

**Minutes of the Regular Meeting of
The Board of Directors of Carlton Trail College
Held at Carlton Trail College, Classroom 153, Humboldt, SK
September 23, 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)

GUESTS (Post-Audit Meeting): Diana Leray and Alex Yevlanov, KPMG

REGRETS: None

TO ORDER: The Chairperson called the meeting to order at 9:05 AM.

"Carlton Trail College serves the communities of east-central Saskatchewan. We respectfully acknowledge that we do so within Treaty 4 and 6 territories, traditional lands of the Cree, Salteaux, Dene, Dakota, Lakota, Nakota and Metis nations. We honour and respect these Treaties and are committed to working in partnership with all Nations in the spirit of reconciliation and collaboration."

*"Is anyone aware of any claims or potential claims against the College that would result in financial loss or wrongful dismissal claim?"
None cited.*

"Under the duty of loyalty, is anyone aware and needs to disclose a perceived or apparent conflict of interest personally or of another Board member, that would affect the individual's judgement or ability to act in the best interests of the College?" None cited.

1. AGENDA

The agenda was reviewed.

Motion 09-25-10: Paproski, that the agenda be approved as presented.
Carried.

The Regular Meeting started with 5.2.2 for the Post-Audit Meeting with Diana Leray and Alex Yevlanov, KPMG.

5.2 Finance/Audit/Risk (FAR) Committee

5.2.2 June 30, 2025, Audited Financial Statements

The VP Finance reviewed, and the following was noted:

- Ministry revenue may not always align with the budget letter as changes in funding from one year to the next can result in minor variances.
- Timing of capital grant payments will align with the requirements of each project.
- Unrestricted Operating Surplus ended 26,000 higher than forecasted.
- There are currently no overdue accounts of concern.
- There has been no significant change in inventories.
- Vacation payable, representing accrued unused vacation owed to staff, is higher due to Collective Bargaining increases and additional hires.
- Tangible Capital Costs were affected last year due to Unit4 ERP licensing.

The VP Finance reviewed the Detailed Variance Analysis, and the following was noted:

- The Humboldt South Office lease cost was a contributing factor to an increase in rental expenses.
- Legal advising costs are over budget; however, the savings from staffing vacancies helped offset this cost.

Diana Leray, KPMG, reviewed the Audit Findings Report, and the following was noted:

- The Audit highlights (page 4 of FAR Package) indicate where there are matters to report (pink).
- No control deficiencies were identified.
- The VP Finance stated that there are no subsequent events that need to be disclosed.

5.2.3 In-Camera Session with the Auditors (without the CEO)

Motion 09-25-11: Dieno, that the meeting moves to an in-camera session at 9:50 AM.
Carried.

Motion 09-25-12: Paproski, that the meeting moves back into regular session at 9:53 AM.
Carried.

5.2.4 Annual Audit Assessment

The Board, President and CEO, and VP Finance were asked to complete an Audit Assessment. The FAR Committee will summarize the results and present them to the Board at the November Board meeting.

Motion 09-25-13: Miller, that the Board approves the audited financial statements for the fiscal year ended June 30, 2025, as presented.
Carried.

Motion 09-25-14: Gregg, that there have been no subsequent events that have arisen since July 1, 2025, 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.

KPMG departed the meeting at 9:55 AM

The meeting took a recess at 9:56 AM and resumed with the FAR Committee Meeting.

The Regular Meeting resumed at 11:14 AM.

2. MINUTES

The minutes from the June 17, 2025, Regular Meeting and Annual General Meeting, and the Special Meetings held on July 24, August 7, and August 26, 2025, were reviewed.

Motion 09-25-15: Dieno, that the minutes from the June 17, 2025, Regular Meeting be approved as presented.
Carried.

Motion 09-25-16: Miller, that the minutes from the June 17, 2025, Annual General Meeting be approved as presented.
Carried.

Motion 09-25-17: Paproski, that the minutes from the July 24, 2025, Special Meeting be approved as presented.
Carried.

Motion 09-25-18: Buan, that the minutes from the August 7, 2025, Special Meeting be approved as presented.
Carried.

The minutes from the August 26, 2025, Special Meeting were reviewed and Motion 08-25-08 was adjusted to read as "Carried".

Motion 09-25-19: Gregg, that the minutes from the August 26, 2025, Special Meeting be approved as amended.
Carried.

3. BUSINESS ARISING
None

4. BOARD

4.1 Board Chairperson Report
Nothing new to report.

4.2 Board Items

4.2.1 Continuous Agenda 25-26 (Review Dates)

The Board reviewed the dates to ensure availability for upcoming year. The addition to "Financial Orientation" in the September FAR Committee Meeting was noted. It was mentioned that CIGan will be taking place from April 21-23, 2026, in Ottawa.

4.2.2 Regional College Board Meeting

The Board reviewed the information provided by the Ministry regarding the Sector Meeting on November 4, 2025.

The Board agreed to host a Board "meet-and-greet" supper around 4 PM prior to the Sector Meeting Reception on November 3, 2025. Chair Flory requested that the Executive Assistant send an email on her behalf to invite the Board Chairs and any additional Board Members for supper, with responses in by October 7, 2025. The Executive Assistant will look into venue options.

Attending the reception and Sector Meeting are Executive Team members Amy Yeager, Jennifer Brooks, Deanna Gaetz, and Board Members Sandy Flory, Darrell Paproski, and Nathan Gregg.

5. COMMITTEE REPORTS

5.1 Governance and Human Resources Committee

5.1.1 Board Workplan 25-26 Approval

Reviewed and received for information.

5.1.2 President & CEO Workplan Approval

Reviewed and received for information. Discussion regarding the President and Board Evaluations will take place at the October Board meeting (360 evaluations to be completed this year, including the Executive Team).

5.1.3 PD Opportunities

5.1.3.1 Correspondance fr. Louise Michaud re: 25-26 Governance Training

Received for information.

5.1.4 President & CEO Contract Review

To be reviewed in-camera. Contract ends in September 2026.

Next Gov/HR Meeting – October 21, 2025

5.2 Finance/Audit/Risk (FAR) Committee

5.2.1 Committee Chair Selection

Director Miller was elected Chair of the FAR Committee by acclamation.

Next FAR Meeting – November 25, 2025

6. PRESIDENT AND CEO

6.1 CEO Report

Presented by CEO Yeager and received for information.

The meeting recessed for lunch at 12:00 PM.

The meeting resumed at 12:35 PM.

6.2 Information Items

6.2.1 Director's Reports

Reviewed and received for information.

6.2.1.1 SIOS 25-26 Priority Letter

Received for information.

6.2.1.2 SIOS 24-25 Report Letter
Received for information.

6.2.1.3 2025 BHP Jansen Project Scholarships Program – Administrative Summary Letter
Received for information.

6.2.2 Trades Facility Update

6.2.2.1 Discretionary Use Approval Letter
Received for information.

6.2.2.2 Peavey Mart Appraisal Report
Received for information.

6.2.2.3 Peavey Mart Inspection Report
Reviewed and received for information. CEO Yeager will be requesting an extension to finalize details regarding funding and structural review.

6.2.3 LG Teaching Award Update
Reviewed and received for information.

6.2.4 Updated Board and Executive Team Photos
The Marketing Department will take updated Board photos at the October meeting.

7. VP FINANCE REPORT

7.1 Revenue and Expense Report

Presented by the VP Finance and received for information. It was recommended to present the Forecast Changes in October instead of September when more information is available to present.

7.2 Income Statement/Balance Sheet

Presented by the VP Finance and received for information.

8. OTHER

8.1 Correspondence

8.1.1 From Laura Soparlo re: 24-25 CEO/Board Evaluations Invoice – June 26/25 (Paid July 2025)
Received for information.

8.1.2 From Saskatchewan Accessibility Office re: Accessibility Plan Deadline – July 28/25
Received for information.

8.1.3 From Provincial Comptroller re: Financial Statement Approval – July 29/25
Received for information.

- 8.1.4 From DM Louise Michaud re: Annual Reports and Student Council – July 30/25
Received for information.

8.2 Next Board Meeting

October 21, 2025 – Regular & GOV/HR Committee Meeting (9 AM; Humboldt)

8.3 Information Items

- 8.3.1 Media Release: BHP and Carlton Trail College celebrate BHP Potash Academy's first graduates – September 5/25

Received for information.

- 8.3.2 Email fr. Jill Tzupa re: Sector Meeting on Tuesday, November 4/25 – September 8/25

Received for information.

- 8.3.3 Student Awards Event – November 27/25

CEO Yeager notified the Board that the upcoming Student Awards Event will be taking place on November 27, 2025. An invitation with details will be forwarded to the Board once finalized.

8.4 Roundtable Discussion

- 8.4.1 Community Issues

Director Buan attending ICED Rural Conference 2025 in Estevan this September.

8.5 In-Camera Session

- 8.5.1 In-Camera Session with the President and CEO

Motion 09-25-20: Paproski, that the meeting moves to an in-camera session at 1:47 PM.
Carried.

CEO left the meeting at 2:37 PM.

- 8.5.2 In-Camera Session without the President and CEO

Motion 09-25-21: Miller, that the meeting moves back into regular session at 3:20 PM.
Carried.

8.6 Adjournment

Motion 09-25-22: Paproski, that the meeting adjourn at 3:21 PM.
Carried.

Chairperson

Recorder