

## Board of Governors MINUTES

**March 7, 2024**

### NorQuest College Board of Governors Meeting

**Date:** Thursday, March 7, 2024

**Time:** 12:00 to 4:00 p.m.

**Location:** Innovation Studio, 5<sup>th</sup> Floor, CELT, NorQuest College  
10215 108 Street NW Edmonton, AB T5J 1L6  
Virtual via Microsoft Teams

#### **Board Members Present:**

1. Rob Heron, Board Chair
2. Tina Naqvi-Rota, Vice Board Chair
3. Ama Dogbefou, Student member
4. Brad Pickering, Public member (v)
5. Ashley Snape, Public member
6. Chris Lavin, Public member
7. Dan Hugo, Public members
8. Jennifer Cleall, Public member
9. Jenny Adams, Public member
10. Joette Decore, Public member
11. June Parham, Academic member
12. Megan Schwann, Public member
13. Supriya James, Public member

#### **Regrets:**

#### **Guests:**

- Nettie Wong, Team Lead, Testing & Learner Support
- Patti Hergott, Dean, Faculty of Research & Academic Innovation
- Elli Dhenavi, Vice Dean, Manager, Applied Research
- Jeannette LeBrie, Dean, Faculty of Arts & Sciences (FOAS)
- Rebecca Hardie, Academic Program Manager FOAS
- Arlene Eaton-Erickson, Academic Program Manager FOAS
- Jadine Sherman, Academic Program Manager FOAS
- Connie Veldman, Manager, Business Operations FOAS

#### **Management Present:**

- Carolyn Campbell, President & CEO
- Brad Arkison, Vice President, Enrolment & Communications
- Jill Matthew, Vice President, Administration & CFO
- Jackie Nelson, Vice President, External Relations
- Jonathan Robb, Vice President, Learner Experience
- Shauna Yohemas, Vice President, People & Culture
- Norma Schneider, Vice President, Academic
- David Middagh, Chief of Staff and Director of Strategy

#### **Recorder:**

- Veronica Duarte, Board Coordinator

*(v) - denotes virtual attendance*

## **1. OPENING**

### 1.1 Quorum

R. Heron, the Board Chair (the “Chair”), chaired the Board of Governors (the “Board”) meeting. As proper notice was given and quorum was present, the Chair declared the meeting to be duly constituted.

### 1.2 Call to Order and Land acknowledgement

The Chair called the meeting to order at 12:02 p.m. The Chair started off the meeting with a Treaty 6 territory land acknowledgement.

### 1.3 Conflict of Interest and confidentiality

The Chair afforded Board members the opportunity to disclose any potential conflicts of interest related to agenda items.

J. Decore declared a conflict regarding agenda item 3.1, Strategic Discussion: TRCCC Project Next Steps, and volunteered to abstain from participating in that segment of the meeting. The Chair and Board acknowledged and accepted this decision.

Furthermore, the Chair reiterated to Board members their fiduciary responsibility to uphold the confidentiality of information obtained through their positions.

### 1.4 Chair’s Opening Comments

The Chair expressed gratitude to the Board members for their attendance at the meeting and conveyed insights from his onboarding experience. Additionally, he offered a concise overview of the revised meeting agenda format.

### 1.5 NorQuest Purpose Story: Learner Centre

N. Wong joined the meeting at 12:10 p.m. and was introduced by J. Robb. N. Wong shared a brief story on her experience supporting students in the Learner Centre. The Board shared their sentiments and commended N. Wong on her presentation.

### 1.6 Approval of Consent Agenda

The Chair requested feedback on the following consent agenda items that were included in the meeting package:

- A. Minutes – October 26, 2023
- B. Board Action Register
- C. 2022-23 Academic Council Report
- D. 2022-23 SANQC Financial Statements
- E. Honorary Diploma recommendations
- F. President’s Written Report
- G. Financial Report & Forecast

- H. Strategic Risk Report
- I. Board attendance record
- J. Updated Skills Matrix
- K. Updated Board Policies 1, 2, 3, 4, 5
- L. Board Position Mandates
- M. 2024-25 Annual Board Schedule & Calendar
- N. Updated Committee membership list
- O. CEC Committee Report
- P. TRCCC Committee Report

Minor amendments were requested by the Board regarding the attendance record, committee membership, and previous minutes.

Consent Item 2.0K, which includes Board Policies 1, 2, 3, 4, and 5, was removed from the consent agenda for discussion later in the meeting as part of the Governance Report.

The Board expressed interest in allocating time on the agenda to discuss the President & CEO's report.

**MOTION**

THAT the Board of Governors accept the March 7, 2024 consent agenda as amended, which includes the approval of:

- the amendment to the October 26, 2023 minutes;
- the 2024 Honorary Diploma recommendations;
- Board position mandates;
- the annual 2024-25 Board meeting schedule and calendar; and
- the updated committee membership list.

**Moved:** J. Cleall

**Seconded:** J. Decore

A vote by show of hands was processed during the meeting and members voted in favour.

**CARRIED**

### 3. STRATEGY, CULTURE AND EDUCATION

#### 3.1 Strategic Discussion: TRCCC Project Next Steps

J. Decore recused herself for this portion of the agenda at 12:24 p.m.

The Chair outlined the discussion objectives and passed the floor to C. Campbell.

The Board commended Management for their efforts to date on the project. Carolyn Campbell highlighted the campus master plan's influence on TRCCC, the 2025 budget submission, and an upcoming Ministerial tour.

It was emphasized that the main priority is to resolve student space issues. The Board suggested aligning the project with the Minister's plans and emphasized the need for more information and a discussion with the Premier.

J. Decore returned to the meeting after the discussion was complete at 1:05 p.m.

The Board recessed the meeting from 1:05 to 1:45 p.m. to conduct their annual photos.

### 3.2 Dessert with the Dean and Team from the Faculty of Arts & Sciences (FOAS)

The leadership team from the Faculty of Arts & Sciences joined the Board and Executive for a networking activity, during which they shared their current projects and initiatives until 1:56 p.m.

### 3.3 Applied Research at NorQuest

P. Hergott and E. Dhenavi joined the meeting at 1:57 p.m. and delivered a comprehensive presentation on the current applied research projects in their portfolio. The Board engaged in extensive discussion on the material presented, posing questions concerning research data and partnership arrangements.

P. Hergott and E. Dhenavi exited the meeting at 2:45 p.m.

## **4. COMMITTEE REPORTS & MEETING DEBRIEF**

### 4.2 Finance & Audit Committee Report

C. Lavin, Chair of the Finance & Audit Committee, delivered a high-level summary of the Finance & Audit Committee's activities. He shared that the Committee approved the minutes from October 3rd and 19th and acknowledged updates provided via the consent agenda on various matters including investment monitoring, fiscal year-end change, net assets policy follow-up, Chief Financial Officer report, the Finance and Audit Committee action register, and progress on addressing cybersecurity recommendations from the Office of the Auditor General, with assurance that it will be fully addressed by the fiscal year-end. He shared that the College is currently in compliance with our investment limitations as outlined in Board Policy No.07.

J. Robb outlined key highlights regarding tuition and fees, mentioning that tuition for foundational programs will remain steady while there will be an average 6% increase for international students and 2% for domestic students, as mandated by legislation.

The Board posed a few question regarding international enrolment and application fees.

**MOTION**

THAT the Board of Governors approve the 2024-25 Tuition and Fee proposal as presented.

**Moved:** C. Lavin

**Seconded:** T. Naqvi-Rota

A vote by show of hands was processed during the meeting and members voted in favour.

**MOTION CARRIED**

4.3 Governance Committee report

J. Cleall, Chair of the Governance Committee, addressed the amendments to the policies that were removed from the consent agenda earlier in the meeting. It was confirmed that these amendments would be referred back to the Governance Committee for further consideration before being presented to the Board for approval.

Additionally, J. Cleall provided an overview of the recent Committee meeting. Key points discussed included the Board attendance record, the updated Board skills matrix, mandates for Board member positions, the 2024-25 Annual Board calendar, and the updated Committee membership list. She also mentioned that the Terms of Reference for the TRCCC Committee and Community Engagement Committee were deferred to a later meeting for further assessment by the Committees. An update on the annual August Board retreat and the Issues Management Model was also shared.

4.4 Meeting Debrief

Following the meeting, the Board and Management engaged in a debriefing session where feedback from the Board was collected regarding the meeting format and opportunities for optimizing the time spent together. Management noted key takeaways from this feedback for consideration in future Board meetings.

**5. IN-CAMERA SESSIONS**

5.1 In Camera Session with President & CEO

The Board of Governors went in-camera with the President & CEO and Vice President, People & Culture at 3:20 p.m. to discuss:

- A. President & CEO's Succession Plan
- B. President & CEO Emergency Replacement Plan and Position Description
- C. President & CEO Employment Contract

The Human Resources Committee Chair shared the details of the below motions after the meeting to the recorder for minute purposes.

**MOTION**

THAT the Board of Governors approved the 2024 President and CEO Emergency Replacement Plan and Position description, as amended.

**Moved:** S. James

**Seconded:** J. Cleall

A vote by show of hands was processed during the meeting and members voted in favour.

**CARRIED**

A. Dogbefou and J. Parham were recused from the President & CEO contract discussion at 3:41 p.m.

#### 5.2 In Camera Session without the President & CEO

The Board went into an in-camera session without the President & CEO at 3:50 p.m.

A. Dogbefou and J. Parham were invited back into the meeting at 4:07 p.m.

### **6. CONCLUSION**

#### 6.1 Adjournment

The meeting was adjourned at 4:24 p.m.

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**Rob Heron**

Meeting Chair & Board Chair

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**Veronica Duarte**

Board Coordinator