



Board of Governors Meeting

Gander Campus

June 12, 2019

In Attendance:

Alastair O’Rielly
Mark Bradbury
Charles Penwell
Bruce Hollett, President & CEO
Kevin Kelly
Sam Synard – departed at 3:11 pm
Chris Newhook
Debbie Brake-Patten
Wade Pinhorn
Whitney Roberts
Bonnie Lane-McCarthy – departed at 3:11 pm
Peter Adams
John Gibbons
Candice Ennis-Williams
Ian Gordon

Regrets:

Beverly Scott
Dominic Lundrigan
Donna Rideout
Brenda Kelleher-Flight

Staff:

Geoff Peters, General Counsel and Corporate Secretary
Heidi Staeben-Simmons, Director of Public Affairs
Brian Tobin, Vice-President of Academic Programs and Delivery
Elizabeth Kidd, Chief Operating Officer
Trudy Barnes, VP Partnerships, Innovation and Entrepreneurship

Recorder:

Edith Alexander, Executive Assistant

Resolutions

BM 02-19-03 Review of Agenda	<p>Motion put forth and seconded that the agenda be accepted as distributed.</p>	Motion Carried
BM 02-19-05 Review of Board Minutes	<p>Motion put forth and seconded that the February 22, 2019 minutes be approved.</p>	Motion Carried
BM 02-19-09 Academic Plan	<p>Motion put forth and seconded that the Program Offerings for the 2019-2020 Academic year be approved as presented and that the Academic Action Plan - Projected Program Offerings 2020-2021 be approved.</p> <p><i>It is noted in the Plans that these plans are subject to adjustment based on budget availability and/or other operational variables deemed by the President and Vice President of Academic Programs and Delivery as sufficient to make such program planning adjustments.</i></p>	Motion Carried
BM 02-19-12 Audited Financial Statements	<p>Motion was put forth and seconded that there being no issues the External auditors (KPMG) audit report be accepted including the audited financial statements for the year ended March 31, 2019.</p>	Motion Carried
BM 02-19-14 Capital Allocations	<p>Motion put forth and seconded that the request for RFP's for the items as described in the briefing note below for the Centre of Excellence for Motive Power be released and expenditures approved.</p> <p>The Board was presented a briefing summary of capital allocations in excess of \$ 500,000 in regard to outfitting of the Centre of Excellence for Motive Power building.</p> <p>A tender package developed by an engineering consultant that includes primarily items that were removed from the initial building contract package as a cost saving measure. These items include: security chain link fencing and gates, student lockers, window blinds, whiteboards, instructor modular desk furniture, cafeteria seating and tables, lounge seating and tables, directional signage, room signage and as well corridor benching/seating. This package is estimated to cost approximately \$800,000.</p> <p>The second major component includes Information Technology requirements needed to accommodate the new facility and other</p>	Motion Carried



	<p>program delivery components. This will take the college to the level of technology required for the new and improved teaching model this modern facility has to offer. Included in this component is the following:</p> <ul style="list-style-type: none">• Smartboards for all classroom and lab instructional areas,• Improved computer systems replacing dated, end of life systems with the new systems being specified to offer mobile teaching solutions and technology,• Fit gap benching and instructional furniture• A heavy-duty equipment lift required for program delivery. <p>This component is estimated to cost approximately \$700,000.</p> <p>It was noted that there is no one individual item with a value in excess of \$500,000.</p>	
BM 02-19-15 Annual Report 2018- 2019	Motion put forth and seconded that the 2018-2019 annual report be accepted and that the audited financial statements for the year ended March 31, 2019 be included in the report prior to submission to Government.	Motion Carried



Actions

<p>BM 02-19-10 Audit Committee</p>	<p>Review of the amended Policy GP-BO-205; to be reviewed by the Governance Committee prior to the Board’s review and acceptance.</p> <p>The Board Chair advised that since the discussion was surrounding some of the priority issues that will be addressed leading up to the October Board meeting and inclusion in that agenda. Action items will be:</p> <ol style="list-style-type: none"> 1. Evaluation of all Board Committees, their mandates and membership. 2. To determine if additional Committees are required in the light that the Committees do perform the necessary recommendation reviews prior to the full Board’s input. 	<p>Alastair O’Rielly</p>
<p>BM 02-19-13 Budget 2019-2020</p>	<p>The Board will be updated at each Board meeting on the status of the Budget.</p>	<p>Elizabeth Kidd</p>
<p>BM 02-19-16 Strategic Plan</p>	<p>In moving forward, the Board Chair has suggested that:</p> <ol style="list-style-type: none"> 1. Discussions to be held by the Board on the Draft Strategic Plan 2019-2024 at the October Board meeting. 2. Document to be revised if required. 3. Revised document to be approved by the Board 4. Engage Government. 	<p>Alastair O’Rielly Bruce Hollett Heidi Staeben-Simmons</p>
<p>BM 02-19-17 Post- Secondary Review</p>	<p>Landscape document will be shared with the Board when completed</p>	<p>Bruce Hollett</p>

Minutes

BM 02-19-01 Call to Order	Alastair O’Rielly, Board Chair called the meeting to order at 8:42 a.m.	
BM 02-19-02 Presentation Gander Campus	<p>The Board Chair welcomed Campus Directors, Robert Dwyer and Fergus O’Brien. The Board was presented an overview of the Gander Campus that included:</p> <ul style="list-style-type: none"> • Designated as The Center of Excellence for Aviation Maintenance Training. • Employees 22 Faculty and 8 Support Staff. • Student enrollment: because of the specialty programs there are a large contingent of students from across the province, nationally and international. • Some of the Unique Program Features include, Aircraft Maintenance Engineering Technician (the only one in Canada) and the only College in Canada that is an approved European Aviation Safety Agency preparing students to complete the EASA certification exams. Marine Cook, students receive certificate from CNA as well as a Ship’s cook certificate through Transport Canada. • The Campus is well connected within the Community with both Directors participating in many of the organizations and networks with the local elementary, junior, and high schools. 	
BM 02-19-03 Review of Agenda	<p>Motion put forth and seconded that the agenda be accepted as distributed.</p> <p style="text-align: center;">Motion Carried</p>	
BM 02-19-04 Conflict of Interest	There were no Conflict of Interest declarations that would impede the meeting agenda.	
BM 02-19-05 Review of Board Minutes	<p>Motion put forth and seconded that the February 22, 2019 minutes be approved.</p> <p style="text-align: center;">Motion Carried</p>	
BM 02-19-06 Review of Action Items	Action items are deferred as the item will be discussed further into the meeting agenda	
BM 02-19-07 Chair’s Report	The Board Chair expanded verbally on his report that is included within the meeting materials.	

	<p>The Board Chair encouraged Board members to consider attending the next CIGAN conference when the next call of interest is made in February, 2020. The next conference will be held in Montreal, 2020. The conference has considerable value and gives the opportunity to network with other Colleges who all share similar challenges and what their perceptions and solutions may be. The conference included a focus on mental health for both employees and students.</p> <p>Priority Issues noted in the report will be discussed throughout the meeting agenda.</p>	
<p>BM 02-19-08 President's Report</p>	<p>President Hollett expended on his report that is included in the meeting materials.</p> <ul style="list-style-type: none"> • New Initiatives were successful in being funded and will begin in September. • Academics has been refocused and teams have been established from identifying the skills that are within the College to assist in this area. • Distance Learning has been changed to Connected Learning. • CNA is looking at how we can support our instructors in the classroom. • New CNA website launched. The design of the new website was completed with in-house expertise with emphasis on student usage. We are being more customer service oriented. • Sector teams have been brought together for better communications. • ACOA \$ 5.5M over five years for the Hyperspectral Imaging project. 	
<p>BM 02-19-09 Academic Plan</p>	<p>Vice-President Academic Programs and Delivery, Brian Tobin presented the Academic Plan for the 2019-2020 and the Academic Action Plan for 2019-2024.</p> <p>The Academic Action Plan is planning for today and the future.</p> <ul style="list-style-type: none"> • Embrace and support multi-year academic planning • Infuse quality assurance and control • Adopt provincial accreditation oversight • Strengthen pathways and partnerships • Undertake long-term academic capital planning • Enhance shop/lab safety and oversight standards • Develop Connected Learning Network • Implement results-based academic methodologies • Focus on Teaching/Learning Excellence • Be planful. Be Innovative. Be the best. 	

	<p>These were some of the topics discussed during the presentation of the Academic Action Plan and the Academic Program for the upcoming academic year and subsequent years.</p> <p>Motion put forth and seconded that the Program Offerings for the 2019-2020 Academic year be approved as presented and that the Academic Action Plan - Projected Program Offerings 2020-2021 be approved.</p> <p><i>It is noted in the Plans that these plans are subject to adjustment based on budget availability and/or other operational variables deemed by the President and Vice President of Academic Programs and Delivery as sufficient to make such program planning adjustments.</i></p> <p style="text-align: center;">Motion Carried</p>	
<p>BM 02-19-10 Audit Committee</p>	<p>Committee Chair, Mark Bradbury gave an overview of the Audit Committee meeting held on the 11th of June. It was noted that all Committee documents were available to the Board members for review prior to the meetings.</p> <p>The March 31, 2019 year ended Audit report and Financial Statements was reviewed and discussed to the College’s External Auditors and Senior Management. The Committee recommended that the audited financial statements be forwarded to the Board for their review and acceptance.</p> <p>The Committee Chair noted that in terms of Quality Assurance and Risk, the Administration of the College has begun to realign internal operations with this methodology.</p> <p>The terms of reference that had been submitted for this Committee in February’s Board meeting has been withdrawn. The Governance Policy GP-BO-205 Committees of The Board has been revised and is now resubmitted for the Board’s review.</p> <p>Discussion followed the Committee’s report regarding the</p> <ul style="list-style-type: none"> • Review of the amended Policy GP-BO-205; to be reviewed by the Governance Committee prior to the Board’s review and acceptance. • The question put forth if there should be two Committees coming forth – one for Quality and the other Risk? <p>The Board Chair advised that since the discussion was surrounding some of the priority issues that will be addressed leading up to the October Board meeting and inclusion in that agenda. Actions items will be:</p>	<p style="text-align: center;">ACTION</p>

	<ol style="list-style-type: none"> 1. Evaluation of all Board Committees, their mandates and membership. 2. To determine if additional Committees are required in the light that the Committees do perform the necessary recommendation reviews prior to the full Board's input. 	ACTION
BM 02-19-11 External Auditors- Audit Report	External Auditors KPMG presented their audit findings report for the year ended March 31, 2019. In the auditors' opinion the March 31, 2019 financial statements present fairly, in all material respects, the financial position of the College and its results of operations and its cash flows for the year then ended in accordance with Canadian Public Sector Accounting Standards.	
BM 02-19-12 Audited Financial Statements	<p>Chief Operating Officer, Elizabeth Kidd presented the audited financial statements for March 31, 2019.</p> <p>Motion was put forth and seconded that there being no issues the External auditors (KPMG) audit report be accepted including the audited financial statements for the year ended March 31, 2019.</p> <p style="text-align: center;">Motion Carried</p>	
BM 02-19-13 Budget 2019-2020	<p>The Board was advised that due to an infusion of capital funding from LMDA; and considerably lower liability for compensated absences and the continual tightening of expense spending; the budget is no longer showing a deficit but a surplus of \$ 6.1 M for the 2019-2020 year.</p> <p>The surplus will be used for capital expenditures that are needed within our programs.</p> <p>The Board will be updated at each Board meeting on the status of the Budget.</p>	ACTION
BM 02-19-14 Capital Allocations	<p>The Board was presented a briefing summary of capital allocations in excess of \$ 500,000 regarding outfitting of the Centre of Excellence for Motive Power building.</p> <p>Motion put forth and seconded that the request for RFP's for the items as described in the briefing note below for the Centre of Excellence for Motive Power be released and expenditures approved.</p> <p>A tender package developed by an engineering consultant that includes primarily items that were removed from the initial building contract package as a cost saving measure. These items include: security chain link fencing and gates, student lockers, window blinds, whiteboards, instructor modular desk furniture, cafeteria seating and tables, lounge seating and tables, directional signage, room signage and as well</p>	

	<p>corridor benching/seating. This package is estimated to cost approximately \$800,000.</p> <p>The second major component includes Information Technology requirements needed to accommodate the new facility and other program delivery components. This will take the college to the level of technology required for the new and improved teaching model this modern facility has to offer. Included in this component is the following:</p> <ul style="list-style-type: none"> • Smartboards for all classroom and lab instructional areas, • Improved computer systems replacing dated, end of life systems with the new systems being specified to offer mobile teaching solutions and technology, • Fit gap benching and instructional furniture • A heavy-duty equipment lift required for program delivery. This component is estimated to cost approximately \$700,000. It was noted that there is no one individual item with a value in excess of \$500,000. <p style="text-align: right;">Motion Carried</p>	
<p>BM 02-19-15 Annual Report 2018-2019</p>	<p>A draft copy of the 2018-2019 Annual Report had been included in the meeting materials for review. The annual report has been prepared using the prescribed government template. The annual report submission to government is the 30th of June, 2019.</p> <p>Motion put forth and seconded that the 2018-2019 annual report be accepted and that the audited financial statements for the year ended March 31, 2019 be included in the report prior to the submission to Government.</p> <p style="text-align: right;">Motion Carried</p>	
<p>BM 02-19-16 Strategic Plan</p>	<p>The Board Chair gave the Board an overview of the process that the College had undergone to assist in the development of a draft Strategic Plan 2019-2024.</p> <p>In moving forward, the Board Chair has suggested that:</p> <ol style="list-style-type: none"> 1. Discussions to be held by the Board on the Draft Strategic Plan 2019-2024 at the October Board meeting. 2. Document to be revised if required. 3. Revised document to be approved by the Board 4. Engage Government. 	<p>ACTION</p>

<p>BM 02-19-17 Post-Secondary Review</p>	<p>President Bruce Hollett provided an overview of the current status of the Post-Secondary Review. Mr. Hollett reviewed with the Board the steps that have been taken by CNA from the formations of a PSE Review Response Team and a Working Group. Engagement of all college employees and external stakeholders via email seeking feedback on the draft Terms of Reference. Submission to AESL in November 2018. Development of a landscape document for Committee of Experts.</p> <p>Once of the next steps for the Committee of Experts – how best to engage with the Board of Governors. This will be approached at a meeting that the Board Chair and the President will be attending with the Review Committee this month.</p> <p>CNA’s next steps will be to:</p> <ul style="list-style-type: none"> - Finalize and submit landscape document to Committee of Experts. - Respond to requests from the Committee - Senior Team meet with the Committee - Develop and submit an Issues and Opportunities document - Active engagement in the review process. <p>Landscape document will be shared with the Board when completed.</p>	<p>ACTION</p>
<p>BM 02-19-18 In-camera</p>	<p>The Board Chair declared the meeting “Closed” at 3:00pm. All staff were excused from the meeting. The meeting as “Re-opened” with staff rejoining the meeting at 3:15 pm.</p>	
<p>BM 02-19-19 Next meeting</p>	<p>The next Board meeting will be held at the Bonavista Campus on Tuesday, the 8th of October 2019.</p>	
<p>BM 02-19-20 Adjournment</p>	<p>Board Chair, Alastair O’Rielly noting that all agenda items had been addressed, declared the meeting adjourned. (3:20 pm)</p>	