



APPROVED

MINUTES OF MEETING NUMBER FOUR HUNDRED AND EIGHTY THREE OF THE BOARD OF GOVERNORS OF ALGONQUIN COLLEGE WHICH WAS HELD ON TUESDAY, OCTOBER 15, 2013, AT 4:00 PM, IN THE ROSSER BOARDROOM, C BUILDING, WOODROFFE CAMPUS.

Present	James McIntosh, Chair Fred Blackstein Nancy Cheng Lynne Clark Barbara Farber Louis Lamontagne Kathryn Leroux Kent MacDonald, President Shawn McBride Doug Orendorff John Owens Andrew Pridham Mark Sutcliffe Michael Waters	Regrets:	Kyrylo Kasyanenko Jeanine Chiasson
		Sr. Mgmt:	Gerry Barker, Human Resources Claude Brulé, Academic Duane McNair, Finance & Admin Laura Stanbra, Student Services
		Recorder:	Suzannah DiMarco
Observers	Jo-Ann Aubut, Acting Dean, Academic Development Jennifer Daly-Cyr, Director Algonquin College Cathy Dempsey, Director, Finance & Administrative Services Peter Fortura, Chair, Business Administration Mark Hoddenbagh, Director, Applied Research & Innovation Eric Hollebhone, Director, Marketing Tracy McDougall, Executive Assistant to the President Russ Mills, Dean, Faculty of Arts, Media & Design Peter Nadeau, incoming Board Governor Doug Ouder Kirk, Executive Director, Academic Operations and Planning Joe Ranieri, Acting Director, Business Development Brenda Rothwell, Executive Director, Foundation Michel Savard, Dean, School of Hospitality & Tourism Jane Trakalo, Chair, Community Studies Michael Wheatley, Professor, Faculty of Health, Public Safety & Community Studies		

1. CONSTITUTION OF THE MEETING

Chair McIntosh constituted the Board Meeting at 4:03 pm. Guests were welcomed.

2. CONFLICT OF INTEREST DECLARATION

No conflicts of interest were declared.

3. APPROVAL OF THE AGENDA AND PAST MINUTES

Members were referred to the draft regular and In Camera minutes of June 17, 2013. Several revisions to the minutes were provided.

RESOLUTION

MOVED & SECONDED N. Cheng & J. Owens

That the regular and In Camera minutes of June 17, 2013, be approved as revised.

CARRIED.

4. STRATEGIC DISCUSSION TOPIC

D. McNair, Vice President Finance & Administration and D. Ouderkirk, Executive Director Academic Operations & Planning presented on College Finance & Funding. Members were briefed on Provincial funding, tuition fees and other revenues the College relies on to fund the delivery of programs and services to students. The College's fiscal challenges with respect to post-secondary education were highlighted and members were provided with information on College revenues, expenditures, funding for strategic investments and budget management. A number of questions were asked around growth funding, the impact of the international student recovery fee, cuts to grants for rural campuses and caps on high-demand programs. Members were briefed on Colleges Ontario's advocacy efforts and Algonquin College's ongoing efforts to reduce costs, and increase revenues while providing greater access to programs and services.

5. BUSINESS ARISING

5.1 Annual Report 2012

K. MacDonald introduced E. Hollebhone, Director of Marketing & College Enrollment. Members were referred to the draft Annual Report 2012 included in their packages. In follow-up to the Board's review of the report in June, 2013, a number of revisions were made in response to Governors' suggestions. The report was presented for final approval, and for submission to the Ministry of Training, Colleges and Universities.

RESOLUTION

MOVED & SECONDED K. Leroux & J. Owens

That the Board of Governors approve the 2012 Annual Report as presented.

CARRIED.

5.2 Jazan Campus

5.2.1 Status Update

C. Brulé and D. McNair provided members with a status update on the Jazan Campus, Saudi Arabia. The first intake of students was received in September with most taking a Preparatory Year Program to educate them in English, Math and other skills. Members were referred to the status update report on the campus start-up, marketing and recruitment efforts, corporate training, community relations and financial projections. Members were briefed in more detail on the human resource requirements of the campus. Management was complemented on the status of operations to date.

Discussion occurred regarding the campus's risk profile and some mitigation strategies that are proving effective. It was noted that no new risks have materialized.

5.2.2 Governance Model and 5.2.3 Memorandum of Agreement

D. McNair referred members to the materials in their packages associated with Algonquin College's subsidiary corporations and the proposed governance model to oversee "Algonquin College – Saudi Arabia" and "2369143 Ontario Limited". MTCU requires corporations of Ontario Colleges to have Memorandums of Agreement in place to define the operating relationship. Members were referred to the Memorandum of Agreements drafts included in their packages. Some revisions to wording of the documents and motions was provided. With these amendments:

RESOLUTION

MOVED & SECONDED D. Orendorff & N. Cheng

1. That the Algonquin College Board of Governors approve the proposed governance model of Algonquin College's subsidiary corporation Algonquin College – Saudi Arabia.
2. That the Algonquin College Board of Governors approve the proposed governance model of Algonquin College's subsidiary corporation 2364193 Ontario Limited.

CARRIED.

RESOLUTION

MOVED & SECONDED N. Cheng & M. Sutcliffe

3. That the Algonquin College Board of Governors approve the Memorandum of Agreement between Algonquin College and Algonquin College Saudi Arabia and authorize President Kent MacDonald to sign the agreement on behalf of Algonquin College.
4. That the Algonquin College Board of Governors approve the Memorandum of Agreement between Algonquin College and 2364193 Ontario Limited authorize President Kent MacDonald to sign the agreement on behalf of Algonquin College.

CARRIED.

RESOLUTION

MOVED & SECONDED D. Orendorff & F. Blackstein

5. That the Algonquin College Board of Governors give authority to Dr. Kent MacDonald to sign the contract with the Colleges of Excellence, Kingdom of Saudi Arabia.

CARRIED.

RESOLUTION

MOVED & SECONDED D. Orendorff & K. Leroux

6. That the Algonquin College Board of Governors nominate Jebriil Zurbtan as designate for Algonquin College – Saudi Arabia.

CARRIED.

6. DECISION ITEMS & REPORTS

6.1 Governance Committee Report

Governor Leroux, Chair of Governance Committee provided members with a verbal update of the activities and areas of focus for the Committee in the coming year. One of the activities will be the development of a new Academic & Student Affairs Committee. The Committee agreed that an Ad Hoc Working Group could be formed to research the role and mandate of the new Committee.

RESOLUTION

MOVED & SECONDED K. Leroux & N. Cheng

That the Board of Governors approve the establishment of an Ad Hoc Working Group to develop draft Terms of Reference for a new Academic & Student Affairs Committee.

CARRIED.

6.2 Audit & Risk Management Committee Report

Governor Cheng, Chair of the Audit & Risk Management Committee provided members with a verbal overview of the work and activities for the coming year, as well as a reporting template that will be used to share information with the Board.

6.3 ESCO2 – Phase II

D. McNair referred members to the materials included in their packages that provides an overview of progress to date as well as the technical, legal and financial considerations.

RESOLUTION

MOVED & SECONDED L. Lamontagne & J. Owens

That the Board of Governors approve and authorizes staff to amend the contract with Siemens to include Phase 2 (a) subject to final form documentation.

CARRIED.

6.4 New Program Approvals

6.4 i) Brand Management OCGC

C. Brulé introduced R. Mills, Dean, Faculty of Arts, Media & Design and P. Fortura, Chair, Business Administration to review the program proposal for Brand Management OCGC. A number of questions about the new program were answered.

RESOLUTION

MOVED & SECONDED F. Blackstein & K. Leroux

That the Board of Governors approve the Brand Management OCGC program effective Spring, 2014.

CARRIED.

6.4 ii) Museum & Cultural Resource Management OCGC

C. Brulé introduced J. Trakalo, Chair, Community Studies to review the program proposal for Museum and Cultural Resource Management OCGC. A number of questions about the new program were answered.

RESOLUTION

MOVED & SECONDED J. Owens & B. Farber

That the Board of Governors approve the Brand Management OCGC program effective Fall, 2015.

CARRIED.

7 OTHER BUSINESS

7.1 Code of Ethical Conduct

Members were asked to complete the Code of Ethical Conduct form.

8 REPORT FROM THE CHAIR

- Update on the Board of Governors' Fall Retreat held in Pembroke, Ontario.
- Colleges Ontario 2013 Higher Education Summit will be held in Toronto on November 17, 18, ending with the Premier's Awards Gala.
- Fall Convocation Ceremonies will be held on October 28, 2013 at the NAC. Governors are welcome to attend.
- Remittance documents were on the table for Governors' review.
- The next Board meeting will be held on December 9, with a Holiday Dinner afterwards in the Restaurant International.

9 REPORT FROM THE PRESIDENT

- Members were briefed on 3 events that occurred recently on or near the Woodroffe campus that highlight the importance of the College's Emergency Management Planning exercises. All were handled well by staff.
- The United Way Campaign kick-off will be held on Friday, October 18 – Governors are welcome to attend.
- Algonquin College will host 11 Brazilian students to study at the College through the "Science without Borders" (SwB) program.
- The ACCE building has won yet another award. The Canadian Green Building Award is presented to recognize the most exemplary buildings of their kind in Canada.
- Team Ontario placed 6th overall in the Solar Decathlon this weekend, marking one of the best results ever by a Canadian team.

10 MANAGEMENT SUMMARY REPORT

The Management Summary report for October, 2013 was received and is available online at www3.algonquincollege.com/bog/.

11 IN CAMERA SESSION

RESOLUTION

MOVED & SECONDED K. Leroux & J. Owens

That the Board of Governors move to an In Camera session for the purposes of discussing matters of a confidential nature.

CARRIED.

RESOLUTION

MOVED & SECONDED S. McBride & B. Farber

That the Board of Governors move out of the In Camera session.

CARRIED.

RESOLUTION

MOVED & SECONDED F. Blackstein & J. Owens

That the Board of Governors approve the sale of the Old Pembroke Campus.

CARRIED.

12 MEETING ADJOURNMENT

There being no further business, the meeting was adjourned at 6:30 pm.

James McIntosh, Chair

Suzannah DiMarco, Recorder