

College of the North Atlantic
Board of Governors Minutes
Sheraton Hotel, St. John's
September 22, 2014

Attendance: Cheryl Stagg, Chair
Charles Penwell
Beverly Scott
Roy Hutchings
Troy Mitchell
Richard Dillon
Yordest Andrews
Jagard Strong
Wade Pinhorn
Robert Gardiner
Leona Webb
Ann Marie Vaughan

Regrets: Gilbert Bennett
Stacy Ryan
Bonnie Lane McCarthy
Kristie LePatourel
Donna Stone

Staff: Geoff Peters, General Counsel
John Hutchings, VP of Administration and Finance
Edith Hunt, Executive Assistant

Action Items

Item#	Action	Responsible	Due Date
BM 04-14-05 Chairs' Report	Additional documentations will be forwarded by email.	Board Chair	undetermined
BM 04-14-11 And BM 04-14-12 Annual Board Scheduling/ Planning Next Meeting	The Board will discuss a meeting schedule to determine an appropriate annual meeting schedule at a date to be determined.	Board Chair	undetermined

Resolutions

BM 04-14-02 Review of Agenda	Motion put forth and seconded that the agenda be accepted as presented.	Carried
BM 04-14-03 Review Of Minutes	Motion put forth and seconded that the June 25, 2014 minutes be accepted as distributed.	Carried
BM 04-14-07 Committee Reports Audit Committee	Motion put forth and seconded that the August 12, 2014 Audit Committee minutes be accepted as distributed.	Carried
BM 04-14-07 Committee Reports Executive	<p><i>Motion put forth and seconded that the August 28, 2014 Executive minutes be accepted as distributed.</i></p> <p><i>Motion put forth and seconded that the recommendation being to appoint as signing officers under Section 23 of the College Act, 1996 the following:</i></p> <ul style="list-style-type: none"> <i>Board Chair, Cheryl Stagg</i> <i>Vice-President, Finance & Administration, John Hutchings</i> <i>President, Ann Marie Vaughan</i> <i>Director of Finance, Annette Morey</i> <i>Executive Director of Human Resources, Mary Tait</i> <p><i>Two signatures will be required: one of John Hutchings or Cheryl Stagg and one of Ann Marie Vaughan, Annette Morey or Mary Tait.</i></p> <p><i>Recommendations put forth by the Audit Committee were taken under consideration:</i></p> <p><i>Motion put forth and seconded that</i></p> <ul style="list-style-type: none"> <i>Fees for distributed learning will be the same for all international students attending on campus or on line courses.</i> <i>Establish a weekly international tuition fee of \$ 220 (\$3,300/15 weeks)</i> <i>Establish a weekly international equipment and material fee based on the semester rate for the program area divided by 15 weeks.</i> <p><i>Motion put forth and seconded that the revised 2014-2015 budget be approved as presented.</i></p> <p><i>Motion put forth and seconded that the following potential contracts be accepted as recorded.</i></p> <ul style="list-style-type: none"> <i>Heavy equipment program in Bonavista leased site and equipment total of \$</i> 	Carried

	<p><i>1.3M \$900,000 first offering and the second is \$ 400,000.</i></p> <ul style="list-style-type: none">• <i>Branding of the College – Request for proposal will be issued to market the branding of the College, approximately \$ 600,000 over the next two years.</i>• <i>Knightsbridge Robertson Surette recruiting leadership candidates for CNA and CNAQ, estimated cost over the next two years \$ 700,000.</i>	
BM 04-14-08 Consent Agenda	Motion made and seconded the consent agenda be approved and documents accepted. i) President's Report ii) Enrollment Report	Carried
BM 04-14-13 Adjourn	Motion put forth the meeting adjourned at noon	Carried

Minutes

Call to Order BM 04-14-01	<p>The Board Chair called the meeting to order at 9:05 a.m.</p> <p>The Board Chair welcomed Richard Dillon and Robert Gardiner who were recently appointed to the Board.</p> <p>The Board Chair asked if there were any conflict of interest to be declared and noted that the declaration of Conflict of Interest will be sought at each meeting.</p>	
BM 04-14-02 Review of Agenda	<p>Board Chair noted that agenda item ten will be addressed in the Chair's report.</p> <p>Motion put forth and seconded that the agenda be accepted as presented. Carried</p>	
BM 04-14-03 Review Of Minutes	<p>Motion put forth and seconded that the June 25, 2014 minutes be accepted as distributed. Carried</p>	
BM 04-14-04 Business Arising	Business arising topic is included within the meeting agenda.	
BM 04-14-05 Chairs' Report	<p>The Board Chair reminded the Board of the Governor General's Academic Medal presentation to our students taking place in the afternoon.</p> <p>The Board Chair distributed documents to be reviewed and will be discussed at a Board meeting specifically to address these and other topics:</p> <ul style="list-style-type: none"> • Governance training • Identify potential areas of risk • Duties /responsibilities of the Board • Self-evaluation • Board evaluation • Agenda Planning <p>Additional documentations will be forwarded by email.</p>	Action
BM 04-14-06 In-camera	<p>The meeting was declared "Closed" at 10:20 a.m.</p> <p>The meeting was declared "Open" at 10:55 a.m.</p>	
BM 04-14-07 Committee Reports Audit Committee	The Audit Committee Chair advised the Board the August 12, 2014 minutes had been distributed with the meeting materials. The three recommended motions coming forthwith from the meeting were forwarded to the Executive Committee for action and discussion.	

	<p>Motion put forth and seconded that the August 12, 2014 Audit Committee minutes be accepted as distributed.</p> <p style="text-align: center;">Carried</p>	
BM 04-14-07 Committee Reports Executive	<p><i>Motion put forth and seconded that the August 28, 2014 Executive minutes be accepted as distributed.</i></p> <p><i>Recommendations put forth and carried at the Executive meeting:</i></p> <p><i>Motion</i> put forth and seconded that the recommendation being to appoint as signing officers under Section 23 of the College Act, 1996 the following:</p> <ul style="list-style-type: none"> • Board Chair, Cheryl Stagg • Vice-President, Finance & Administration, John Hutchings • President, Ann Marie Vaughan • Director of Finance, Annette Morey • Executive Director of Human Resources, Mary Tait <p><i>Two signatures will be required: one of John Hutchings or Cheryl Stagg and one of Ann Marie Vaughan, Annette Morey or Mary Tait.</i></p> <p style="text-align: right;"><i>Carried</i></p> <p><i>Recommendations put forth by the Audit Committee were taken under consideration:</i></p> <p><i>Motion</i> put forth and seconded that</p> <ul style="list-style-type: none"> • Fees for distributed learning will be the same for all international students attending on campus or on line courses. • Establish a weekly international tuition fee of \$ 220 (\$3,300/15 weeks) • Establish a weekly international equipment and material fee based on the semester rate for the program area divided by 15 weeks. <p><i>Motion</i> put forth and seconded that the revised 2014-2015 budget be approved as presented.</p> <p><i>Motion</i> put forth and seconded that the following potential contracts be accepted as recorded.</p> <ul style="list-style-type: none"> • Heavy equipment program in Bonavista leased site and equipment total of \$ 1.3M \$900,000 first offering and the second is \$ 400,000. • Branding of the College – Request for proposal will be issued to market the branding of the College, approximately \$ 600,000 over the next two years. 	

	<ul style="list-style-type: none"> <i>Knightsbridge Robertson Surette recruiting leadership candidates for CNA and CNAQ, estimated cost over the next two years \$ 700,000.</i> 	
BM 04-14-08 Consent Agenda	<p>Motion made and seconded the consent agenda be approved and documents accepted.</p> <p>i) President's Report ii) Enrollment Report</p> <p style="text-align: right;"><i>Carried</i></p>	
BM 04-14-09 International Presentation	<p>The Board Chair welcomed, Brent Howell, Dean of Engineering Technology and Natural Resources and Chris Patey, Campus Administrator, Seal Cove. The international presentation was divided into three areas, Vietman, Guyana and China which was presented by President Vaughan in the absence of Dr. Daniel Wong.</p> <p>The presentation highlighted CNA partnering with other international post-secondary institutions and Canadian Federal Agencies to develop curriculum that will be delivered in foreign countries. These projects provide management and technical expertise to developing and transitional country partners on projects that promote sustainable growth and meaningful opportunities for people to improve their lives. The quality of the programs developed for such projects are ensured by in-country on-site visits.</p>	
BM 04-14-10 Board Responsibility	<p>Although the Board Responsibility topic was discussed during the Chair's report. The Board Chair did note that this review and discussion will take place at a meeting when all Board members are present.</p>	
BM 04-14-11 And BM 04-14-12 Annual Board Scheduling/ Planning Next Meeting	<p>The Board will discuss a meeting schedule to determine an appropriate annual meeting schedule at a date to be determined.</p> <p>The next meeting will take place towards the later part of October or early November.</p>	Action
BM 04-14-13 Adjourn	<p>Motion put forth the meeting adjourned at noon.</p>	