



Board of Governors Meeting; BM-06-20
 Virtual Meeting Via Webex Platform
 November 25, 2020

Board Members in Attendance:

Alastair O’Rielly	Elizabeth Kidd	Sam Synard	Wade Pinhorn
Mark Bradbury	Chris Newhook	Ken Martin	Jill Quilty
Charles Randell	Debbie Brake-Patten	Kevin Kelly	Peter Adams
Brenda Kelleher-Flight	John Gibbons	Candice Ennis-Williams	Donna Rideout

Regrets: Dorothy Pye-Johnson, Devon Brake

Staff in Attendance:

Brian Tobin	Trudy Barnes	Annette Morey	Elizabeth Vincent
Geoff Peters	Deidre Dunne	Heidi Staeben-Simmons	

Recorder: Giselle Borden

RESOLUTIONS

BM 06-20-2	A motion was put forth and seconded that the agenda be accepted as presented.	Motion Carried
BM 06-20-4	A motion was put forth and seconded that the Consent Agenda be approved as presented. Two items were included under the Consent Agenda: 1) the September 30, 2020 Draft Board of Governors minutes; and 2) Snow Clearing Contract over \$500,000.	Motion Carried
BM- 06-20-8	A motion was put forth and seconded that the Board award College of the North Atlantic’s external audit services for 2021 – 2026 to KPMG.	Motion Carried
BM-06-20-9	A motion was put forth and seconded that all College of the North Atlantic governance policies be changed to read, “The Board shall...” instead of “The Board shall not fail to...”.	Motion Carried
BM-06-20-9	A motion was put forth and seconded that the Board Evaluation questionnaire be approved as presented.	Motion Carried
BM-06-20-9	A motion was put forth and seconded that the Board evaluation questionnaire be given to the Board annually at its June Board meeting.	Motion Carried



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BM-06-20-9	A motion was put forth and seconded to approve changes to 101.1 and 101.2 of policy GP-A-101 as presented.	Motion Carried
BM-06-20-9	A motion was put forth and seconded that the change to 102.1.3 of policy GP-A-102 be approved with the addition of "is in accordance...".	Motion Carried
BM-06-20-9	A motion was put forth and seconded that the change to 402.2 of policy GP-F-402 be accepted with the removal of the "s" on "yields".	Motion Carried
BM-06-20-9	A motion was put forth and seconded that the changes to 404.1 and 404.2 of policy GP-F-404 be approved as presented with an additional change to 404.3 to read, "...purchases approved under 404.2".	Motion Carried
BM-06-20-10	A motion was put forth and seconded that College of the North Atlantic apply to become a registered charity.	Motion Carried
BM-06-20-15	A motion was put forth and seconded that the meeting adjourn at 2:42pm.	

MINUTES

1. Call to Order

The meeting was called to order by the Board Chair at 9:03am.

2. Review of Agenda

A motion was put forth and seconded that the agenda be accepted as presented.
Motion carried.

3. Conflict of Interest Declaration

There were no conflicts declared at the beginning of the meeting.

4. Consent Agenda

A motion was put forth and seconded that the Consent Agenda be approved as presented. Two items were included under the Consent Agenda: 1) the September 30, 2020 Draft Board of Governors minutes; and 2) Snow Clearing Contract over \$500,000. Motion Carried

5. Review of Action Items

The action items were reviewed by the Board. There was no further action noted.



6. Chair's Report

The Chair provided a written report for the Board on activities carried out since the last Board meeting.

7. President's Report

The President provided a written report in the new format requested by the Board. Board members were pleased with the new format and thanked the President.

8. Finance Committee Report

The Chair of the Finance Committee provided a verbal report to the Board and the VP Finance and Administration provided a financial update to the Board.

The Finance Committee put forth a recommendation to the Board that the College's external audit services be awarded to KPMG for the next 5 years.

A motion was put forth and seconded that the Board award College of the North Atlantic's external audit services for 2021 – 2026 to KPMG. Motion carried.

9. Governance Committee Report

The Chair of the Governance Committee presented her report to the Board. A number of items were brought forward in that report requiring direction and/or approval of the Board to proceed.

Policy Style

A motion was put forth and seconded that all College of the North Atlantic governance policies be changed to read, "The Board shall..." instead of "The Board shall not fail to...". Motion carried.

All Board governance policies will be revised to read, "The Board shall..." instead of "The Board shall not fail to...".

Professional Development

Professional development suggestions were brought forward and discussed. It was agreed by consensus that all professional development should remain at the macro level and that it should be used to form a more cohesive Board in support of the College.

The Governance Committee will bring back suggestions for professional development for the next Board meeting.



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Board Member Self-Evaluation

It was agreed by consensus that the Board accept the self-evaluation form with one change – to remove the signature and date from this form.

This tool will be for individual self-evaluation with the onus on the Board member to bring forward any areas of concern to the Board Chair.

Board Evaluation

A motion was put forth and seconded that the Board Evaluation questionnaire be approved as presented. Motion carried.

Board members discussed the requirement that this be given to the Board every two years. With Board appointments normally lasting three years, it was felt that this every 2nd year was not enough, and it should be given to the Board annually.

A motion was put forth and seconded that the Board evaluation questionnaire be given to the Board annually at its June Board meeting. Motion carried.

Policy GP-A-101

A motion was put forth and seconded to approve changes to 101.1 and 101.2 of policy GP-A-101 as presented. Motion carried.

Policy GP-A-102

A motion was put forth and seconded that the change to 102.1.3 of policy GP-A-102 be approved with the addition of “is in accordance...”. Motion carried

Policy GP-F-401

This policy will require further review and/or revision by the Governance Committee. Board members were fine the changes to 401.1 and 401.2 as presented but concern was expressed about 401.4 when changed to “The Board shall...”.

Policy GP-F-402

A motion was put forth and seconded that the change to 402.2 of policy GP-F-402 be accepted with the removal of the “s” on “yields”. Motion carried.



Policy GP-F-404

A motion was put forth and seconded that the changes to 404.1 and 404.2 of policy GP-F-404 be approved as presented with an additional change to 404.3 to read, "...purchases approved under 404.2". Motion carried.

10. Charitable Status

The General Counsel and Corporate Secretary gave a presentation regarding the College seeking to become a registered charity.

A motion was put forth and seconded that College of the North Atlantic apply to become a registered charity. Motion carried.

11. Malaysia Project

The College's Director of International, Elizabeth Vincent, joined the meeting and gave a presentation on a proposed project in Malaysia.

Donna Rideout declared a conflict with this item and removed herself from the discussion.

Ms. Vincent was thanked for her presentation and excused.

Donna Rideout rejoined the meeting when this item was completed.

12. NL Workforce Innovation Centre (WIC)

A brief overview of the NL Workforce Innovation Centre was provided verbally by the VP, Partnerships & Innovation. It was agreed by consensus that a full presentation on this subject would be brought forward in the new year.

13. Meeting Dates for Next Year

Board members agreed to the following dates for the upcoming Board meetings in 2021: February 23, April 15, and June 10. The dates for the remaining two meetings will be decided later.

14. In Camera Session

The Board Chair called an in-camera session at 2:25pm. The session concluded at 2:40pm.

15. Adjournment

A motion was put forth and seconded that the meeting adjourn at 2:42pm. Motion carried.