# ST. CLAIR COLLEGE OF APPLIED ARTS AND TECHNOLOGY

## MINUTES

### of the

### FULL BOARD MEETING of the BOARD OF GOVERNORS

**Held April 28, 2015 at 7:05 p.m., in Boardroom 342, South Campus, Windsor, Ontario**

#### PRESENT:

Mr. D. Allen
Ms. L. Kempe
Ms. M. Lucio
Ms. M. Marcotte
Mr. V. Marcotte, **Chair**
Mr. D. Moncur
Ms. P. Papadeas
Ms. M. Rogers
Mr. R. Rusich
Mr. R. Seguin
Dr. J. Strasser, **President**
Mr. C. Topliffe
Mr. D. Wilson, **Chair-Elect**

#### REGRETS:

Mr. T. Berthiaume
Ms. M. Corey
Mr. C. Janisse
Ms. M. Wickham

#### Also Present:

Ms. P. France, Senior Vice President, College Operations and Corporate Secretary

Mr. D. Barsanti, Chief Financial Officer
Mr. E.P. Chant, Editor, SAINT, Student Newspaper
Mr. J. Fairley, Vice President, College and Community Relations
Ms. S. Girard, Secretary, Board of Governors
Ms. M. Renaud, Incoming Board of Governor Student Representative
Ms. S. Ryrie, President, Student Representative Council
Ms. M. Underwood, Incoming President, Student Representative Council

A quorum of the Board of Governors in attendance and the Notice of the Meeting and the Agenda having been duly sent to all Board members, the meeting was declared regularly constituted. A copy of the Notice of Meeting/Agenda is attached as **Appendix 'A'**.

Mr. Marcotte chaired the meeting and Ms. Girard was the Recording Board Secretary.

1.0 **Adoption of the Agenda and Declaration of Conflict of Interest**

Hearing no declarations of conflict of interest and no changes to the agenda, it was,

> **RESOLVED THAT** the Board adopt the April 28, 2015 Full Board Agenda as distributed.

2.0 **Approval of the Full Board Minutes of the February 24, 2015 Meeting Held in Windsor, Ontario**

Hearing no changes, errors or omissions to the Minutes, it was,

> **RESOLVED THAT** the February 24, 2015 Full Board Minutes be approved as distributed.

3.0 **Constituent Reports**

**Student Representative Council**

The Chair introduced Mariah Renaud the incoming Student Representative on the Board.

Sarah Ryrie indicated that this was her last meeting and she thanked everyone very much for the opportunity. She gave the Board an overview of the events that the Student Representative Council had held over the past couple of months and thanked the Board for their support.

The Board Chair thanked Ms. Ryrie for her enthusiasm and positivity over the past year and wished her all the best for the future.

At this time, Ms. Ryrie introduced the incoming SRC President, Miranda Underwood and gave a brief overview on her background.

4.0 **Business Arising**

President's Report

The President had nothing to report at this time.

5.0 **Business Arising**

5.1 Ad-Hoc Committee Reports

The Chair asked for a motion to disband the Presidential Recruitment Committee, it was,

> **RESOLVED THAT** the Board of Governors approve the disbanding of the Presidential Recruitment Committee.

The Chair indicated that Mr. Janisse was unable to make this meeting so he asked Mr. Wilson to speak to this item. Mr. Wilson indicated that the sub-committee reviewed and approved a recommended policy that will be presented to the Board in May 2015 for a 1st reading. Secondly, there was a discussion regarding the scoring tool that had been developed. Another meeting is planned for mid-May and the hope is that this will be finalized to bring to the Board for feedback and input.

5.2 KPI Surveys

The President noted that there was a discussion In-Camera and provided a short summary for this meeting. He noted that this is probably the best year that the College has had against the provincial average in terms of all the numbers.

The only number that has caused some concern is the Graduation Rate and we know that the numbers submitted were not validated through the Registrar's office and are not correct. This is currently being sorted out and will be brought back to the Board.

5.3 Financial Sustainability Metrics and Ministry Changes

At this time, Mr. Barsanti presented a PowerPoint presentation to the Board stating that there was a memo received at the College dated February 13, 2015 and the Ministry has officially adopted the metrics. He noted that attached to the agenda is a detailed explanation of how it is calculated and how they use the College Financial Information (CFIS) Chart of Accounts and benchmarks for each metric. A copy of Mr. Barsanti's presentation is attached as item #5.3.

5.4    2015/16 Budget Presentation

Mr. Barsanti presented a PowerPoint presentation to the Board. Some key points included:

- Tuition this year is based on student enrolment of 8,300.
- The major source of revenue is operating grants and tuition fees.
- Uncertainties:  Revenue include:
    - Enrolment levels
    - Program Mix
    - Growth Grants – unsure how this will be determined next year
    - College funding Formulae Review
    - Apprenticeship:  notional plan, subject to change & New Funding (Ontario Budget)
    - International Student Recovery
- Expenditures:
    - Salaries & Benefits:
        - Contractual Increase
        - Replacement of vacant full-time positions
    - Non-Salary Expenditures:
        - Increase in operating costs
- Uncertainties:  Expenditures include:
    - Part-Time employees unionization
    - Part-Time employees, CAAT Pension Plan Enrolment
    - Unplanned deferred maintenance
- Risks:  Uncertain future
    - Economy (Local/Ontario)
    - Government Deficit:  Post-Secondary funding is being maintained but will there be future cuts?
    - College System Growth
- 2015/16 Financial Plan at March 31, 2016 is providing for:
    - Reserve of $1,000,000
    - Surplus of $576,000
- Mr. Barsanti noted that there was a signed agreement with both Student Councils (SRC & TSI) for the 2015/16 year regarding Tuition & Ancillary Fees.
    - This is attached to the agenda and is written in Draft, any changes have been highlighted.
        - Technology Access Fee increased by $10
        - The biggest increase was the Health Fee, the student health services fee was almost doubling because they wanted to include dental.  This was a request from the students as they currently do not have this coverage.
        - Other than the increases noted the fees stayed approximately the same as last year.

A copy of Mr. Barsanti's PowerPoint presentation is attached to the Minutes as Item 5.4.

Following the discussion, it was,

> **RESOLVED THAT** the Board
> of Governors approve the
> 2015/16 Budget/Financial Plan
> as presented.

> **RESOLVED THAT** the Board
> of Governors approve the
> 2015/16 Student Fee Schedule
> as presented.

5.5     Audit Committee Report

In the absence of the Audit Committee Chair, Mr. Wilson presented the Audit Committee Report indicating that the Audit Committee had met on March 3, 2015.  He noted that the audit plan for 2014-15 is very similar to prior years.  The auditors will be at the college starting April 20, 2015 for three weeks.  Mr. Wilson noted that materiality is at about $2.4 million (increase of about 2% from previous years).

Significant risks identified related to:
- Revenue Recognition
- Material Misstatement due to Management override
- Accounting estimates

These risks are similar to those of prior years.

PriceWaterhouse Coopers went through their fees for the audit which is proposed to be $41,200 plus the fees for ancillary audits (estimated at approximately $56,000).

Following the presentation, it was,

> **RESOLVED THAT** the
> Board of Governors approve
> the Audit Committee Report
> as presented.

5.6     2015 Colleges and Institutes Canada Annual Conference (CICan) formerly ACCC

The Chair updated the Board with the names of the Board members that had expressed interest in participating in this year's CICan (formerly ACCC) conference in Winnipeg, MB and he noted that Ms. Girard was completing the arrangements.

5.7    2015 Convocation Motion to Confer Diplomas, Certificates and Degrees

Ms. France noted that the motion is for both the June and October 2015 sessions.  It was therefore,

> **RESOLVED THAT** the Board
> of Governors approve the conferring
> of Diplomas, Certificates and Degrees
> at the 48th Annual Convocation Ceremonies.

5.8    Board Chair & Chair-Elect Election Results

Mr. Marcotte announced the election results as Mr. Wilson has been elected as Chair and Mr. Allen has been elected as the Chair-Elect.  The Board congratulated Mr. Wilson and Mr. Allen with a round of applause.

> **RESOLVED THAT** the Board
> of Governors approve Mr. Dan Wilson
> as Chair and Mr. Dan Allen as
> Chair-Elect.

5.9    May/June Board meetings

After a brief discussion, it was agreed that it was not necessary to reschedule the May/June Board meetings.

6.0    **Policy/By Law  Review**

6.1    By Law Review

After a brief discussion, the Chair called for a motion to approve and it was carried, therefore, it was,

> **RESOLVED THAT** the Board of
> Governors approve the 2nd
> reading of By-Laws 20 & 21
> as presented.

The question was raised if something happens at an event held at the College. Is the College and the Board protected and if so, to what extent?  Is Legal Representation covered?  Is there additional insurance required?

After some discussion, the Board asked that Administration look into regulatory and civil parameters surrounding event coverage, it was,

> **RESOLVED THAT** Administration look into regulatory and civil parameters surrounding event coverage and bring the information back to the Board.

At this time, Mr. Fairley updated the Board on some of the upcoming events:

- The garden centre is opening on May 1, 2015 and will be open 7 days a week.
- The Fashion Show will be held on May 1, 2015 at the SportsPlex.
- Alumni of Distinction will be held on Friday, May 8, 2015.
- The Foundation Golf Tournament will be held on Monday, June 1, 2015 at Sutton Creek and the proceeds will be going to the Make a Wish Foundation and to St. Clair College.

The Chair presented Mr. Topliffe with a small token of appreciation from the Board and thanked him for his contribution to the Board and wished him all the best in the future.

## 7.0    **Date of the Next Meeting**

The next Full Board meeting will be held on May 26, 2015 in Windsor.