

APPROVED

MINUTES OF MEETING NUMBER FOUR HUNDRED AND SIXTY TWO OF THE BOARD OF GOVERNORS OF ALGONQUIN COLLEGE WHICH WAS HELD ON MONDAY, MARCH 14, 2011, AT 5:00 P.M. IN THE ROSSER BOARD ROOM, C539, WOODROFFE CAMPUS

Present	Doug Orendorff, Vice Chair Michael Dunlop, Chair (teleconference) Veronica Engelberts Barbara Farber Robert Gillett, President Sterling Hartley (teleconference) Doreen Hume William Johnson Yusuf Khan Louis Lamontagne James McIntosh John Owens (teleconference) Debbie Robinson Valerie Sayah	Regrets	Denise Amyot Pauline Edmonds
		Vice Presidents	Gerry Barker, Human Resources Kent MacDonald, Academic Joy McKinnon, Business Development Duane McNair, Administration (Acting) Deborah Rowan-Legg, Student Services
		Resource Personnel	Anna Cobus, Recording Secretary
Observers	Jennifer Daly-Cyr, Director, Recruitment Marguerite Donohue, Dean, Academic Development Dave Donaldson, Dean, School of Business Kathryn Moore, Registrar Jim Orban, Director, International & Corporate Business Development Doug Ouderkirk, Executive Director, Academic Operations and Planning Brenda Rothwell, Executive Director, Algonquin College Foundation Mike Rushton, Director, Physical Resources (teleconference) Shelley Styles, Chair, General Arts and Science Kim Tysick, Dean, Faculty of Health, Public Safety & Community Studies Christine Wojcik, Professor, Early Childhood Education Doug Wotherspoon, Executive Director, Advancement		

The Vice Chair called the meeting to order at 5:06 p.m. and indicated he would be Chairing the meeting as the Board Chair was joining via teleconference. He also observed that two items had been added to the agenda: Interim Spending Authority and OFA Legal Requirements. He also observed, further to the discussion held in December, 2010, regarding Robert's Rules of

Order, that if a Governor declares a conflict of interest on a particular matter, they can in fact still vote on the motion.

11-10 CONFLICT OF INTEREST DECLARATION

None.

11-11 APPROVAL OF PREVIOUS MINUTES

RESOLUTION

MOVED AND SECONDED – Engelberts & Sayah

That the minutes of March 14, 2011, be approved as amended.

11-12 BUSINESS ARISING

None.

11-13 PRESENTATION

UPDATE ON THE DEVELOPMENT OF THE 2020 VISION

The President observed that the 2020 Vision document distributed to Governors has been revised following feedback received at the January 10, 2011, mini-retreat. Governors were asked to provide any further feedback prior to seeking approval to share the information with the stakeholder consultation with the College Community.

RESOLUTION

MOVED AND SECONDED – Engelberts and McIntosh

That the Board of Governors approve that management proceed with stakeholder consultation related to the 2020 Vision Document.

CARRIED

1 Abstained – D. Orendorff

SUCCESSION PLANNING UPDATE

G. Barker provided an update on the progress that has occurred with respect to Succession Planning at the College. He addressed to how the process has evolved since the last report to the Board of Governors in June, 2009, the approach being used based on leading practices, the

identification of critical positions, and how succession planning has been linked to leadership development within the College and the progress that has been made in that regard as well.

Questions/Comments:

- *Governor Johnson: Recalled that the Board's last discussion on succession planning it was observed that as part of the annual review process, management should be asked to identify candidates with potential for succession – this was not addressed in the presentation.* The President indicated that all of senior management have been asked to identify two candidates in this regard to ensure that all of the critical positions are identified and there is a contingency plan. This information is then cross-referenced to the self-expression of interest. G. Barker added that a call went out to 122 administrators regarding the expression of interest, and 90 individuals replied indicating their interest, which is a higher number than what was expected.
- *Governor Orendorff: To what degree have we mitigated our risk and by the end of the process, how much further will we need to go?* The key critical positions have been identified and succession is being managed in that regard. The College will also seek external candidates as required to ensure any risk is mitigated.
- *The President concluded that administrators are now beginning to look at leadership roles differently in that all movement is not necessarily linear, and management is also considering when it is appropriate to look at roles to determine if reorganization of roles is required to address the needs of the College today.*

The report was received as presented.

11-14 DECISION ITEMS AND REPORTS

PROGRAM NAME CHANGE

D. Donaldson, Dean, School of Business, presented a recommendation to modify the title of the Small and Medium Enterprise Management program to Business Management and Entrepreneurship to better reflect the focus of the program and assist with marketing the program.

RESOLUTION

MOVED AND SECONDED – Lamontagne and Owens

That the Board of Governors approve the program title change from Small and Medium Enterprise Management to Business Management and Entrepreneurship effective Fall 2011 and seek validation of the program title from the Credentials Validation Service.

REPORT OF THE AUDIT COMMITTEE

Governor Johnson, Chair of the Audit Committee, provided a report on the Audit Committee Meeting held prior to the regular meeting of the Board at 3:00 p.m. as follows:

- The endowment fund is performing satisfactorily with approximately \$14M in the fund, with \$1.5M in contributions in the last year. The Audit Committee will be looking at the performance of the fund over the coming months.
- The Auditors provided an overview of the Audit Plan for the year ending March 31, 2011. There is a new Public Service Accounting Board Standard in effect; however, the College has traditionally followed best practices in accounting which has resulted in little change being required for the College.
- Progress reports were provided on the two internal audits that are underway including: Procurement and Payment Review and Analysis, and Payment Card Industry Compliance. The report and recommendations on both audits will be presented to the Audit Committee in the Spring.
- As a follow up to a previous internal audit project, a presentation on Disaster Recovery related to Information Technology and Cloud Services was provided to the Committee. The information has been referred to Management for review and should a strategy be recommended, it will be presented to the Board of Governors.
- The current contract for the Auditors expires in March, 2012. An RFP will be released in Spring, 2012, for auditing services for 2012/13, and an RFP for investment firm services may also be completed.

The report was accepted as presented.

ONTARIO FINANCE AUTHORITY LOAN REQUIREMENTS FOR STUDENT COMMONS AND PEMBROKE CAMPUS RELOCATION PROJECTS

The President reported that in order to meet the requirements of the Ontario Finance Authority (OFA) with respect to borrowing funds for the Student Commons and Pembroke Campus Relocation Projects, the OFA requires the Board to pass resolutions regarding the loan agreements. Mike Rushton, Director of Physical Resources, provided a historical overview of both projects and the motions passed by the Board of Governors related to each project.

RESOLUTION – Student Commons Project Loan Agreement**MOVED AND SECONDED – HARTLEY AND JOHNSON**

1. That the budget in the amount of \$52,000,000.00 for the Student Commons project comprised of: \$30,000,000.00 from the Students' Association of the Algonquin College

of Applied Arts and Technology Corporation and \$22,000,000.00 from the College is hereby approved.

2. That the College is hereby authorized to borrow from the Ontario Financing Authority ("OFA") the principal amount of \$22,000,000.00 and to enter into a loan agreement with the OFA.
3. That the President of the College is hereby authorized to execute and deliver the loan agreement to the OFA on behalf of the College.
4. The President of the College is hereby authorized to execute and deliver to the OFA such other documents as may be required by the OFA in connection with the College's obligations under the loan agreement.

CARRIED

RESOLUTION –Pembroke Campus Relocation Project Loan Agreement

MOVED AND SECONDED – ROBINSON AND OWENS

1. That the budget in the amount of up to \$36,000,000.00 for the Pembroke Campus Relocation project including \$4,000,000.00 from the Students' Association of the Algonquin College of Applied Arts and Technology Corporation and \$26,000,000.00 from the College is hereby approved.
2. That the College is hereby authorized to borrow from the Ontario Financing Authority ("OFA") the principal amount of \$26,000,000.00 and to enter into a loan agreement with the OFA.
3. That the President of the College is hereby authorized to execute and deliver the loan agreement to the OFA on behalf of the College.
4. The President of the College is hereby authorized to execute and deliver to the OFA such other documents as may be required by the OFA in connection with the College's obligations under the loan agreement.

CARRIED

INTERIM SPENDING AUTHORITY

The President indicated that interim spending authority is required for the College to continue to operate post-March 31st until the 1011/12 budget is approved by the Board of Governors.

RESOLUTION

MOVED AND SECONDED – McIntosh and Owens

that effective April 1, 2011, the Board of Governors authorizes Administration to continue to expend funds at a rate appropriate with maintaining the provision of College services until such time as the Board approves a Budget for fiscal 2011-2012.

11-15 REPORT OF THE CHAIR

The Chair reported the following:

- This year's Association of Canadian Community Colleges Conference will be held from June 5-7th in Edmonton, Alberta. The theme of this year's conference is "Big Sky Thinking: Sustainability – Educating for Tomorrow". Conference details are available at www.accc.ca. Any Governors interested in attending were asked to notify the Board Office.
- The May 9th Board meeting will be held at the Pembroke Campus; a bus has been reserved for the Board and will leave the Woodroffe Campus at approximately 3:00 p.m., with a return at approximately 9:00 p.m.
- The election for next year's Student, Administrative and Support Staff Representatives on the Board of Governors will be held on April 12th and 13th with the winning candidate to be announced at the close of the elections. The call for nominations will be released on March 21st.
- A further email inquiry from Kal Kalyanasundaram was received asking if the Ministry had responded to the letter sent on behalf of the Board regarding support for the AAADD (Academic Assistances for Adults with Developmental Disabilities) courses, and if not, if we could send a follow up letter. Mr. Kalyanasundaram was advised that we had not yet received a response from the Ministry and indicated that the College has done all that it can to advocate for the program.
- Governor Abraham has tendered his resignation from the Board of Governors effective immediately as he has accepted a position outside of the College and will be leaving the College at the end of March. The Chair will send a letter of appreciation to Governor Abraham thanking him for his support and participation on the Board of Governors.
- The Chair provided a summary of feedback provided by Governors following the February meeting of the Board. He welcomed Governors to provide any additional questions that could be added to the feedback form.
- Governors were encouraged to read the latest edition of Local Lines and consider the input contained therein.
- The Chair reminded Governors that at an upcoming meeting of the Board, likely June, there will be significant discussion about capital decisions and he encouraged Governors

to read this material with astuteness as the decisions must be made with an overall strategy in mind.

11-17 REPORT OF THE PRESIDENT

The President reported the following:

- An incident recently occurred with ice falling off of the new pedestrian overpass and damaging a passing car. There were no injuries and the situation is being investigated.
- The School of Media and Design undertook a lip dub on Saturday March 12th. If successful, it will be on You Tube within ten days.
- Silence continues surrounding details of the provincial budget. The College therefore is continuing to work on its budget under a set of assumptions.
- Enrolment for fall 2011 is on target to meet the 6% projected increase. One concern remains is the 80% of applications that continue to be received for the top 60 programs. Also being considered is possible additional enrolment to offset the slip year average funding in future years.
- As of mid-February, mobile devices were demanding more bandwidth on the College network than all of the fixed PCs in the College.
- Minister Baird will be touring the ACCE Construction Site on March 15th. A tour will be provided for all members of the Board of Governors in the Spring.

11-18 MANAGEMENT SUMMARY REPORT

Questions/Comments:

- *None.*

11-19 OTHER BUSINESS

None.

The meeting adjourned at 6:15 p.m.

Michael Dunlop, Chair

Anna Cobus, Recording Secretary