

**Carlton Trail College
Board of Directors' Annual General Meeting
Humboldt, SK June 25, 2019**

PARTICIPATING: Board Chairperson Glenn Hepp, Vice Chairperson Sommer MacLeod, Directors, Luz Marina Dominguez, Denis Bergerman, Evan Doecker, Adrienne Jackson, President and CEO Shelley Romanyszyn-Cross, VP Finance Andy Burgess, VP Administration Amy Yeager and Recorder Sheri Ulrich

To Order: The Chairperson called the meeting to order at 11:39 a.m.

Agenda - The agenda was reviewed.

Motion: 06-19-81: Doecker, that the agenda be adopted as presented.
Carried.

Minutes

The June 26, 2018 AGM minutes were reviewed for information purposes.

Vice-Chairperson

The Chairperson called for nominations for Vice-Chairperson.

Trustee MacLeod nominated Trustee Jackson for Vice-Chairperson. Trustee Jackson accepted the nomination.

The Chairperson called for nominations two more times then declared nominations for Vice-Chairperson cease.

Trustee Jackson was declared Vice-Chairperson by acclamation.

Committees

The motion that was passed at today's Regular Board meeting was reiterated:

"that the composition of all Board committees includes the Board Chair as a non-voting member and the number of voting board members shall be limited to three"

The composition of the Governance & HR Committee was confirmed to include Directors MacLeod, Jackson, Dominguez and Hepp. The Chairperson of the committee will be determined by the committee at it's first meeting of the fiscal year.

The revised Governance and HR Committee Terms of Reference was reviewed.

Motion: 06-19-82: Dominguez, that the Board approves the changes to the Governance and HR Committee Terms of Reference, as presented and as amended at the Regular Board meeting.
Carried.

The composition of the Finance, Audit and Risk (FAR) Committee was confirmed to include Directors Doecker, Jackson, Bergerman and Hepp. The Chairperson of the committee will be determined by the committee at it's first meeting of the fiscal year.

The revised FAR Committee Terms of Reference was reviewed.

Motion: 06-19-83: MacLeod, that the Board approves the changes to the Finance, Audit and Risk Committee Terms of Reference as presented and as amended at the Regular Board meeting.
Carried.

Banking Services/Line of Credit

As per motion 09-16-08, made at the September 27, 2016 Board meeting, the banking tender contract was awarded to the Royal Bank of Canada commencing January 1, 2017 and ending December 31, 2020.

Tendering of Auditing Services

As per motion 01-18-44, made at the January 30, 2018 Board meeting, the Board awarded the tender for audit services to Cogent Chartered Professional Accountants LLP for the four fiscal June 30, 2018 through to June 30, 2021.

Conflict of Interest Disclosure Forms

It was noted that the Code of Conduct and the Conflict of Interest Policy and Procedure were reviewed at the May Board meeting.

The Board members were asked to complete the Conflict of Interest Disclosure form. The Directors were reminded that if a conflict of interest arises during a Board meeting, the Director with the conflict will remove him/herself from the discussion and/or voting.

Confirmation of 2019/20 Meeting Dates

The list of 2019/20 meeting dates were confirmed noting the committee meeting dates coincide with many of the Regular meeting dates.

Adjournment

Motion: 06-19-84: Jackson, that the meeting adjourn at 11:45 a.m.
Carried.

Chairperson

Recorder