

Board of Governors Meeting MINUTES

March 2, 2023

12:00 p.m. – 4:00 p.m.

Innovation Studio, 5th Floor, CELT

<p>Attendees:</p> <ul style="list-style-type: none"> ▪ Mike Bacchus, Board Chair ▪ Tina Naqvi-Rota, Vice Chair (v) ▪ Carolyn Campbell, President & CEO ▪ Adam Chrobak ▪ Ashley Snape (v) ▪ Brad Pickering ▪ Chris Lavin ▪ Jennifer Cleall (v) ▪ Jenny Adams ▪ Joette Decore ▪ June Parham ▪ Megan Schwann ▪ Supriya James <p>Regrets:</p> <ul style="list-style-type: none"> ▪ Navjot Kaur ▪ Tarandeep Kaur ▪ Laurel Evans, VP People & Culture <p>Resources:</p> <ul style="list-style-type: none"> ▪ Brad Arkison, VP Marketing & Communications ▪ David Middagh, Chief of Staff, Director of Strategy ▪ Dale Babich, Controller ▪ Jackie Nelson, VP External Relations ▪ Jill Matthew, VP Administration & CFO (v) ▪ Jonathan Robb, VP Learner Experience ▪ Shauna Yohemas, Director People & Talent Operations ▪ Norma Schneider, VP Academic <p>Recorder:</p> <ul style="list-style-type: none"> ▪ Veronica Duarte, Board Coordinator 	<p>Guests:</p> <ul style="list-style-type: none"> ▪ Trevor Morton, Director, Facilities NorQuest ▪ Ian Howatt, Director, Student Services NorQuest ▪ Camille Maclean, Administrative Assistant NorQuest ▪ Robert Gurney, Social Work Program Student ▪ Harman Bajwa, Business Administration Student ▪ Ama Dogbefou, English as a Second Language Intensive Program Student ▪ Nicolas Martin Martin, Business Administration Student ▪ Renuka Jantz, Settlement Studies Diploma Program Student ▪ Somoud Sbehat, Settlement Studies Diploma Program Student ▪ Patti Hergott, Dean, Research and Academic Innovation (RAI) ▪ Erika Goble, Vice Dean, Research, RAI ▪ Angharad Hong Brown, Manager Program Development, RAI ▪ David Settle, Manager Innovation Studio, RAI ▪ Dawn Witherspoon, Manager Curriculum Development, RAI ▪ Doug McKenzie, Consultant Finance and Grants, RAI ▪ Erin Waugh, ACT! Project Lead, RAI ▪ Lisa Rochman, Vice Dean, Colbourne Institute of Inclusive Leadership, RAI ▪ Loni Robertson, Manager, Digital Education & Faculty Development, RAI ▪ Sarah Smyth, Manager, Quality, Communications and Operations, RAI ▪ Tony Olmstead, Manger Institutional Research, RAI <p>(v) - denotes virtual attendance</p>
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1. OPENING

1.1 Quorum

M. Bacchus, the ‘Chair’, confirmed that attendance constituted quorum.

1.2 Call to Order

The Chair officially called the meeting to order at 12:15 pm.

1.3 Land Acknowledgement

J. Robb share a land acknowledgment for the Board.

1.4 Conflict of Interest & Confidentiality

The Chair provided board members with an opportunity to declare a conflict of interest with any of the items on the agenda. J. Decore declared that she may have a perceived conflict of interest relating to TRCCC and advised she will recuse herself from the TRCCC committee update.

1.5 Chair’s Opening Comments

The Chair shared a video on NorQuest 2030 and opened the meeting with welcome comments.

1.6 Optional In-Camera Session

No in-camera session was required at this time.

2. APPROVAL OF AGENDA

The Chair requested if there were any questions or comments on the agenda. No questions or comments were presented.

MOTION

THAT the Board of Governors approve the March 2, 2023, Board Meeting agenda as presented.

Moved: B. Pickering

Seconded: D. Hugo

MOTION CARRIED

3. APPROVAL OF CONSENT AGENDA

Consent Agenda items presented in the board package included:

- 2.2 Minutes – October 27, 2022
- 2.3 Action Register
- 2.4 Updated Board Schedule and Calendar
- 2.5 Board Attendance Record
- 2.6 Board of Governors Skills Matrix 2023
- 2.7 Insurance Update
- 2.8 Financial Report & Forecast
- 2.9 Strategic Risk Report
- 2.10 Naming of Indigenous Student Centre

The Chair requested if there were any questions or feedback on the consent agenda from the Board. No comments were brought forward.

MOTION

THAT the Board of Governors acknowledge all consent agenda items presented, which includes the approval of the October 27, 2022 Board meeting minutes, the Updated Board schedule and calendar, and the naming of the Indigenous student centre.

Moved: M. Schwann

Seconded: A. Chrobak

CARRIED

3. STRATEGY, CULTURE, EDUCATION AND DECISIONS

3.1 Land Acquisition

T. Morton joined the meeting in person at 12:25 p.m.

J. Matthew opened with comments and brought forward this topic for discussion and briefing of a land acquisition opportunity that aligned with growth targets in the College's campus master plan.

D. Babich provided a financial overview of the proposed land acquisition. The board discussed the model at length but overall expressed support for the acquisition of land.

J. Cleall joined the meeting virtually at 12:49 p.m.

T. Morton exited the meeting at 12:55 p.m.

4.1 President & CEO Report

C. Campbell provided a high-level update on college strategy and operations and discussion ensued.

The board went into an in-camera session with the President and resources to discuss the honorary diploma recipients.

Motion

THAT the Board of Governors approve the attached list of recommended Honorary Diploma candidates.

Moved: C. Lavin

Seconded: B. Pickering

CARRIED

Motion

THAT the Board of Governors approve a special Honorary Diploma for her Excellency the Right Honourable Mary May Simon, Governor General of Canada; to be conferred at a separate event outside of our normal convocation cycle.

Moved: S. James

Seconded: J. Adams

CARRIED

The meeting progressed to item 3.2 NorQuest Student Showcase.

3.2 Student Showcase

J. Robb opened on the student showcase activity and welcomed the facilitators.

C. Maclean and I. Howatt joined the meeting in person to open on the activity as the facilitators.

The Board members and Executive Team that were present in-person participated in a Q&A activity with six NorQuest students in the adjoining classroom.

C. MacLean, I. Howatt and the students exited the meeting at 2:01 pm.

3.3 Dessert with the Dean and Team of Research and Academic Innovation (RAI)

N. Schneider introduced the activity to the Board and directed the members to participate in a networking activity over dessert with the P. Hergott and leaders of the Research and Academic Innovation Team.

The activity started at 2:04 pm and concluded at 2:26 pm.

4. REPORTS

4.2 Governance Committee Report

J. Cleall provided an update from the Governance Committee meeting held on February 15, 2023. The Board discussed the activities and motions brought forward in relation to Board retreat planning, Committee membership, Public Board Member Recruitment Process and Mandate and Roles Document (MRD).

4.2A August Board Retreat

The Board discussed the upcoming August board retreat and possible venue and agenda options.

4.2B Committee Membership List and Terms of Reference Approvals

J. Cleall provided an update on the membership list, which included committee membership changes. The Board discussed and provided feedback on the changes.

Motion

THAT the Board of Governors approve the 2022-23 Board Committee Membership list as presented.

Moved: T. Naqvi-Rota

Seconded: A. Chrobak

CARRIED

J. Cleall provided background on the proposed change to the approval process of the Finance and Audit, Strategic Alliances (Community Engagement) and Governance Committees' Terms of Reference. It was proposed that all changes to standing and ad-hoc Committee Terms of Reference must be approved by the Board to ensure transparency in approvals.

Motion

THAT Board approval be required for all Board committee terms of reference.

Moved: S. James

Seconded: M. Schwann

CARRIED

4.2C Public Board Member Recruitment Process

J. Cleall provided an overview of the Public Member Recruitment process for Board discussion and approval.

Motion

THAT the Board of Governors approve the Public Member Recruitment Process as presented.

Moved: A. Snape

Seconded: C. Lavin

CARRIED

4.2D Mandate and Roles Document (MRD)

The Board provided feedback on the updated Mandate and Roles Document.

Motion

THAT the Board of Governors approve the Mandate and Roles Document as presented.

Moved: D. Hugo

Seconded: A. Snape

CARRIED

4.3 Finance and Audit Committee Report

C. Lavin provided a verbal report on behalf of the Human Resources Committee from the Committee meeting held on February 28, 2023.

4.3A Signing Authority

C. Lavin provided background on the Signing Authority changes. The Board discussed and relayed their questions to J. Matthew and D. Babich.

Motion

THAT the Board of Governors approve the updated Signing Authority Resolution.

Moved: J. Decore

Seconded: J. Cleall

CARRIED

4.3B Tuition & Fees Proposal 2023-24

J. Robb provided a high-level presentation on the proposed tuition and fees. The Board discussed the proposed fees and provided feedback.

Motion

THAT the Board of Governors approve the proposed 2023-24 Tuition and Fee proposal as presented, which includes the freeze of foundational programs.

Moved: C. Lavin

Seconded: B. Pickering

CARRIED

4.3C Fiscal Year-End Change

C. Lavin briefed the Board on the plan for the fiscal year-end change proposal from June 30 to March 31. J. Matthew and D. Babich provided further insight and answered any questions around the process. It was confirmed that should this be approved; the change would impact the 2024-25 fiscal year.

Motion

THAT the Board of Governors approve the college transition to a March 31 year end commencing with the 2024-25 fiscal year.

Moved: M. Schwann

Seconded: D. Hugo

CARRIED

4.4 Strategic Alliances Committee Report

J. Adams provided a verbal update from the previous Strategic Alliances committee meeting held on February 15, 2023. J. Adams shared that the Committee had its first inaugural meeting and brought forward a change to their Terms of Reference to a new name that aligns with their activities: the 'Community Engagement Committee.' An update on the Board key messages was shared and it was confirmed that the key messages to be utilized for external ambassadorial activities will be shared at the May board meeting.

MOTION

THAT the Board of Governors approve the Community Engagement Committee Terms of Reference as presented.

Moved: J. Cleall

Seconded: C. Lavin

MOTION CARRIED

4.5 Board Chair Report

The Chair provided a verbal update to the Board on his recent activities including meetings with board members, community events, government relations and advocacy.

J. Decore exited the meeting at 3:14 p.m.

4.6 Teaching, Research and Continuing Care Centre (TRCCC) Report

B. Pickering provided a verbal update on the TRCCC project since the last board report including conversations that have taken place with government stakeholders and an adjustment to the Committee Terms of Reference.

MOTION

THAT the Board of Governors to approve the TRCCC Terms of Reference as presented.

Moved: C. Lavin

Seconded: J. Adams

MOTION CARRIED

5. IN CAMERA

5.1 In Camera Session – with President and CEO

The Board of Governors went in-camera with the President and CEO at 3:35 p.m. S. Yohemas was invited to stay for the session to assist in the discussion.

5.2 In Camera Session– without President and CEO

The Board excused S. Yohemas at 3:45 p.m. and continued with an in-camera session with the President & CEO.

At 4:03 p.m. the Board went into an in-Camera Session with Board members only.

6. CONCLUSION

The meeting of the Board of Governors was adjourned at 4:26 p.m.

Mike Bacchus
Board Chair

Veronica Duarte
Board Coordinator