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ANNUAL GENERAL MEETING OF THE BOARD OF GOVERNORS MEETING MINUTES

MINUTES OF THE ANNUAL GENERAL MEETING OF THE BOARD OF GOVERNORS OF ALGONQUIN COLLEGE, HELD ON MONDAY, JUNE 11, 2018, AT 4:00 PM, IN ROOM T102 A&B, OTTAWA CAMPUS.

Present:	**Algonquin College Executive Team:**
Peter Nadeau, Board Chair	Cathy Frederick, Vice President, Human Resources
Jim Brockbank, Board Vice Chair	Claude Brulé, Senior Vice President, Academic
Cheryl Jensen, President	Doug Wotherspoon, Vice President, Innovation & Strategy
Audrey Claire Lawrence	Duane McNair, Vice President, Finance & Administration
Gail Beck	Laura Stanbra, Vice President, Student Services
Jay McLaren	Ron Deganadus McLester, Executive Director, Truth, Reconciliation, Indigenization
Jim Robblee	Tracy McDougall, Director, President's Office
Naina Kansal	
Nancy Cheng	
Shellee Fournier	**Guests/Presenters:**
Stephen Heckbert	Grant Perry, Acting Director, Finance and Administrative Services
Steve Barkhouse	Christopher Janzen, Dean, Faculty of Technology and Trades
Valerie Sayah	Skills Ontario Competition – Students
	• Christina Khenmanisoth – Restaurant Service
Regrets:	• Thomas Hawley - Horticulture
Cyril McKelvie	• Blaise Mombourquette - Horticulture
Krisha Stanton	Jessica Abbott, Engagement Director, PwC
Michael Waters	Jon Krochmalnek, Senior Manager, Implementation Services, D2L
	Patrick Devey, Dean, Centre for Continuing and Online Learning
Recorder:	Simon Miller, Director, Customer Success, Workday Canada
Victoria Tiqui-Sanford, Board Assistant	Todd Schonewille, Director, Physical Resources

WELCOME REMARKS

Board Chair P. Nadeau welcomed members and guests to the meeting at 4:01 p.m.

MINUTES OF THE ANNUAL GENERAL MEETING OF THE BOARD OF GOVERNORS

1. CONSTITUTION OF THE ANNUAL GENERAL MEETING & APPROVAL OF THE AGENDA

Board Chair P. Nadeau constituted the Annual General Meeting at 4:01 pm.

RESOLUTION
MOVED & SECONDED: S. Barkhouse & N. Cheng
THAT the Board of Governors approves the Annual General Meeting agenda of June 11, 2018.
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. 3.1 2017-2018 Draft Audited Financial Statements

Annual Management Discussion and Analysis Report

D. McNair, Vice President, Finance and Administration presented the 2017-2018 Draft Audited Financial Statements and provided highlights and details of the report. 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 $14.3 million. This is primarily due to an increase in accounts receivable, short-term investments, and cash holdings. Long-term assets have increased by $23.2 million. This is primarily due to increases in the net book value of capital assets, most notably in assets under development. Current liabilities have increased by $11.9 million, primarily 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 1.44:1 compared to 1.48:1 for the prior year.

Governors K. Sample and S. Fournier joined the meeting at 4:07 p.m.

RESOLUTIONS

MOVED & SECONDED: S. Fournier & G. Beck

a. **THAT** the Board of Governors approves the 2017-2018 Draft Audited Financial Statements of Algonquin College (Appendix A: 2017-2018 Draft Audited Financial Statements – Algonquin College),

AND

b. **THAT** the Board of Governors approves the of the transfer of $100,143 from internally restricted net assets to unrestricted net assets,

AND

c. **THAT** the Board of Governors accepts for information the 2017-2018 Audited Financial Statements of the Algonquin College Foundation (Appendix B: 2017-2018 Audited Financial Statements – Algonquin College Foundation),

AND

d. **THAT** the Board of Governors accepts for information the 2017-2018 Audited Financial Statements for 2364193 Ontario Inc. (Appendix C: 2017-2018 Audited Financial Statements – 2364193 Ontario Inc.),

AND

e. **THAT** the Board of Governors accepts for information the 2017-2018 Management Discussion and Analysis Report.

CARRIED.

4. 2018-2019 Board of Governors Officers and Committee Membership Appointments

Governor J. Robblee, Chair, Governance Committee referred members to the 2018-2019 Board of Governors Officers and Committee Membership Appointments.

OFFICERS OF THE BOARD 2018-2019

EXECUTIVE COMMITTEE	
Board Chair	Peter Nadeau
Board Vice Chair	Jim Brockbank
President	Cheryl Jensen
Chair, Academic & Student Affairs Committee	Jay McLaren
Chair, Audit & Risk Management Committee	Kelly Sample
Chair, Governance Committee	Jim Robblee
AUDIT & RISK MANAGEMENT COMMITTEE	
Committee Chair	Kelly Sample
Board Chair	Peter Nadeau
President	Cheryl Jensen
External Governor	Jim Brockbank
External Governor	Cyril McKelvie
External Governor	Michael Waters
External Governor	Steve Barkhouse
Internal Resource, VP Finance and Administration	Duane McNair
GOVERNANCE COMMITTEE	
Committee Chair	**Jim Robblee**
Board Chair	Peter Nadeau
President	Cheryl Jensen
External Governor	Audrey Lawrence
External Governor	Gail Beck
Internal Governor	Valerie Sayah
ACADEMIC & STUDENT AFFAIRS COMMITTEE	
Committee Chair	Jay McLaren
Board Chair	Peter Nadeau
President	Cheryl Jensen
Internal Governor	Enrico De Francesco
Internal Governor	Krisha Stanton
Student Governor	Shubham Paudel
External Governor	Wayne Johnson
Internal Resource, VP Academic	Claude Brulé
Internal Resource, VP Student Services	Laura Stanbra
ALGONQUIN COLLEGE FOUNDATION	
President	Cheryl Jensen
Board of Governor Representative	Jeff Darwin

RESOLUTION
MOVED & SECONDED: J. Robblee & A. Lawrence
THAT the Board of Governors approves the appointment of Officers of the Board and membership on Board Committees with terms beginning September 1, 2018 to August 31, 2019.
CARRIED.

5. **Appointment of the Auditors for 2018-2019**

Governor N. Cheng, Chair, Audit and Risk Management Committee presented members with the Appointment of the Auditors for 2018-2019. The report provided members with the successful audit firm from the recent competitive procurement process for external audit services for Algonquin College and its controlled entities for the next three years, plus one two year extension, starting with fiscal year 2018-2019.

RESOLUTION
MOVED & SECONDED: N. Cheng & J. Brockbank
THAT the Board of Governors approves the appointment of BDO Canada LLP as the external auditors of Algonquin College and its controlled entities for the 2018-2019 fiscal year.
CARRIED.

6. **Banking Officers Resolution**

D. McNair, referred members to the Banking Officers Resolution. Each year, the College presents to the Board of Governors an 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. Robblee & G. Beck
THAT the Board of Governors approves the Banking Officers Resolution effective June 11, 2018.

7. **2018-2019 Appointments of the Algonquin College Foundation Board of Directors**

Board Chair P. Nadeau referred members to the 2018-2019 Appointments of the Algonquin College Foundation Board of Directors.

Every year, the Nominating Committee of the Foundation Board of Directors meet to review Directors' terms of office and to recruit candidates to fill vacancies that occur on the Board. Algonquin College Foundation Directors Rena Bowen, Victoria Ventura, and Board of Governor Representative on the Foundation Board, Michael Waters came to the end of their terms of office at the Foundation Board of Directors Annual General Meeting on June 7, 2018. The following is a complete list of the 2018-2019 Foundation Board of Directors.

2018-2019 FOUNDATION BOARD EXECUTIVE COMMITTEE	
Chair	Rodney Wilson
Vice Chair	Jeff Turner
President	Cheryl Jensen
Secretary	Rod Vanier
Treasurer	Duane McNair
2018-2019 FOUNDATION BOARD OF DIRECTORS	
Ashley Brambles	Randy Tivy
Cheryl Hammond	Deijanelle Simons (Students' Association Representative)
Denise Siele	Christina Tessier
Michael O'Byrne	John Owens
Jeff Darwin (BOG Representative)	Richard Lee

Members accepted the 2018-2019 Appointments of the Algonquin College Foundation Board of Directors for information.

8. **ANNUAL GENERAL MEETING ADJOURNMENT**

There being no further business, the Annual General Meeting of the Board of Governors was adjourned at 4:17 p.m.

Peter Nadeau, Chair

Victoria Tiqui-Sanford, Recorder

APPENDIX A: Observers:

Alanna McDonell, Director, Marketing
Brent Brownlee, Director, Ancillary Services
Carmen Hust, Professor
Chris Carroll, Communications
Chris Jansen, Dean, Faculty of Technology and Trades
Colin Bonang, Director, Risk Management
David Haley, Professor
Doreen Jans, Acting Manager, Corporate Budget
Elizabeth Tyrie, Executive Assistant, Innovation and Strategy
Emily Woods, Acting Associate Director, Financial Services, Finance & Administrative Services
Enrico DeFrancesco, Professor, School of Hospitality & Tourism
Gordon Warner, Associate Director, Procurement
Grant Perry, Acting Director, Finance and Administrative Services
Janet Hunter, Workday
Jeff Darwin, Incoming Board of Governor
Judy Puritt, Professor, Business Communications
Krista Pearson, Registrar
Lois Pollock, Chief Digital Officer
Maggie Cusson, Dean, Academic Development
Marina Spivak, Financial Analyst, Finance & Administrative Services
Mark Leduc, Executive Director, Academic Planning
Pat Kennedy, President, OPSEU 415
Patrick Devey, Dean, CCO:
Paul Gardner, Senior Finance Manager - Special Projects, V.P. Finance & Administration
Peggy Austen, Acting Director, Foundation
Richard Hagemeyer, Professor, Information and Communications Technology
Robyn Heaton, Dean, Faculty of Arts, Media and Design
Ruth Dunley, Communications Officer, Public Relation
Shelley Styles, Director, Student Support Services
Suzannah DiMarco, Process Improvement Consultant, the AC Way
Todd Schonewille, Director, Physical Resources
Wayne Dalrymple, Professor, Information and Communications Technology