

**Minutes of the Regular Meeting of
The Board of Directors of Carlton Trail College
Held at the Humboldt and District Chamber of Commerce Office
November 20, 2015 at 9:00 a.m.**

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

REGRETS: Director, Sommer MacLeod

TO ORDER: The Chairperson called the meeting to order at 9:08 a.m.

AGENDA: The agenda was reviewed and the following item was added:

- 10.1 Correspondence: October 22, from Minister Moe re: Bursary and Loan Committee

Motion 11-15-190: Dominguez, that the agenda be approved as amended.
Carried.

MINUTES

The minutes from the October 15, 2015 regular meeting were reviewed.

Motion 11-15-191: Winkel, that the October 15, 2015 regular meeting minutes be approved as presented.
Carried.

BUSINESS ARISING

Auditor Evaluation Tool – *to be discussed under 10.4 C.O.W. *Audit*

BOARD MEMBER REPORTS

Board Chairperson Report

The Board Chairperson attended the University of Regina Senate meeting on October 16th. A committee has been struck to research keeping, dissolving and exploring alternatives or modifications to the graduation invocation. Its findings will be presented at the February Senate meeting when it will be decided how to proceed.

Governance Health Check

The Board of Directors was asked to complete the Governance Health Check. The results will be compiled and brought to the December Board meeting for review and discussion.

ASRC UPDATE

The Chairperson and the President and CEO attended the ASRC meeting on November 19th where the future of ASRC was discussed and it was decided to dissolve the Association effective June 30, 2016. It was noted that Ms. Crossman's current contract will expire June 30, 2016 and that over the long term the Colleges will need to look internally for collective bargaining expertise. The CEO Council will be responsible for Government advocacy, Board networking and organizing professional development opportunities.

PRESIDENT AND CEO REPORT

Balanced Scorecard/ERM Report

The President and CEO presented the Balanced Scorecard for the 2014/15 final report as well as report #1 for 2015/2016.

The President and CEO reported that an updated Enterprise Risk Management Report, indicating the status of the identified risks, will be presented at the January meeting.

Board members were asked to identify additional risks beyond the strategic objectives.

The following were added to the existing list:

- Occupational Health and Safety – injury or death that could result in litigation against the College
- Privacy breach – whether knowingly or unknowingly
- Media relations/communication. CEO should speak to operational items and the Chairperson should speak to governance. Risk - Lack of clarity surrounding operations vs governance
- IT risk – infiltration of our system
- Reputational risk at both the Board and staff levels
- Use of College facilities to support the public in the time of disaster
- Health pandemic

Senior Leadership Team will examine the risks and identify our current risk levels with a Board report expected in May.

2014/2015 Annual Report Approval

The President and CEO presented the 2014/2015 Annual Report.

Motion 11-15-192: Berghman, that the Board approves the 2014/2015 Annual Report as presented.
Carried.

OTHER

Correspondence

- October 28, 2015, from Minister Scott Moe, re: Sexual Assault Policy
- October 28, 2015, from Minister Scott Moe, re: Punniche Church Purchase
- October 22, 2015, from Minister Scott Moe, re: Awards and Bursary Committee

Next Board Meeting

- December 15- Regular Meeting at 10 a.m. (Humboldt Chamber of Commerce Office)
 - Christmas Lunch 12 – 1 p.m. (Johnny's Bistro)
 - Scholarship Awards 3 p.m. (Uniplex)
- December 16 - Review of CEO Applicants at 9 a.m. (Chamber of Commerce Office)
 - Strategic Planning
 - Lunch and adjournment at 12 noon
- April 19, 2016 meeting booked at Schulte Industries in Englefeld
- June 21, 2016 meeting booked at the One Arrow Equestrian Centre

The remaining members of the SLT joined the meeting at 11:30 a.m.

VP FINANCE REPORT

The VP Finance's report was reviewed and the following items were discussed:

Punnichy Church

The College has received approval from the Ministry to proceed with the purchase of the Punnichy Church with a purchase price of \$5,000. Our lawyer has drafted a purchasing agreement.

Motion 11-15-193: Winkel, that the Board authorize the President and CEO and the VP Finance to proceed with the purchase of the Church from the Village of Punnichy and sign associated legal documents on behalf of the Board.
Carried.

College Vehicle Purchase

The College ended the fiscal year with additional unrestricted funds. The use of these funds to purchase additional college vehicles was discussed.

Motion 11-15-194: Bergerman, that the Board authorize the President and CEO and the VP Finance to purchase two additional vehicles with a total price of up to \$85,000.
Carried.

Revenue and Expense Report

The VP Finance reviewed the revenue and expense report and it was received for information.

Detailed Variance Analysis

The VP Finance presented the variance analysis for the period ending September 30, 2015.

Guests: Val Koroluk, Marketing Facilitator and Candice Bauer, Graphic Design/Marketing Associate, joined the meeting at 11:30 a.m. and presented the Marketing/Student Awards Program report and provided an overview of the new web-site.

The meeting recessed for lunch and resumed at 1:25 p.m.

VP ACADEMIC REPORT

The VP Academic's report including the Strategic Enrolment Plan and the Student Life Cycle was reviewed and received for information.

VP ADMINISTRATION REPORT

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

OTHER

Committee of the Whole Discussions

Business Arising from C.O.W.

Human Resources - President and CEO Search

- Advertisements for President and CEO have been placed in early November.
- A position profile has been emailed to each applicant.
- A binder will be given to each Director that will include the ad, profile, resumes and screening rubrics
- January 9th was confirmed as the interview date. All Directors will be in attendance.

- The President and CEO reviewed possible selection/interview criteria and requested direction from the Board of Director's in determining the screening criteria. The Board directed that applicants to be interviewed "must have" a minimum of a Masters degree as well as senior leadership experience.
- It was decided that the current President and CEO will facilitate the interview process and ask the questions during the interview.
- The Board of Directors were asked to submit questions that they want considered for inclusion in the interview question bank.
- Vice Chairperson, Dominguez distributed resume screening tips and assessment templates for discussion and review.

Audit

The President and CEO and the VP Finance presented a draft auditor evaluation tool. The President and CEO and VP Finance will edit the document and bring it to the Board for review at the March meeting. It was also noted that all correspondence from our auditor received since January 1, 2015, has been included in previous Board packages.

Roundtable

- The President and CEO will update Director MacLeod on today's meeting
- Next year's Board meeting presentations may focus on strategy reports arising from the new strategic plan.

Information Items

The following items were received for information purposes:

- September Payments
- Primary Care Paramedic Grad, November 25th, 5 p.m. in Humboldt. Director Winkel volunteered to attend.
- Power Engineer 3rd Class Grad, December 18th, 5 p.m. in Humboldt. Director Hepp volunteered to attend.

In-Camera Session with the President and CEO

Motion 11-15-195: Bergerman, that the meeting moves into an in-camera session with the President and CEO at 2:56 p.m.
Carried.

The CEO left the in-camera session at 3:14 p.m. and was called back into the in-camera session at 3:24 p.m.

Motion 11-15-196: Dominguez, that the meeting moves back into regular session at 3:29 p.m.
Carried.

Adjournment

Motion 11-15-197: Winkel, that the meeting adjourn at 3:30 p.m.
Carried.