ALGONQUIN COLLEGE

BOARD OF GOVERNORS

DRAFT

MINUTES OF MEETING NUMBER FOUR HUNDRED AND SEVENTY FOUR(THE ANNUAL GENERAL MEETING) OF THE BOARD OF GOVERNORS OF ALGONQUIN COLLEGE WHICH WAS HELD ON MONDAY, JUNE 11 2012, AT 5:00 P.M. IN THE ROSSER BOARD ROOM, C539, WOODROFFE CAMPUS

Present	Michael Dunlop, Chair	Regrets	Louis Lamontagne
	Doug Orendorff, Vice Chair		John Owens
	Eric Agyemang		Mark Sutcliffe
	Denise Amyot		
	Jeanine Chiasson	Vice Presidents:	Gerry Barker, Human Resources
	Lynne Clark		Kent MacDonald, Academic
	Pauline Edmonds		Joy McKinnon, Business Development
	Barbara Farber		Duane McNair, Administration
	Robert Gillett, President		Deborah Rowan-Legg, Student Services
	Doreen Hume		
	Kathyrn Leroux		
	James McIntosh	Recording Secretary	Anna Cobus
	Andrew Pridham		

Observers
Allison Burnett, Project Coordinator, Strategic Programs & Services Planning
Jennifer Daly-Cyr, Acting Director, Strategic Programs & Services Planning
Cathy Dempsey, Director, Finance & Administration
Dave Donaldson, Dean, School of Business
Barbara Foulds, Acting Dean, Faculty of Health, Public Safety & Community Studies
Chris Janzen, Chair, Applied Science & Environmental Technology
Robyn Heaton, Chair, Media Studies
Mark Hoddenbagh, Director, Applied Research & Innovation
Shawn McBride, Professor, School of Advanced Technology
Russ Mills, Dean, Faculty of Arts, Media & Design
Kathryn Moore, Registrar
Brenda Rothwell, Executive Director, Algonquin College Foundation
Michel Savard, Dean, School of Hospitality and Tourism
Claire Snasdell-Taylor, Chair, Career & Academic Access Centre
John Tattersall, Director, Physical Resources
John Willman, Professor, e-Publishing
Doug Wotherspoon, Executive Director, Advancement

The Chair called the meeting to order at 5:00 p.m. and observed that it was the annual general meeting of the Board of Governors.

12-36 CONFLICT OF INTEREST DECLARATION

Governor Hume declared a conflict of interest with respect to the appointment of auditors agenda item.

12-37 APPROVAL OF THE PREVIOUS MINUTES

RESOLUTION

MOVED & SECONDED – Leroux & Chiasson

That the minutes of May 14, 2012, be approved as presented.

12-38 BUSINESS ARISING

None.

12-39 PRESENTATIONS

ONTARIO SPECIAL BURSARIES PROGRAM

D. McNair and C. Dempsey provided an update concerning the March 27th Ontario budget announcement of the discontinuation of the Ontario Student Bursaries Program (OSBP), which assists part-time students studying at a public university or college in Ontario, as well as full or part-time students studying in academic upgrading programs. As reported in the addendum to the draft 2012-13 budget a preliminary negative budget impact of $900,000 for upgrading students, ESL students and Students with Developmental Disabilities was estimated. To date, there has been no formal communication regarding changes to the Tuition Set-aside eligibility requirements from the Ministry. Changes to the eligibility criteria that may allow the use of TSA to fund the discontinued OSBP program may reduce the direct impact to the College budget. It is not known whether the reduced demand for financial aid under the Tuition Set- Aside program anticipated by the Ministry will fully offset the cost to continue offering student aid under these two programs. Before management is in a position to recommend any changes to the affected programs, an updated TSA Guideline and further analysis will be required. It was noted that management will assess the situation and will provide options for Board of Governors' consideration, once further information becomes available. The report was accepted as presented.

STRATEGIC PROGRAMS AND SERVICES REVIEW UPDATE

J. Daly-Cyr presented an update on the progress of the Strategic Programs and Services Review. An overview of the process, strengths and challenges was provided. To date, over 250 services have been reviewed resulting in over 125 reports. Themes emerging from the analysis

include automation, resource alignment, strategic partnerships, digital roadmap, enhanced online services for students and expanding experiential learning. The themes have been narrowed into two groups: Resource Alignment and Digital Road Map. Next steps include the refinement of data and measures where required, with recommendations to be brought forward in the final report of the Board of Governors in December, 2012. Also to be presented in the report to the Board in December, 2012, is an update on the status of the recommendations of the June, 2010, Programs and Services review.

The report was received as presented.

12-40 DECISION ITEMS AND REPORTS

PROGRAM PROPOSALS

J. Aubut introduced the recommendation for the graduate certificate program proposals, and spoke to the timeframe variances between the three proposals which allow the College flexibility in the program delivery methodology that best suits the needs of each program.

Also provided was a list of the status of Ontario Graduate Certificate Programs which have been approved, are under development, and those slated for future development.

Questions/Comments:

- *Governor Orendorff offered thanks for the excellent contextual introduction and inquired if there is a plan to report on the balance the program offerings between new and discontinued programs resulting from the SPSP recommendations.* K. MacDonald indicated that, on an annual basis, management will present a report to the Board of Governors on programs which do not meet quality or financial metrics, as well as overall growth areas that meet the needs of student and industry, and international interest in graduate certificates.

Program Proposal: EARLY CHILDHOOD EDUCATION ADMINISTRATION

B. Foulds presented a proposal to offer an Early Childhood Education Administration Ontario College Graduate Certificate program. The program's objective is to prepare early childhood educators for administrative and leadership roles in the Early Childhood Education community. Graduates may find employment in supervisory and administrative positions across the full spectrum of programs and centres servicing the needs of children from birth to age twelve. Currently the credential required to work in the field of ECE does not prepare students for administrative roles and as such, the ECE community has identified the need for training to support administrators. The program is offered through OntarioLearn with the host Colleges being Seneca and Sheridan. The proposed program mirrors the existing OntarioLearn program offering, and will allow students the flexibility to take the courses online and/or in class. The program will be delivered part-time on a course by course basis. The implementation of the program reflects the strategic directions of the College including the commitment to digital learning with both hybrid and 100% online, alternative delivery options, leveraging of our relationships with business and industry, and meeting the needs of students and the community.

Questions/Comments:

- *Governor Leroux: Is there incremental revenue generated by this program?* This is part of the growth portfolio in the Centre for Continuation Education and Online Learning. Because of its delivery method, it is only offered if the required enrolment is achieved. It is funded and costed differently as the course facilitators are compensated based on the number of students in the program.

- *The Chair indicated that the Board is accustom to reviewing financial metrics and encouraged that in future, consideration be given to how metrics could be presented to Governors to allow a more fulsome understanding.*

- *Governor Orendorff: Observed that the Board has not seen a program of this nature come forward in the past.* It was noted that the program is being presented in accordance with the newly Board Policy related to Programs of Instruction (BGII-01).

RESOLUTION

MOVED & SECONDED – Amyot and Farber

That the Board of Governors approve the Early Childhood Administration Ontario College Graduate Certificate program effective fall 2012 and seek validation of the program title and outcomes from the Credentials Validation Service and approval for funding from the Ministry of Training, Colleges and Universities.

PROGRAM PROPOSAL: MOBILE AND SOCIAL MEDIA MANAGEMENT

R. Mills presented a proposal to offer a one-year Mobile and Social Media Management Ontario College Graduate Certificate program which is offered over three levels and provides students with maximum flexibility in terms of delivery. Students are able to choose to attend classes which are scheduled during evenings and weekends, in person or electronically (at the scheduled time or at their convenience). The program prepares students to manage communication strategies related to social media and mobile devices. Students leverage the features of current mobile devices by preparing written content, images, audio, and video files for mobile applications. By tracking mobile metrics students are able to target and strategically communicate with mobile audiences using social media. In the final term student's work with real-world clients using industry standard practices. Applicants will be required to demonstrate a working knowledge of social media. Graduates acquire the skills and training to work in agencies, firms and corporations that deal with the creation, archiving and administration of various digital communication strategies, and may also work as self-employed entrepreneurs in the digital publishing industry. The implementation of this program reflects the strategic directions of the College including the commitment to digital learning, alternative delivery with the option of in class or online delivery, leveraging relationships with business and industry, and meeting the needs of students and the community.

RESOLUTION

MOVED & SECONDED – Amyot and Leroux

That the Board of Governors approve the Mobile and Social Media Management Ontario College Graduate Certificate program effective fall 2013 and seek validation of the program title and outcomes from the Credential Validation Service and approval for funding from the Ministry of Training, Colleges and Universities.

PROGRAM PROPOSAL: ENVIRONMENTAL MANAGEMENT AND ASSESSMENT

C. Janzen presented a proposal to offer a one-year Environmental Management and Assessment Ontario College Graduate Certificate program which will offer students the opportunity to enhance their existing skills to succeed in the expanding field of environmental management and assessment. Students will develop practical expertise in a range of interdisciplinary scientific techniques used at the forefront of environmental management practice and become familiar with current environmental law and policy. Graduates may find employment in fields such as environmental research, site assessment, pollution prevention and control, water and wastewater monitoring and regulatory compliance, and policy development. The proposed program affords laddering opportunities for graduates of the Biotechnology Technologist, and Water and Wastewater Technician programs who could extend their educations with this graduate certificate. In addition, graduates from the new Environmental Technician program offered at the Pembroke Campus will also be able to ladder into this program. The theory portions of the curriculum are offered exclusively online. Laboratory and field experiences will be delivered on weekends employing existing laboratory facilities. The format is designed to accommodate working professionals who wish to develop their skills while making use of laboratory space used by other programs during the weekdays. The implementation of this program reflects the strategic directions of the College including the commitment to digital learning with 52% online, alternative weekend delivery, leveraging of our relationships with business and industry with applied research, and meeting the needs of students and the community.

Questions/Comments:

- *Governor Orendorff: Why is the program staffed by part time professors?* Mainly due to the fact that the practical portion occurs on weekends and it is difficult to hire full time faculty for weekend offerings.

- *Governor Edmonds: Is it anticipated that a student would be finished after one calendar year?* Yes.

RESOLUTION

MOVED & SECONDED – Orendorff and McIntosh

That the Board of Governors approve the Environmental Management and Assessment Ontario College Graduation Certificate program effective fall 2013 and seek validation of the program title and outcomes from the Credential Validation Service and approval for funding from the Ministry of Training, Colleges and Universities.

REPORT OF THE GOVERNANCE COMMITTEE

Governor McIntosh reported that the Governance Committee met on June 5th to discuss the proposed Financial Policy, Audit Committee Terms of Reference, and Board Officers and

Committee members for 2012-13. He noted that the Audit Committee Terms of Reference were referred to the Audit Committee for further discussion and a decision was taken to defer approval pending further review in fall 2012.

RESOLUTION

Moved by Governor McIntosh

That the Board of Governors approve the revisions to Bylaws 1, 3, 5, approve new Bylaw 5, and approve the Financial Management Policy.

CARRIED

RESOLUTION

Moved by Governor Agyemang

That the following slate of candidates serves as the Officers of the Board for the 2012/2013 academic year effective September 1, 2012:

Chair	Jim McIntosh
Vice Chair	Doug Orendorff
Chair, Audit Committee	Fred Blackstein
Chair, Governance Committee	Denise Amyot
Past Chair	Michael Dunlop

That the following slate of candidates serves as the members of the Audit Committee for the 2012/2013 academic year effective September 1, 2012:

Chair	Fred Blackstein
Chair of the Board	Jim McIntosh
President	Kent MacDonald
External Members	Doug Orendorff
	Barbara Farber
	Louis Lamontagne

That the following slate of candidates serves as the members of the Governance Committee for the 2012/2013 academic year, effective September 1, 2012

Chair	Denise Amyot
Chair of the Board	Jim McIntosh
President	Kent MacDonald
Governors	Doug Orendorff
	John Owens
	Jeanine Chiasson
	Kathyrn Leroux

CARRIED

4th QUARTER FINANCIAL RESULTS AND AUDITED FINANCIAL STATEMENTS

D. McNair presented an overview of the 2011/2012 fourth quarter financial results as well as the 2011/2012 audited financial statements. The College realized a positive net contribution of $11.7M for the year ending March 31, 2011, as noted on the Statement of Operations on page 4 of the 2010/11 audited financial statements. A Strategic Investment Summary was provided, as well as the explanation of Q4 variances from the 2011/2012 approved budget.

RESOLUTION

MOVED AND SECONDED – Hume and Orendorff

That the Board of Governors approve the 2011/2012 audited financial statements.

RESOLUTION

MOVED & SECONDED – Farber and Agyemang

That the Board of Governors approve the transfer of internally restricted funds in the amount of $149,222.

REPORT OF THE AUDIT COMMITTEE

Governor Hume reported that the Audit Committee met on June 8th to discuss the audit report status and review the financial statements. She indicated that there were no matters that required the attention of the Board, nor were there any uncorrected or unadjusted errors. The Management letter was discussed and received and a response will be provided to the Audit Committee in the fall.

A report on single/sole source transactions greater than $100,000 was also provided to the Committee, as well as an update on Enterprise Risk Management which will form a greater discussion at the Board level at a future date.

The Audit Committee was presented with a recommendation that the Board approve the establishment of a Contingency Reserve Fund account within the College's Internally Restricted Net Asset accounts.

RESOLUTION

MOVED by Governor Hume

That the Board of Governors approves the establishment of a Contingency Reserve Fund account within the College's Internally Restricted Net Asset account that is equal to 3% of operating revenues and will be phased in with full implementation by 2015/16.

That the College prepares its annual budgets in a manner that always produces positive projected fiscal year-end balances of its Unrestricted Net Assets plus Internally Restricted Net Assets beginning with the 2012/13 fiscal year.

CARRIED

Governor Hume declared a conflict of interest with regard to the appointment of auditors and indicated that the Board Chair would speak to the topic on behalf of the Audit Committee.

The Board Chair reported on the process that was undertaken at the direction of the Audit Committee regarding the RFP and selection of the College's auditing services firm. Several qualified firms responded and a criteria was developed by a committee established to review the RFPs which included the assistance of former governor, Bill Johnson. The Chair reiterated that Governor Hume excused herself from the entire process.

RESOLUTION

Moved by Chair Dunlop

That the Board of Governors approve the appointment of Deloitte as the audit firm for Algonquin College for the 2012-13 fiscal year, with the option to re-new this appointment for an additional four years, as per the terms and conditions of the Request for Proposal.

CARRIED
Hume – Abstained

The Chair concluded the report by indicating that due to professional standards set by her employer, Governor Hume is required to resign as a Governor effective immediately.

ENDOWMENT FUND PERFORMANCE

D. McNair reported that the quarterly report for the Algonquin College Endowment Fund investment portfolio was up 4.75% in the quarter, outperforming the benchmark which was up 3.66%. For the year ended March 31, 2012, the portfolio was up 0.03% outperforming the benchmark which was down 0.82%.

2012/13 BUSINESS PLAN IN MTCU FORMAT

RESOLUTION

MOVED & SECONDED – Amyot and Clark

That the Board of Governors approve the submission of the 2012/13 Business Plan to the Ministry of Training, Colleges and Universities.

ANNUAL REPORT

RESOLUTION

MOVED & SECONDED – Leroux and Jeanine

That the Board of Governors approve the submission of the 2011/12 Annual Report to the Ministry of Training, Colleges and Universities.

STRATEGIC PLAN

RESOLUTION

MOVED & SECONDED – Leroux and Jeanine

That the Board of Governors approve the submission of the 2012/17 Strategic Plan to the Ministry of Training, Colleges and Universities.

BANKING OFFICER RESOLUTION

RESOLUTION

MOVED & SECONDED – Hume and Clark

that for banking purposes, the following are the officers of Algonquin College of Applied Arts and Technology, effective September 1, 2012:

Chair	James McIntosh
Vice Chair	Doug Orendorff
Secretary	Kent MacDonald
Treasurer	Duane McNair
President	Kent MacDonald
Vice President, Academic	Vacant
Vice President, Administration	Duane McNair
Vice President, Business Development	Vacant
Vice President, Human Resources	Gerry Barker
Vice President, Student Services	Vacant
Director, Finance & Administrative Services	Cathy Dempsey
Manager, Financial Services	Sally Clarke

12-41 REPORT OF THE CHAIR

The Chair reported the following:

- Governors were reminded of the invitation to the President's home for dinner following the meeting.

- Notification was received indicating that Governor Lamontagne's appointment has been approved by the Lieutenant Governor in Council. He will commence his second term on September 1, 2012, for a three year period ending in August, 2015.
- Two ceremonies remain at the June 20th convocation where there is no Board representation. Anyone able to attend was asked to notify the Board office.
- A draft schedule of meeting and event dates for next year was distributed and Governors were asked to note events such as the President's Breakfast and Convocation.
- Governors will be invited to attend is the President's Breakfast on Thursday, August 23rd at 8:30 a.m.
- Governors Leroux, Chiasson, Pridham, and Orendorff recently attended the ACCC Conference which was held in Nova Scotia. Governors provided comments on their experiences.
- The Colleges Ontario conference will be held on November 25th and 26th in Toronto, with a provincial Governor Orientation session to take place prior to the conference start on November 24th and 25th. Governors who have not yet had the opportunity to attend either event were encouraged to attend.
- One feedback form was submitted following the May last meeting. One comment indicated that while time was allotted for each item on the agenda, it was somewhat rushed.
- An overview of Board evaluation feedback was provided. Key elements of the feedback included Governor engagement, Governor control of the agenda and Chair control of the timing for each agenda item.
- A request was received from an individual wishing to make a presentation to the Board concerning sustainability education and curriculum. The request was reviewed by the Chair and members of the Executive Committee and it was agreed that the proposal would be more suitable for presentation at the management level.
- Governors were asked to recycle meeting materials following the meeting.
- Plaques of appreciation were presented to outgoing members of the Board including Pauline Edmonds, Eric Agyemang, Doreen Hume, and President Robert Gillett. It was noted that a plaque of appreciation will also be sent to Debbie Robinson with a note of thanks.

12-42 REPORT OF THE PRESIDENT

The President reported the following:

- The College is awaiting approval of the provincial budget.
- A full effort is underway to prepare for the fall term. Enrolment growth is targeted at 3% and $25M in improvements are planned between now and the fall term.
- The President and incoming President will transition throughout the summer until August 20th.
- A summer visioning consultation is expected to be released by the MTCU.
- An issue with the City of Ottawa and Student Bus Pass protocol has arisen and the College has worked with the Students Association and other PSE presidents to send a letter of support to advocate on behalf of the students.
- Work is proceeding on the new Pembroke Campus and Student Commons building.
- Outgoing Vice Presidents Deborah Rowan-Legg and Joy McKinnon were thanked for their tireless contributions to the College.
- The President presented the outgoing Board Chair with a plaque of appreciation for his outstanding service as the Chair of the Board for the past two years.

12-43 **MANAGEMENT SUMMARY REPORT**

The Management Summary report for June, 2012 was received and is available online at www.algonquincollege.com/board.

Michael Dunlop, Chair

Anna Cobus, Recording Secretary