

**Carlton Trail College
Board of Directors' Annual General Meeting
Held at the Canalta, Humboldt, SK
June 27, 2022**

PARTICIPATING: Vice Chairperson, Sandy Flory; Directors, Evan Doepker, Darrell Paproski, and Shawna Miller; President and CEO, Amy Yeager; VP Finance, Andy Burgess; Recorder, Amanda Kosokowsky; and Observer, Sheri Ulrich

To Order: The Vice Chairperson called the meeting to order at 11:23 AM.

Agenda: The agenda was reviewed.

Motion: 06-22-139: Paproski, that the agenda be adopted as presented.
Carried.

Minutes

The June 22, 2021, AGM minutes were reviewed for information purposes.

Vice-Chairperson

The Vice-Chairperson, acting as Chair, called for nominations for Vice-Chairperson.

Trustee Doepker nominated Trustee Flory for Vice-Chairperson. Trustee Flory accepted the nomination.

The Vice-Chairperson, acting as Chair, called for nominations two more times then declared nominations for Vice-Chairperson cease.

Trustee Flory was declared Vice-Chairperson by acclamation.

Committees

The composition of the Governance & HR Committee was discussed, and it was decided that committee membership would be status quo and reviewed again upon the appointment of new Board members. The Chairperson of the committee will be determined by the committee at its first meeting of the fiscal year.

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

Motion: 06-22-140: Paproski, that the Board approves the changes to the Governance and HR Committee Terms of Reference, as presented.
Carried.

The composition of the Finance, Audit and Risk (FAR) Committee was discussed, and it was decided that committee membership would be status quo and reviewed again upon the appointment of new Board members. The Chairperson of the committee will be determined by the committee at its first meeting of the fiscal year.

The revised FAR Committee Terms of Reference was reviewed.

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Motion: 06-22-141: Doecker, that the Board approves the changes to the Finance, Audit and Risk Committee Terms of Reference as presented.
Carried.

Banking Services/Line of Credit

As per motion 10-21-95, made at the October 26, 2021, Board meeting, that the Board awards the Royal Bank of Canada the banking services contract commencing January 1, 2022, and ending December 31, 2025.

Tendering of Auditing Services

As per motion 12-21-105, made at the December 14, 2021, Board meeting, the Board awarded the tender for audit services to KPMG for the four fiscal years ending June 30, 2022, through to June 30, 2025.

Annual Declaration of Potentially Conflicting Interests

The Conflict of Interest and Code of Conduct Policies and Procedures were reviewed, and the Board members were asked to complete the Potentially Conflicting Interests 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 2022/23 Meeting Dates

The list of 2022/23 meeting dates were confirmed.

Adjournment

Motion: 06-22-142: Doecker, that the meeting adjourn at 11:32 AM.
Carried.

Chairperson

Recorder