

**NorQuest College Board of Governors
Public Meeting**

June 7, 2021
4:00 p.m. – 8:00 p.m.

MINUTES

<p>Attendees: Carla Madra, Board Chair Brian Hjlesvold, Vice Chair Carolyn Campbell, President & CEO Brad Pickering Chris Lavin Gayle Burnett Jennifer Cleall Jenny Adams Joette Decore Leslie Sayer Maria Bavaro Philomina Okeke-Ihejirika Supriya James Tina Naqvi-Rota</p> <p>Regrets: Albert Nsapu</p>	<p>Resource Team: Brad Arkison, AVP Marketing & Communications David Middagh, Chief of Staff & Director of Strategy Jill Matthew, VP Administration & CFO Laurel Evans, VP People & Culture Marian Gayed, VP External Relations & Partnerships Michelle Beck, VP Learner Experience Norma Schneider, VP Academic</p> <p>Recorder: Wanda Winsor, Board Coordinator</p> <p>Guests: Heather Kitteringham, Dean Research & Enrolment Lindsay Wozney, Strategy Analyst Blair Christensen, Executive Advisor Alex Ryan, CEO, Synthetikos Inc Mariesa Carbone, MNP Rensche Venter, MNP Roger Moore</p>
--	--

1. OPENING

1.1. Quorum

Carla Madra, Chair, confirmed that attendance constituted quorum. C. Madra acknowledged and welcomed new board members Brad Pickering, Supriya James and Tina Naqvi-Rota; and introduced Daniel Kazambu as a guest who is awaiting appointment from the Minister as a Board student representative.

1.2. Farewell for Outgoing Members

The Chair expressed her appreciation to outgoing board members Lily Le and Brian Hjlesvold.

1.3. Call to Order

The Chair called the meeting to order at 4:04 and acknowledged that we are located on Treaty 6 Territory and all the people here are beneficiaries of this peace and friendship treaty.

1.4 Conflict of Interest

The Chair provided board members with an opportunity to declare a conflict of interest with any of the items on the agenda. None were declared.

1.5 Optional In-Camera Discussion

No in-camera session was requested at this time.

2. APPROVAL OF AGENDA

MOTION

Moved by B. Hjesvold and seconded by L. Sayer THAT the Board of Governors approve the June 7, 2021 Public Board Meeting agenda as presented.

CARRIED

3. APPROVAL OF CONSENT AGENDA

The Board requested that Item 3.4 Q3 Risk Management Update be brought forward in the main agenda when discussing the Enterprise Risk Management (ERM) Maturity Assessment.

Chris Lavin made a declaration that he is a partner with MNP who were successful in the procurement process to work on the ERM project.

MOTION

Moved by J. Cleall and seconded by J. Decore THAT the Board of Governors approve and acknowledge all consent agenda items, as amended:

- 3.1 Minutes of April 14, 2021
- 3.2 Minutes of May 19, 2021
- 3.3 Downtown Campus Development Project Report
- 3.5 Organizational Priorities Q3 Update
- 3.6 Financial Report & Q3 Forecast

CARRIED

4. STRATEGY, CULTURE, EDUCATION AND DECISIONS

4.1 AB2030: Building Skills for Jobs

Heather Kitteringham joined the meeting at 4:13 p.m.

C. Campbell introduced the topic and H. Kitteringham provided an update on the Alberta 2030 strategy. The strategy recognizes that global trends, rapid technological change and the Covid-19 pandemic are reshaping post-secondary education. The strategy establishes six goals that are supported by 28 objectives and 29 initiatives. The board discussed the various challenges and opportunities within the plan and their implications for the college.

H. Kitteringham exited the meeting at 4:48 p.m. The Chair called for a 4-minute recess from 4:48 – 5:02 p.m.

Lindsay Wozney, Alex Ryan & Blaire Christensen joined the meeting at 5:02 p.m. Philomina Okeke-Ihejirika joined the meeting at 5:08 p.m.

4.2 Strategic Plan Update

C. Campbell along with consultant Alex Ryan presented an initial draft of the new strategic plan which focuses on creating a path to 2030 that is engaging and inspiring. The new strategic plan will be informed by the college's existing forward-thinking work while being bold and imaginative.

The Board members were very supportive of the strategic direction presented and discussed the details and the intention behind each of the five pillars presented.

Philomina Okeke-Ihejirika exited the meeting at 5:55 p.m. Lindsay Wozney, Alex Ryan and Blaire Christensen exited the meeting at 6:05 p.m.

The Chair called for a 5-minute recess from 6:06 – 6:11 p.m.

4.3 Enterprise Risk Management (ERM) Maturity Assessment

Mariesa Carbone and Rensche Venter joined the meeting at 6:11 p.m.

J. Matthew introduced Mariesa Carbone and Rensche Venter from MNP, the consultants who have been engaged to complete an ERM Maturity Assessment. Their assessment will evaluate the current state of our ERM program and identify areas of opportunity.

MNP reviewed the ERM process, Responsibilities of the Board and Management, a status update and the next steps.

Brought forward item 3.4 ERM Update and Risk Report - The board discussed the presentation, the current format as well as next steps for implementation and would like to see the new 'dashboard' implemented by the fall board meeting.

M. Carbone & R. Venter exited the meeting at 6:58 p.m.

5. REPORTS

5.1 CEO Report

C. Campbell provided her President & CEO report on four key areas: leadership of NorQuesters & internal relationships; strong external relationships and raising our profile with stakeholders; organizational priorities; and strategic planning.

Included in the report were employee engagement results, a 1000 women Fundraising Event update, collaboration efforts with Bow Valley and COPPOA, program and enrolment highlights. Carolyn also reported that following the May 19th Board meeting, the Budget Plan and Investment Management Agreement were submitted to the Government of Alberta and there has been no feedback to date.

5.2 Chair, Human Resources (HR) Committee

B. Hjlesvold provided an update to the Board on various HR topics covered in the last committee meeting including the Leadership Assessment Survey, the Committee Terms of Reference and Work Plan.

MOTION:

Moved by C. Lavin and seconded by B. Pickering THAT the Board of Governors approve the revised Human Resources Committee Terms of Reference as presented.

CARRIED

MOTION:

Moved by J. Decore and seconded by S. James THAT the Board of Governors approve the revised Human Resources Committee Work Plan as presented.

CARRIED

Board members with a labour relations conflict were asked to recuse themselves for a short portion of the Human Resources Chair report.

L. Sayer, M. Bavaro, P. Okeke-Ihejirika and G. Burnett exited the meeting along with guests R. Moore and D. Kazambu for a verbal update and were invited back to the meeting immediately following.

5.3 Chair, Governance Committee

B. Hjlesvold provided an update from the Governance Committee meeting. Topics discussed by the Governance Committee included the Governance Committee Workplan, Board Evaluation process, Board Retreat and the Board Bylaws.

MOTION:

Moved by J. Cleall and seconded by J. Adams "THAT the Board of Governors approve the revised Governance Committee Work Plan as presented."

CARRIED

It was noted that item 3.3.5 of the Bylaws should read "No Act or proceeding of the Board..." and will be updated as such.

MOTION:

Moved by L. Sayer and seconded by J. Cleall THAT the Board of Governors approve the revised Board Bylaws as amended."

CARRIED

5.4 Chair, Finance & Audit Committee

C. Lavin provided a verbal update from the Finance and Audit committee. Items covered in the report included the committee Terms of Reference and Work Plan,

March Financial Results and third quarter forecast, the OAG Audit Plan as well as their requirements for annual assessments.

MOTION:

Moved by B. Hjesvold and seconded by B. Pickering THAT the Board of Governors approve the Finance & Audit Committee Work Plan as presented.

CARRIED

MOTION:

Moved by S. James and seconded by J. Decore THAT the Board of Governors approve the Finance & Audit Committee Terms of Reference as presented.

CARRIED

5.5 Chair, Teaching & Research Continuing Care Centre (TRCCC) Committee

J. Decore provided an update on the TRCCC Committee since the last board meeting. NorQuest, Covenant Care and Build for the Future Alliance have begun the Stage 1 Feasibility Assessment through four focused work streams: Design, Real Estate, Finance, and Unsolicited Proposal Development. The outcome of the feasibility study, along with a go or no-go decision will be brought to the TRCCC committee and Board of Governors in late summer.

There are no major concerns at this time and the project remains viable.

5.6 Board Chair Report

C. Madra provided a verbal update to the Board on various government relations meetings & discussions.

Brian Hjesvold's official term ends at the end of July. Tina Naqvi Rota will assume the position of Vice Chair and also chair the Human Resources committee; Jennifer Cleall will Chair the Governance Committee.

There is a desire for another board member with a CA/CPA designation. If board members are aware of any potential candidates, please pass the information along to the Board Coordinator.

Board members were also asked to pass along any ideas for board education for the next fiscal year on to the Board Coordinator.

6. IN CAMERA

6.1 In Camera Session – with all Management

The Board of Governors excused the meeting guests at 7:44 p.m. for an In-Camera Session.

6.2 In Camera Session- without Management

The Board of Governors excused management for an In-Camera Session with governors only at 7:55 p.m.

7. CONCLUSION

The meeting adjourned at 8:20 p.m.