



## NORTHERN ALBERTA INSTITUTE OF TECHNOLOGY

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

Tuesday, December 10, 2019  
4:00 to 6:00 pm

#### T811 Governors' Boardroom

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

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### 1 Call to Order

Board of Governors Chair, Mr. Ray Pisani, welcomed everyone to the meeting and called it to order at 4:00 p.m. Mr. Pisani reminded members that today's meeting is shorter as we will have the Board's Festive Dinner at 6:15 p.m.

Mr. Pisani noted that this is Dr. Feltham's last board meeting before his retirement on December 15<sup>th</sup>. Ray took a few minutes to thank Dr. Feltham for all he has done for NAIT and the impact he has had on the institution, and the system, in his nearly nine years as President and CEO.

Mr. Pisani advised that an important focus of today's meeting will be the impact of the provincial budget announced on October 24<sup>th</sup>. As has been reported, there are significant funding cuts to the post-secondary system and NAIT will need to accelerate the process of transformation to adjust to the funding cuts, with the help of the Board.

The items that the Board will be voting on in today's meeting are:

- Three new program proposals as well as one program suspension
- Faculty Emeritus nominee approvals
- A new Naming Policy
- NAIT's Annual Report, and
- A Policy Development policy

There will be an *in-camera* session with the Board where we will discuss further the provincial budget impacts, business continuity strategies and we will have an update on the presidential search.

### **1.1 Approval of the Agenda**

Prior to the approval of the agenda, Mr. Pisani asked if any members wished to declare conflicts of interest with today's agenda and none were declared.

*Moved by Paul Verhesen that the agenda be approved as presented.*

*Carried*

### **1.2 Approval of the Minutes of the Meeting held on October 8, 2019**

*Moved by Kris Mauthe that the minutes of the Meeting of October 8, 2019 be accepted as presented.*

*Carried*

### **1.3 Business Arising from Minutes**

Dr. Feltham addressed the Business Arising item on international student tuition. He advised that subsequent to the October 8<sup>th</sup> Board meeting, an email and additional information was sent out to the Board to provide further context on the need for an increase to international students' tuition.

There were no further questions raised on this matter.

## **2 Consent Agenda**

### **2.1 Accepting Minutes and Receiving Committee Reports:**

No items were requested to be removed from the Consent Agenda to the main Agenda.

**2.1.1** Academic Council – Minutes of the Meeting on November 18, 2019 (*Item 4.1.1*)

**2.1.2** Campus Development Committee - Minutes of the Meeting on November 19, 2019 (*Item 4.2.1*)

**2.1.3** Campus Development Committee – Approval of Donor Recognition (*Item 4.2.2*)

**2.1.4** Executive Committee – Minutes of the Meeting on October 15, 2019 (*Item 4.3.1*)

## Board of Governors Meeting – December 10, 2019

- 2.1.5 Board Executive Committee – Minutes of the Meeting on November 21, 2019  
(Item 4.3.2)
- 2.1.6 External Relations Committee – Minutes of the Meeting on November 14, 2019  
(Item 4.4.1)
- 2.1.7 Audit Committee - Minutes of the Meeting on November 26, 2019 (Item 4.5.1)
- 2.1.8 Audit Committee - Compliance Certificate–July 1-September 30, 2019 (Item 4.5.3)
- 2.1.9 Finance Committee - Minutes of the Meeting on November 26, 2019 (Item 4.6.1)
- 2.1.10 Finance Committee - Quarterly Financial and Investment Report for the Quarter Ended September 30, 2019 (Item 4.6.2)
- 2.1.11 Governance Committee - Minutes of the Meeting on November 12, 2019 (Item 4.8.1)
- 2.1.12 Governance Committee – Approval of Committees’ Terms of Reference for Governance, Finance, Audit, External Relations, Executive Committee, and Constitution and Bylaws of Academic Council (Item 4.8.4)
- 2.1.13 Governance Committee - Approval of the Board-approved Policies List (Item 4.8.5)
- 2.1.14 Human Resources Committee - Minutes of the Meeting on October 10, 2019  
(Item 4.9.1)
- 2.1.15 Human Resources Committee - Minutes of the Meeting on November 13, 2019  
(Item 4.9.2)

*Moved by Kristina Williams 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. Glenn Feltham provided a summary of his report in the meeting package. Dr. Feltham expressed his deep appreciation of his time at NAIT as President and CEO. Dr. Feltham was grateful to be part of many amazing things that have happened at NAIT during his tenure such as the opening of the Centre for Applied Technology (CAT), the Productivity and Innovation Centre (PIC) and the purchase of land on Blatchford. Success with these important initiatives could only be achieved with the hard work and efforts of the incredible people at NAIT who helped to make these goals a reality. He noted that the Board of Governors has been instrumental in all of these remarkable achievements. Glenn thanked

past and current Board members for their support and confidence in NAIT's Administration to bring these plans forward and helping us to meet our campus planning goals for the institute.

However, Glenn noted that NAIT will now be faced with some of its most challenging times in all of its history. The budget cuts from Government will have significant impacts to NAIT. But with these challenges comes opportunities for NAIT to continue to work on transformation and continue to be the most relevant and responsive post-secondary as technology, society and learner expectations evolve.

Dr. Feltham acknowledged NAIT's leadership with Dr. Block, Dr. Fitzsimmons and Ms. Marocco leading the institute. They are all talented leaders who have a deep understanding of NAIT and polytechnic learning. They have also developed strong and solid leaders under them.

The last "official" function that Dr. Feltham presided over was the Staff Christmas Party as he and his wife were Santa and Mrs. Claus for the last time. The list of other activities of Dr. Feltham were included in the meeting materials.

Dr. Feltham briefly referred to the Risk Register he provided and reiterated that NAIT's financial sustainability will be one of its most significant risks that management is working on. Our leaders are developing strategies to mitigate our risks as much as possible. Dr. Block will keep the Board informed as we move along with budget strategies.

There were no questions for Dr. Feltham.

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

Dr. Ray Block briefly discussed his report in the meeting materials.

Dr. Block was pleased to advise that the facility uses and resource-sharing agreement with NAITSA is nearly concluded (awaiting NAITSA's review by their legal counsel). Much work from both NAITSA and NAIT management have gone into the final agreement. Dr. Block thanked Karen Velasco and the NAITSA executive for their hard work on this. He also thanked Ms. Marocco and NAIT's legal counsel, Heather Murray, for their assistance as well to finalize the agreement.

The recent provincial budget was informed by a report of a blue-ribbon panel which compared educational costs between Alberta, British Columbia and Ontario. However, NAIT management is concerned that the data used accurately reflects the comparators for polytechnic institutions in these provinces. Therefore, we are conducting a comparative cost research and analysis of other polytechnics in Canada to truly understand the data, the variances and the actions we will need to take. We will provide this report to the Finance Committee at its meeting in February.

Dr. Block also thanked Dr. Feltham for his leadership, vision and support and wished him all the best in his retirement.

There were no questions raised for Dr. Block.

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

Ms. Marocco summarized her report to the Board. She noted that the Industry Solutions leadership team is spending a great deal of time in focusing on relationships with our industry-facing business. Ms. Marocco was pleased to advise that we now have an integrated operating model which is being shared widely across the institution and we are confident that this model will help to enable sustainability and scalability of our business.

Through integrated efforts from many areas – including Dr. Sue Fitzsimmons' leadership, Finance and Human Resources – we have made advancements in our administrative and support areas in identifying focused business-to-business (B to B) strategy with industry. We will continue to transform while maintaining our clients' and revenue expectations.

We are very pleased about the largest collaboration agreement in NAIT's history – a \$10M agreement with Inter Pipeline for Strategic Applied Research. This will also benefit the integrated solutions model of Industry Solutions to enable the partnership to grow and expand into corporate workforce training.

Ms. Marocco highlighted the work that the internal Communications team has been doing in respect of assisting with the communications on the budget impacts so that staff are kept informed.

Ms. Marocco also wished to thank Dr. Feltham for his guidance and support as she settled into her role as a Vice President.

This concluded Ms. Marocco's report and there were no questions for Sandra.

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

Dr. Sue Fitzsimmons pointed out that there are three themes to her report – measuring success, budget challenges and pursuing innovation.

On the first theme of success, Dr. Fitzsimmons advised that we continue to focus on student success. Although we have a slight decrease in applicants, we are doing more with the admissions we have. We have seen an increase in the admissions by about 6% and the Registrar's Office has made improvements in efficiencies in the management of admissions applications. Overall, there are 26% more students enrolled in classes for Winter 2020, compared to Winter 2019. Much of this growth is attributed to international student enrolment.

We are also in the process of developing a recruitment strategy for both international and domestic students.

The Academic Portfolio team has been working hard on developing a response to the challenges of the provincial budget and how the Portfolio must transform to meet those challenges. We remain committed to the transformation that includes both optimization and achieving strong outcomes with limited resources, as well as innovation and preparing for the future.

At the heart of the transformation is the people aspect and the internal communications team has been exceptional in working with the academic portfolio team to ensure transparent communications to staff.

Dr. Fitzsimmons advised that the Portfolio had a recent strategic realignment within the non-school part of the portfolio to provide more agility in this area. Along with the four Schools, we now have an area dedicated to optimizing student progression and an area for maximizing the potential of our educational programming for students and industry, and an area focused on academic transformation. These three areas will provide enhanced strategic support for the work in the four Schools.

We continue to build a culture of innovation in the academic portfolio and have recently created an academic transformation area within the portfolio. This will allow for a more nimble response to transformation initiatives related to our educational mission. We are being very deliberate, purposeful and strategic in how we pursue innovation while addressing the budget challenges from the recent provincial budget. We remain committed to ensuring that innovation continues to grow within the academic portfolio as we believe this is the key to NAIT's future transformation.

Dr. Fitzsimmons thanked Dr. Feltham for all he has done to bring NAIT and polytechnic recognition to the level that it has achieved during his tenure and his impact to the post-secondary system.

*Moved by Dr. Annemarieke Hoekstra that the Executive Reports be accepted for information.*

*Carried*

## **4 COMMITTEE REPORTS**

### **4.1 ACADEMIC COUNCIL**

Dr. Feltham provided a summary of the meeting of Academic Council on November 18<sup>th</sup>. In the meeting, the Council was provided with presentations on our Academic Progression Policy and Procedures and on issues and opportunities in teaching and learning.

Academic Council also voted on adding three new programs to our offerings as well as suspending a program. The program being suspended is being phased out by Government.

#### **4.1.2 New Program Proposals**

The three new programs are being added in response to industry's requests for these programs.

The three new programs are: Cybersecurity, Data Analytics and a specialization for a Bachelor of Business Administration Co-op. Information on all of these programs was contained in the meeting package. Dr. Feltham noted that the Cybersecurity and Data Analytics programs are post-diploma certificates, which are also increasing in demand.

*Moved by Dr. Glenn Feltham that the Board of Governors approve the proposed programs: (1) Cybersecurity (post-diploma certificate), (2) Data Analytics (post-diploma certificate) and (3) BBA Co-op (specialization) effective July 1, 2020.*

*Carried*

#### **4.1.3 Proposed Program Suspension**

The Bachelor of Applied Business Administration-Finance credential is recommended for suspension. Students currently in the program have until June 30, 2023 to complete their program and no further students would be accepted into the program.

*Moved by Dr. Glenn Feltham that the Board of Governors approves the suspension of the Bachelor of Applied Business Administration-Finance, effective July 1, 2020.*

*Carried*

#### 4.1.4 Faculty Emeritus Nominees

Dr. Feltham advised that a Faculty Emeritus nomination is a prestigious award given to retired instructors who are being recognized for having made a significant impact to students and the institute. Their bios were provided in the meeting materials.

*Moved by Dr. Glenn Feltham that the Board of Governors approve the nominations of the following individuals for Faculty Emeritus awards: Colleen Lowe, Don Moar, Jim Otteson.*

*Carried*

#### 4.2 CAMPUS DEVELOPMENT COMMITTEE

Mr. Kruper, Chair of the Campus Development Committee (CDC), delivered a brief summary of the Committee's meeting on November 19, 2019.

At this meeting, the Committee received a presentation on the refreshed Campus Development Plan. The Committee provided feedback on the plan to the consultants. A final draft of the Plan is expected to be available in early December with a copy being provided to the City by January 1, 2020 as one of the conditions in the Blatchford purchase agreement. It is expected that a final draft will be presented to the CDC and then the Board later in 2020.

The CDC also discussed the Hangar 11 building which is on the parcel of Blatchford land purchased by NAIT, although the building was not part of the purchase. The City is in the process of looking at a historical designation for Hangar 11. It was noted in the meeting that the building is in significant disrepair and would be costly to refurbish. As an option to retaining the building as-is, NAIT provided the City with a concept for the re-use of signature elements of the building at a different location on NAIT's future land. This will be further discussed with the City.

The Committee was informed that the City is in the planning stages to convert the Yellowhead to a freeway and therefore, access to/from the Yellowhead to/from 106<sup>th</sup> street will likely be eliminated. This will cause access issues for students and staff to NAIT from this roadway. It will also affect the Patricia Campus access. NAIT is working with City planners to understand and mitigate the potential impacts.

The Committee was provided with information on WCB coverage for NAIT students on practicum. It was advised that students are considered workers of the Government of Alberta for WCB coverage while on practicum. This means that there is no risk to NAIT as students are not covered under NAIT's WCB account during that time. It also means that WCB is not able to disclose information to NAIT should an incident occur while the student is on practicum.

NAIT has retained International SOS to provide medical and security assistance to NAIT staff and students travelling abroad. CDC was provided information on the services available and how they can be accessed.

Currently, for any parking tickets issued by NAIT, fine payments go to the City. The City is not prepared to consider revenue-sharing with NAIT for these tickets. Therefore, NAIT is looking into other enforcement procedures which will allow NAIT to retain this revenue.

Mr. Kruper concluded his report.

### **4.3 EXECUTIVE COMMITTEE OF THE BOARD**

Mr. Pisani discussed the two meetings of the Executive Committee since the last Board meeting.

At its meeting on October 15<sup>th</sup>, the Committee reviewed the Board meeting of October 8<sup>th</sup>. The Committee also discussed the upcoming Provincial Budget and the potential effect on NAIT if there were going to be significant funding cuts.

The Committee further discussed transition planning with NAIT's Executive Committee, Jeff Dumont and Clayton Davis.

The Executive Committee met again on November 21<sup>st</sup> to review the board agenda for today's meeting. The Committee also discussed the results of the Provincial Budget and what it will mean for NAIT going forward.

This concluded Mr. Pisani's update.

### **4.4 EXTERNAL RELATIONS COMMITTEE**

Ms. Vi Becker, Chair of the External Relations Committee, provided a brief overview of the Committee's meeting held on November 14<sup>th</sup>.

At that meeting, there were three areas of focus that were discussed – Advancement, Government Relations and Branding.

In Advancement and Alumni Relations, the NAIT-it Forward campaign raised \$92K with a goal of \$90K. This is a staff fundraising campaign for student bursaries and scholarships. Staff participation was 37% from a goal of 40%. In a national survey of colleges and polytechnics, it was shown that NAIT is performing among the top institutions for dollars raised and cost per dollar raised. Ms. Becker was pleased to advise that Ms. Robyn Khunkun has been promoted to Associate Vice President, Advancement for her strong leadership in this area as this position has been vacant since the spring.

In Government Relations, we have created an advocacy plan to ensure our priorities align with those of the current provincial government's platform and will set out the path for effective engagement.

The Marketing and Communications department has been assisting with communications for the impending departure of Dr. Feltham and the incoming President and CEO, Dr. Ray Block. They have also been essential in messaging to staff on the provincial budget and what it will mean for NAIT.

#### **4.4.2 Naming Policy**

Ms. Becker reported that NAIT has not had a formal broad naming policy prior to today to help guide decisions on naming of structures on the campus or for philanthropic or honorific naming. Previously, the Campus Development Committee had oversight on functional naming and worked with Advancement on philanthropic naming. Given the strategic importance of naming, and given the level of required decision-making

particularly around honorific naming, it is appropriate to have a formal naming policy to provide that guidance.

The External Relations Committee will own the Naming Policy as it will be a Board Policy. The Naming Policy has been vetted through the relevant policy development process and is now presented to the Board for approval. There are also Procedures which will be under the respective areas Facilities and Advancement.

*Moved by Vi Becker that the Board of Governors approves the Naming Policy as presented.*

*Carried*

This concluded Ms. Becker's report.

#### **4.5 AUDIT COMMITTEE**

Ms. Priti Laderoute provided the report of the Audit Committee on behalf of the Chair, Ms. Val Berger, who was unavailable for today's meeting.

The Audit Committee was advised that Advanced Education has just approved a budget to develop a cybersecurity framework for post-secondary institutions in Alberta. NAIT will be an active participant. NAIT is continuing phishing tests and education, to reduce our click rate from phishing emails. The Committee was informed that the roadmap development for our ERP movement to a cloud-based service is complete.

The purchase of the Blatchford lands included several conditions – 22 – to be met before the purchase is fully concluded and seven of those 22 conditions have been met. It is expected that at least four more conditions will be met in the first quarter of 2020.

The Audit Committee reviewed the bi-annual risk report and many of the risks are being driven and impacted by the new Provincial Budget. The risk report is being closely monitored.

##### **4.5.2 Annual Report for 2018-2019**

Ms. Laderoute advised that NAIT's Annual Report is to be approved by the Board today for submission to the Ministry by December 31, 2019. Ms. Laderoute invited Dr. Feltham to provide a short presentation on the Annual Report.

Dr. Feltham noted that the Annual Report reports on outcomes of the Comprehensive Institutional Plan (CIP) and is highly prescriptive.

Items to note in the Annual Report:

- Credit FLE (Full Load Equivalent)
  - Degree, Diploma, Certificate FLEs were 10,933 (down 8 from 2017/18)
  - Apprentice FLEs were 2,453 (down 354 from 2017/18). Dr. Feltham noted that in Trades, 4 FLEs = 1 student
- Non-credit Registrations were 38,629 (down 312 from 2017/18)
- Student satisfaction with relevance of skills and knowledge – 96-98%

Dr. Feltham was pleased to advise that NAIT received a clean audit report and although we will have a deficit of \$5.6M, our financial sustainability measures are working. Dr. Feltham briefly reviewed the financial results and revenue and expenses. Our staffing costs account for about 67% of our expenses.

As there were no questions for Dr. Feltham, the motion to approve the Annual Report was made.

*Moved by Priti Laderoute that the Board of Governors approve NAIT's Annual Report for the fiscal year ended June 30, 2019, with such non-substantive changes that management of NAIT considers necessary or advisable.*

*Carried*

#### **4.6 FINANCE COMMITTEE**

Ms. Laderoute provided a summary of the Finance Committee's meeting on November 26<sup>th</sup> and advised that management reported to the Committee that NAIT was on track to meet the Board-approved budget in the Comprehensive Institutional Plan. However, the budget provides NAIT with a \$12.2M funding shortfall, which would raise NAIT's deficit to \$13.8M if no action is taken.

Ms. Laderoute noted some highlights from the first Quarter which include:

- Tuition revenues were \$2M greater than budget, mainly due to strong international student growth; and
- Through NAIT's hiring chill and reduction in discretionary expenses, NAIT leaders have already reduced expenses by \$3.5M, an amount that was built into the budget.

With the October 24<sup>th</sup> Provincial Budget, NAIT had to provide a response to government on how it plans to adjust to the reduced funding allotment, by December 2, 2019. A final report to government on how management would reduce spending will be provided to the Ministry by the end of February 2020. NAIT's approach will be to assess what changes will be needed to meet this year's funding cuts, and an additional three successive years' grant cuts, while pursuing transformational change. Further information will be provided to the Board once the plan has been finalized.

The Finance Committee was advised that a report on the Collegiate is being prepared for the Deputy Minister to receive in January. The Collegiate was an election platform promise for the UCP Government.

On student housing, discussions and evaluations continue.

The Finance Committee reviewed the investment asset mix as the Investment Advisory Subcommittee recommended diversifying our asset mix to reduce risk and increase returns. A change to NAIT'S Investment Procedure was recommended and the Finance Committee supported the proposed change.

Ms. Laderoute concluded her report on the Audit and Finance Committee meetings.

#### 4.7 FOUNDATION TRUSTEES

Mr. Pisani advised that the Foundation did not meet this Quarter.

#### 4.8 GOVERNANCE COMMITTEE

Ms. Yasmin Jivraj was pleased to provide the report as Chair of the Governance Committee meeting on November 12<sup>th</sup>.

The Committee discussed several matters some of which include:

- Proposed changes to the policy approval process
- Requesting changes to the Code of Ethics and Conduct Policy
- Strategic oversight on innovation and technology
- The NAIT/NAITSA agreement on resources
- The February Board Retreat and Strategic Planning meeting
- Review and recommendation for approval of the Terms of Reference for several board committees – which were approved in the consent agenda today

##### 4.8.2 Policy Development Policy

The Governance Committee had a discussion on a new Policy Development Policy. At NAIT, all policies fall under the Board of Governors. There are certain institution policies that are delegated to administration – NAIT's Executive Committee. All policies are approved by either the Board or NAIT's Executive Committee.

Board-approved policies:

- Relate directly to the functioning of the Board of Governors, and/or
- Deemed to be of high strategic importance – with accompanying levels of risk, and/or
- Mandated as Board-approved under the PSLA

NAIT Executive Committee-approved policies:

- Relate to the management of the affairs and operations of NAIT
- NAIT's Executive Committee may choose to bring the policy to the Board for information, feedback or approval

All policies, both Board and Administration, will have:

- 1) A Policy Owner
- 2) A Policy Lead
- 3) Policy approval

The new Policy Development Policy will define the process for policy development and approval and ensures the process aligns with the institute's values, mission, strategic plan and legislative requirements. This is prudent governance.

No concerns were raised with the approval of this policy.

*Moved by Yasmin Jivraj that the Board of Governors approves the Policy Development Policy.*

*Carried*

Ms. Jivraj concluded her report.

#### **4.9 HUMAN RESOURCES COMMITTEE**

Mr. Daryl Kruper, Chair of the Human Resources Committee, provided a report on the Committee's meeting in October and November.

Mr. Kruper advised that the profile for the new president has been finalized with input from many stakeholders including staff and students. It is anticipated that screening and then interviews of applicants will commence in January and full presentations from final candidates to the Board at the Strategic Planning meeting in February.

At the meeting on October 10<sup>th</sup>, the Committee discussed whether English as a Second Language (ESL) instructors should be designated as Academic Staff, and if so, determine which union they would then fall under.

At the November 13<sup>th</sup> Human Resources Committee meeting, the Committee discussed the human impacts of the budget cuts from Government. There will be a significant amount of work that will be done by management to ensure we implement the best approach for both staff and NAIT.

We are currently in negotiations with NAIT's Staff Association (NASA) and are in a wage re-opener with AUPE.

This concluded Mr. Kruper's HR Committee report.

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

Mr. Pisani requested that NAIT's Executive Committee and Clayton Davis remain for the *in-camera* discussion and all other guests departed the meeting.

*Moved by Daryl Kruper that the Board move to an in-camera session.*

*Carried*

Dr. Annemarieke Hoekstra, Pan Zhang and Jamie Corfield all declared conflicts of interest with the *in-camera* section on business continuity and will excuse themselves from that discussion.

At this time, Dr. Glenn Feltham was pleased to advise that Mr. Jeff Dumont has been appointed as the Vice President Administration and CFO and will step into this role on December 16<sup>th</sup> when Dr. Block moves into the President and CEO role. Dr. Feltham noted that Mr. Dumont's appointment will provide greater continuity while we transition to the new president role once that person is appointed. This will be formally announced to the NAIT community tomorrow.

Mr. Dumont was invited to join the *in-camera* session with the Board.

#### **5.1 2019 Provincial Budget and Financial Sustainability Strategies**

The impacts of the reduced government funding was discussed and how NAIT will need to transform to ensure financial sustainability. A transformation plan is being developed and will be provided to the Ministry by the end of February 2020.

In order to provide support and insight to NAIT's Executive during this time, we have engaged four experts who have dealt with transformation and how to manage this. The

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backgrounds of these members were provided. It was recommended that our standard Indemnity Agreement be provided to them. A brief discussion ensued.

*Moved by Dr. Glenn Feltham that the Board of Governors of the Northern Alberta Institute of Technology indemnify each of Phyllis Clark, Peter MacKinnon, Jake Gebert and Andrew Ross in their capacity as members of the Transformation Advisory Committee, as per the form of Indemnity Agreement prepared by NAIT's General Counsel.*

*Carried*

### 5.2 Business Continuity Strategies

At this time, Dr. Annemarieke Hoekstra, Pan Zhang and Jamie Corfield all departed the meeting due to conflicts of interest with this item.

Discussed.

### 5.3 President Search Update

Discussed.

*Moved by Priti Laderoute that the Board exit the in-camera session.*

*Carried*

## 6 CORRESPONDENCE

For information.

## 7 BOARD MEMBER CONTACT LIST

For information.

## 8 NEXT BOARD MEETING

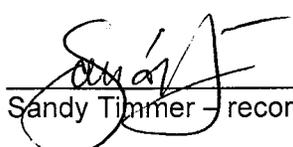
The next Board Meeting date will be Friday, February 28, 2020 at 4:00-7:00 p.m. in T811 with a potential optional tour of the Health Simulation Labs at 3:00 p.m. before the Board meeting. The Strategic Planning Meeting will be Saturday, February 29, 2020 at 8:00 a.m.-4:00 p.m. in the Governor's Boardroom, T811.

## 9 ADJOURNMENT

*Moved by Paul Verhesen that the Board of Governors meeting be adjourned.*

*Carried*

  
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Ray Pisani – Chair, Board of Governors

  
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Sandy Timmer – recorder