



Board of Governors Meeting; BM-02-22

Holiday Inn, St. John's

June 16, 2022

Board Members in Attendance:

Alastair O’Rielly	Donna Rideout	Dorothy Pye-Johnson	Ken Martin
Charles Randell	Chris Newhook	Sam Synard	Peter Adams
Elizabeth Kidd			

Regrets:

Kevin Kelly	Mark Bradbury
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Staff in Attendance:

Geoff Peters	Annette Morey	Jason Rolls	Heidi Staeben-Simmons
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Guests: KPMG External Auditors, Jennifer Clemens & Will Penney

Recorder: Giselle Borden

**RESOLUTIONS**

BM 02-22-7	A motion was put forth and seconded to approve the Audited Financial Statements for year ending March 31, 2022.	Motion carried
BM 02-22-8	A motion was put forth and seconded to approve the Consent Agenda, as presented, containing the following documents: 1) February 24, 2022 Board Minutes 2) CNA Annual Report 2021-22 3) Registrar Office Transformation Project 4) Bay St. George Washroom Renovation	Motion carried
BM 02-22-10	A motion was put forth and seconded to acknowledge the contributions of former Board members, John Gibbons, Brenda Kelleher-Flight and Debbie Brake-Patten to the CNA Board of Governors.	Motion carried
BM 02-22-6	A motion was put forth and seconded to move to an in camera session with the external auditors at 9:35am.	Motion carried
BM 02-22-6	A motion was put forth and seconded to resume the Board meeting at 10:05am.	Motion carried
BM 02-22-17	A motion was put forth and seconded to excuse all staff from the room and to move to an in camera session, beginning at 2:07.	Motion carried
BM 02-22-18	It was moved and seconded that the meeting be adjourned at 3:05pm.	Motion carried



## MINUTES

### 1. Call to Order

The Board Chair called the meeting to order at 9:01am.

The Board Chair welcomed everyone to the meeting, including one Board member who joined virtually.

The President then recited the Indigenous Blessing of the Land.

### 2. Review of Agenda

It was agreed by consensus that the agenda be approved as presented.

### 3. Declaration of Conflict of Interest

There were no conflict of interest declarations.

### 4. External Auditor's Report

KPMG External Auditors, Jennifer Clemens and Will Penney, joined the meeting and provided the audit report for the year ending March 31, 2022.

There were still some substantive areas underway at the time of this meeting, but they will be concluded over the next few days.

The auditors indicated there were no significant risks to report to the Board and that this was another clean, successful audit.

### 5. Audited Financial Statements for the Year Ending March 31, 2022

The audited financial statements for the year ending March 31, 2022 were presented by the VP, Finance and Administration.

### 6. In Camera Session with the External Auditors

A motion was put forth and seconded to move to an in camera session with the external auditors at 9:35am. Motion carried

A motion was put forth and seconded to resume the Board meeting at 10:05am. Motion carried

### 7. Finance Committee Report

The Chair of the Finance Committee provided her report. She noted that the College had achieved Charitable Status and that work will begin this Fall on creating a Foundation for the College.



The cultural assessment audit for the College, requested by the Finance Committee, has been successfully completed and action plans implemented.

The VP, Finance and Administration and her team were thanked for the successful year end and audit report.

A motion was put forth and seconded to approve the audited Financial statements for the year ending March 31, 2022. Motion carried

#### **8. Consent Agenda**

A motion was put forth and seconded to approve the Consent Agenda, as presented, containing the following documents:

- 1) February 24, 2022 Board Minutes
- 2) CNA Annual Report 2021-22
- 3) Registrar Office Transformation Project
- 4) Bay St. George Washroom Renovation

Motion carried.

#### **9. Review of Action Items**

There was no business arising from the last Board meeting.

#### **10. Chair's Report**

The Board Chair and a couple of other Board members attended the graduation ceremonies in St. John's. All were pleased to see the return to in person ceremonies.

As of the end of August 2022, there will be seven vacancies on the Board. The Board Chair continues to lobby for replacements.

A motion was put forth and seconded to acknowledge the contributions of former Board members, John Gibbons, Brenda Kelleher-Flight, and Debbie Brake-Patten to the CNA Board of Governors.

Motion carried

#### **11. President's Report**

The President's report was presented to the Board, providing an update on College activities since the previous Board meeting in February.

The President acknowledged the return to in person graduations this year noting that all to date had gone well. An Executive representative was present at each of the ceremonies.



**12. Quality Committee Report**

As part of the Quality Committee report to the Board, a presentation on academic quality assurance was provided by the VP, Academic.

Board members were pleased with the direction taken by the College on academic quality and thanked the VP Academic for his presentation.

**13. Executive Committee Report**

The Executive Committee is suggesting that, on a go forward basis, Committee reports to the Board be moved to the Consent Agenda.

The Executive Committee would like to reduce the number of Board and Committee meetings each year from five to four.

**14. Governance Committee Report**

The annual Board survey will be issued soon with the results to be presented at the October Board meeting.

The Committee has undertaken its review of the governance policies. It is hoped that those with changes requiring Board approval will be ready to present to the Board this Fall.

The Committee is looking at providing three professional development opportunities for the Board over the upcoming Fall/Winter.

**15. Update on Strategic Plan**

Work will begin this Fall on the new 2023-26 Strategic Plan for the College. Timelines for submission have not yet been received from the Government.

The College will be hiring an external consultant to assist with the strategic planning process

**16. Next Meeting**

The next Board of Governors meeting will take place in person on October 3, 2022 in Stephenville.

**17. In Camera Session**

A motion was put forth and seconded to excuse all staff from the room and to move to an in camera session, beginning at 2:07. Motion carried

**18. Adjournment**

It was moved and seconded that the meeting be adjourned at 3:05pm. Motion carried.