

**Minutes of the Regular Meeting of
The Board of Directors of Carlton Trail College
Held at the Bella Vista Inn
Humboldt, SK
September 24, 2019 at 10:00 a.m.**

PARTICIPATING: Board Chairperson Glenn Hepp, Vice Chair Adrienne Jackson, Directors, Sommer MacLeod, Evan Doecker, Gordon Lees, Sandy Flory, Shaun Haskey, 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 10:03 a.m.

The Board Chair welcomed the three new members to the Board and introductions were made.

AGENDA: The agenda was reviewed.

Motion 09-19-01: MacLeod, that the agenda be approved as presented.
Carried.

Finance/Audit/Risk (FAR) Committee

• **June 30, 2019 Audited Financial Statement**

Guest: Michael Marchand, Cogent Chartered Professional Accountants

Mr. Marchand presented the June 30, 2019 audited financial statement. It was noted that the statements received Provincial Comptroller approval yesterday.

In-Camera Session with the Local Auditor

Motion 09-19-02: Doecker, that the meeting moves into an in-camera session at 10:16 a.m.
Carried.

Motion 09-19-03: Jackson, that the meeting moves back into regular session at 10:24 a.m.
Carried.

Motion 09-19-04: Lees, that there have been no subsequent events that have arisen since July 1, 2019 that would have a significant impact on operations going forward and that no contingencies have been identified that would affect these financial statements as prepared.
Carried.

Motion 09-19-05: Flory, that the Board approves the audited financial statements for the fiscal year ended June 30, 2019 as presented.
Carried.

Mr. Marchand departed the meeting at 10:30 a.m.

MINUTES

The minutes from the June 25, 2019 regular meeting and the annual general meeting were reviewed.

Motion 09-19-06: MacLeod, that the minutes from the June 25, 2019 regular meeting and the annual general meeting be approved as presented.
Carried.

BOARD ITEMS

Board Chairperson Report

The following was received for information:

- Order in Council appointing Flory, Haskey and Lees to the Board as of August 14/ 2019
- Media Release, September 4th, announcing new Board members
- Invitation to Minister Beaudry-Mellor to attend September 19th Board Chair/CEO meeting
 - The Board Chair attended the Board Chair/CEO Council meeting with Minister Beaudry-Mellor on September 19th.
 - At that meeting it was decided to reinstate a version of the Association of Saskatchewan Regional Colleges (ASRC). Membership will be made up of Board Chairs and CEO's will meet regularly on the same meeting dates as CEO Council. Main focus of the new ASRC will be advocacy.
 - Minister encouraged Colleges to diversify and to investigate external funding that is non-government revenue.
 - Regional Colleges made the request to participate in the Sask Alliance, (Internationalization of higher education. Currently made up of U of R, U of S and Sask Poly).

Motion 09-19-07: Jackson, that Carlton Trail College become a member of the Association of Saskatchewan Regional Colleges.
Carried.

COMMITTEE REPORTS

Governance and Human Resources Committee

- Membership Appointments – with the change in Board membership, the committee composition was updated.

Motion 09-19-08: Doecker, that the Board approves the appointment of Flory, MacLeod and Haskey to the Governance and Human Resource Committee.
Carried.

- **Board Work Plan 19/20 Draft**
 - Noted that the skills matrix will be completed and PD needs will be re-assessed
 - It was decided to invite the Minister Beaudry-Mellor in the Spring
- **President and CEO Work Plan Update**
 - The Chair and the Governance Committee Chair will meet with the President and CEO for a debriefing of the CEO evaluation. The work plan will also be discussed at the time of the debriefing.
- **Next meeting** - October 22, 2019

Finance/Audit/Risk (FAR) Committee (continued)

- **Membership Appointments** – with the change in Board membership the committee composition was updated.

Motion 09-19-09: MacLeod, that the Board approves the appointment of Doecker, Jackson and Lees to the Finance, Audit and Risk Committee.
Carried.

- **Annual Audit Assessment** - The Board, President and CEO and VP Finance were asked to complete the audit assessment. The FAR Committee will summarize the results and present them to the Board at the November Board meeting.
- **Next meeting:** November 26, 2019

PRESIDENT AND CEO REPORT

President and CEO Update

The President and CEO presented her written report and it was received for information.

- **Banner update:** Due to the major increase in pricing for the migration and the on-going maintenance fees, the CEO Council decided to take a step back and do an RFP for an ERP (Enterprise Resource Planning) system. A new system will need to have a student information system, and potentially a finance, human resource and payroll component.
- Senior staff from the regional colleges, Sask Poly, and the ministries of Advanced Education and Immigration and Career Training (ICT) will be meeting in October to discuss the brokerage system. The goal is to take a strategic view of the brokerage system in Saskatchewan.
- The year end celebration/graduation events for our full-time programs will no longer be individual events. There will be 2 main graduation events held in the region. Further details forthcoming.
- As of September 2019, Board of Directors will receive their pay stubs and T4s electronically.

Continuous Agenda Review and Confirmation of Dates

- The continuous agenda was reviewed and meeting dates were confirmed
- Vice-Chair Jackson will not be available to attend the October regular meeting

Marketing and Communications Scan Findings Report

- The Marketing and Communications Scan Findings report was received for information. Key findings included:
 - enhancing stakeholder engagement
 - streamline and refresh our website
 - better tie strategic plan to staff duties

Strategic Meeting Plan

The President and CEO noted that we are in our second year of our three-year strategic plan and in December 2020 it will be renewed. At the November meeting the current plan will be reviewed and adjusted if necessary.

3.35 Fit for Duty Policy and Procedure

The Fit for Duty policy and procedure was presented to the Board for final approval.

Motion 09-19-10: MacLeod, that the Board gives final approval to Policy and Procedure 3.35 Fit for Duty, as presented.
Carried.

2.6 Charitable Gift Acceptance Policy and Procedure

The Charitable Gift Acceptance policy and procedure was presented to the Board for final approval. It was noted that changes as submitted by staff, have been incorporated including the name change from Charitable Donation to Charitable Gift Acceptance.

Motion 09-19-11: Jackson, that the Board gives final approval to Policy and Procedure 2.6 Charitable Gift Acceptance, as presented.
Carried.

Managers' Report

The CEO reviewed the Managers' report and it was received for information purposes.

Media Release

The media release announcing the Carlton Trail College and Sask Poly partnership to boost funding for trades training was received for information.

VP FINANCE REPORT

The VP Finance presented his report and it was received for information.

VP ADMINISTRATION REPORT

The VP Administration presented her report and it was received for information.

OTHER

Correspondence

- June 14/19, from Minister Harrison, re: Top Priorities for Saskatchewan Plan for Growth and Carlton Trail College's July 30th Response
- June 28/19, from Minister Beaudry-Mellor, re: Top Priorities for Saskatchewan Plan for Growth and Carlton Trail College's July 30th Response
- June 25/19, to Minister Beaudry-Mellor, re: Elected Vice Chair/Meeting Dates
- July 4/19, from Minister Beaudry-Mellor, re: 2019-20 Business Plan and Budget Approval

Next Board Meeting

- October 22, 2019 – Regular Meeting at 9 a.m., Bella Vista Inn, Humboldt
 - Guests: Advanced Education – APAG & Orientation
- October 22, 2019 – Governance and HR Committee Meeting, Bella Vista Inn, Humboldt

Roundtable

- Noted that the Board Manual is a good resource
- Director Haskey and the President and CEO are going to the fall session of the Public Sector Governance Program and Directors Flory and Lees are attending the spring session

In-Camera Session with the President and CEO

Motion 09-19-12: MacLeod, that the meeting moves into an in-camera session at 12:48 p.m.
Carried.

CEO departed the meeting at 12:58 a.m.

Motion 09-19-13: Doepker, that the meeting moves back into regular session at 1:12 p.m.
Carried.

Adjournment

Motion 09-19-14: Lees, that the meeting adjourn at 1:13 p.m.
Carried.

Chairperson

Recorder