

**Minutes of the Regular Meeting of
The Board of Directors of Carlton Trail College
Held at the Bella Vista Inn
Humboldt, SK
December 21, 2016 at 10:00 a.m.**

PARTICIPATING: Board Chairperson Glenn Hepp, Vice Chairperson Sommer MacLeod, Directors, Denis Bergerman, Leon Winkel, Roland Hamlin, Luz Marina Dominguez, VP Finance Andy Burgess, VP Academic Shelley Romanyszyn-Cross, VP Administration Amy Yeager and Recorder Sheri Ulrich

TO ORDER: The Chairperson called the meeting to order at 10:08 a.m.

AGENDA: The agenda was reviewed and the following items were added:

- 5.1 Transformational Change
- 5.2 CEO / Interim CEO
- 9.1 Correspondence from L. Greenberg re: Governance and Oct. 24/16 Meeting
- 9.4 Signing Authority

Motion 12-16-32: Bergerman, that the agenda be approved as amended.
Carried.

MINUTES

The minutes from the November 15th and the December 5th Board meetings were reviewed.

Motion 12-16-33: Dominguez, that the November 15, 2016 regular meeting and the December 5, 2016 special Board meeting minutes be approved as presented.
Carried.

BUSINESS ARISING

There was no business arising.

BOARD MEMBER REPORTS

Board Chairperson Report

The Board Chair reported that he and the CEO met with St. Peter's College on December 1st to discuss shared services and possible cost savings of a partnership. The letter written by the CEO to Advanced Education regarding shared services with SPC as well as other Colleges was read aloud and was received for information.

PRESIDENT AND CEO REPORT

Transformational Change

- The CEO Council will be consulting with the SBOs and SAOs to brainstorm ideas surrounding transformational change and what it might look like
- 2017 budget may be cut by 5%
- Potential savings with the President and CEO vacancy was discussed
- Analysis of the CEO position and duties would be helpful moving forward
- VP Academic will continue to be the main contact person for the Ministry

Rosie Ronellenfitsch, Skills Training Manager, joined the meeting at 11:05 a.m.

Skills Training Report

The Skills Training Manager presented the Skills Training report featuring programming partnerships.

Ms. Ronellenfitsch departed the meeting at 11:23 a.m.

VP FINANCE REPORT

The VP Finance's report was reviewed and received for information.

Revenue and Expense Summary

VP Finance presented the revenue and expense summary.

Signing Authority – will be discussed under the Committee of the Whole

VP ACADEMIC REPORT

The VP Academic's report was reviewed and received for information.

Noted further dialogue is required with the Sask Chamber and the Transform Saskatchewan Consortium surrounding who the Regional Colleges are and their value.

Future Program Plan

The VP Academic presented the ABE and the Skills Training program plans for 2017-2018 as submitted in the 2016-2019 Business Plan.

Indigenous Strategy

It was decided to put a hold on the signing of the CICan Indigenous Protocol until the development of the Indigenous Strategy.

VP ADMINISTRATION REPORT

The VP Administration's report was reviewed and received for information. Due to fiscal constraints, it was decided to put the volunteering initiative on hold.

The meeting recessed for lunch at 12:05 p.m.

2107/2018 Academic Calendar

The 2017/2018 Academic Calendar was reviewed and received for information. It was noted that a few of the functions are dependent on funding levels.

OTHER

Correspondence

- November 22, 2016, from L. Greenberg, re: Budget Reduction
- November 28, 2016, to Minister Eyre, re: Hepp Appointment
- November 30, 2016, from L. Greenberg, re: Hiring Freeze
- December 13, 2016, from L. Greenberg, re: October 24th Meeting/Governance. VP Academic will contact Advanced Education to find out more about the testing of the Governance Resource Centre web-site.

Next Board Meeting

- The next Board meeting will be on January 24, 2017 at 10:00 a.m., College, Classroom #151, Humboldt, SK

Information Items

The following item was received for information purposes:

- October Payments

Committee of the Whole Discussions

Business Arising from C.O.W.

Finance - Budget Restraint Measures

- The budget restraint submission to the Ministry on October 31st was reviewed for information.

Auditor

- The 2013 audit request for proposal process was reviewed.
- It was decided to continue the contract with EJC Dudley & Co for the fiscal year ending June 30, 2017 and put out an RFP for audit services fall of 2017.
- It was suggested to invite applicants for an interview to determine the successful candidate.

Enterprise Risk Management Plan

It was decided to continue working with the previous ERM using the old template. A dashboard-type report with a “heat monitor” will be developed.

Governance – Board Health Check

- The Health Check results were reviewed and discussed.
- Public relations and engagement scored low; interpretation of the question may be the issue.
- It was decided to organize an informal strategic meeting some time during 2017/2018. This topic will be put on the continuous agenda in September 2017 for further discussion.

Recruitment

- Board Composition Profiling Tool – reminder to forward completed matrix to Director Dominquez for compilation. The results will be brought to the Board for discussion in January.
- The letter to Minister Eyre, requesting Chair Hepp’s term be extended, was received for information.
- Policy 1.17 Board Recruitment was updated to remove the reference to geographic locations. It was noted that the matrix information may need to be added. It was decided to review the policy in March after the January meeting when the results of the matrix are discussed.

Human Resources

The President and CEO replacement will be discussed in-camera.

The cheque signing process was reviewed and discussed. The VP Finance noted that cheque detail for the cheques processed during the month will be provided for Board information until such time that a permanent President and CEO is in place.

Roundtable

- It was decided to terminate the completion of the meeting exit summary. Moving forward the Board will use the Governance Health Check semi-annually to ensure effective governance.

In-Camera Session without the Executive Team

Motion 12-16-34: MacLeod, that the meeting moves into an in-camera session at 1:50 p.m.
Carried.

Motion 12-16-35: Dominguez, that the meeting moves back into regular session at 2:35 p.m.
Carried.

The Executive Team joined the meeting.

After much discussion, the Board decided that they will seek the services of an interim CEO from mid-February until the end of June and that until such time Shelley Romanyszyn-Cross, VP Academic, will assume the position of acting President and CEO. Ms. Romanyszyn-Cross will be given signing authority effective immediately.

Depending on the incumbent, they will be responsible for the CEO hiring process and the assessment of the CEO position.

Motion 12-16- 36: Bergerman, that the Board appoints Shelley Romanyszyn-Cross as Carlton Trail College's Acting President and CEO until such time that a permanent interim replacement can be found.
Carried.

Adjournment

Motion 12-16-37: MacLeod, that the meeting adjourn at 2:45 p.m.
Carried.

Chairperson

Recorder