

**Minutes of the Annual General Meeting of
The Board of Directors of Carlton Trail College
Held at Carlton Trail College, Four Winds Learning Centre, Eagle Classroom, Punnichy, SK
June 17, 2025**

PARTICIPATING: Chairperson, Sandy Flory; Vice-Chairperson, Shawna Miller; Directors, Darrell Paproski, Elan Buan, Nathan Gregg (Virtual), Melissa Dieno; President & CEO, Amy Yeager; VP Finance, Andy Burgess; Executive Assistant, Amanda Kosokowsky (Recorder)

REGRETS: None

TO ORDER: The Chairperson called the meeting to order at 1:12 PM.

1. AGENDA

The agenda was reviewed.

Motion 06-25-53: Paproski, that the agenda be approved as amended (5. Banking Services Tender Deadline to be updated from December 21, 2026, to December 21, 2025)
Carried.

2. MINUTES

The minutes from the June 18, 2024, Annual General Meeting were reviewed.

3. NOMINATIONS

Vice-Chairperson

The Chairperson called for nominations for the position of Vice-Chairperson.

Director Paproski nominated Director Miller for Vice-Chairperson. Director Miller respectfully declined the nomination.

The Chairperson called for nominations for Vice-Chairperson a second time.

Director Miller nominated Director Gregg. Director Gregg respectfully declined the nomination.

The Chairperson called for nominations for Vice Chairperson a third and final time. Director Miller agreed to let her name stand.

There being no further nominations, Director Miller was declared elected Vice-Chairperson by acclamation.

4. COMMITTEES

4.1 Governance & Human Resources Committee

4.1.1 Composition Review

The Board reaffirmed its practice of including all Board members in Governance & Human Resources Committee meetings.

The Chairperson of the Committee will be appointed at the first meeting in the fiscal year, scheduled for October 21, 2025.

4.1.2 Terms of Reference Review

The Governance & Human Resources Committee Terms of Reference was reviewed.

Motion 06-25-54: Dieno, that the Board approves the changes to the Governance and HR Committee Terms of Reference as presented.
Carried.

4.2 Finance, Audit & Risk (FAR) Committee

4.2.1 Composition Review

The Board reaffirmed its practice of including all Board members in Finance, Audit & Risk Committee meetings.

The Chairperson of the Committee will be appointed at the first meeting of the fiscal year, scheduled for September 23, 2025.

4.2.2 Terms of Reference Review

The Finance, Audit & Risk Committee Terms of Reference was reviewed.

Motion 06-25-55: Miller, that the Board approves the changes to the Finance, Audit & Risk Terms of Reference as presented.

5. 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 21, 2025.

Motion 06-25-56: Miller, that the Board approves to extend Carlton Trail College's contract with RBC banking services to end December 2027, and make amendments to operational policies as required.
Carried

It was noted to update the Banking Services information on the 25-26 Continuous Agenda.

6. TENDER 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.

VP Finance will be preparing to post a tender for auditing services, with the contract to be awarded in December 2025. The Board will review at the November 25, 2025, meeting to determine how to proceed.

7. ANNUAL DISCLOSURE FORMS FOR SIGNATURE

7.1 Annual Declaration of Potentially Conflicting Interests

Board members completed and submitted the Annual Declaration of Potentially Conflicting Interests form to the Executive Assistant.

7.2 Policy 1.13 – Conflict of Interest

Received for information.

7.3 Policy 1.18 – Code of Conduct

Received for information.

8. OTHER BUSINESS

8.1 Continuous Agenda

The listing of 2025-2026 meeting dates were reviewed. The Board agreed to reschedule the April 21, 2026, meeting to April 28, 2026, due to the CIG Conference taking place from April 21-23, 2026. The remaining dates were confirmed.

The Executive Assistant will update the Banking Tender information and include it in the November listing in the 2025-2026 Continuous Agenda.

9. ADJOURNMENT

Motion 06-25-57: Gregg, that the meeting adjourn at 1:36 PM.
Carried.

Chairperson

Recorder