



Board of Governors Meeting
 Sheraton Hotel Newfoundland – Columbus Room
 February 23, 2023

Board Members in Attendance:

Peter Adams	Mark Bradbury, Vice Chair	Ken Martin	Chris Newhook
Alastair O'Reilly, Board Chair (pm only)	Dorothy Pye-Johnson	Donna Rideout (virtual)	Jill Quilty
Sam Synard			

Board Member Regrets:

Kevin Kelly	Alastair O'Reilly, Board Chair	Charles Randell
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Guest(s) in Attendance:

Kevin Bond, Faculty Representative (virtual)		
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Staff in Attendance:

Deidre Dunne, AVP Human Resources	Liz Kidd, President & CEO	Annette Morey, VP Finance & Admin	Fergus O'Brien, AVP Campus Operations
Geoff Peters, General Counsel & Corp Secretary	Jason Rolls, VP Academic & Applied Research	Heidi Staeben-Simmons, AVP Public Affairs & Adv	Elizabeth Vincent, AVP International
Shirley Woodward, AVP Student Services			

Guest Presenter(s):

Ashley Bishop, KPMG	Andrea Coish, KPMG (virtual)	David Smith, Dean, Academic, Applied Arts & Tourism
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Recorder:

Wanda Hynes, EA to President & CEO		
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ACTION ITEMS

BM 01-23-06	Send letter to the Premier.
BM 01-23-16	Determine location for the June 15, 2023 Board meeting.

RESOLUTIONS

BM 01-23-03	A motion was put forth and seconded that the agenda be approved as presented	Motion Carried
BM 01-23-05	A motion was put forth and seconded that the November 30, 2022 Board Minutes be approved as presented.	Motion Carried
BM 01-23-06	A motion was put forth and seconded that a letter be sent to the Premier to convey a level of frustration due to the lack of response to correspondence sent to the Provincial Education Minister.	Motion Carried

BM 01-23-09	A motion was made and seconded to accept the CNA 2023-26 Strategic Plan document as presented, in concept and with proposed language edits to be made prior to its presentation to government.	Motion Carried
BM 01-23-10	A motion was put forth and seconded to approve the 2023-24 Budget as presented.	Motion Carried
BM 01-23-11	A motion was put forth and seconded to proceed with the renovation of an existing CNA space to accommodate Renewable Energy Programming at the Bay St. George Campus.	Motion Carried
BM 01-23-13	A motion was put forth and seconded to accept the additional KPMG audit fee.	Motion Carried
BM 01-23-16	A motion was put forth and seconded that the next Board meeting will be held on Thursday, June 15, 2023.	Motion Carried

MINUTES

1. Call to Order

The Vice Chair called the meeting to order at 8:30 am.

2. Land Acknowledgement

President Kidd delivered the land acknowledgement.

3. Review of Agenda

A motion was put forth and seconded that the agenda be approved as presented.

Motion Carried

4. Declaration of Conflict of Interest

There were no conflict-of-interest declarations.

5. Consent Agenda (Approval of Minutes)

A motion was put forth and seconded that the November 30, 2022, Board Minutes be accepted as presented.

Motion Carried

6. Chair's Report

- The Board Chair joined the meeting at 1:05 pm
- The Board Chair provided an update regarding the process and efforts in getting full board members appointed.
- The letter sent to the Minister of Education was acknowledged but there is no indication of when we will get a response or a decision on the Board's requests. The Chair has a verbal commitment to move ahead with the housekeeping issues (student appointments and faculty rep appointment).

A motion was made and seconded to proceed with a letter to the Premier to inform of frustration and lack of response from the Minister.

Motion Carried

7. President's Report

President Kidd presented her report to the Board, providing an update on college activities since the previous Board meeting in November 2022. The report included a summary on strategic goal achievements and activities. On Dec. 7th, a great open house and industry appreciation day was held at the Centre for Heavy Equipment Transportation and Technology. Liz had the opportunity to present at the Chamber of Commerce Luncheon on Dec.8th. Also attended ACA Presidents meetings in December, the Memorial Donor Appreciate lunch, the Critical Mining Exploration in NL funding announcement. The new year started with the launch of the Centre of Research and Innovation in Corner Brook, several meeting with the Dept. of Education and IPGS, as well as the President of NBCC. The President travelled to India in February to attend meeting with the Canadian Consulate, IRCC and Canadian Immigration Centre in an effort to increase international student numbers from India and increase the number of students visas being issued. The President travelled to Bonavista to meet with staff and also to meet with the Bonavista Post-Secondary Advisory Committee. February meetings included opportunities to meet with Minister Osborne, KPMG, IPGS and the Dept. of Education. We also participated in the Technology Access Centre (TAC) Proposal interview with NSERC.

8. School of Applied Arts Presentation

Davida Smith, Dean, Academic, Applied Arts and Tourism presented on the School of Academics, Applied Arts and Tourism. The presentation contained an overview of the School, its programs, enhanced learner opportunities, industry driven micro credentials, school statistics, current MOU's, accreditation and endorsements, the Schools achievements, strategic focus, academic effectiveness, partnerships and boards, as well as opportunities for improvements.

Ms. Smith was thanked for her informative presentation prior to leaving the meeting.

9. KPMG – CNA Strategic Plan 2023-26 Presentation

Heidi Staeben-Simmons introduced Ashley Bishop and Andrea Coish. Ashley prefaced the presentation informing of the process followed to get to the current draft document. Several consultation meetings involving over a 100 people giving input in various focus group sessions attended by staff, faculty and students.

A motion was made and seconded to accept the document as presented, in concept and with proposed language edits to be made prior to its presentation to government.

Motion carried

10. Budget Presentation 2023-24

Annette Morey presented the 2023-24 budget presentation which represented estimates as of February 8 2023.

A motion was made and seconded to approve the budget as presented.

Motion Carried

11. Briefing Note Re: Bay St. George Renovations

Jason Rolls presented a briefing note related to the renovation of an existing CNA space to accommodate Renewable Energy Programming at the Bay St. George Campus. The total cost of the renovation is approximately \$2,000,000.

A motion was made and seconded to approve the request to proceed as presented.

Motion Carried

12. Executive Committee Report

The minutes of meetings held on December 21, 2022 and January 23, 2023 were reviewed.

A motion was made and seconded to approve the Executive Committee meeting minutes as presented.

Motion Carried

13. Finance Committee

Mark Bradbury presented the Finance Committee report in the absence of the Committee Chair.

- KPMG presented the audit plan. There is an additional fee of \$9000 due to the requirement for enhanced risk assessment in the area of IT. Annually the fee may be half that amount going forward.

A motion was made and seconded to accept the additional KPMG audit fee.

Motion Carried

- Work is underway working toward older audits being brought up to date.
- CNA is now a charitable organization. A committee has been formed and work is underway to establish by-laws for the charitable organization.
- 2023-2024 budget was reviewed. The Finance Committee has reviewed the budget and is happy to recommend to the remainder of the Board to accept the budget as presented.

14. Quality Committee

Peter Adams spoke on Charles behalf. Peter updated on the presentation that was provided to the committee at its last meeting. It was interesting and innovative.

15. Governance Report

Chris Newhook, Chair of the Governance Committee gave his report from December 5, 2022, meeting. The meeting was primarily focused on Policy review. All policies have been reviewed. Original, red lined and clean copies of all policies are now available on BoardEffect. The Board is asked to take some time ahead of the next board meeting to review the policies. It is hoped that the policies will be accepted at the June Board meeting. Geoff Peters walked through the process of accessing the policies for review. Geoff will follow up with an email containing the instructions to access the files. The committee will take a focus on the Role of the President at its March meeting and provide thoughts prior to the June Board meeting. Board members were asked to provide questions/inquiries related to policies to the Chair.

16. Next Meeting Dates

It was moved and seconded that the next meeting will be held on Thursday, June 15, 2023.

Motion Carried

Suggested locations are: Happy Valley-Goose Bay, Gander and Grand Falls. A decision will be made after the graduation dates have been reflected upon.

17. In Camera Session

Prior to all staff leaving the room a moment of silence was observed in recognition of the anniversary of the Russian invasion of Ukraine.

A motion was put forth and seconded to excuse all staff from the room and to move to an in-camera session, beginning at 2:55 PM.

Motion Carried

18. Adjournment

It was moved and seconded that the meeting be adjourned at 3:35 PM.

Motion Carried