the Board of Governors be adjourned at 7:45 p.m.”

Carried Unanimously