
APPROVED

MINUTES OF MEETING NUMBER FOUR HUNDRED AND TWENTY SEVEN OF THE BOARD OF GOVERNORS OF ALGONQUIN COLLEGE WHICH WAS HELD ON MONDAY, JUNE 11, 2007 AT 5:00 P.M. AT ALGONQUIN COLLEGE, WOODROFFE CAMPUS IN THE ROSSER BOARDROOM

Present: David Wallace, Chair
Shirley Westeinde, Vice Chair
Vini Bhindi
Fred Blackstein
Ric Cameron
Robert Gillett, President
William Johnson
Wayne McIntyre
James Robblee
Ken Rosehart
Sterling Hartley
Amelita Armit
Wayne Wilson
Michael Tremblay
Randy Williams

Regrets: Lana March
Veronica Engelberts

Vice Presidents seated at the table:

Raymonde Hanson, Academic
Robert Letourneau, Administration
Kent MacDonald, Student Services and Development

Resource Personnel and Observers:

Andrew McKelvey, Public Relations
Dawn Dubé, Executive Director, Advancement, Woodroffe Campus
Chris Brennan, Events Manager, Public Relations and Communications
Joan Wright, President, Students' Association, Woodroffe Campus
Brian Burns, Director, Institutional Research and Planning
Peter Quinn, Student Representative, Board of Governors (Incoming 2007-08)
Chris Warburton, Administration
Luc Presseau, Director, Human Resources
Jennifer, Daly-Cyr, Director, Marketing and College Enrolment
Marguerite Donohue, Executive Dean, Academic Development

Miranda Lavallee
Recording Secretary

The Chair called the meeting to order at 5:00 p.m. and welcomed all in attendance. He also welcomed Peter Quinn, the winning candidate for Student Representative to the Board of Governors who joined the meeting as an observer. Mr. Quinn's term will commence effective September 1st.

The Chair reported that he had put out a call to Governors seeking expressions of interest in serving as a member of the Executive Committee for 2007-08, and that the 2006-07 Executive had all agreed to continue to serve for the upcoming year. A ballot was circulated to the Governors for the position of Vice Chair. Governor Robblee and Governor Tremblay were invited to say a few words. Thirteen ballots were collected. The Chair added that this was the first time for the Board of Governors to have an election for an Executive position. The Chair thanked Governors Robblee and Tremblay for their engagement in the process and applauded both of them for their initiative.

The Chair thanked Barbara Farber for her role as Chair of the Algonquin Foundation and presented her with a token of appreciation for her contribution to the College.

The Chair also noted that the meeting was also the Annual General meeting of the Board.

07-47 CONFLICT OF INTEREST DECLARATION

None declared.

07-48 APPROVAL OF PREVIOUS MINUTES

It was requested that the Governor's names be recorded when voting and a unanimous decision is not reached. It was agreed that this would be taken under advisement.

An update on the ethical policy will be forthcoming.

RESOLUTION

MOVED AND SECONDED – Johnson and Armit

that the minutes of the meeting held on May 14, 2007 be approved as amended.

CARRIED

07-49 BUSINESS ARISING

None.

07-50 PRESENTATION

None.

07-51 REPORT OF THE CHAIR

At the request of the Chair, Governor Wilson provided an update on the ACCC Conference he attended in March in Montreal, which he found quite valuable. He attended a presentation by Garth White, one of the key note speakers, who requested support from all Colleges to help meet their training needs. Mr. White also offered a thoughtful presentation which provided administrative direction and tied into the issue of, what are our small/medium enterprise needs. Governor Wilson also attended a session on Strategic Planning and found the process used by the managers and Board at the Nova Scotia Community Colleges valuable. He added that their use of appreciative inquiry for the base of their Strategic Plan resulted in a dynamic plan. All campuses were closed so that all the staff could attend a social gathering and thank you reception and it was suggested that Algonquin consider this process in the future. He also attended a Professional Development session related to staff and another presentation on Performance Evaluations.

Annual General Meeting

The Chair reminded the Board that this is the annual general meeting of the Board. Motions for changes to the By-laws have been received; however, the Executive Committee is working on modifications and they are also being considered by legal counsel. A special AGM meeting may be held late summer if all of the material is ready for consideration.

Invitation from Bob and Anne Gillett

Governors were reminded that Board members and their spouses or guests had been invited to gather at the residence of Bob and Anne Gillett for dinner immediately following today's Board meeting. A map to their residence was available on the table.

Meeting Dates 2007-08

The Chair advised that included in the dossiers was a schedule of meetings for the 2007-08 academic year. It was observed that the September meeting may not be held if there is not sufficient business to warrant holding a meeting. Governors were asked to review the schedule and advise the Board office of any potential conflicts.

Governors were reminded that the Board plans to continue bi-annual visits to the outlying campuses with the next meeting to be held at the Perth Campus at a date to be determined.

Dossier's

Governors were asked to kindly return all dossiers to the Board office and any material emanating from Board meetings so that the tabs can be reused and any other material recycled.

Chris Warburton's Retirement

The Chair brought it to the attention of the Board that this will be Chris Warburton's last Board meeting as he will be retiring from the College at the end

07-51 REPORT OF THE CHAIR (cont'd)Chris Warburton's Retirement (cont'd)

of the academic year. The Chair thanked him for his efforts on behalf of the Board and wished him well.

Plaque Presentations

Governor Rosehart was given a token of appreciation and thanked for his contribution to the Board of Governors over the past year. Governor Rosehart thanked everyone for making him feel welcome and allowing him an opportunity to be involved in the process.

Governor Cameron was given a token of appreciation and thanked for his contribution to the Board of Governors from 2001 to 2007. Governor Cameron thanked everyone adding that he is available should the Board require further assistance.

07-52 REPORT OF THE PRESIDENT

The President reported on the following:

- Recent media articles on Spring Convocation at Scotiabank Plan were on the table. He reported that it was a great success and recommended that Governors attend future ceremonies.
- It is anticipated that the fiscal announcements from the Ministry will be forthcoming by the end of June.
- Long-term funding for advocacy is continuing, which will be a major strategy moving forward.
- The President asked that the Governors review the conservative platform, which was recently released.
- An Ancillary Fees Class Action has arisen out of the levy and collection of unlawful tuition-based ancillary fees by Ontario post-secondary colleges. The defendants are Conestoga College and George Brown College. Governors will be kept informed.
- The Strategic Plan will be brought forward to the Board in the fall.
- The President invited the Governors to attend the President's Breakfast taking place on August 22nd. A formal invitation will be mailed to them.

07-53 DECISION ITEMS AND REPORTS2006-2007 ANNUAL REPORT

The President observed that the draft Annual Report was provided to Governors for their information and feedback. The final document will be submitted to the Ministry and uploaded to the College website by June 30th as required.

07-53 DECISION ITEMS AND REPORTS (cont'd)**2006-2007 ANNUAL REPORT (cont'd)**

Governors were asked to forward any comments to D. Dubé or the Board office. The President added that some additional information was included at the request of the Ministry.

Questions/Comments:

- *Governor Wilson questioned if the names of the Auditors will be included on page 24 as well as the auditing firm.* It was responded that KPMG will be identified as the auditing firm as this adheres to Ministry requirements. Management has taken under advisement identifying the auditors by name within the Annual Report. Appendix 3 will also be on KPMG letterhead. The Chair clarified that this is a draft report and not the official public document.
- *Governor Blackstein will be added to the 2006-2007 Board of Governors listing since his name was inadvertently omitted.*
- *Governor Williams questioned if the Annual Report requires Board approval.* The President responded that Board approval has never been obtained, but Governors are required to have reviewed it.
- *Governor Williams questioned if the Governor's business associations should be included for clarification on the last page.* Following extensive discussion the Chair observed that although this is not proper protocol, it would show the range of people involved. Following a vote, Governor Westeinde and Governor Williams supported this inclusion with the remainder of the Governors opposed to this inclusion. Management agreed to take this under advisement for inclusion within the 2007-2008 Annual Report. The President asked that the nomenclature that Governors wish to have included be forwarded to the Board office.

2006-2007 BUSINESS PLAN

The President spoke to the 2006-07 Business Plan reminding Governors that the 2007-08 Budget was presented to the Board in April. The Business Plan also meets the requirements as prescribed by the Ministry and will be submitted along with the Annual Report by June 30th. The Balanced Scorecard module will be utilized in next year's Business Plan. The revised reporting structure was available on the table. Governors were asked to submit comments electronically to D. Dubé or the Board office by June 20th for inclusion in the Business Plan. Governor Wilson outlined concerns with not having the opportunity to discuss the plan amongst the table.

07-53 DECISION ITEMS AND REPORTS (cont'd)**2007-2008 BUSINESS PLAN** (cont'd)**Questions/Comments:**

- *Governor Wilson commented on item #4 included within the Academic Performance Contract on page 4 and if apprenticeship offerings and hair dressing would be available.* R. Hanson responded that this is currently being offered at high schools as an apprenticeship. This item relates to a proposal to offer a two-year program which will be brought forward to the Board for approval.
- *Governor Wilson questioned whether the Board will receive an annual report of the programs that are currently on the "danger" list.* R. Hanson will bring a report forward in the Fall which will include the status of the programs and potential solutions.
- *Governor Wilson questioned the support offered to students enrolled in the Spring and if courses will be offered in the event that students are struggling as well as for perspective students.* R. Hanson advised that a concept is currently under development; currently for new 2007/08 students this may take place in August.
- Governor Wilson will forward the goal statements to the President for possible inclusion. He agreed with the importance of enhancing the College with student engagement. He also felt that faculty should review the national results on student engagement.
- Governor Wilson outlined the benefits of course grade distribution. He spoke to the concerns with inflation and the discrepancy of what they can do when they arrive at College and what they think they can do after leaving high school. He recommended, "Ivory Tower Blues", which is about a university system in crisis, but can be related to colleges for their consideration. He suggested reading a section on policy implications in terms of student disengagement. He added that it provides an accurate picture of the academic challenges that we are all facing. He suggested including this within the discussion at the September meeting.
- Goal statements containing the word "private" will not be included within the final Business Plan.
- *Governor Cameron commented on the amount of duplication and the complicated structure.* The President responded that this is why the College is developing the Balanced Scorecard.
- *Governor Robblee remarked on the tight timelines identified within the goals and objectives and questioned how they can all be accomplished.* The President responded that a lot are driven by business demands and must be completed; although, some carry forward and are included within the presentation.

07-53 DECISION ITEMS AND REPORTS (cont'd)**REPORT OF THE NOMINATING COMMITTEE**

Governor Armit provided a report on behalf of the 2006-07 Nominating Committee of the Board. She spoke to the process by reviewing the goals of the Board in terms of the diversity, skills and experience of potential candidates for appointment in 2006-07. It was recognized that increasing collective expertise on the Board to strengthen the Audit Committee was recommended. As a result, Mr. Carman Joynt, a retired Audit Partner in the Ottawa office of Deloitte & Touche Chartered Accountants and Deloitte & Touche Management Consultants, was interviewed and chosen as the most suitable candidate for the appointment to the Board in 2007-08.

RESOLUTION

MOVED AND SECONDED – Rosehart and Johnson

that the Board of Governors recommended to the College Compensation and Appointments Council, the appointment of Mr. Carman Joynt to the Algonquin College Board of Governors, for a three-year term effective September 1, 2007.

CARRIED

The Chair expressed his appreciation to all of the Governors for their support, commitment and engagement and advised that he has agreed to assume the position of Past Chair for 2007-08. The Chair thanked Governor Johnson for his role as Chair of the Audit Committee, which has achieved much success. He thanked Governor Robblee for suggesting a Retreat which resulted in the Board's involvement in the Strategic Plan as well as the staff and management for their support and feedback, A. Cobus for her role as recording secretary and the President for his respect and feedback. The Chair wished Governor Westeinde well in her new position as incoming Chair for 2007-08.

Governor Westeinde thanked Governor Wallace on behalf of the Board for his dedication and tremendous efforts. She added that when he assumed the position of Chair he interviewed every Board member to determine their interests and the direction they wished to take. She observed that this resulted in a more cohesive Board. She is looking forward to maintaining this atmosphere and is happy that he has agreed to remain on the Board as Past Chair. Governor Westeinde also commended the Chair for his charitable work and contribution to the foundation.

Governor Westeinde suggested that the meeting in September be used to follow up on the discussion at the retreat and to have an opportunity to build on further discussions. A social meeting has been planned for September. Governors were asked to submit additional agenda items to the Board office. Governor Robblee asked that the Board review the stakeholders.

07-53 DECISION ITEMS AND REPORTS (cont'd)**REPORT OF THE NOMINATING COMMITTEE (cont'd)****RESOLUTION**

MOVED AND SECONDED – Armit and Tremblay

that the 2007-08 slate of candidates serve as the Officers of the Board for the 2007-08 Academic Year as follows:

Chair	Shirley Westeinde
Vice Chair	Dr. James Robblee
Past Chair	David Wallace
Chair, Audit Committee	William Johnson

CARRIED

2006-2007 FINANCIAL STATEMENTS / REPORT OF THE AUDIT COMMITTEE

Governor Johnson, Chair of the Audit Committee, provided a report on the May 17th and June 11th meetings of the Audit Committee. He provided background information on the process.

The 2006 Financial Statements were presented to the Committee at both recent meetings. Governor Robblee added that there are constant changes to audit requirements and Algonquin has been at the head of the curve to implement these changes.

A detailed review of the statement of operations, financial statements, balance sheet, cash flow, and statement of changes and net assets was provided by R. Letourneau, Vice President, Administration.

Questions/Comments:

- *Governor Blackstein questioned the difference between the draft and revised statements.* The statements provided were the documents brought forward to the Audit Committee for review.
- Governor Johnson clarified that in former years the swap was a footnote and will now be a liability.
- *Governor Williams questioned the meaning of “internally restricted” and the policies associated with these statements. Does this mean the College cannot expend without Board approval or are they accessible at the discretion of the CEO?* R. Letourneau responded that by approving the 2006-07 Financial Statements Governors would be agreeing to the reserves allocated for specific purposes. These reserves could not be reallocated without approval from the Board.

07-53 DECISION ITEMS AND REPORTS (cont'd)**2006-2007 FINANCIAL STATEMENTS / REPORT OF THE AUDIT COMMITTEE (cont'd)***Questions/Comments: (cont'd)*

- *Governor Williams questioned whether there should be a reserve fund for items to be allocated by the Board in the future? It was responded that the items included are the top two appropriations as well as specific reserves. There is also limited flexibility for 2007.*
- *Governor Williams outlined concerns with allocating this amount of money for various projects at this time. B. Letourneau responded that the use of these funds has yet to be determined. In order to access the General Reserve Fund, a budget would have to be approved by the Board, once the specific allocations are determined.*
- *Governor Wilson noted a discrepancy of \$500K when comparing a draft document within the dossier versus Schedule E – Administrative Expenditures (page 30). D. McNair, Acting Director of Finance, advised that additional allocations were made following a review by the Budget and Finance Committee and the discrepancy resulted in an error in allocation, but does not change the bottom line.*
- *Governor Bhindi commended Ancillary Services for their outstanding contribution.*
- *Governor Hartley thanked the Algonquin team for the comprehensive document with a solid structure. He commended them for their efforts and organization.*

RESOLUTION

MOVED AND SECONDED – Johnson and Blackstein

that the Board of Governors approve the 2006 Financial Statements of Algonquin College, as recommended by the Audit Committee.

CARRIED

ENDOWMENT FUND INVESTMENT RESULTS

B. Burns, Director of Finance (2006-07), provided a summary of the annual report on the Endowment Fund. He reported that the investment performance for 2006/07 was positive relative to the benchmarks established by the Investment Policy with a gross return of 11.28% versus a benchmark of 9.99%. He added that every category within the endowment fund returned favourably and within the guidelines.

07-53 DECISION ITEMS AND REPORTS (cont'd)

ENDOWMENT FUND INVESTMENT RESULTS (cont'd)

RESOLUTION

MOVED AND SECONDED – Johnson and Wilson

that the Board of Governors approve the Endowment Fund Investment Results as recommended by the Audit Committee.

CARRIED

BANKING OFFICERS

RESOLUTION

MOVED AND SECONDED – Armit and Rosehart

That for banking purpose, the following are the officers of Algonquin College of Applied Arts and Technology, **effective September 1, 2007:**

THE BOARD OF GOVERNORS OF ALGONQUIN COLLEGE OF APPLIED ARTS AND TECHNOLOGY

Chair	Mrs. Shirley Westeinde
Vice Chair	Dr. James Robblee
Past Chair	Mr. David Wallace
Secretary	Mr. Robert Gillett
Treasurer	Mr. Robert Letourneau

SENIOR OFFICIALS OF THE COLLEGE

President	Mr. Robert Gillett
Vice President, Academic	Mrs. Raymonde Hanson
Vice President, Administration	Mr. Robert Letourneau
Vice President, Student Services and Development	Mr. Kent MacDonald
Director, Finance	Mr. Duane McNair
Acting Manager, Financial Services	Mrs. Barbara Nauth

CARRIED

07-54 MANAGEMENT SUMMARY REPORT

The complete Management Summary report is available at <http://www.algonquincollege.com/board/minutes.htm>.

07-55 INFORMATION ITEMS

Information items were on the table.

07-56 OTHER BUSINESS

None declared.

RESOLUTION

MOVED AND SECONDED – Tremblay and Westeinde

that meeting #427 of the Board of Governors of Algonquin College adjourn for the evening at 6:28 p.m.

CARRIED

David Wallace
Chair

Miranda Lavallee
Recording Secretary