



# NORTHERN COLLEGE

## BOARD OF GOVERNORS MEETING NO. 462

### ANNUAL GENERAL MEETING

Friday, September 16, 2022  
9:00 a.m.

Timmins Campus

#### PRESENT:

##### Board:

C. Stringer, Chair	H. Studholme
J. Molyneux (First Vice-Chair)	J. Harrington
A. Penner (President)	K. Bird
C. Ellis	K. Wojtus
D. Naveau	L. Innes
E. Poulin	O. Hayhurst

##### Guest:

E. Bérubé

##### Staff:

L. Hanes, Executive Assistant, Office of the President and Board of Governors  
M. Dumas, Senior V.P. Corporate Services  
S. Hunter, Chief Cultural Officer, Marketing, Communications and External Relations  
A. Klooster, V.P. Academic & Student Success  
F. Nickner, Chief Information Officer and Director of Information Technology

##### Regrets:

P. Hamilton	M. Metatawabin (Governor-at-Large)
R. Mathews	C. Reasbeck (Second Vice-Chair)

## 1. CALL TO ORDER

### 1.1 Remarks from the Chair

Chair Stringer called the meeting to order and welcomed returning governors, we well as the new governors joining the Board: Kimberley Bird, Devin Naveau, and Olivia Hayhurst. She also welcomed a guest to the Board, Estelle Bérubé.

### 1.2 Acknowledgment of Territory

We begin by acknowledging that we are on the traditional and territorial lands of the Cree, Oji-Cree, Ojibway, and Algonquin homelands. We acknowledge these ancestral lands that we are gathered on, which continue to interconnect us all and remind us that we are all treaty people. First Nation communities now located on these lands include: Mattagami, Matachewan, Flying Post, Wahgoshig, Taykwa Tagamou, and Metis Peoples Region #3.

## **2. DECLARATION OF CONFLICT OF INTEREST**

Chair Stringer called for disclosures of actual, potential, or perceived conflict of interest. Governor Eric Poulin declared a conflict for item 6.10 Approval for External Auditor extension. Governor John Harrington declared a conflict for item 6.14 Approval for MyCredits Purchase, 6.15 Approval of Cleaning Services Contract and 6.16 Signing Authority.

## **3. AGENDA**

Moved by: J. Harrington  
Seconded by: E. Poulin

Motion  
58-09-22

THAT the agenda for Meeting #462 of the Board of Governors of Northern College of Applied Arts and Technology dated September 16, 2022 be adopted as presented. Carried

## **4. PRESENTATION**

### **4.1 Professional Development Pilot**

Dean Lessard, Dean of Community Services and Learning Excellence & Innovation Department (LEID), presented the Professional Development Pilot, where Northern College staff and faculty are provided with a weekly opportunity to participate in PD activities. A two-hour block each week can be filled with formal organized or informal activities. Learning, mentoring, personal and professional exploration sessions have been planned by all departments.

The sessions thus far have been well received and registration for upcoming sessions is steady. This program supports empowerment, life-long learning and the embodies the motto of “grow your own”.

The Board asked about the topics of some of the session and voiced their support of this program. Chair Stringer congratulated the LEID team on their success so far.

### **4.2 Rural and Northern Immigration Pilot**

Madison Mizzau, Community Development Consultant, and Bailey Campbell, Project Coordinator, from the Timmins Economic Development Corporation presented on the Rural and Northern Immigration Pilot. This is a community-driven program that provides a path for skilled workers to gain permanent residency status. These workers would already have a permanent job offer and intend to live in the community.

Local post-secondary institutions are an excellent pipeline for applicants among international students.

The Board asked questions about eligibility and geographical location included. Ms. Mizzau responded that the geographical limits are set to expand to cover a much wider area, which will include two other Northern College campuses.

## **5. CONSENT AGENDA**

The Chair asked if any governor wished to comment on or remove any items from the Consent Agenda. There were no requests to remove items.

- 5.1 Receive Board Committee Minutes
- 5.2 Program Advisory Committee Appointments
- 5.3 Program Advisory Meeting Schedule
- 5.4 2022-23 Board of Governors' Work Plan
- 5.5 2022-23 Board Goals
- 5.6 Correspondence and Information Report

Moved by: J. Molyneaux Motion  
Seconded by: K. Wojtus 59-09-22

THAT the Board of Governors approve Consent Agenda items, including all applicable motions. Carried

### **5.1 Receive Board Committee Minutes**

THAT Board Committee Minutes be received. Carried

## **6. DISCUSSION ITEMS**

### **6.1 Approval of Minutes of Meeting #461 held June 14, 2022**

Moved by: E. Poulin Motion  
Seconded by: J. Molyneaux 60-09-22

THAT the Board of Governors approves the minutes of meeting #461 held June 14, 2022, as presented. Carried

### **6.2 Reaffirmation of Northern College Vision and Mission**

Moved by: H. Studholme Motion  
Seconded by: J. Harrington 61-09-22

THAT the Board of Governors reaffirm the Northern College Vision and Mission as presented. Carried

### **6.3 Approval of Board of Governors’ Statement of Purpose**

Moved by: E. Poulin Motion  
Seconded by: H. Studholme 62-09-22

THAT the Board of Governors’ Statement of Purpose be approved as presented. Carried

### **6.4 Approval of Delegation of Duties to the Executive Committee**

Moved by: J. Molyneaux Motion  
Seconded by: D. Naveau 63-09-22

THAT the Board of Governors approve delegation of duties to the Executive Committee as presented. Carried

### **6.5 Approval of Board Goals**

Moved by: E. Poulin Motion  
Seconded by: C. Reasbeck 64-09-22

THAT the Board of Governors approve the 2021-2022 Board Goals as presented. Carried

### **6.6 Approval for 2022-23 Board of Governors’ Work Plan**

President Penner presented a streamlined version of the Work Plan.

Moved by: H. Studholme Motion  
Seconded by: D. Naveau 65-09-22

THAT the Board of Governors approve the 2021-2022 Board of Governors Work Plan, as presented. Carried

### **6.7 Ontario Non-Profit Corporations Act: Board Bylaw 1**

Dr. Penner reviewed the required changes to the Board Bylaw 1 as a result of the Ontario Non-Profit Corporations Act. The Board had many questions, specifically regarding indemnification.

Chair Stringer explained that the Bylaw can go above and beyond the minimum requirements of the ONCA, which is simply a baseline that all non-profits must meet.

Given the number of questions, the Board will strike an ad-hoc committee to investigate further the requirements from the ONCA and review potential changes to Bylaw 1. A legal opinion may also be sought to review the changes.

## **6.8 Appointment of Members to Board Standing Committees**

### **6.8.1. Policy Review Committee**

### **6.8.2. Board Vacancy Committee**

### **6.8.3. Ad-hoc Bylaw 1 Review Committee**

Moved by: P. Hamilton

Motion

Seconded by: J. Harrington

66-09-22

THAT the Board of Governors appoint Board members to Standing Committees as follows:

Board Policy Review Committee Members:

C. Stringer, A. Penner, H. Studholme, J. Harrington, C. Reasbeck, K. Bird and K. Wojtus

Board Vacancy Nominating Committee Members:

C. Stringer, A. Penner, J. Molyneaux and E. Poulin

Ad-hoc Committee on Bylaw 1 Review Members:

C. Stringer, A. Penner, J. Molyneaux and K. Wojtus

### **6.8.4. Audit Committee**

The Board will presume that the Audit Committee changes to Bylaw 1 will be adopted.

Moved by: P. Hamilton

Motion

Seconded by: J. Harrington

67-09-22

THAT the Board approve the structure and membership of the Audit Committee as presented and in compliance with the ONCA.

Carried

## **6.9 Program Approvals**

### **6.9.1. CyberSecurity**

VP Klooster presented the CyberSecurity program for approval. There are current faculty in-house to teach the program. This program could be run at any Northern College campus, even virtually.

Moved by: O. Hayhurst

Motion

Seconded by: K. Bird

68-09-22

THAT the Northern College Board of Governors approve the Cybersecurity – Ontario College Graduate Certificate for submission to the Ontario College Quality Assurance Service's Credential Validation Service for program approval and to the Ministry of Colleges and Universities for funding approval.

Carried

### **6.9.2. Project Management**

Mr. Klooster presented the Project Management program for approval. He clarified that it is only open to international students, therefore it does not require submission to the Ministry of Colleges and Universities for funding approval. If it was to be offered to domestic students, it would need to be approved again by the Board for that purpose and submitted to MCU for funding approval.

It is a very in-demand program and there are currently faculty on staff who can teach the program.

Moved by: E. Poulin

Motion

Seconded by: J. Harrington

69-09-22

THAT the Board of Governors approve the CVS-approved Project Management 1-YR Ontario College Graduate Certificate program as presented.

Carried

### **6.10 Approval for External Auditor Extension**

Sr.V.P. Mitch Dumas reminded that the 5-year contract with KPMG expired two years ago. The contract included three options to renew for one additional year, with Board approval. The level of service and experience KPMG has with the college is important and key to seamless audits year after year.

Having declared a conflict, Governors Poulin and Harrington did not vote on the motion.

Moved by: K. Wojtus

Motion

Seconded by: D. Naveau

70-09-22

THAT the Board of Governors appoint KPMG as the provider of Audit Services, for a one-year period starting October 1, 2022 and ending September 30, 2023.

Carried

### **6.11 Strategic Mandate Agreement Update**

Dr. Penner reported that the SMA is the performance-based funding allocation approved by the Ministry of Colleges and Universities. Set targets have been negotiated and agreed to with Northern College. Funding has not been implemented based on the COVID situation.

Ministry gave the opportunity to re-weight the targets to reduce potential future loss. Northern College's strengths include its economic impact and revenue attracted from private-sector sources.

### **6.12 Higher Education Summit**

It is recommended that the Board fund 7 participants to attend the HES this year, not including the president (whose costs are accounted in the President's Office budget). This would account for approximately 50% of the Board's travel budget for 2022-23, approximately the same that was used last year.

Priority will be given to new governors, anyone who has not yet participated and the Board Executive.

Moved by: P. Hamilton Motion  
Seconded by: J. Harrington 71-09-22

THAT the Board support sending up to 7 governors to the Higher Education Summit following the recommended priorities.

Carried

### **6.13 Community Climate Survey Results**

Dr. Penner presented the Community Climate Survey Results. Overall, the results were very positive and the format of the survey was well-received by the community. Once the Board acknowledges receipt of the results, it will become a public document.

Moved by: P. Hamilton Motion  
Seconded by: J. Harrington 72-09-22

THAT the Board of Governors acknowledge receipt of the community climate survey analysis.

Carried

### **6.14 Approval for MyCreds purchase**

Mr. Nickner explained that part of the Digital Transformation involves finding a solution for handling transcripts and credentials for students. MyCreds has been selected to suit this purpose.

Having declared a conflict, Governor Harrington did not vote on the motion.

Moved by: K. Bird Motion  
Seconded by: H. Studholme 73-09-22

THAT the Northern College Board of Governors approve spending of \$111,000 to purchase and implement MyCreds credential processing software and for its annual licensing for a total of five years.

Carried

### **6.15 Approval of Cleaning Services Contract**

Sr.VP. Dumas reported that the college went through the procurement process and tendered the contract for cleaning services. Two bids were received and out of the two bids Reliable Cleaning was the optimum vendor based on the quality of the presentation of information and pricing.

Having declared a conflict, Governor Harrington did not vote on the motion.

Moved by: E. Poulin  
Seconded by: D. Naveau

Motion  
74-09-22

THAT the Board of Governors approves a 5-year term with Reliable Cleaning Services as the custodial service provider for the Timmins Campus, Integrated Emergency Services Centre, Residence and East End Family Health Team clinic, from September 1, 2022 to August 31, 2027.

Carried

### **6.16 Signing Authority**

President Penner explained that the Board is being presented an increase to the signing authority limits due to inflation and an increase in costs over the 15 years since the last update. Mr. Dumas noted that any contract with a term longer than one year must also be approved by the Board, regardless of the cost.

Having declared a conflict, Governor Harrington did not vote on the motion.

Moved by: K. Wojtus  
Seconded by: J. Molyneaux

Motion  
75-09-22

THAT the Board of Governors approve increasing the signing authority of the President and CEO to \$499,999.99 and increasing the signing authority of the Board of Governors to \$500,000.00 and above.

Carried

## **7. REPORTS AND INFORMATION**

### **7.1 Financial Reports**

#### **7.1.1 Finance Report for the period ended July 31, 2022**

Sr.V.P. Mitch Dumas indicated that there was an increase to the forecasted surplus for 2022/2023, to \$15.2M by year-end. Revenues for the year are expected to grow by \$6.33M while expenses are expected to grow by \$5M.



### **7.1.2 Quarterly Investment Report as at June 30, 2022**

Mr. Dumas reviewed the investment report for the fiscal period ending June 30, 2022. The portfolio has decreased in value due to surging inflation, increased interest rates, and the international political climate. The volatility in the market continued into June, which affected the portfolio negatively. Since then, the outlook for July shows an increase in the value of the portfolio. The investment portfolio still sits within the desired risk level.

### **7.2 Quarterly Report on Integrated Risk Management**

Sr.V.P. Dumas presented the Risk Management Report. He also reported that our Senior Accountant, Jodi Delaurier, has taken part in virtual meetings with the Ontario Colleges Risk management and Insurance Association regarding matters related to best practices in enterprise risk management.

The position of Enterprise Risk and Insurance Manager is anticipated to be filled shortly.

### **7.3 Annual report on Joint Health & Safety / JH&S Policy Statement**

Mr. Dumas presented the annual report on Joint Health and Safety, as well as the Joint Health and Safety Policy Statement.

Moved by: J. Molyneaux

Motion

Seconded by: E. Poulin

76-09-22

THAT the Board of Governors receive the 2022 Report of the Joint Health and Safety Committee;

AND THAT the Occupational Health, Safety and Environmental Policy Statement be approved as presented.

Carried

### **7.4 Report on Enrollment**

Mr. Nickner gave a summary of summer enrollment with the confirmed numbers. He also mentioned the fall number, though they are not yet accurate. There is extreme volatility in the first 10 days of the semester. At the moment, enrollment is inline with past years, with an increase to international student registrations.

### **7.5 Northern College Indigenous Council on Education**

Governor Bird noted that the next meeting of NCICE will be October 12<sup>th</sup>, where she will preside as Chair.

## **7.6 President’s Report**

President Penner provided her report. She highlighted a letter from the Privacy Commissioner and her response on behalf of the College.

The Ombudsman’s report cited 6 cases that had been reported to their office. The College does not have records for 4 of these cases, indicating that they had been resolved before needing College intervention.

## **7.7 Business Plan**

Mr. Klooster gave an update on status of business plan initiatives following the first quarter.

### **7.7.1. Business Plan Initiatives**

#### **7.7.1.1. Initiative 1.2.1**

“Standardize design and integration of Indigenous context and remove out of date language references within course outline template.”

Mr. Nickner reported on the new General Education course on Indigenous History that will become available to students.

#### **7.7.1.2. Initiative 2.4.1**

“Identify a platform or system for employee communication, relationships and workplace culture.”

Ms. Hunter presented on the new NorAction website.

## **7.8 Reports from Board Advisory Committee Representatives**

No reports.

## **7.9 Board Member Community-Related Updates**

No updates.

## **8. MOVE TO IN-CAMERA MEETING**

Moved by: J. Harrington  
Seconded by: H. Studholme

Motion  
77-09-22

THAT the Board of Governors move in-camera at 11:57 a.m.

Carried

**9. REPORT FROM IN-CAMERA MEETING**

Moved by: J. Harrington  
Seconded by: E. Poulin

Motion  
78-09-22

THAT the Board resume the open session at 12:12 p.m.;  
AND THAT matters discussed proceed as presented.

Carried

**10. NEXT MEETING**

**10.1 Date and Location:**

Board meeting November 8, 2022 – 1:00 p.m. at Haileybury Campus

**10.2 Future Agenda Items**

The Chair invited governors to forward any requests for agenda items they might think of over the course of the summer to Executive Assistant, Leslie Hanes.

**11. ADJOURNMENT**

Moved by: J. Molyneaux  
THAT the meeting be adjourned.  
Time noted at 12:13 p.m.

Motion  
79-09-22  
Carried

Leslie Hanes  
Executive Assistant to the Board