



Board of Governors  
Holiday Inn, St. John's, NL  
November 30, 2022

**Attending:** Alastair O’Rielly, Mark Bradbury, Chris Newhook, Donna Rideout, Dorothy Pye-Johnson, Ken Martin, Kevin Kelly, Charles Randell, Peter Adams, Elizabeth Kidd

**Guest online:** Kevin Bond

**Guest Presenter:** Barb Elliott

**Regrets:** Sam Synard and Jill Quilty

**Staff Attending:** Jason Rolls, Deidre Dunne, Shirley Woodward, Fergus O’Brien, Geoff Peters, Elizabeth Vincent, Wanda Hynes, Annette Morey, and **staff member on-line** Heidi Staeben-Simmons

**Recorder:** Edith Alexander

**Action Items**


**Resolutions**

BM-04-22-03	A motion was put forth and seconded that the agenda be approved as presented.	Motion Carried
BM 04-22-05	A motion was put forth and seconded that the October 18, 2022, Board Minutes be approved as distributed.	Motion Carried
BM-04-22-10	A motion was put forth and seconded that the following increases be approved effective September 1, 2023: <ol style="list-style-type: none"> <li>1. An increase to tuition for both domestic and international students by 5%.</li> <li>2. An increase to equipment/material fees for all students by 5%.</li> <li>3. An increase in first aid, mask fit test, and resource camp fees by 5%.</li> </ol>	Motion Carried
BM-04-22-21	A motion was put forth and seconded to excuse all staff and guests from the room and to move to an in-camera session, beginning at 3:35 p.m.	Motion Carried
BM-04-22-22	It was moved and seconded that the meeting be adjourned at 4:00 PM.	Motion Carried

**MINUTES**

1.	<p><b>Call to Order</b></p> <p>The Board Chair, Alastair O’Rielly, called the meeting to order at 8:32 am. The Board Chair advised that the Minister of Education, Dr. John Haggie will be joining the meeting at 3 pm. Barb Elliott, Dean of Health Sciences was welcomed, and Board members introduced themselves.</p>
2.	<p><b>Land Acknowledgement</b></p> <p>Elizabeth Kidd, President, and CEO recited the indigenous land acknowledgement.</p>
3.	<p><b>Review of Agenda</b></p> <p>A motion was put forth and seconded that the agenda be approved as presented.</p> <p style="text-align: right;"><b>Motion Carried</b></p>
4.	<p><b>Declaration of Conflict of Interest</b></p> <p>There were no conflict-of-interest declarations.</p>
5.	<p><b>Consent Agenda</b></p> <p>A motion was put forth and seconded that the October 18, 2022, Board Minutes be approved as distributed.</p> <p style="text-align: right;"><b>Motion Carried</b></p>
6.	<p><b>Chair’s Report</b></p> <ul style="list-style-type: none"> <li>- The Chair advised that missing from his report was the notation that he met with the Qatar delegation on the 24<sup>th</sup> of October 2022. The meeting went very well, and Vice Chair, Mark Bradbury, represented the Board at the dinner held for the Qatar delegation.</li> <li>- The Chair continues to press the Independent Appointments Committee for recommendations to the Minister to fill the vacant Board positions.</li> <li>- Correspondence has been forward to the Minister seeking the appointment of two students who have been nominated by the Student Counsel to the Board of Governors.</li> <li>- The Chair attended all Board Committee meetings including the Lunch and Learn. The Chair thanked all Committee Chairs for their work and the College Executive for their support and assistance to the Committees.</li> </ul>
7.	<p><b>President’s Report</b></p> <p>Elizabeth Kidd, President and CEO, presented her report to the Board, providing an update on college activities since the October 18 Board meeting. The report contained an overview of meetings attended, a successful CNA open house, strategic goals accomplishments, student participation in special lectures and training. A public pantry campaign is planned to keep CNA’s student food pantries stocked. It was noted that there will be a Memorial Donor Event – donors invited to a recognition and appreciation event with the President on December 15, 2022, in St. John’s.</p>

<p>8.</p>	<p><b>School of Health Sciences</b></p> <p>Barb Elliott, Dean of Health Sciences gave a brief background of her career history and presented an overview of the School of Health Sciences. The presentation contained:</p> <ul style="list-style-type: none"> <li>• School overview – a summary of the Health Sciences programming offered across campuses, the School’s Achievements, and Strategic Direction.</li> <li>• Learner Opportunities – details on the programs offered and methodology used.</li> <li>• Academic Effectiveness – collaboration with Student Services to reach students early; Continued use of online system to support student learning. Extra 92 seats added to Practical Nursing. Credentialling Exam pass rates exceeding national average.</li> <li>• Partnerships – participation in provincial organizations and initiatives. Membership with national organizations.</li> </ul> <p>Ms. Elliott was thanked for her most informative presentation. Ms. Elliott left the meeting.</p>
<p>9.</p>	<p><b>Review of Quarterly Financial Statement</b></p> <p>The Board was presented with the September 30, 2022, Quarterly Financial Statement. The Board was advised that a balanced budget is being projected, although there is a concern with the LMDA funding that is provided by the Federal Government and administered by the Provincial Government.</p> <p>The inflation increases of 6 to 8% is reflected in the cost of servicing vehicles, electricity invoices, and diesel for our Heavy Equipment Programs. At this point in time, CNA is maintaining a cash positive account.</p>
<p>10.</p>	<p><b>Tuition Fees increase</b></p> <p>The Board reviewed the Tuition and Equipment/Materials Fees briefing note distributed with the meeting materials. An in-depth discussion was held on the effects of inflation and comparatives with other institutions.</p> <p>A motion was put forth and seconded that the following increases be approved effective September 1, 2023:</p> <ol style="list-style-type: none"> <li>1. An increase to tuition for both domestic and international students by 5%.</li> <li>2. An increase to equipment/material fees for all students by 5%.</li> <li>3. An increase in first aid, mask fit test, and resource camp fees by 5%.</li> </ol> <p style="text-align: right;"><b>Motion Carried</b></p>
<p>11.</p>	<p><b>Key Performance Indicators</b></p> <p>The Board was advised that the College Executive is very pleased with the CNA Balanced score card for 2021-2022. There is still a variance due to the COVID impact and retention rates are unavailable. The performance indicators covered four quadrants: Learner Opportunities, Academic Effectiveness, Organizational Efficiency and Partnerships. It was noted that CNA has an overall satisfaction rate of 89%. The college participates in the common Atlantic Canada Colleges survey. There was discussion on the benefits of standardized methodology vs random</p>

	<p>selection. The Board Chair thanked one and all for the discussion and was pleased with the overall performance indicators.</p>
12.	<p><b>International Projects</b></p> <p>The Board was presented with an overview of the International Division, outlining some of the funded projects and the services provided within these projects. The College partners with other colleges and universities, government ministries, non-government organizations, and private sector entities to provide training in many international locations. CNA has worked with clients in South America, Asia, Middle East, Africa and the Caribbean. One of the longest curriculum-brokering relationships is with China, where we have partnered for the past twenty-five years with four institutions. The Student Outbound Mobility Program will provide local college students from within Newfoundland and Labrador the opportunity to study or work overseas. The program will support and focus on mitigating barriers faced by underrepresented groups including indigenous, persons with disabilities, and students of low income. The program will be offered until December 2024.</p>
13.	<p><b>Strategic Planning Update</b></p> <p>The strategic planning sessions are about thirty percent complete and are continuing with staff and students until the 13<sup>th</sup> of December. Group participation is very good. KPMG will lead a larger focus group comprised of Senior leadership on December 1, in St. John's. A draft strategic plan will be prepared for viewing late January. The submission to government is due March 31, 2023. The document will be distributed to the Board in advance of the February Board meeting.</p>
14.	<p><b>Executive Committee Report</b></p> <p>The Board Chair advised that the Committee met to review the October Board meeting and discussed and refined the correspondence to Minister Haggie. The correspondence since has been shared with the Board, edited and has been forwarded to the Minister. The Board will have to determine our next steps and how to advance our correspondence with government. The Executive Committee is seeking Board members to form an ad-hoc Committee to establish a performance /evaluation appraisal for the President's position. Any Board member who may have experience or is interested in assisting, please advise the Board Chair.</p> <p>In keeping the Board fully informed, it was noted, that if Committee meeting minutes are not possible, meeting notes from the appropriate Committee Chair will be placed in the meeting materials.</p>
15.	<p><b>Finance Committee Report</b></p> <p>The Committee Chair informed the Board that the Finance Committee met on the 23<sup>rd</sup> of November. The Committee received in-depth reports on several topics that have already been addressed at today's meeting such as the Quarterly Financial Statements and LMDA funding. The LMDA funding and human resources have also been flagged as large risks for the College. The concern with human resources is the inability to compete with comparable salaries in today's employment market.</p>

	<p>David Chow, Director of IT and IM will present a Cyber Security presentation to the Board at the February 23<sup>rd</sup> Board of Governors Meeting. The presentation will provide an update to the security measures that have been implemented and the status of the remaining recommendations from the KPMG audit of the IT Division.</p> <p>The next review for the 2023- 24 year will be of cafeteria services. The RFP has been released and will be awarded in January 2023.</p> <p>The Board’s budget is still on target while absorbing the extra expenditures of returning to face-to-face meetings.</p> <p>There have been no significant changes to the status of legal files since the last Committee meeting.</p> <p>Now that we have received our Charitable status, consideration is being given to the College’s Foundation which will be housed under the Public Affairs and Advancement Division. A proposed structure for the Foundation is under development.</p>
<p>16.</p>	<p><b>Quality Committee Report</b></p> <p>Committee Chair informed the Board that the Committee continues to be encouraged, educated and are very enthusiastic at the work that has been accomplished over the past few years with quality assurance.</p> <p>The Committee were delighted that Kevin Bond was able to join them in their endeavors.</p> <p>The Committee received a very informative presentation from the Centre for Teaching and Learning Innovation, Director Jenn Wicks, “Supporting Teaching Quality.”</p> <p>The Committee did an in-depth look at the Adult Learning, Teaching and Innovation program which is connected to the PSIC – Post-Secondary Instructors Certificate. The new program is going through the final stages of approval and will be offered in the new year.</p> <p>A work plan has been developed to assist us in quarterly meetings and bearing in mind the Committee’s role, responsibilities, and risk management. After the Committee’s initial year, the Committee will align their work plan to take a deeper dive into the various school programming.</p> <p>The Committee Chair advised the Board that an operational policy has been amended in reply to a concern that the Board’s Quality Committee had identified.</p> <p><u>Quoted from the Amended Operational Procedure AC-122-PR For Information Only</u>  <i>A need has been identified to more directly connect the Board’s Quality Committee with the staff and practices of the College’s Academic Quality Assurance (AQA) office. A closer link between the Board of Governor’s Quality Committee and the AQA office will serve to enhance communication in both directions, providing the Quality Committee with direct access to relevant reports and presentations, and giving the QA office unfiltered access to field questions from the board and receive direct feedback. Rather than the Vice President, Academic and</i></p>

	<p><i>Applied Research acting as the de facto conduit for communication between the Quality Committee and the AQA office, a direct communication link as described will improve operational efficiency. The Director, Academic Quality Assurance will submit and present an annual Quality Assurance report to the Board's Quality Committee.</i></p>
17.	<p><b>Governance Committee Report</b></p> <p>The Committee Chair advised the Board that it had been the hope of the Committee to soon be tabling the reviewed and amended polices of the Board. There are approximately three polices and the by-laws remaining to be reviewed which will take place at the Dec. 5, Committee meeting. A discussion did follow on the presentation of the polices to the Board and if a special meeting will be needed for accepting/approval of the policies.</p> <p>Tabling the policies at the February meeting will be dependent upon General Counsel's review that will look at the improved language, no overlapping between policies, and ensure that Board policies are not infringing on operational policies.</p> <p>By consensus, the Board agreed that the five "one-pagers":</p> <ol style="list-style-type: none"> <li>1. Governance In the CNA Context</li> <li>2. Governing Risks versus Managing Risks</li> <li>3. Roberts Rules of Order</li> <li>4. Role of Each Board Committee in Action</li> <li>5. Role of the CNA Board in the Representation of the College</li> </ol> <p>...which were tabled at the October Board meeting, be included in the Orientation materials for new members. It is hoped that sometime in the future a new member can be interviewed to give feedback on how well the Orientation materials assist in the orientation process for Board members.</p> <p>A recommendation for a lunch and learn session is an in-depth look at the mechanics of the finances of the College.</p>
18.	<p><b>Annual General Meeting</b></p> <p>The Board Chair advised that there will be an AGM on the 22<sup>nd</sup> of February 2023 in St. John's at a location to be determined. Invitations will be forwarded to the College's key stakeholders, partners, and industry representatives. The goal is to create a relaxed setting for the College to focus with our stakeholders on what the College is doing and to take the opportunity to shine a light on our accomplishments!</p>
19.	<p><b>Next Meeting</b></p> <p>The next Board meeting will be held on February 23, 2023, in St. John's.</p>
20.	<p><b>Minister Dr. John Haggie</b></p> <p>Regrets were received from Minister Haggie's office. He was unable to attend the Board meeting as scheduled.</p>



21.	<b>In Camera Session</b> A motion was put forth and seconded to excuse all staff and guests from the room and to move to an in-camera session, beginning at 3:35 p.m. <p style="text-align: right;"><b>Motion Carried</b></p>
22.	<b>Adjournment</b> The Board Chair thanked management and staff for all their endeavors for a successful meeting. It was moved and seconded that the meeting be adjourned at 4:00 PM. <p style="text-align: right;"><b>Motion Carried</b></p>