

**Minutes of the Regular Meeting of  
The Board of Directors of Carlton Trail College  
Held at the College Office  
Humboldt, SK  
May 29, 2018 at 9:00 a.m.**

**PARTICIPATING:** Board Chairperson Glenn Hepp, Vice Chairperson Sommer MacLeod, Directors, Denis Bergerman, Leon Winkel, Luz Marina Dominguez, 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 9:01 a.m.

**AGENDA:** The agenda was reviewed.

Motion 05-18-69: Winkel, that the agenda be approved as presented.  
Carried.

**MINUTES**

The minutes from the April 24, 2018 regular meeting were reviewed.

Motion 05-18-70: Bergerman, that the April 24, 2018 regular meeting minutes be approved as presented.  
Carried.

**BOARD MEMBER REPORTS**

**Board Chairperson Report**

**Minister's Visit – June 26<sup>th</sup>**

Discussed agenda items as prepared by the Minister's office as follows:

- Vision for Post-Secondary Education in the province
  - Aboriginal grad rates and job market opportunities
  - Pathways to technology and entrepreneurship
- Regional College Task Force
- Expectations for the Minister
- Expectations for the Board

It was decided to add Board recruitment process to the discussion items.

The CEO will provide background information in the June Board package for the Minister's visit.

**Task Force on Regional College Efficiencies**

The Chairperson noted that he will be participating in the teleconference later today with the Board Chairs and the Deputy Minister regarding the Task Force on Regional College Efficiencies.

*Director Dominguez joined the meeting at 9:25 a.m.*

### Board Self-Assessment Tool

The email from the Ministry regarding the Board Self-Assessment Tool and Reporting Model on the use of Board Committees was distributed, reviewed and completed as a group; our response will be submitted by the CEO prior to the June 30<sup>th</sup> deadline. As a result of working through the assessment tool, it was suggested to consider forming committees rather than operating as a committee of the whole. The use of committees was thoroughly discussed including the need for terms of reference, the change of policy as well as the continuous agenda. It was suggested to hold the committee meetings prior to regular meetings and report to the Board at the regular meeting.

*Vice Chairperson, MacLeod joined the meeting at 9:35 a.m.*

Motion 05-18-71:       Bergerman, that the President update policy to include Board committees and the terms of reference as well as the continuous agenda as require. The updated documents will be brought to the September Board meeting for review and approval.  
Carried.

### CiCan Conference Report

The response to the Ministry's request to have a sector participation report at the CiCan 2018 Annual Conference was reviewed noting the cost of approximately \$19,600 for the attendance of 5 Directors and the CEO.

*Guest: Cogent Chartered Professional Accountants, Michael Marchand and Amin Vadasariya joined the meeting at 9:50 a.m.*

Mr. Marchand went through a variety of questions to inform the audit plan.

Management was asked to step out of the meeting to facilitate a discussion regarding fraud.

Audit timeline was reviewed as follows:

June 19: Cogent to provide a draft of the audit plan for review at the June 26<sup>th</sup> Board meeting  
Late June: Cogent on site for transaction testing  
August 20-22: Cogent on site to complete the audit  
End of August: VP Finance will provide draft financial statements to Cogent  
September 18: Financial Statements emailed to the Board for review  
September 25: Cogent attend Board meeting to present audit findings  
- Board approval of financial statements  
- Nicole Dressler from the Provincial Auditor's office will also attend the September Board meeting

*The guests from Cogent departed the meeting at 10:42 a.m.*

## **PRESIDENT AND CEO REPORT**

### **President and CEO Update**

The President and CEO provided a verbal update on the following:

- Regional College Task Force – attended the first meeting May 14
  - Subcommittees are set up to investigate efficiencies to attain the goal of 2M in savings
  - Leading the SIS subcommittee with first meeting scheduled for mid-June
  - Quick turn around with work being done during the summer and the final draft with cost implications being submitted to Minister September/October

### **In-Camera Session with the President and CEO**

Motion 05-18-72: MacLeod, that the meeting moves into an in-camera session at 10:50 a.m.  
Carried.

Motion 05-18-73: Dominguez, that the meeting moves back into regular session at 11:15 a.m.  
Carried.

- Attended Four Winds Learning Centre mural unveiling May 23 in Punnichy
- Priorities for this month include: Board orientation manual, performance reviews, terms of reference for Board committees, attending the Sask Construction Association Annual Meeting

### **2018 – 2021 Business Plan**

The President and CEO presented the Business Plan. The balanced scorecard actions and measures were reviewed.

Motion 05-18-74: Winkel, that the Board approves the 2018-2021 Business Plan as presented.  
Carried.

### **Balanced Scorecard Report #3**

The President and CEO noted that we are on par with only a few red flags including the number of staff development days due to response to budget cuts and the number of Strategic Enrolment Management meetings due to time constraints. In terms of the latter, the work is still continuing.

### **Enterprise Risk Management Report #3**

The President and CEO asked the Board to identify any additional over-arching risks.

- Add a risk around a negative economy
- Review #5 regarding the need for inclusion

### **Continuous Agenda Approval**

The President and CEO reviewed the draft 2018-2019 continuous agenda. Due to the recent decision to form Board committees, an updated continuous agenda that includes committee meetings will be brought to the Board for review in September.

### **Managers' Report**

The Managers' report was reviewed by the CEO.

## **VP FINANCE REPORT**

### **VP Finance Report**

The VP Finance's report was reviewed and the following item was added:

- Working with a new insurance representative at Knight Archer

### **Revenue and Expense Summary**

The VP Finance reviewed the revenue and expense summary.

### **Detailed Variance Analysis Report #3**

The detailed variance analysis as of March 31, 2018 was presented by the VP Finance.

## **VP ADMINISTRATION REPORT**

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

## **OTHER**

### **Correspondence**

- April 25/18, letter from Minister Beaudry-Mellor, re: Board Recruitment
- May 7/18, letter from the Provincial Auditor's Office, re: Governance Audit

### **Next Board Meeting**

- June 26, 2018 – Regular Meeting, 8:30 a.m., College Classroom #151, Humboldt, SK
- June 26, 2018 – Annual General Meeting, College Classroom #151, Humboldt, SK

### **Information Items**

The following items were received for information purposes:

- March Payments
- Year-end Celebration Chart – Board attendance was confirmed

## **COMMITTEE OF THE WHOLE**

### **Business Arising from C.O.W.**

#### Finance and Facilities

Wrapped up the Punnichy Four Winds Learning Centre Project which will be audited by our local auditor later in June.

#### Audit and Risk.

The process of the Provincial Auditor's governance audit was discussed and it was noted that we are awaiting the management letter detailing the findings.

#### Governance

- Professional development – Public Sector Governance Program – fall dates announced
  - New Board will have an opportunity to register
  - Have contacted the Ministry to see if they would subsidize the CEO's registration

#### Recruitment

- Currently awaiting Board appointments from the Ministry
- Recruitment will be included on the September agenda for discussion as two additional Director's terms expire January 2019
- The President and CEO is in the process of finalizing an orientation for the new members

#### Human Resources

- Board Evaluation Planning
  - Ms. Soparlo is facilitating the process and will be emailing the survey monkey link to the Board the end of June with the summary ready for the September Board meeting.
- President and CEO Evaluation Planning
  - Ms. Soparlo is facilitating the survey monkey evaluation. A summary of the responses will be presented to the CEO at the June Board meeting.

#### **In-Camera Session with the President and CEO**

Motion 05-18-75:       Bergerman, that the meeting moves into an in-camera session at 1:20 p.m.  
Carried.

The President and CEO left the meeting at 1:35 p.m.

Motion 05-18-76:       Dominguez, that the meeting moves back into regular session at 2:00 p.m.  
Carried.

#### **Adjournment**

Motion 05-18-77:       Bergerman, that the meeting adjourn at 2:05 p.m.  
Carried.

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Chairperson

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Recorder