

**NorQuest College Board of Governors
Public Meeting**

March 15, 2021
4:00 p.m. – 7:30 p.m.

MINUTES

<p>Attendees: Carla Madra, Board Chair Brian Hjlesvold, Vice Chair Carolyn Campbell, President & CEO Chris Lavin Gayle Burnett Jennifer Cleall Jenny Adams Joette Decore Leslie Sayer Maria Bavaro Philomina Okeke-Ihejirika</p> <p>Regrets: Albert Nsapu Lily Le</p> <p>Recorder: Wanda Winsor, Board Coordinator</p>	<p>Resource Team: Brad Arkison, AVP Marketing & Communications David Middagh, Chief of Staff & Director of Strategy Jill Matthew, Chief Learner Experience Officer Laurel Evans, VP People & Culture Marian Gayed, VP External Relations Michelle Beck, VP Corporate Services & Finance Norma Schneider, VP Academic</p> <p>Guests: Cherie Sawaryn, Executive Director SANQC Jason Ennis, Global Public Affairs Joan Hertz, NorQuest Legal Council Mariesa Carbone, MNP Marla Dorin, MNP Melissa Carvalho, Global Public Affairs Nancy Thornton, Director International Markets Yonathan Sumamo, Global Public Affairs</p>
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1. OPENING

1.1. Quorum

Carla Madra, Chair, confirmed that attendance constituted quorum.

1.2. Call to Order

The Chair called the meeting to order at 4:02 p.m. and acknowledged that the meeting was taking place on Treaty 6 Territory.

1.3. Conflict of Interest

The Chair provided board members with an opportunity to declare a conflict of interest with any of the items on the agenda. None were declared.

2. APPROVAL OF CONSENT AGENDA

MOTION

Moved by C. Lavin and seconded by J. Adams THAT the Board of Governors approve and acknowledge all consent agenda items, as presented:

- 2.1 Minutes of November 2, 2020, December 21, 2020, January 18, 2021, February 3, 2021

- 2.2 2021-2022 Board Meeting & Event Schedule
- 2.3 Downtown Campus Development Project Update
- 2.4 YTD Financial Report & CFO Update
- 2.5 Teaching & Research Continuing Care Centre (TRCCC) Update
- 2.6 President's Written Report
- 2.7 Board Chair Written Report
- 2.8 2021-21 Organizational Priorities Q2 Update

CARRIED

3. APPROVAL OF AGENDA

MOTION

Moved by B. Hjlesvold and seconded by J. Cleall THAT the Board of Governors approve the March 15, 2021 Public Board Meeting agenda as presented.

CARRIED

4. VERBAL REPORTS

4.1 Board Chair

C. Madra gave an update on various meetings that have taken place with the Minister of Advanced Education and another that is upcoming on April 6, 2021.

4.2 President & CEO

C. Campbell updated the board on the college's newest employee engagement survey results, advancement plan, micro-credential offerings, and strategic plan development progress.

4.3 Chair, Finance & Audit Committee

C. Lavin provided a verbal update from the Finance and Audit committee. Items covered in the last committee meeting included the proposed tuition and fees schedule, the internal audit plan and Canadian Auditing Standards changes.

4.4 Chair, Governance Committee

B. Hjlesvold provided an update from the Governance Committee meeting. Topics discussed by the Governance Committee included a reinstated strategic framework, risk management dashboard and the board evaluation process.

4.5 Chair, Human Resources (HR) Committee

B. Hjlesvold provided an update to the Board on various HR topics including approval of the President & CEO Expenses and Absence Report, the Occupational Health & Safety Report, the annual succession and recruitment plan which would only come in to effect if the organization were faced with an untimely vacancy.

Board members with a labour relations conflict were asked to recuse themselves for a short portion of the Human Resources Chair report.

L. Sayer, M. Bavaro, P. Okeke-Ihejirika and G. Burnett exited the meeting.

MOTION:

Moved by C. Lavin and seconded by J. Adams THAT the Board of Governors approve the prescribed mandate and on matters related to the collective bargaining process, delegate the authority to the VP People and Culture to negotiate a tentative agreement and take the necessary steps to bring it to the ratification stage.

CARRIED

M. Bavaro, G. Burnett, P. Okeke-Ihejirika and L. Sayer rejoined the meeting.

4.6 Chair, Teaching & Research Continuing Care Centre (TRCCC) Committee

J. Decore provided an update on the TRCCC Committee since the last board meeting. One development of note is that external legal and financial advisors have been engaged and are working with NorQuest on the evaluation and selection process; as well as providing guidance to ensure the college's best interests are represented through a comprehensive and transparent process. Currently the project remains in the preliminary stages of development, without Government approval or any capital commitments.

5. MOTIONS/ INFORMATION/ DISCUSSION

5.1 Enterprise Risk Management (ERM) Framework and Risk Dashboard

Joan Hertz joined the meeting to present information to the Board on the College's new ERM framework based on the COSO risk management model. Once implemented, a dashboard displaying moderate and high-level risks will be submitted quarterly through the Governance committee and then to the Board of Governors.

J. Hertz exited the meeting following the presentation.

The Chair moved for a five-minute recess from 5:15 – 5:20 p.m.

5.2 Budget 2021 Analysis and Government Relations Update

Jason Ennis, Yonathan Sumamo and Melissa Carvalho of Global Public Affairs joined the meeting to provide insight into the impacts of the 2021 Provincial Budget and other government considerations.

J. Ennis, Y. Sumamo, and M. Carvalho exited the meeting following the presentation.

5.3 Tuition and Fees 2021-2022

N. Schneider and N. Thornton presented the background information and proposed changes to domestic and international tuition and mandatory non-instructional fees. This proposed fee schedule was recommended for approval from the Finance and Audit committee on February 24, 2021.

MOTION:

Moved by C. Lavin and seconded by G. Burnett THAT the Board of Governors approve the proposed 2021-2022 Tuition and Fees as presented.

CARRIED

N. Thornton exited the meeting following the Tuition and Fees discussion.

5.4 Students' Association of NorQuest College (SANQC) Update & 2020 Financial Statements

Cherie Sawaryn, Executive Director of the Students' Association, joined the meeting and presented the SANQC financial statements and reported that it was a clean audit without issues for concern.

C. Sawaryn exited the meeting following her presentation.

The Chair moved for a five-minute recess from 6:17 – 6:22 p.m.

5.5 Honorary Diploma Recommendations

C. Campbell presented the background information and confidential list of recommendations for potential Honorary Diploma recipients to be conferred at this year's virtual convocation ceremony.

MOTION:

Moved by B. Hjlesvold and seconded by J. Decore THAT the Board of Governors approve the list of recommended Honorary Diploma recipients as presented.

CARRIED

5.6 Centre 108 Update

M. Beck provided an update on the Centre 108 Options that were discussed in the Special Closed Meeting of the Board on February 3, 2021 and reported that NorQuest will not be proceeding at this time.

5.7 Learning from Laurentian University (LU)

C. Lavin introduced Meyers Norris Penny LLP representatives, Marla Dorin and Mariesa Carbone, who were invited to join the meeting and provide a presentation on learnings for post-secondary institutions in light of LU's court proceedings.

M. Dorin and M. Carbone exited the meeting following their presentation.

6. IN CAMERA

6.1 In Camera Session-with President & CEO

The Board of Governors excused the Recorder and Resource Team members at 7:14 p.m. for an In-Camera Session.

6.2 In Camera Session–without Management

The Board of Governors excused the President & CEO for an In-Camera Session without management.

7. CONCLUSION

The Chair adjourned the meeting at 7:40 p.m.