

College of the North Atlantic
Board of Governors
Minutes
DSB Fowlow Building, Stephenville, NL
Executive Boardroom
December 12, 2014

Attendance: Cheryl Stagg, Chair
Roy Hutchings
Troy Mitchell
Gilbert Bennett
Bob Gardiner
Wade Pinhorn
Leona Webb
Ann Marie Vaughan

Via Conference Telephone Charles Penwell
Richard Dillon
Patrick Boland

Regrets Yordest Andrews
Beverly Scott
Donna Stone
Bonnie Lane McCarthy
Katelyn Dianne Carter

Staff: Geoff Peters, General Counsel
John Hutchings, VP Corporate Services
Edith Hunt, Executive Assistant

Action Items

Item#	Action	Responsible	Due Date
BM 05-14-07	The Board Chair informed the Board that a meeting will be held to discuss risk issues and the liability to the College at the end of February.		

Resolutions

BM 05-14-02 Review of Agenda	On motion made and seconded that the agenda be approved as presented.		Carried
BM 05-14-04 Review of Minutes	Motion put forth and seconded that the September 22, 2014 minutes be accepted as distributed.		Carried
BM 05-14-07 Consent Agenda	Motion put forth and seconded that the consent agenda be accepted as distributed.		Carried
BM 05-14-08 Executive Report	Motion put forth and seconded that the November 18, 2014 Executive minutes be accepted as distributed.		Carried
BM 05-14-08 Audit Committee	Motion put forth and seconded that the College's bank will change to the Scotiabank from the Bank of Montreal. The provider for electronic banking services will be Chase Paymentech.		Carried
	On motion put forth and seconded that the 2015-2016 proposed budget be approved for submission to Government.		Carried
	Motion put forth and seconded that the Audit Committee report be accepted.		Carried
BM 05-14-09 Finance 2015-2016	<p>Upon Motion put forth and seconded the new initiatives and capital requests will be placed in the following priorities:</p> <p>New Initiatives –</p> <ol style="list-style-type: none"> 1. Respond to priority Labour Market Demands 2. Emergency Management and Residence Life Safety Coordination 3. Permanent Program Funding Request – Personal care Attendant/home Support Worker. 4. Practical Nursing Program. <p>Capital Priorities- of the Board shall be:</p> <ol style="list-style-type: none"> 1. Renovation of existing CNA Student Residence Facilities and Potential Acquisition of an Additional Residence. 2. Redevelopment of Bay St. George Campus and construction of new Heavy Equipment Centre of Excellence at Bay St. George Campus. 3. Construction of an Addition and Redevelopment of Existing Student Support space at Prince Philip Drive Campus. 		Carried
BM 05-14-11 Adjourn	Motion put forth and seconded the meeting adjourned at 12:10 pm.		Carried

Minutes

BM 05-14-01 Call to Order	<p>The Board Chair called the meeting to order at 9:10 a.m.</p> <p>The Board Chair welcomed Patrick Boland and Katelyn Carter, student representatives recently appointed to the Board.</p>	
BM 05-14-02 Review of Agenda	<p>On motion made and seconded that the agenda be approved as presented.</p> <p style="text-align: right;">Carried</p>	
BM 05-14-03 Conflict of Interest	<p>The Board Chair asked for any declaration of Conflict of Interest There were no declarations made.</p>	
BM 05-14-04 Review Of Minutes	<p>Motion put forth and seconded that the September 22, 2014 minutes be accepted as distributed.</p> <p style="text-align: right;">Carried</p>	
BM 05-14-05 Business Arising	<p>Business arising topics will be addressed within the agenda.</p>	
BM 05-14-06 Chairs' Report	<p>The Board Chair advised the Board that</p> <ul style="list-style-type: none"> • The Executive Committee met with Minister O'Brien on the 20th of October to discuss various items. • Donna Stone and Gilbert Bennett's term of office will expire as of today's date. The Board Chair has not been advised who the next appointees are. • Governance training for the Board will be scheduled to be attached to the Annual General Meeting timeline in May. 	
BM 05-14-07 Consent Agenda	<p>Motion put forth and seconded that the consent agenda be accepted as distributed.</p> <p style="text-align: right;">Carried</p> <p>There was a discussion held on several of the topics forthcoming from the President's report.</p> <p>The Board Chair informed the Board that a meeting will be held to discuss risk issues and the liability to the College at the end of February</p>	Action
BM 05-14-08 Committee Reports Executive Committee	<p>Motion put forth and seconded that the November 18, 2014 Executive minutes be accepted as distributed.</p> <p style="text-align: right;">Carried</p>	

Audit Committee	<p>Roy Hutchings, Committee Chair advised the Board that an Audit Committee meeting had been held December 10th, 2014. Presented to the Committee were the</p> <ul style="list-style-type: none"> • The bank services tendering results • Financial statements/budget report 2014-2015 • 2015-2016 Budget • New initiatives – funding requests • Capital Priorities • Efficiency Review <p>The Board was briefed on the bank tendering results. Three Banking institutions submitted proposals on the general banking component, Bank of Montreal, Scotiabank and CIBC. Two electronic service providers submitted proposals on the electronic processing and online payment services, Chase Paymentech and Moneris.</p> <p>The evaluation favors Scotia bank over BMO with annual proceeds in excess of \$ 30,000. Scotiabank has also offered \$ 20,000 to assist with changeover costs.</p> <p>The evaluation favors Chase Paymentech over Moneris with annual savings in excess of \$ 4,500. CNA is currently using Chase Paymentech as its electronic service provider and there will be no changeover costs incurred.</p> <p>Motion put forth and seconded that the College's bank will change to the Scotiabank from the Bank of Montreal. The provider for electronic banking services will be Chase Paymentech.</p> <p style="text-align: right;">Carried</p> <p>The quarterly financial statements were recommended for distribution to the Board. The financial statements reflect a positive financial position.</p> <p>The Committee reviewed and discussed the 2015-2016 budget and recommended the proposed budget be circulated to the Board.</p> <p>On motion put forth and seconded that the 2015-2016 proposed budget be approved for submission to Government.</p> <p style="text-align: right;">Carried</p> <p>A discussion was lead on the efficiency review report which has included all aspects of college operations. The report has assisted</p>
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	<p>in the implementation and guiding the college's response to the budget challenges and the implementation of the new organizational structure and service model.</p> <p>Motion put forth and seconded that the Audit Committee report be accepted.</p> <p style="text-align: right;">Carried</p>	
JOB Committee	<p>The Board was advised that the Joint Oversight Board has met twice since CNA's September board meeting. In October an orientation session was held giving the board members the opportunity to meet the new Qatar Board appointments which included the Board Chair, Dr. Mohammed bin Saleh Al-Sada, Minister of Energy and Industry.</p> <p>The JOB meeting was held on the 8th of December. Dr. Latifa Ibrahim Al-Houty was honored on the occasion of her retirement from the Joint Oversight Board and the Executive Committee with an evening of tribute.</p>	
BM 05-14-09 Finance 2015-2016	<p>Upon recommendation of the Audit Committee the new initiatives and capital priorities briefings were distributed to the Board for their review and discussion.</p> <p>Upon Motion put forth and seconded the new initiatives and capital requests will be placed in the following priorities:</p> <p>New Initiatives –</p> <ol style="list-style-type: none"> 1. Respond to priority Labour Market Demands. 2. Emergency Management and Residence Life Safety Coordination. 3. Permanent Program Funding Request – Personal care Attendant/home Support Worker. 4. Practical Nursing Program. <p>Capital Priorities- of the Board shall be:</p> <ol style="list-style-type: none"> 1. Renovation of existing CNA Student Residence Facilities and Potential Acquisition of an Additional Residence. 2. Redevelopment of Bay St. George Campus and construction of new Heavy Equipment Centre of Excellence at Bay St. George Campus. 3. Construction of an Addition and Redevelopment of Existing Student Support space at Prince Philip Drive Campus. <p style="text-align: right;">Motion Carried</p>	

BM 05-14-10	Tentative Board meeting schedule: February, 2015 – Risk Liability review and discussion April/May, 2015 – Business meeting and AGM	
BM 05-14-11 Adjourn	Motion put forth and seconded the meeting adjourned at 12:10 p.m. Carried	