

APPROVED

BOARD OF GOVERNORS MEETING MINUTES

MINUTES OF THE MEETING NUMBER FIVE HUNDRED AND FIVE OF THE BOARD OF GOVERNORS OF ALGONQUIN COLLEGE, HELD ON MONDAY, DECEMBER 11, 2017 AT 4:00 PM, AT THE ALGONQUIN CENTRE FOR CONSTRUCTION EXCELLENCE BUILDING (ACCE CA105 A&B), OTTAWA CAMPUS.

<p><u>Present:</u> Peter Nadeau, Chair Jim Brockbank, Vice Chair Cheryl Jensen, President Audrey Claire Lawrence Cyril McKelvie Gail Beck Jay McLaren Jim Robblee Krisha Stanton Kelly Sample Naina Kansal Shellee Fournier Stephen Heckbert Steve Barkhouse Valerie Sayah</p> <p><u>Regrets:</u> Nancy Cheng Michael Waters</p>	<p><u>Algonquin College Executive Team:</u> Cathy Frederick, Human Resources Claude Brulé, Academic Doug Wotherspoon, Innovation & Strategy Duane McNair, Finance & Administration 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> Colin Bonang, Director, Risk Management Grant Perry, Acting Director, Finance and Administrative Services Krista Pearson, Registrar</p> <p><u>Recorder:</u> Victoria Tiqui-Sanford, Assistant to the Board of Governors</p>
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Board Chair P. Nadeau welcomed guests and members to the meeting at 4:02 PM.

Algonquin College Alumni of Distinction Awards Gala – 2017

Board Chair P. Nadeau asked members and guests to watch the Algonquin College Alumni of Distinction Awards Gala video on behalf of Governor M. Waters, the Board of Governors representative on the Algonquin Foundation Board. The video forms part of agenda item 3.5: Foundation Report.

1. CONSTITUTION OF THE MEETING & APPROVAL OF THE AGENDA

Board Chair P. Nadeau constituted the meeting at 4:08 p.m. and asked whether any Governors wished to remove or add an item to the agenda. No items were removed or added.

RESOLUTION: G. Beck & S. Fournier

THAT the Board of Governors approves the meeting agenda of December 11, 2017.

CARRIED.

2. DECLARATION OF CONFLICT OF INTEREST

Board Chair P. Nadeau asked members to declare any conflicts of interest with items on the agenda. Governor N. Kansal declared a conflict of interest and will abstain from voting for agenda item 6.2: 2018-2019 Tuition and Fees Schedules.

Governor J. Robblee joined the meeting at 4:11 p.m.

3. APPROVAL OF PREVIOUS MEETING MINUTES AND THE CONSENT AGENDA

3.1 Minutes of the Board of Governors' meeting of October 16, 2017

Approval of the Board of Governors Meeting minutes of October 16, 2017.

RESOLUTION

MOVED & SECONDED: J. McLaren & S. Barkhouse

THAT the Board of Governors approves the meeting minutes of October 16, 2017.

CARRIED.

3.2 Academic and Student Affairs Committee Report

Governor S. Fournier, Chair, Academic and Student Affairs Committee provided members with information from the meeting held on November 20, 2017. Enrolment updates have been highlighted in the report. Members accepted this report for information. Board of Governors approvals are requested for the following:

Co-operative Education Option, Regulatory Affairs - Sciences, Ontario College Graduate Certificate

RESOLUTION

MOVED & SECONDED: S. Fournier & G. Beck

THAT Academic and Student Affairs Committee recommends to the Board of Governors the approval of a co-operative education delivery option for the Regulatory Affairs - Sciences, Ontario College Graduate Certificate program effective Fall 2018.

CARRIED.

Program Proposal: Bachelor of Commerce (Strategic Human Resources Management) (Honours)

RESOLUTION

MOVED & SECONDED: S. Fournier & A. Lawrence

THAT the Academic and Student Affairs Committee recommends to the Board of Governors the approval of the Bachelor of Commerce (Strategic Human Resources Management) (Honours) program effective Fall, 2019.

CARRIED.

Program Proposal: Bachelor of Science (Culinary Arts and Food Science) (Honours)

RESOLUTION

MOVED & SECONDED: S. Fournier & A. Lawrence

THAT the Academic and Student Affairs Committee recommends to the Board of Governors the approval of the Bachelor of Science (Culinary Arts and Food Science) (Honours) program effective Fall 2019.

CARRIED.

3.3 Audit and Risk Management Committee Report

Governor K. Sample, Vice Chair, Audit and Risk Management Committee provided members with highlights from the meeting held on October 24, 2017.

Members accepted this report for information.

3.4 Governance Committee Report

Governor J. Robblee, Chair of Governance Committee, provided members with information from the meeting held on November 15, 2017. Board of Governors approval is requested for the following:

Review BGI-04 – Responsibility of the BOG Chair – follow up on proposed amendment to Section 3 RESOLUTION

MOVED & SECONDED: J. Robblee & G. Beck

THAT the Board Governance Committee recommends to the Board of Governors the approval of the proposed amendment to BGI-04 – Responsibility of the BOG Chair as presented.

CARRIED.

3.5 Foundation Report

Board Chair P. Nadeau referred members to the Foundation report for their information.

Members accepted this report for information.

4. BUSINESS ARISING FROM THE MINUTES

4.1 Credit Facility Covenants

Board Chair P. Nadeau referred members to the Credit Facility Covenants report for their information. D. McNair, Vice President, Finance and Administration provided members with highlights of the report.

Questions from members were answered.

Members accepted this report for information.

5. NEW BUSINESS

5.1 Algonquin College - Saudi Arabia Final Settlement

President C. Jensen referred members to the Algonquin College - Saudi Arabia Final Settlement included in their meeting package. The report provided an update on the termination of the agreement between Algonquin College – Saudi Arabia and Colleges of Excellence. Both parties have agreed to settle all outstanding claims, for a final payment of \$2.9 million (8,556,116 SAR), and credit for services-in-kind \$506,865 (1,500,000 SAR). The services-in-kind credit will be applied to a list of services including program and course curriculum, technology consulting services, program quality assurance consulting, employee training and corporate training.

President C. Jensen provided information on the growth of International enrolments and the continued expansion of offshore delivery of programs, such as the partnership with Algonquin College and China's Ningbo Polytechnic.

Questions from members were answered.

RESOLUTION

MOVED & SECONDED: C. Jensen & J. Robblee

THAT the Algonquin College Board of Governors approves the provision of a forgivable loan in an amount not to exceed \$2,907,000 that shall be provided to Algonquin College Saudi Arabia LLC for final transition and wind-up related costs funded from College reserve funds generated from non-funded activity.

CARRIED.

ABSTAINED: S. Heckbert

6. DECISION ITEMS & REPORTS

6.1 2018-2019 Budget Assumptions and Three-year Pro Forma

D. McNair, Vice President, Finance and Administration, presented the 2018-2019 Budget Assumptions and Three-year Pro Forma. This report provided members with a preliminary three year pro forma budget forecast for the period 2018-2019 to 2020-2021.

The College will be facing the following challenges that will impact the College's operating budget:

- Changing demographics
- Impacts of a new corridor funding model
- Ongoing maintenance requirements for physical and technological infrastructure
- Rising operating costs
- Impacts of the draft Bill 148, Fair Workplaces, Better Jobs Act, 2017

The final 2018-2019 Annual Budget will be presented to the Board of Governors for approval at the February 26, 2018 meeting.

Questions from members were answered.

Members accepted this report for information.

6.2 2018-2019 Tuition and Fees Schedules

L. Stanbra, Vice President, Student Services introduced K. Pearson, Registrar, to present the 2018-2019 Tuition and Fees Schedules for the 2018-2019 academic year. The draft 2018-2019 Tuition and Fees Schedules has been established in accordance with the Ministry of Advanced Education and Skills Development Binding Policy Directive on Tuition and Ancillary Fees. The principles of the framework include:

- a) The average overall maximum allowable increase will remain at 3.0%. Regular Tuition Fee Programs will have a 3.0% increase applied. High Demand, Graduate Certificate, and Degree Programs can apply a maximum allowable 5.0% increase over the previous year, but the overall maximum must remain at or below 3.0%.
- b) High Demand domestic enrolment must be no more than 15.0% of the College's post-secondary domestic enrolment. Graduate Certificate and Degree Programs are excluded from this calculation.

Questions from members were answered.

RESOLUTION

MOVED & SECONDED: J. Brockbank & G. Beck

THAT the Board of Governors approves the proposed 2018-2019 Tuition and Fees Schedules.

CARRIED.

ABSTAINED: N. Kansal

6.3 2017 Corporate Risk Profile

D. McNair introduced C. Bonang, Director, Risk Management who presented the 2017 Corporate Risk Profile that was approved at the October 24, 2017 Audit and Risk Management Committee meeting. The 2017 Corporate Risk Profile identified 17 high-risks for the College that have been grouped into six high-risk areas, which will form the basis for quarterly monitoring and reporting to the Audit and Risk Management Committee. Major capital projects are assessed for risks. All projects must align with the Board's risk appetite statements, and are subject to risk mitigation analysis on an ongoing basis.

Questions from members were answered.

Members accepted this report for information.

6.4 Second Quarter 2017-2018 Financial Projection

D. McNair introduced G. Perry, Acting Director, Finance and Administrative Services who presented the Second Quarter 2017-2018 Financial Projection report. This report projects a \$3.4 million decrease to the net contribution of Algonquin College. This is reflected in a decrease to the Approved Annual Budget net contribution of \$5.6 million, to a second quarter net contribution projection of \$2.1 million as outlined in the report. The net contribution decrease incorporates the financial impacts of the five-week academic work stoppage. The negative impact from the work stoppage has been mitigated by an increase in enrolment which occurred prior to the work stoppage. This increase was primarily achieved through a 27.9% increase over the Approved Annual Budget in international student enrolment.

Question from members were answered.

RESOLUTION

MOVED & SECONDED: A. Lawrence & J. Robblee

THAT the Board of Governors approves the Second Quarter 2017-2018 Financial Projection.

CARRIED.

6.5 Program Advisory Committee Annual Report 2016-2017

The report provided members with an overview of the activities undertaken by the Program Advisory Committees during the academic year 2016-2017. C. Brulé, Senior Vice President Academic informed members that the updated version includes statements regarding consultation with faculty members.

Members accepted this report for information.

7. ITEMS FOR INFORMATION

7.1 Five Year Capital Investment Plan

D. McNair presented the Five Year Capital Investment Plan to members. The plan identifies the investment requirements and sources of funds to support the College's Development Plan and other Strategic Investment Priorities. The College invests approximately \$20 million annually in Strategic Investment Priorities projects. Currently, the College has a number of significant investments underway including the replacement of the College's financial and human resources systems (Workday) and the investment in the Innovation Centre and Institute for Indigenous Entrepreneurship.

Questions from members were answered.

Members accepted this report for information.

7.2 International Education Strategy Refresh

The report provided members with an update on progress being made on Algonquin College's International Education Strategic Plan refresh. Members accepted this report for information.

7.3 Second Quarter 2017-2018 Business Plan Update

The report provided members with the Second Quarter 2017-2018 Business Plan Update. The annual business plan is a tool used by management to set the direction for the College to achieve annual goals and targets in the context of the Strategic Plan. Members accepted this report for information.

7.4 Innovation Centre Naming

The report informed members of the chosen name for the Algonquin College Innovation Centre, and the process used to determine the final choice. An integrated marketing communication campaign will promote the DARE District as a whole and the units within. Special emphasis within the first year of promotion will emphasize that DARE is an acronym that stands for Discovery, Applyed Research and Entrepreneurship. The name reveal has been tentatively targeted for February 2018. Members accepted this report for information.

7.5 Learning Management System (LMS)

The report provided members with awareness on the development of an Investment Case proposal to upgrade and modernize the College's Learning Management System. The business case will be presented to the Board of Governors for approval at the February 26, 2018 meeting. Members accepted this report for information.

7.6 Executive Compensation Framework

Chair P. Nadeau informed members that an update will not be available before Christmas. Members accepted this for information.

7.7 Report from the Board Chair

Chair P. Nadeau briefed members with information on the Colleges Ontario 2017 Higher Education Summit (November 25-27). Highlights from the report included our four Developmental Services Worker (DSW) students and graduates who won the prestigious \$15,000 prize from William G. Davis Innovation Fund. This fund was set up to commemorate the Colleges' 50th Anniversary and was highly competitive.

In addition, the report highlighted the six Algonquin College Alumni who were nominated for the 2017 Premier's Awards. The Gala that was held on the last evening of the Summit. Members accepted this report for information.

7.8 Report from the President

President Jensen informed members about the reports to government on the Truth and Reconciliation Commission. She provided highlights on the mental health report that College Presidents received. According to the report, colleges and universities are not primary deliverers of mental health care, and it urges the government, health-care providers and community agencies to work with the sector to address the rising challenge on campuses. College Presidents also endorsed

a streamlined pre-budget submission to the Ontario government that calls for the province to use its 2018 Ontario Budget to address the fiscal crisis facing colleges.
Members accepted this report for information.

Governor C. McKelvie exited the meeting at 6:00 p.m.

7.9 Management Summary Report

Members accepted this report for information.

8. UPCOMING EVENTS

Board Chair P. Nadeau provided highlights of upcoming events.

The Regular meeting adjourned at 6:03 p.m.

Governor K. Sample exited the meeting at 6:04 p.m.

9. IN CAMERA

An In Camera session was not held.

10. MEETING WITHOUT MANAGEMENT

10.1 Evaluation of Board Committees

Members were provided with the Evaluation forms to complete.

11. MEETING ADJOURNMENT

There being no further business, the meeting was adjourned at 6:35 p.m.



Peter Nadeau, Board Chair



Victoria Tiqui-Sanford, Recorder

APPENDIX A: Observers:

Alanna McDonnell, Director, Marketing & College Enrolments
Bryan Eburne, Manager, Fees, Curriculum and Reporting
Chris Janzen, Dean, Faculty of Technology and Trades
Claire Tortolo, Professor, EAP International
Dave Donaldson, Dean, School of Business
Devyn Barrie, Algonquin Times
Diane McCutcheon, Director, Labour Relations
Elizabeth Tyrie, Executive Assistant, Innovation and Strategy
Emily Woods, Acting Manager, Financial Services
Gord Warner, Director, Strategic Procurement
Jack Wilson, Professor
Jodi Jaffray, Academic Manager
Joe Ranieri, Director, Business Development
Jim Kyte, Dean, School of Hospitality and Tourism
Lois Pollock, Chief Digital Officer
Maggie Cusson, Dean, Academic Development
Mark Leduc, Executive Director, Academic Planning
Michelle Cosh, Director, Talent Management and Organization Development
Pam Auchterlonie, Laboratory Technologist, Applied Science & Environmental Technology
Patrick Devey, Dean, Centre for Continuing and Online Learning
Paul Gardner, Business Administrator, Special Projects, Finance and Administration
Peggy Austen, Acting Director, Foundation
Peter Leland, Risk Manager
Robyn Heaton, Dean, Faculty of Arts, Media and Design
Ruth Dunley, Communications Officer, Public Relations and Communications
Sandra Larwill, Academic Manager
Shelley Styles, Student Support Services
Todd Schonewille, Director, Physical Resources