



## NORTHERN ALBERTA INSTITUTE OF TECHNOLOGY

### Minutes of the One hundred and Fifty-fifth regular meeting of the Board of Governors

Tuesday, October 8, 2019  
4:00 to 7:00 pm

#### T811 Governors' Boardroom

<b>Members</b>	Ray Pisani (Chair)	Daryl Kruper (Vice Chair)	Dr. Glenn Feltham
<b>Present:</b>	Chahd Alkahwaji	Vi Becker	Valerie Berger
	Tara Chahl	Jamie Corfield	Dr. Annemarieke Hoekstra
	Yasmin Jivraj	Priti Laderoute	Kris Mauthe
	Marlea Sleeman	Karen Velasco	Paul Verhesen
	Kristina Williams	Pan Zhang	
<b>Resources:</b>	Dr. Ray Block	Dr. Sue Fitzsimmons	Sandra Marocco
<b>Regrets:</b>	Janet Riopel		
<b>Recorder:</b>	Sandy Timmer		

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#### 1 CALL TO ORDER

Mr. Ray Pisani called to the meeting to order at 4:00 p.m. and welcomed everyone to the first meeting of the Board for the academic year, and for our new Board members, to their first meeting of the Board of Governors. We welcome five new public members, one new Academic Staff member, and two student members to the Board of Governors. Introductions were made.

Mr. Pisani commented that this is a very important time for NAIT – it is a time of change. We have a new Provincial Government with a different agenda. We are presently working on the recruitment of a new President and CEO with Dr. Feltham's retirement in December.

We expect there will be challenging times ahead but also new opportunities. It is anticipated that funding from the Provincial Government will be reduced when the new Government releases its budget on October 24<sup>th</sup>. There may even be broader changes to the post-secondary system as a result of the budget. NAIT has been diligent in proactively planning

## Board of Governors Meeting – October 8, 2019

to meet budget reductions. However, difficult decisions may have to be made in the coming months. We will continue to work to make NAIT one of the world's leading polytechnics and the most relevant and responsive post-secondary institution in Canada.

Mr. Pisani then turned to today's meeting and the items that will be voted on today. These items include:

- NAIT's support of free speech
- Board committee membership
- NAIT's Audited Consolidated Financial Statements
- International Tuition
- Terms of Reference for two committees

This will be followed by an *in-camera* discussion with the Board. This will be an extended session as there are three important topics to discuss:

- The impact of the upcoming budget on NAIT
- The presidential transition, and
- Collective bargaining with our academic staff association (NASA) and AUPE

Mr. Pisani asked if any Board members wished to declare any conflicts of interest with today's agenda. No conflicts of interest were raised.

### 1.1 Approval of the Agenda

*Moved by Vi Becker that the agenda be approved as presented.*

*Carried*

### 1.2 Approval of the Minutes of the Meeting held on May 28, 2019

*Moved by Yasmin Jivraj that the minutes of the Meeting of May 28, 2019 be accepted as presented.*

*Carried*

### 1.3 Business Arising from Minutes

Dr. Sue Fitzsimmons raised an item from the previous meeting. She advised that in her report at the last meeting, she noted that the Strategic Plan was being updated and she would provide a revised draft for this Board meeting. Dr. Fitzsimmons advised that revisions to the Strategic Plan are on hold at this time with the presidential transition and the upcoming provincial budget. She recommends that we do a short-term Strategic Plan once we know the outcome of the provincial budget and then develop a more extensive one when the new President is in place.

No concerns were raised with this recommendation from Dr. Fitzsimmons.

## 2 CONSENT AGENDA

### 2.1 Accepting Minutes and Receiving Committee Reports:

## Board of Governors Meeting – October 8, 2019

The following items were approved by consent agenda, and no items were moved to the main agenda:

- 2.1.1** Academic Council – Minutes of the Meeting on September 16, 2019 (*Item 4.1.1*)
- 2.1.2** Campus Development Committee - Minutes of the Meeting on August 29, 2019 (*Item 4.2.1*)
- 2.1.3** Executive Committee - Minutes of the Meeting on June 4, 2019 (*Item 4.3.1*)
- 2.1.4** Executive Committee – Minutes of the Meeting on September 6, 2019 (*Item 4.3.2*)
- 2.1.5** Audit Committee - Minutes of the Meeting on September 24, 2019 (*Item 4.5.1*)
- 2.1.6** Audit Committee – Approval of the Enterprise Risk Management Policy (*Item 4.5.3*)
- 2.1.7** Audit Committee - Compliance Certificate–April 1-June 30, 2019 (*Item 4.5.4*)
- 2.1.8** Finance Committee - Minutes of the Meeting on September 24, 2019 (*Item 4.6.1*)
- 2.1.9** Joint Finance and Audit Committees Meeting – Minutes of the Meeting on September 24, 2019 (*Item 4.6.2*)
- 2.1.10** Finance Committee - Quarterly Investment Report for the Quarter Ended June 30, 2019 and Period Ended July 31, 2019 (*Item 4.6.6*)
- 2.1.11** NAIT Foundation – Minutes of the Meeting on September 24, 2019 (*Item 4.7.1*)
- 2.1.12** Governance Committee - Minutes of the Meeting on June 13, 2019 (*Item 4.8.1*)
- 2.1.13** Governance Committee – Asynchronous Vote to Indemnify Brian Pardell as Interim CEO of GO Productivity (*Item 4.8.2*)
- 2.1.14** Governance Committee – Minutes of the Meeting on July 4, 2019 (*Item 4.8.3*)
- 2.1.15** Governance Committee – Asynchronous Vote to appoint Vi Becker, Yasmin Jivraj and Priti Laderoute as Members of GO Productivity and  
  
Governance Committee – Asynchronous Vote to approve the indemnification of Vi Becker, Yasmin Jivraj, Priti Laderoute, Dr. Ray Block, Sandra Marocco and Jeff Dumont in their capacity as Members and Directors of GO Productivity (*Item 4.8.4*)
- 2.1.16** Governance Committee – Minutes of the Meeting on September 5, 2019 (*Item 4.8.5*)

**2.1.17 Human Resources Committee - Minutes of the Meeting on September 11, 2019  
(Item 4.9.1)**

*Moved by Dr. Annemarieke Hoekstra that the Consent Agenda items be approved as presented.*

*Carried*

**3 NAIT EXECUTIVE REPORTS**

**3.1 Office of the President and CEO**

**3.1.1 Risk Report**

**3.1.2 President's Activities**

Dr. Feltham noted that his term as President is quickly winding down and that one of his last official events will be the Staff Christmas Party (where he will be Santa for one last time).

Dr. Feltham touched on the upcoming Provincial Budget which will be presented on October 24<sup>th</sup>. The Government has alluded to reductions in funding across the board and we anticipate there will be significant funding cuts to the post-secondary system.

Our vision document, NAIT 2021+, is completed and Glenn thanked Board members for their valuable contributions to the updates in this document. This document reflects changes to our external and internal environment, our emerging priorities and has a more developed understanding of what it means for NAIT to be a world-leading polytechnic.

Dr. Feltham reported that he recently has been asked to be involved in two task forces of the Provincial Government. Dr. Feltham has been appointed to co-Chair the Skills for Jobs Task Force. This will be an opportunity to reimagine our skills and apprenticeship model. It will also create a structure that elevates and supports parity-of-esteem. The Task Force will lead change that can position Alberta as a global leader in the skilled trades.

Dr. Feltham is also on the Curriculum Advisory Panel to help lead change in Alberta's K-12 system.

Some changes were noted in Dr. Feltham's risk registry; most notably two categories were added: the impending transition of the president and CEO; and a category related to significant policy changes to post-secondary that will impact NAIT. As well, financial risks have increased due to the uncertainty of the upcoming provincial budget and uncertainty as what our funding will be. Glenn was pleased to note, however, that some areas have decreased risk including Industry Solutions, the Blatchford Land purchase, and governance.

While Dr. Feltham's role as President and CEO, and NAIT's Cheerleader-in-Chief, is winding down, he noted that NAIT's future continues to be bright and many opportunities lie ahead for the institute. We continue to make progress towards being one of the world's leading polytechnics, and the most relevant and responsive post-secondary institute in Canada.

### **3.2 VP Administration and CFO**

Dr. Ray Block spoke to his report in the meeting package. Dr. Block highlighted some key outcomes from his portfolio team.

The agreement for the purchase of the Blatchford lands has been signed and we continue to work on fulfilling the 22 conditions in the agreement. As of October 4<sup>th</sup>, we have signed-off on seven of the conditions. We are currently reviewing an updated Campus Development Plan, which is one of the conditions of the agreement. We have to provide this to the City and they in turn are required to sign this condition off by March 31, 2020.

As mentioned by Dr. Feltham, we continue to work with our leaders on their department budgets and to think more broadly on financial sustainability for the institute.

We are positioning NAIT for transformational opportunities. The means that we will embrace, find, and create opportunities for the institute, including financial opportunities. On October 16<sup>th</sup>, we will meet and continue dialogue with a potential partner for student housing. This remains a priority for the institute and we are also looking at several models of how this project can be done.

We are pleased to report that all of NAIT's ERP PeopleSoft systems have been upgraded to the most recent version. This will provide the institute with a sustainable and fully supported system for the next five years. We have made significant reductions to our customizations for better support.

Dr. Block advised that we are finalizing the implementation of the Supplemental Retirement Plan (SRP) for executives moving it to a defined contribution plan from a defined benefit plan. Having this plan in place will also help for attracting our next President and CEO and any other senior executives looking to come to NAIT.

We continue to put out communications on the intranet to inform our staff on financial and operating performance. These have been very well-received and read.

This concluded Dr. Block's summary of his report.

### **3.3 VP Industry Partnerships and CMO**

Ms. Sandra Marocco noted that the name of her department was changed recently to better reflect her portfolio's connection with industry.

Ms. Marocco was pleased to inform the Board that we have a new Director of Government Relations, Mat Steppan. Mat will continue to strengthen NAIT's connections with all three levels of government.

Ms. Marocco noted that her team continues to broaden and strengthen NAIT's partnerships with industry by taking a holistic and coordinated approach to offering a range of solutions that enable competitiveness.

Recently, Sandra and several other senior leaders, including Dr. Feltham, met some of our industry partners in Europe – Sandvik Coromant, Siemens and Festo. These

partners were very pleased to learn of the more business to business opportunities with which they could engage NAIT. Sandra reiterated that industry engagement is also being coordinated through the Associate Deans of Industry Engagement in all four Schools.

Ms. Marocco advised that NAIT alumni and recognition awards were reviewed and will now be consolidated into one event instead of several. We have also created a new recognition award – the Distinguished Industry Partner Award to elevate our industry partners and to celebrate their significant role in our advancing our institutional mission.

GO Productivity (“GO”) has now been fully brought into NAIT and Brian Pardell, AVP Business Development & Sales, is the Interim CEO. The agreement for this new structure was concluded on July 31<sup>st</sup>. We are preparing to meet with the new board of directors for this entity. Having GO Productivity under NAIT’s management will provide Industry Solutions with another frame to engage industry.

Sandra concluded her report with noting that the NAIT-it Forward Campaign, which provides funds in the form of bursaries and scholarships for NAIT students, is underway. Our goal this year is to reach \$90K and we are looking to increase our staff participation in this campaign to 40%.

### **3.4 Provost and VP Academic**

Dr. Sue Fitzsimmons wished to comment on the incredible team work happening across all Executives’ portfolios and among Executives to ensure NAIT continues to be the amazing institution it is. These are challenging times and all teams have come together to make sure the vision for NAIT is embraced.

Dr. Fitzsimmons discussed measuring success of our students from her report. As noted in her report, we continue to refine our process as to how we measure our key outcomes and shift our thinking away from a focus on full learner equivalents (FLEs) and towards a strategic enrolment management. The FLE calculation is a blunt measure of teaching activity at an institution but doesn’t reflect our graduate outcomes.

Conversely, strategic enrolment management aims to understand and manage student behavior from the time they first consider NAIT to the time they graduate. This helps us to better understand the “student funnel” – from the beginning to the end. The current government is also leaning towards more on the “outcomes” side of learning, which fits in well with our thinking.

Dr. Fitzsimmons was pleased to present some percentages we have recently received from our 2019 Employer Satisfaction Survey. The survey reported that

- 99.6% of employers would hire NAIT grads in the future;
- 99.1% would recommend NAIT graduates to others;
- 95.4% agree that NAIT provides the appropriate skills to graduates; and,
- 96.3% felt that NAIT graduates were better equipped to enter the workforce than students hired from other institutions.

From our 2019 Graduate survey, it was found that 89% of graduates had employment within nine months of graduation.

Sue noted that polytechnics see declines in applicants as the economy declines (unlike universities). We have begun using data to fully understand applicant behavior and motivation. This has led us to develop admissions strategies that have resulted in 4% more students being offered admission and 2% more students enrolled in classes for Fall 2019 (compared to Fall 2018), despite a 2% decrease in applicants.

Dr. Fitzsimmons commented that international students have increased 16% from 2017 to 2019.

The academic portfolio continues to engage its leaders and next-level leaders to help us to understand how we might better align the work of our teams outside of the schools to ensure student success.

## **4 COMMITTEE REPORTS**

### **4.1 ACADEMIC COUNCIL**

Dr. Feltham reported on the Academic Council meeting on September 16<sup>th</sup>. In that meeting, Council discussed a policy for NAIT on free speech. Three options were presented for discussion:

- (1) having the Board of Governors formally adopt the Chicago Statement;
- (2) the Board of Governors pass a resolution adopting eight key principles aligned with the Chicago Statement; or
- (3) the Board of Governors adopt its own policy that conforms with the key elements of the Chicago Statement.

Advanced Education Minister Nicolaides requested that institutions either adopt the Chicago Principles, which are eight principles consistent with the Chicago Statement, but reflecting a Canadian reality, or create our own set of principles consistent with the Chicago Statement.

Academic Council is recommending the adoption of the eight principles based on the Chicago Statement and asks the Board to approve same. The eight principles are included in the meeting package.

#### **4.1.2 Recommendation on Formally Adopting the Principles Based on the Chicago Statement**

*Moved by Dr. Glenn Feltham that the Board of Governors approves the following statement and principles related to free speech.*

*Consistent with our values, NAIT supports free speech, and the following eight principles:*

- a) Free speech may not violate Canadian law.*
- b) NAIT is a place of free and open inquiry in all matters, and all members of our institution's community are guaranteed the broadest possible latitude to speak, write, listen, challenge, and learn.*

- c) *Community members have the right to criticize and question other views expressed on campus but cannot obstruct or interfere with others' freedom of speech.*
- d) *NAIT will not attempt to shield students from ideas or opinions they disagree with or find offensive. Mutual respect and civility are valued, but do not constitute sufficient justification to limit free speech.*
- e) *NAIT may reasonably regulate the time, place, and manner of expression to ensure that it does not disrupt the ordinary activities of the institution.*
- f) *NAIT may restrict expression that violates the law, falsely defames an individual, or constitutes a genuine threat or harassment that unjustifiably invades substantial privacy or confidentiality of interests.*
- g) *Debate or deliberation may not be suppressed because the ideas put forward are thought by some, or even most, to be offensive, unwise, immoral, or wrong-headed.*
- h) *It is for individuals, not for NAIT, to make those judgments for themselves and to act not by seeking to suppress speech, but by openly and vigorously contesting the ideas they oppose.*

*Carried*

#### **4.2 CAMPUS DEVELOPMENT COMMITTEE**

Mr. Daryl Kruper, Chair of the Campus Development Committee (CDC), discussed the meeting of the CDC on August 29<sup>th</sup>. The Committee was informed about Hangar 11, which is currently situated on the parcel of the Blatchford Lands NAIT purchased. There is potential that this building may be deemed a historic building by the City which could impact what can be done with it. In our negotiations with the City on the Blatchford Lands, NAIT's position was that we would only buy the Hangar site with no existing building. It has deteriorated significantly over the years and would cost a considerable amount of money to refurbish it.

NAIT contracted a consultant to develop some concepts and costs on possible re-uses for the building. Workshops with NAIT and the City on this discussion have been held. NAIT's objective is to ensure that whatever is determined for the use of the Hangar, that it be consistent with our overall campus planning.

The updated Campus Development Plan was reviewed by the Committee and a further presentation will be held at the CDC meeting in November.

Mr. Kruper was pleased to advise that NAIT is trending down on the frequency of staff and student incidents in health and safety. We are being more proactive in our safety messaging and awareness, and this is being heard.

The CDC was able to have a tour of the new NAITSA offices which should be open for NAITSA to move into by mid-October.



#### 4.3 EXECUTIVE COMMITTEE

Mr. Ray Pisani, Chair of the Executive Committee of the Board, reviewed the meetings the Executive Committee has had since June 2019.

At its meeting on June 4<sup>th</sup>, the Executive Committee focused on the next steps for the recruitment of the next President as Dr. Feltham announced his retirement at the May Board meeting, effective December 15<sup>th</sup>, 2019.

##### 4.3.3 Approval of the Slate of Members to Board Committees

The Executive Committee met on September 6<sup>th</sup> to review the recommendations of the Governance Committee for placement of Board members on the Board's committees. The Executive Committee concurred with the recommendations and seeks the Board's approval on the slate of members to the Board committees.

*Moved by Ray Pisani that the Board of Governors approve the recommended slate of members to the Board Committees as presented.*

*Carried*

#### 4.4 EXTERNAL RELATIONS COMMITTEE

Ms. Vi Becker, Chair of the External Relations Committee, noted that the Committee did not meet in September but advised that NAIT's new website is up and running and has a much more polytechnic look to it.

As Ms. Marocco noted, we have a new Director of Government Relations, Mat Steppan, who will continue to engage with government at all levels to ensure NAIT's story is heard. The new Minister for Advanced Education, Honourable Demetrios Nicolaides, visited NAIT this summer and had a tour of NAIT with Glenn.

Our Advancement team continues to work towards their fundraising goal.

#### 4.5 AUDIT COMMITTEE

The Chair of the Audit Committee, Ms. Val Berger, discussed the meeting of the Committee on September 24<sup>th</sup>.

The Audit Committee met with the representatives from the Office of the Auditor General at this meeting to review NAIT's audited consolidated financial statements. Val advised that the Auditor General would be issuing an unqualified audit opinion on the consolidated financial statements as there were no unadjusted differences. As well, the report had no new or outstanding recommendations.

The auditors did note that NAIT should have had greater documentation to supplement the external consultant's estimation on liability for remediation of the Westwood bus barns site. NAIT will ensure that sufficient support is available to meet the new standard requirements in the future. Overall, the Auditor General would be issuing green dots on their scorecard for NAIT. Ms. Berger thanked NAIT's Finance team for their hard work to achieve this score.

Ms. Berger advised that NAIT will once again have a deficit, albeit, lower than last year. This year the deficit is \$5.6M compared to \$12.2M last year. The annual operating deficit represents 1.5% of total revenues. The sale of the South Lands has not yet transpired so the anticipated transfer of funds from the sale have not been realized which resulted in our deficit being lower than budgeted by \$1.7M. As has been mentioned in previous Board meetings, significant decreases in apprenticeship seats and the lights-on funding from the Provincial Government have been the key contributors to NAIT's deficit over the past three years.

On the revenues side, this past year our revenues exceeded budget for investment revenues and Corporate and International Training (CIT) contracts. However, revenues did not meet expectations for tuition revenues. Domestic tuition was still frozen.

The accumulated surplus at the end of 2018/19 was \$259.1M compared to \$263.5M for the prior year. With NAIT reducing its deficit by \$6.6M, NAIT is on the path to getting back to surplus for 2020/21. We are awaiting the release of the Provincial Budget on October 24<sup>th</sup> which will then inform what decisions will need to be made.

The Annual Report will be tabled at the December Board meeting which will include Management's Discussion and Analysis of the consolidated Financial Statements.

Ms. Berger put the motion forward on the approval of the audited consolidated financial statements as no questions or concerns were raised by Board members.

#### **4.5.2 NAIT's Audited Consolidated Financial Statements for the Fiscal Year Ended June 30, 2019**

*Moved by Val Berger that the Board of Governors approve NAIT's audited consolidated financial statements and Management's Discussion and Analysis for the fiscal year ended June 30, 2019, with such minor updates to the Management Discussion and Analysis that management considers necessary.*

*Carried*

## **4.6 FINANCE COMMITTEE**

Ms. Berger continued with a report of the Finance Committee which she also chairs.

The Finance Committee also met on September 24<sup>th</sup> and discussed several key items. The Committee touched on the "Blue Ribbon Panel Report" (the Report on Alberta's Finances) and the upcoming budget on October 24<sup>th</sup>. The Committee received an update on the financial sustainability strategy that management is focusing on in anticipation of the Provincial Budget.

#### **4.6.3 Short-Term Credit Facility**

Ms. Berger discussed the use of short-term credit for management. It is being requested that the Board approve management being able to obtain short-term credit to a maximum of \$25M to bridge the gap between receipt of government funding and meeting our expenses. This will provide management with the flexibility to manage these short-term cash flow needs in the future. There is no cost to the credit facility if it is not used. No concerns were raised with this recommendation.

*Moved by Val Berger that the Board of Governors approve that NAIT Management have the authority to enter into short-term credit facilities, to a maximum of \$25 million.*

*Carried*

#### **4.6.4 Investment Policy and Procedure**

Ms. Berger advised that the Investment Club of NAIT (ICON), a students' investment club, invests real money as part of their learning experience. While these funds are NAIT funds, they are to be maintained and grow over time to increase the Club's learning opportunities. However, the Club follows a different set of investment parameters than NAIT's management's parameters. It was determined that the Investment Policy be updated to exclude the Club's investment activities from the policy. As the amount is not significant, and there is appropriate oversight, no issues were raised with this recommendation.

Ms. Berger briefly touched on the changes to the investment target ranges made at the Investment Advisory Sub-committee meeting. The Investment Advisory Subcommittee assists the Finance Committee, and subsequently the Board, in oversight of investment matters. The minutes of their meeting are provided for the Board's information.

*Moved by Val Berger that the Board of Governors approves the updated Investment Policy.*

*Carried*

*Moved by Val Berger that the Board of Governors accept the Investment Advisory Sub-committee recommendations to change the Asset Allocation chart in NAIT's Investment Procedure.*

*Carried*

#### **4.6.5 International Tuition Fees**

Ms. Berger reported that the Finance Committee reviewed the analysis of international tuition fees and the recommendation to increase the rates for 2020/21. As NAIT's international tuition rates have been tied to domestic rates, they have not been increased since 2017 when NAIT increased the multiplier of international rates using the frozen domestic rates. This year, NAIT will uncouple the international rates from the domestic rates and is recommending a 10% increase to reflect cost increases from three years of being frozen, and a further two years since rates will be guaranteed for the life of the programs. NAIT's tuition rates remain lower than most institutions in Alberta.

Management consulted with the NAIT Students' Association (NAITSA) on the recommended increase. Although they were not supportive of the increase, they did recognize the reason for the increase.

Discussion ensued with the Board on the increase. It was requested that the Board be provided with further information on the increase such as what other institutions in Alberta charge for international tuition as well as what other polytechnics in Canada charge. [Action Item]

The Board concurred with the recommended increase.

*Moved by Val Berger that the Board of Governors approves the application of a 10% increase to the current tuition fees for new and continuing international students beginning in the 2020/21 academic year.*

*Carried*

*Karen Velasco abstained from the vote  
Chahd Alkahwaji opposed the vote*

#### **4.7 FOUNDATION TRUSTEES**

As Chair of the Foundation, Ms. Berger advised that the Foundation also met with the Office of the Auditor General on the Foundation's audited consolidated financial statements. Funds raised from the Foundation are then transferred to NAIT.

##### **4.7.2 NAIT Foundation Audited Consolidated Financial Statements for the Fiscal Year Ended June 30, 2019**

*Moved by Val Berger that the Board of Governors accept the approved NAIT Foundation audited consolidated financial statements for the fiscal year ended June 30, 2019 as information.*

*Carried*

#### **4.8 GOVERNANCE COMMITTEE**

Mr. Ray Pisani, as Chair of the Governance Committee, discussed the three meetings held by the Committee since the May Board meeting

The Governance Committee met on June 13<sup>th</sup> to discuss the appointment of an Interim CEO for GO Productivity ("GO"). On March 14, 2019, NAIT entered into an Interim Cooperation Agreement with GO. It was intended that NAIT would eventually acquire control and conduct of GO's ongoing operations once it was brought into NAIT. GO's CEO departed on June 30<sup>th</sup>, so it was urgent to have an Interim CEO appointed to ensure continuity of operations.

The Committee determined that Brian Pardell, NAIT's Associate Vice President Business Development and Sales, assume this role as Interim CEO of GO Productivity. This was subsequently ratified by the Board by asynchronous vote.

On July 4<sup>th</sup>, the Governance Committee met to review potential candidates to join the Board of GO Productivity. It was decided to recommend from NAIT's Board, Vi Becker, Priti Laderoute and Yasmin Jivraj, as directors for GO's Board. It was also determined that additional members of NAIT administration be appointed to GO's Board. The Committee recommended that Sandra Marocco, Dr. Ray Block and Jeff Dumont be appointed to GO's Board. This was also subsequently approved by the Board by asynchronous vote.

The third meeting of the Governance Committee was held on September 5<sup>th</sup> where the Committee reviewed the skills matrix that Board members completed. This matrix

assisted the Committee in determining placement of members based on skills and backgrounds, and the needs of the institute.

The Governance Committee provided the committee placements to the Executive Committee for recommendation for approval by the Board, which was discussed and approved earlier in today's meeting.

**4.8.6 Approval of the Revised Terms of Reference for the Campus Development Committee and the Human Resources Committee**

Mr. Pisani advised that two committees of the Board have revised Terms of Reference for the Board's approval. Terms of Reference for each committee are reviewed annually and provided to the Board for approval.

*Moved by Ray Pisani that the Board of Governors approves the revised Terms of Reference for the Campus Development Committee as presented.*

*Carried*

*Moved by Ray Pisani that the Board of Governors approves the revised Terms of Reference for the Human Resources Committee as presented.*

*Carried*

Mr. Pisani advised that this is his last report as Chair of the Governance Committee as Yasmin Jivraj has now been appointed as the Committee's Chair.

**4.9 HUMAN RESOURCES COMMITTEE**

Mr. Kruper is Chair of the Human Resources Committee and provided a summary of the Committee's meeting on September 11<sup>th</sup>.

The Committee is working through several significant items, including the presidential search. There is a website dedicated to the search for a new president. A Search Committee was selected by the Executive Committee of the Board for this process. An executive search firm has been selected to assist with the search – Boyden Executive Search. Boyden is starting to gather feedback on the position profile.

Mr. Kruper advised that screenings are anticipated for January/February with a possibility of having shortlisted candidate(s) attend the Strategic Planning meeting of the Board at the end of February. It is still anticipated to have the new president in place by July 1, 2020. The Board will be kept apprised as the process moves along.

Currently, NAIT is in negotiations with the NAIT Academic Staff Association (NASA). Dates are booked into December.

NAIT also has a wage re-opener with AUPE Local 38 for our employees in that union. Dates to commence these discussions are still pending.

The HR Committee was advised that NAIT is getting ready to transition its existing defined benefit supplemental pension plan to a defined contribution supplemental pension plan. This will be an attractive tool for recruiting future executives.

As all Committee Chair reports were completed, a motion was made to accept same for information.

*Moved by Ray Pisani that the Board of Governors accept all Committee reports for information.*

*Carried*

## **5 IN-CAMERA SESSION WITH BOARD OF GOVERNORS**

The Board of Governors then moved to their *in-camera* session. It was requested that Dr. Ray Block, Clayton Davis and Jeff Dumont remain for the discussion. All other guests departed the meeting.

*Moved by Priti Laderoute that the Board move to an in-camera session.*

*Carried*

Pan Zhang, Dr. Annemarieke Hoekstra and Jamie Corfield will excuse themselves for item 5.3 on the agenda.

### **5.1 Discussion on upcoming Budget**

It was noted that signals from Government are indicating that a reduction in post-secondary funding is forthcoming with the Provincial Budget on October 24<sup>th</sup>. How significant these reductions will be we do not yet know. NAIT's Executive and senior leaders have been working to ensure effective strategies are in place to respond to budgetary challenges. We will continue to focus on our vision and our values as we work through these changes.

We will endeavour to keep our NAIT community informed as we learn more.

### **5.2 Transition of President**

The Board was updated by Daryl Kruper, Chair of the Search Committee.

Mr. Pisani was able to confirm that it can now officially be announced that Dr. Ray Block will be the President and CEO effective December 16, 2019 until such time as a new president has been hired.

### **5.3 Update on AUPE and NASA Negotiations**

Dr. Annemarieke Hoekstra, Pan Zhang and Jamie Corfield all departed the meeting prior to this discussion.

Mr. Davis provided the update on the status of the negotiations. We are waiting for the budget announcement to then move forward on negotiations with AUPE.

*Moved by Chahd Alkahwaji that the Board exit the in-camera session.*

*Carried*

**6 CORRESPONDENCE**

For information.

**7 BOARD MEMBER CONTACT LIST**


For information.

**8 NEXT BOARD MEETING**

The next Board Meeting date will be Tuesday, December 10, 2019 at 4:00-6:00 p.m. in the Governor's Boardroom – Rm. T811. Festive Dinner and Farewell to Dr. Glenn Feltham to follow in Ernest's Dining Room at 6:15 p.m.

**9 ADJOURNMENT**

*Moved by Paul Verhesen that the Board of Governors meeting be adjourned at 7:23 p.m.*

  
\_\_\_\_\_  
Ray Pisan – Chair, Board of Governors

  
\_\_\_\_\_  
Sandy Timmer – recorder