

BOARD OF GOVERNORS MEETING

MINUTES OF THE ANNUAL GENERAL MEETING AND MEETING NUMBER FIVE HUNDRED AND THREE OF THE BOARD OF GOVERNORS OF ALGONQUIN COLLEGE, HELD ON MONDAY, JUNE 12, 2017 AT 4:00 PM, IN CA105, AT THE OTTAWA CAMPUS.

<p><u>Present:</u> Kathryn Leroux, Chair Cheryl Jensen, President Jay McLaren Jim Brockbank Dr. Jim Robblee Kelly Sample Lynne Clark Mark Sutcliffe Michael Waters Pam Auchterlonie Peter Nadeau Shellee Fournier Sherryl Fraser Stephen Heckbert</p> <p><u>Regrets:</u> Nancy Cheng Sara Loyst</p>	<p><u>Algonquin College Executive Team:</u> Claude Brulé, Academic Duane McNair, Finance & Administration Cathy Frederick, Human Resources Doug Wotherspoon, International & Strategic Planning Laura Stanbra, Student Services Ron Deganadus McLester, Indigenous Initiatives Scott Anderson, Communications, Marketing & External Relations Tracy McDougall, Director, President’s Office</p> <p><u>Guests:</u> J. Doyle, General Manager, Algonquin College Student’s Association Victoria Ventura, President, Student’s Association Laura Dimic, Marketing and Conference Sales Coordinator. 2009 Graduate Brittany Leach, Event Management Student Todd Schonewille, Director, Physical Resources</p> <p><u>Recorder:</u> Victoria Tiqui-Sanford, Assistant to the Board of Governors</p>
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Chair Leroux constituted the meeting at 4:05 pm with agenda number 1. Celebrating Success – Event Management Program from the regular Board of Governors meeting.

1. CELEBRATING SUCCESS – Event Management Program

C. Brule, Senior Vice President introduced Laura Dimic, Event Management 2009 graduate, Brittany Leach, a current student in the Event Management program, and Sylvia Densmore, Program Coordinator. L. Dimic and B. Leach provided members with the background on the achievements of the Event Management program students in meeting the “One million dollars granting one hundred wishes” program for the Children’s Wish Foundation of Canada, National Capital Chapter.

In 2008, the Event Management faculty offered experiential learning by matching the program with a charity partner. During the school year, students plan and execute a number of events, with all proceeds supporting the Children’s Wish Foundation of Canada, National Capital Chapter. In the Fall 2012, the School announced its plans to raise \$1 million for the “Creating Magic” program in support of The Children’s Wish Foundation.

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On May 13, 2017, the Event Management program's 25th anniversary was held. The gala marked the program's achievement – raising \$1 million for the Children's Wish Foundation and was pleased to grant their 100th wish – a package of Ottawa Senators' gear for one of the team's biggest fans.

The Changemaker Award was awarded by Chair Leroux to the students of the Event Management Program. Chair Leroux also congratulated them on their achievements.

MINUTES OF THE ANNUAL GENERAL MEETING

1. CONSTITUTION OF THE MEETING & APPROVAL OF THE AGENDA

Chair Leroux constituted the Annual General Meeting at 4:15 pm.

RESOLUTION

MOVED & SECONDED: S. Fraser & S. Heckbert

THAT the Board of Governors approves the meeting agenda.

CARRIED.

2. DECLARATION OF CONFLICT OF INTEREST

Members were asked to declare any conflicts of interest with items on the agenda. No conflicts were declared.

3. 2016-2017 AUDITED FINANCIAL STATEMENTS

D. McNair, Vice President, Finance and Administration presented the members with highlights of the 2016-2017 Audited Financial Statements. The Draft Audited Financial Statements of Algonquin College are prepared in a format required by the Ministry of Advanced Education and Skills Development that complies with financial reporting standards set by the Public Sector Accounting Board.

Current assets have increased by \$8.8 million due to an increase in cash holdings offset by a decrease in short-term investments and accounts receivable. Long-term assets have increased by \$9.1 million due to increases in the net book value of capital assets, in buildings and site improvements. Current liabilities have increased by \$12.4 million due to an increase in accounts payable, accrued liabilities, and deferred revenue. These cumulative changes to the Statement of Financial Position have resulted in a current ratio of 1.48 compared to 1.63 for the prior year.

RESOLUTION

MOVED & SECONDED: M. Waters & J. Brockbank

a. **THAT** the Board of Governors approves the 2016-2017 Draft Audited Financial Statements of Algonquin College (Appendix A: 2016-2017 Audited Financial Statements – Algonquin College); and

b. **THAT** the Board of Governors approves the transfer of \$2,458,035 from internally restricted net assets to unrestricted net assets.

CARRIED.

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4. BOARD OFFICER & COMMITTEE MEMBERSHIP APPOINTMENTS 2017-2018

Governor L. Clark, Acting Chair, Governance Committee referred members to the Board Officer and Committee Membership Appointments for 2017-2018.

OFFICERS OF THE BOARD 2017-2018

BOARD EXECUTIVE COMMITTEE	
Chair, Board of Governors	Peter Nadeau
Vice Chair, Board of Governors	Jim Brockbank
President	Cheryl Jensen
Chair, Academic & Student Affairs Committee	Shellee Fournier
Chair, Audit & Risk Management Committee	Nancy Cheng
Vice Chair, Audit & Risk Management Committee	Kelly Sample
Chair, Governance Committee	Dr. Jim Robblee
ACADEMIC & STUDENT AFFAIRS COMMITTEE	
Chair, Academic & Student Affairs Committee	Shellee Fournier
Chair, Board of Governors	Peter Nadeau
President	Cheryl Jensen
Governor	Jay McLaren
Governor	Stephen Heckbert
Governor	Naina Kansal
Resource - Senior Vice President, Academic	Claude Brulé
Resource - Vice President, Student Services	Laura Stanbra
AUDIT AND RISK MANAGEMENT COMMITTEE	
Chair, Audit and Risk Management Committee	Nancy Cheng
Vice Chair, Audit and Risk Management Committee	Kelly Sample
Chair, Board of Governors	Peter Nadeau
President	Cheryl Jensen
Governor	Michael Waters
Governor	Cyril McKelvie
Governor	Steve Barkhouse
Resource - Vice President, Finance and Administration	Duane McNair
GOVERNANCE COMMITTEE	
Chair, Governance Committee	Jim Robblee
Chair, Board of Governors	Peter Nadeau
President	Cheryl Jensen
Governor	Audrey-Claire Lawrence
Governor	Gail Beck
Governor	Krishna Stanton
Governor	Valerie Sayah-Hoareau
ALGONQUIN COLLEGE FOUNDATION	
President	Cheryl Jensen
Board of Governor Representative	Michael Waters

RESOLUTION

MOVED & SECONDED: S. Fraser & J. Brockbank

THAT the Governance Committee recommends to the Board of Governors the appointment of Officers of the Board and memberships on Board Committees with terms beginning September 1, 2017 to August 31, 2018.

CARRIED.

5. APPOINTMENT OF THE AUDITORS FOR 2017-2018

Governor M. Waters, acting on behalf of Nancy Cheng, Chair, Audit and Risk Management Committee referred members to the Appointment of the Auditors for 2017-2018.

RESOLUTION

MOVED & SECONDED: K. Sample & S. Fraser

THAT the Board of Governors approves the extension of the current agreement with Deloitte for external audit services by one additional year as recommended by the Audit and Risk Management Committee.

CARRIED.

6. BANKING OFFICERS RESOLUTION

D. McNair briefed members on the updated list of the banking officers of the College. Once approved, the resolution is supplied to the College's financial institutions as validation of those individuals with signing authority for banking purposes at Algonquin College.

RESOLUTION

MOVED & SECONDED: J. Brockbank & P. Nadeau

THAT the Board of Governors approves the report: Banking Officers Resolution.

CARRIED.

7. ALGONQUIN COLLEGE FOUNDATION BOARD OF DIRECTORS APPOINTMENTS 2017-2018

A. Desjardins, Executive Director, Foundation referred members to the Algonquin College Foundation Board of Directors Appointment 2017-2018. The following is a complete listing of the Foundation Board of Directors:

2017-2018 FOUNDATION BOARD OF DIRECTORS	
Chair	Rodney Wilson
Past Chair	John Owens
President	Cheryl Jensen
Secretary	Rod Vanier
Treasurer	Duane McNair
 	
Ashley Brambles	Michael Waters
Cheryl Hammond	Rabbi Reuven Bulka
Denise Siele	Randy Tivy
Jeff Darwin	Rena Bowen
Jeff Turner	Victoria Ventura
Michael O'Byrne	

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RESOLUTION

MOVED & SECONDED: L. Clark & J. Brockbank

THAT the Board of Governors approves the appointments of Cheryl Jensen, President, Algonquin College, and Michael Waters, Board of Governors designate to the Foundation Board of Directors made effective at the Foundation Annual General Meeting on June 8, 2017.

CARRIED.

MINUTES OF MEETING NUMBER FIVE HUNDRED AND THREE

2. CONSTITUTION OF THE MEETING & APPROVAL OF THE AGENDA

Chair Leroux constituted the regular meeting at 4:15 pm.

RESOLUTION

MOVED & SECONDED: P. Nadeau & S. Fraser

THAT the Board of Governors approves the meeting agenda.

CARRIED.

3. DECLARATION OF CONFLICT OF INTEREST

Members were asked to declare any conflicts of interest with items on the agenda. No conflicts were declared.

4. APPROVAL OF THE CONSENT AGENDA

Chair Leroux asked whether any Governors wished to remove an item from the consent agenda. No items were removed from the consent agenda.

RESOLUTION

MOVED & SECONDED: S. Heckbert & J. Robblee

THAT the Board of Governors approves the consent agenda.

CARRIED.

4.1 Minutes of the Board of Governors meeting of April 10, 2017

RESOLUTION

THAT the Board of Governors approves the meeting minutes of April 10, 2017.

4.2 Executive Committee Report

Chair Leroux provided a verbal update regarding Executive Committee activities.

4.3 Academic and Student Affairs Committee Report

The Academic and Student Affairs Committee Report provided the members with information from the meeting held on May 29, 2017. Enrolment updates have been highlighted in the report and the request for approval of the new Diagnostic Cardiac Sonography, OCGC program. Members accepted this report for information.

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Diagnostic Cardiac Sonography, OCGC

RESOLUTION

THAT the Board of Governors approves the Diagnostic Cardiac Sonography, Ontario College Graduate Certificate program effective Fall 2018.

CARRIED.

4.4 Audit and Risk Management Committee Report

The Audit and Risk Management Committee Report provided members with information from the meeting held on May 25, 2017. Members received this report for information.

4.5 Governance Committee Report

The Governance Committee report provided members with information from the meeting held on May 29, 2017. The report requested approvals for the revised Terms of Reference for both the Audit and Risk Management Committee and Governance Committee, and the Board of Governors Meeting Evaluation Survey tool. Members received this report for information.

Terms of Reference for the Audit and Risk Management Committee and Governance Committee.

RESOLUTION

THAT the Board of Governors approves the Terms of Reference for the Audit and Risk Management Committee and Governance Committee.

CARRIED.

Board of Governors Meeting Evaluation Survey tool

RESOLUTION

THAT the Board of Governors approves the use of the Board of Governors Meeting Evaluation Survey tool for all Board of Governors meetings and Board Committee meetings.

CARRIED.

4.6 Foundation Report

The Foundation Report provided members with an update on the Foundation Board activities. Members accepted this report for information.

5. BUSINESS ARISING FROM THE MINUTES

5.1 Executive Compensation Update

President Jensen provided a brief update on the Executive Compensation Program. Chair Leroux advised members that this will be discussed at the July 11 Executive Retreat and recommendations that arise will be brought forward at the September 18, 2017 Board of Governors Retreat.

5.2 Athletics Recreation Complex

D. McNair introduced Victoria Ventura, President, Students' Association who presented the proposed Algonquin College Students' Association Athletics Recreation Complex. V. Ventura provided information regarding the construction of the Athletics Recreation Complex with an estimated size of 100,000 gross square feet and an estimated capital cost of \$50 million. D. McNair referred members to the sources of funds for the project. The proposed funding will utilize \$5.5 million from the College's reserves, and \$14 million from the Student's Association reserves. The

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remaining \$30.5 million will be financed. The Algonquin Students' Association is seeking agreement from Algonquin College to collaborate on the construction of the Athletics Recreation Complex. Questions from members related to the projects' financials and project phases were answered.

RESOLUTION

MOVED & SECONDED: S. Heckbert & L. Clark

THAT the Board of Governors approves the allocation of up to \$5.5 million from College reserves to collaborate with the Algonquin Students' Association in the construction of a new Athletics Recreation Complex provided that the following conditions are met:

- All regulatory and legislative requirements, including Section 28 of the Financial Administration Act, are met; and
- A favourable operating agreement between the Algonquin Students' Association and Algonquin College has been reached; and
- The Algonquin Students' Association acquires suitable loan financing.

CARRIED.

5.3 Fourth Quarter 2016-2017 Financial Report

D. McNair referred members to the Fourth Quarter 2016-2017 Financial Report. The Fourth Quarter 2016-2017 Financial Report provides a detailed financial summary of the results achieved for the fiscal year ended March 31, 2017, with a comparison of those results to the 2016-2017 Approved Annual Budget.

Major variances between the budget and actual results were presented and are included in the Report with explanations. In summary, the College achieved a \$5.5 million surplus compared to a budgeted deficit of \$6.7 million for the fiscal year ended March 31, 2017.

6. DECISION ITEMS AND REPORTS

6.1 Major Capital Projects (Quarterly Report)

D. McNair briefed members on the financial overview and update on the progress of the College's major capital projects underway in 2016-2017. The current and active major capital projects included in this report are:

1. Energy Service Company project (ESCO 2);
2. Enterprise Resource Planning – Workday (Project Fusion);
3. Innovation Centre;
4. Equipment Renewal and Electrical Lab Alterations Project in the Algonquin Construction Centre of Excellence;
5. Welding Lab Project at the College's Transportation Technology Centre – Building S; and
6. Transformer Replacement Project.

Members' questions were answered and the report was accepted for information.

6.2 Pedestrian Bridge to Bus Rapid Transit Station

D. McNair and T. Schonewille, Director, Physical Resources provided the members with the Pedestrian Bridge to Bus Rapid Transit Station presentation. They briefed the members on a proposal to participate in the construction of an above grade pedestrian walkway linking the Algonquin Centre for Construction Excellence facility with the new Baseline bus rapid transit station (scheduled for

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completion in 2023). The cost of construction of the pedestrian bridge will be shared (50% by the City of Ottawa and 50% by Algonquin College). Questions from members were answered and the report was accepted for information.

RESOLUTION

MOVED & SECONDED: J. Roblee & P. Nadeau

THAT the Board of Governors approves an investment of up to \$3.1 million from the College's Reserve Funds between 2018 and 2023 to support the construction of a pedestrian bridge, in collaboration with the City of Ottawa, between the new Baseline bus rapid transit station and the Algonquin Centre for Construction Excellence.

CARRIED.

6.3 Learner Driven Student Space Project

L. Stanbra, Vice President, Student Services provided the members with a presentation on the preliminary draft of the Learner Driven Student Space Project. She briefed members on the development of an Investment Case proposal to upgrade, modernize and centralize some of the College's aging core service delivery locations. The College's service space offerings are not intuitive, and do not provide a learner-driven experience to adequately serve students' evolving needs. The majority of these services are critical to the admission and on-boarding process of students. Areas under review of a potential modernization and co-location include:

- Registrar's Office (including Financial Aid and Students Awards),
- Services for International Students,
- Student Identification Cards,
- Parking Passes,
- Lockers,
- Prior Learning Assessment and Recognition,
- Technology help for students, and
- The Test Centre.

Questions from members were answered. The business case will be presented to the Board for approval in October 2017. This date will be a critical decision point, if approved, to meet an August 2018 launch of service space. The report was accepted for information.

7. ITEMS FOR INFORMATION

Members were referred to the items for information included in the materials.

7.1 Algonquin College Strategic Mandate Agreement

President Jensen briefed members on the Algonquin College Strategic Mandate Agreement. The purpose of this report is to provide an update to the Board of Governors on the development and negotiation of the College's 2017-2020 Strategic Mandate Agreement with the Ministry of Advanced Education and Skills Development. The final report will be brought to the Board of Governors at a Fall 2017 meeting before submission to the Ministry of Advanced Education and Skills Development. The report was accepted for information.

7.2 2016-2017 Annual Report and Progress Against Strategic Plan 2012-2017

President Jensen referred the members to the 2016-2017 Algonquin College Annual Report. Questions from the members were answered and minor editing will be made to the report.

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RESOLUTION

MOVED & SECONDED: J. Brockbank & J. McLaren

THAT the Board of Governors approves the 2016-2017 Algonquin College Annual Report.

CARRIED.

7.3 Board of Governors Newsletter Spring 2017

The report was accepted for information.

7.4 Report from the Board Chair

Chair Leroux introduced the Governors-elect who attended the meeting and thanked all retiring governors.

The report was accepted for information.

7.5 Report from the President

President Jensen thanked Chair Leroux for her commitment in serving as the Board Chair since 2015 and her membership as a Governor since 2011. President Jensen also provided some highlights on the Employee Engagement results and plans to address engagement results at a Fall 2017 board meeting, along with the final People Plan strategy.

The report was accepted for information.

7.6 Management Summary Report

The report was accepted for information.

7.7 2016 Freedom of Information and Protection of Privacy Act Annual Report

The report was accepted for information.

7.8 Investment Performance Report as at March 31, 2017

The report was accepted for information.

7.9 Fourth Quarter 2016-2017 Business Plan Update

The report was accepted for information.

7.10 People Plan

The report was accepted for information.

8. Upcoming Events

Chair Leroux provided highlights of upcoming events.

The Regular meeting adjourned at 5:57. Governors M. Sutcliffe and M. Waters exited the meeting at 6:00 pm.

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9. IN CAMERA

An In Camera session began at 6:09 pm.

RESOLUTION

MOVED & SECONDED: S. Heckbert & L Clark

THAT the Board of Governors move to in camera session to discuss the Algonquin College Student Residence.

CARRIED.

RESOLUTION

MOVED & SECONDED: J. Brockbank & M. Sutcliffe

THAT the Board of Governors moves out of In Camera at 7:15 pm.

CARRIED.

10. MEETING ADJOURNMENT

There being no further business, the meeting was adjourned at 7:20 pm.



Peter Nadeau, Chair



Victoria Tiqui-Sanford, Recorder

APPENDIX A: Observers:

Paul Gardner, Business Administrator, Special Projects, Finance and Administration
Emily Woods, Acting Manager, Financial Services
Grant Perry, Associate Director, Finance
Brent Brownlee, Director, Ancillary Services
Altaf Sovani, Chair, School of Hospitality & Tourism
Sylvia Densmore, Coordinator and Professor - Event Management Program
Claire Tortolo, Professor - EAP International
Jack Wilson, Professor, Police & Public Safety Institute
Wayne Dalrymple, Professor, Information and Communications Technology
Todd Schonewille, Director, Physical Resources
Mark Leduc, Executive Director, Academic Operations and Planning
Gail Beck, Governor-Elect
Audrey Lawrence, Governor-Elect
Jim Kyte, Dean, Scholl of Hospitality & Tourism
Sandra Larwill, Academic Manager, Centre for Continuing and Online Learning
Shelly Styles, Director, Student Support Services
Krisha Stanton, Senior Manager, Enrolment and Financial Support Services
Krista Pearson, Registrar
Ruth Dunley, Communications Officer, Public Relations and Communications
Amy Desjardins, Chief Fundraising Strategist
Naina Kansal, Board of Governors Student Representative
Valerie Sayah-Hoareau, Board of Governors Support Staff Representative