



## NORTHERN ALBERTA INSTITUTE OF TECHNOLOGY

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

Tuesday, February 26, 2019  
4:00 to 7:00 pm

#### T811 Governors' Boardroom

<b>Members Present:</b>	Ray Martin (Chair)	Daryl Kruper (Vice Chair)	Dr. Glenn Feltham
	Alayne Sinclair	Dr. Annemarieke Hoekstra	Brenda Needham
	Claire Seo	Mary Lynne Campbell	Jamie Corfield
	Priti Laderoute	Ray Pisani	Matthew Woodley
	Valerie Berger	Yasmin Jivraj	Vi Becker
<b>Resources:</b>	Dr. Ray Block	Dr. Sue Fitzsimmons	Sandra Marocco
<b>Regrets:</b>	David Migadel	Tara Chahl	
<b>Recorder:</b>	Sandy Timmer		

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#### 1 Call to Order

Mr. Daryl Kruper, Board Vice Chair, welcomed Board members to the third meeting of the academic year and called the meeting to order at 4:00 p.m. Mr. Kruper indicated that he was asked to chair as Mr. Martin is calling into the meeting.

Mr. Kruper remarked on the major announcement on February 6<sup>th</sup> of the purchase of land on Blatchford from the City. This was a significant event for NAIT as the parcel of land purchased will provide for NAIT's future growth for the next 100 years. The negotiations for the purchase of the land has been ongoing since 2012 and it is very exciting to have this now concluded. Mr. Kruper thanked all those who have worked hard to have this agreement concluded.

It was noted that NAIT has been recognized as one of Alberta's best employers for the eighth straight year. This is an outstanding achievement and Daryl congratulated everyone at NAIT who make NAIT great!

Mr. Kruper advised that Silvie Forest has recently stepped down as a member of the Board of Governors so that she can focus more fully on program changes in her area. Mr. Kruper thanked Ms. Forest for her contributions to the Board and the External Relations Committee

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during her time on the Board. The President of the Staff Association has indicated that they will soon nominate a replacement for Silvie.

There are several items that the Board will be asked to vote on today, including:

- Name changes for seven academic programs
- Honorary Degree nominees for Convocation in May
- The Capital Plan
- Amendment to the Articles of Association for the NAIT Foundation
- Tuition fees
- The AUPE Collective Agreement

Mr. Kruper then moved into the formal part of the meeting.

### 1.1 Approval of the Agenda

Mr. Kruper asked Board members if they had any conflicts to declare with today's agenda. Jamie Corfield advised that he will excuse himself from the *in-camera* discussion on the AUPE tentative agreement. No other conflicts were declared. No changes were made to the agenda.

*Moved by Val Berger that the agenda be approved as presented.*

*Carried*

### 1.2 Approval of the Minutes of the Meeting held on December 11, 2018

*Moved by Ray Pisani that the minutes of the Meeting of December 11, 2018 be accepted as presented.*

*Carried*

### 1.3 Business Arising from Minutes

There was no business from the previous meeting to address.

## 2 Consent Agenda

### 2.1 Accepting Minutes and Receiving Committee Reports:

Board members reviewed the items in the Consent Agenda and no items were moved to the main agenda.

- 2.1.1 Academic Council - Minutes of the Meeting on February 4, 2019
- 2.1.2 Campus Development Committee - Minutes of the Meeting on February 5, 2019
- 2.1.3 Campus Development Committee – Naming Grids and Donor Recognition
- 2.1.4 Executive Committee - Minutes of the Meeting on December 18, 2018
- 2.1.5 Executive Committee – Minutes of the Meeting on January 23, 2019
- 2.1.6 External Relations Committee - Minutes of the Meeting on January 22, 2019
- 2.1.7 Audit Committee - Minutes of the Meeting on February 12, 2019

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- 2.1.8 Audit Committee - Compliance Certificate–October 1-December 31, 2018
- 2.1.9 Finance Committee - Minutes of the Meeting on February 12, 2019
- 2.1.10 Finance Committee - NAIT's Financials and Quarterly Investment Report for the Quarter Ended December 31, 2018
- 2.1.11 NAIT Foundation – Minutes of the Meeting on February 12, 2019
- 2.1.12 Governance Committee - Minutes of the Meeting on January 31, 2019
- 2.1.13 Human Resources Committee - Minutes of the Meeting on January 29, 2019

*Moved by Mary Lynne Campbell 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 proceeded to provide an overview of his report which is contained in the meeting package. Dr. Feltham highlighted some key points from his report.

As mentioned by Mr. Kruper, the announcement on the agreement for the Blatchford lands on February 6<sup>th</sup> was truly historic for NAIT. We have been in discussions and negotiations with the City since 2012 so to have this now concluded is a significant milestone for NAIT. The lands on Blatchford will secure NAIT's future for the next 100 years and beyond. The main campus will roughly double in size, including the Westwood Bus Barn lands we acquired last year. Having this additional land will help to ensure that NAIT's vision to be a leading polytechnic can be realized with much-needed space to grow.

Dr. Feltham noted that, given we have secured this land, we will be working on developing a campus plan for the future which will consider the emerging nature of our campus and community. Further, we can now advance NAIT's plan for a world-leading skilled trades' facility.

Dr. Feltham advised that of the \$111M borrowing that was approved, we have earmarked \$57M of that to finance the Blatchford purchase and the balance for the construction of the Productivity and Innovation Centre. We also continue to work with the Government of Alberta on the sale of the South Lands.

For the Armoury that is on the Blatchford parcel, we will look at exercising the option to purchase once the funds from the sale of the South Lands have been realized.

Dr. Feltham touched on the recent change in Executive resulting from Kevin Shufflebotham leaving NAIT to take on the role of President and CEO of Medicine Hat College. Kevin has had a significant impact to NAIT and his leadership and his good humour will be missed. With this change, it was decided that Dr. Sue Fitzsimmons would take on the dual role of Provost and VP Academic. Some of the responsibilities that Sue was handling will be moved over to Sandra Marocco, primarily, Industry Solutions.

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It was noted by Dr. Feltham that we have reached a tentative collective agreement with AUPE. He commented that the bargaining process was positive and professional, and the tentative agreement looks to be satisfactory for both our staff members and for NAIT.

At the Board's strategic planning session in April, we will be focusing on NAIT's positioning and key priorities. With that, we have to also consider the effects of the nature of change that will occur in the coming years. Change is constantly happening around us now and we have to be prepared to address it.

Items of interest that Dr. Feltham pointed out that have recently occurred at NAIT included:

- CBC's The National held a live broadcast from PIC for a townhall discussion with Albertans on our economy and energy.
- NAIT hosted a federal/provincial/territorial conference at PIC in January on disaster and emergency management. Attending this conference were federal and provincial ministers and senior public servants. This was a high-profile event held at PIC and we were thrilled to be able to host this event.
- Our past Board Chair, Brent Hesje, was honoured by the Edmonton Chamber of Commerce and received the Northern Lights Award of Distinction for his contributions to the business community in Edmonton.

Dr. Feltham concluded his report by advising that NAIT's risk profile continues to remain reasonably stable. We continue to monitor and mitigate our risks to ensure NAIT remains financially sustainable and a world-leading polytechnic.

### 3.2 VP Administration and CFO

Dr. Ray Block provided a summary of his report to the Board. He noted that NAIT is currently in preparations for budgets to address the next three years. These budgets will be included in our Comprehensive Institutional Plan. Dr. Block did note that revenues have not kept pace with increasing expenses over the past several years. This is largely due to significant restrictions on our main revenue sources while continuing to grow the institute to meet our NAIT 2021 vision. We expect that budget preparations will be challenging as we ask our leaders to do more with less. Short term targets for savings will need to be introduced.

Dr. Block noted that these financial difficulties are being faced by all post-secondary institutes, as all have been challenged with the ongoing tuition freeze, significant cuts to overall funding, decreased apprenticeship seats (in NAIT's case), and increased costs of providing staff salaries and benefits.

A further unknown is the upcoming provincial election and how the elected party will decide to deal with the provincial deficit. We do not expect new or increased funding from Government so we will have to do a significant amount of work to make our budget balance by 2020/21.

NAIT's Executive and senior members from Finance and Corporate Services will be meeting with all budget leaders in the coming weeks to review their budgets. We will be reporting the results of those meetings to the Finance Committee at their meeting in April and a summary will be presented to the Board in May.

Dr. Block advised that NAIT has undertaken a re-zoning initiative. Currently, the campus falls under four land use bylaws in seven different areas, many of which are obsolete as they relate to the former airport. Facilities Management and Development has been working with Stantec to rezone the main campus into a single land use bylaw – Urban Institutional (UI) – including a NAIT-specific overlay. The new zoning will allow future development to occur without requiring rezoning of each parcel or project. Dr. Block was pleased to report that yesterday, City Council approved our application and we are now zoned for UI for the main campus.

The last item Dr. Block touched on was the tuition and regulation legislative changes and our response to Advanced Education. We are currently conducting a further investigation into the regulation changes and its impact to NAIT. This will be presented at the Finance Committee meeting in April and also presented to the Board in May.

### **3.3 VP External Relations and CDO**

Sandra Marocco discussed her report to the Board and advised that her portfolio is focusing on a broad forward-looking lens.

Some of the highlights from Ms. Marocco's report included:

- In the Advancement department, she was pleased to note that we are at the half-way point of the fiscal year and have achieved approximately 80% of our fundraising goal.
- We have submitted eight new leadership proposals, with each proposal greater than \$1M which totals over \$14M to industry partners. Many of our contracts are near conclusion so we are actively pursuing renewals of those contracts.
- Our NAIT-it-Forward campaign, which is a fundraising campaign involving staff, had over 40% engagement from staff, up over 9% from last year, which allowed us to exceed our fundraising goal by 30% so we are very pleased with the response.
- Ms. Marocco advised that we are doing significant work around our benchmarking activities and as a member of the Canadian Council for the Advancement of Education, we were able to advise on a survey of charitable giving to higher education in Canada. The data is being reviewed by the Council and the results of those surveys will be presented in June this year. We will then provide this report to the External Relations Committee in the fall to see where NAIT performs well or where there are opportunities for improvement.

Ms. Marocco advised that due to the heightened security risk for doing business in China, we have cancelled some travel. We have worked with HUST University, our client partner in China, to have the programs delivered via Skype and various other online delivery and they are satisfied with that arrangement. We will continue to monitor the travel security risk for China.

Ms. Marocco was pleased to report that the Marketing and Communications department received a number of awards at the recent Council for the Advancement and Support of Education (CASE) awards which showcases the level of talent in that department.

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With Industry Solutions, we have made some restructuring changes of the Industry Solutions Management Team to better improve efficiency and effectiveness for a fully-integrated team with one vision. There are two streams within this team – one for business development and one for the development of delivery of services.

We continue to work with the finance team on the required segmented reporting for Industry Solutions.

Ms. Marocco concluded her report to the Board.

### 3.4 Provost and VP Academic

Dr. Fitzsimmons provided an overview of the Provost and VP Academic report to the Board. She also commented that moving Industry Solutions to Sandra Marocco's portfolio makes the most sense for the team and for NAIT. Dr. Sue Fitzsimmons wished to highlight five key priorities from her report to the Board.

- 1) Workload and collective bargaining – we will be moving into bargaining with our academic staff association and ensuring staff are treated fairly with respect to negotiations, while keeping financial sustainability for the institute top of mind as well.
- 2) As we move into the budgeting process, Dr. Fitzsimmons will be working with her team leaders in this combined portfolio as to how we can look at things differently and what are our opportunities going forward.
- 3) Dr. Fitzsimmons will be meeting with all of her staff from the Provost portfolio to ensure a complete and focused team for the combined portfolio.
- 4) Consideration of what this portfolio's operations will look like into the future. Sue will continue the work that Kevin was doing, focusing on certain departments for strategic enrolment management to maximize student progression.
- 5) Dr. Fitzsimmons is also considering how we deliver programs, how students access it, how it is curated by institutions other than post-secondaries.

Dr. Fitzsimmons commented on international students and their importance to the institute. We are doing some transformative work in the Registrar's office on how we admit international students and have increased our levels. We will continue to develop our plans for increasing international student registration.

Overall, we are down slightly for registration for winter 2019 from winter 2018. The continued slump in the economy has some impact on this. We are being much more targeted in our communications to students to try to increase registrations. The apprenticeship numbers have somewhat stabilized and we are not expecting a significant decline in apprentice registrations from where we are currently at. For 2018/19 we are projecting to be slightly ahead of 2017/18 in FLEs.

Dr. Fitzsimmons advised that we have recently launched a survey to find out why students did not return to NAIT to complete their programs.

Sue provided the Board with the new Aboriginal strategy document, "Connecting the Four Directions" which is a living document created by our Aboriginal Centre team led by Derek

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Thunder and supported by our AVP Campus Life, Dr. Alison Lewis. Sue discussed the document and how the strategy ties into NAIT 2021 and the Seven Grandfather teachings that guide our Aboriginal students' lives.

A brief discussion on the document was held. It was asked what the current distribution of international students is and Sue advised she will obtain that information for the next Board meeting. [Action Item]

Dr. Fitzsimmons was also asked if she could provide the number of Aboriginal students in our student population. [Action Item]

The Board discussed “disruption” with Dr. Fitzsimmons and how that impacts our institute and post-secondary education as we continue to move forward. We have to continually plan to adjust how changes affect how we operate. It was suggested to look at which companies remained successful during the past major disruption. How was their agility and ability to mitigate the risks on their business?

Dr. Fitzsimmons concluded her report.

## 4 Committee Reports

### 4.1 ACADEMIC COUNCIL

Dr. Feltham reported on the Academic Council meeting held on February 4<sup>th</sup>. He advised that in the meeting, Council discussed the recommended name changes to programs, reviewed the endorsed honorary degree recipients and had a presentation on student progression.

As Dr. Fitzsimmons noted in her report, we have recently seen a slight decline in students returning to NAIT to complete their program. In the presentation on student progression, Council was advised by the Registrar that a survey to students who have not returned has been issued to find out reasons why they did not return to complete their program. We will use these results to assist new students in their progression for learning.

Dr. Feltham then discussed the recommended program name changes that have been put forward for the Board's approval. These name changes have been suggested by industry and recommended by staff. It was advised that consultations with staff and students on the name changes were also held.

#### 4.1.1 Proposed Name Changes to the following Programs

- 4.1.1.1 Emergency Medical Technician (certificate)
- 4.1.1.2 Emergency Medical Technology – Paramedic (diploma)
- 4.1.1.3 Emergency Management (diploma)
- 4.1.1.4 Biological Sciences Technology—Renewable Resources (diploma)
- 4.1.1.5 Biological Sciences Technology—Laboratory and Research (diploma)
- 4.1.1.6 Biological Sciences Technology—Environmental Sciences (diploma)
- 4.1.1.7 Bachelor of Technology in Technology Management (degree)

The Board reviewed the recommended name changes and had no concerns to raise.

***Moved by Dr. Glenn Feltham that the Board of Governors approves the program name changes to the following program names, effective July 1, 2019:***

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- Emergency Medical Technician – Ambulance (certificate) *to Primary Care Paramedic*
- Emergency Medical Technology – Paramedic (diploma) *to Advanced Care Paramedic*
- Emergency Management (diploma) *to Disaster and Emergency Management*
- Biological Sciences Technology – Renewable Resources (diploma) *to Biological Sciences Technology – Conservation Biology*
- Biological Sciences Technology – Laboratory and Research (diploma) *to Biological Sciences Technology – Laboratory Research and Biotechnology*
- Biological Sciences Technology – Environmental Sciences (diploma) *to Biological Sciences Technology – Environmental Monitoring and Assessment*
- Bachelor of Technology in Technology Management (degree) *to Bachelor of Technology – General*

**Carried**

### 4.1.2 Honorary Degree Recipients

Dr. Feltham asked to move *in-camera* for this discussion. The Chair asked Executive to remain for the discussion and other guests were excused.

***Moved by Dr. Glenn Feltham that the Board of Governors move to an in-camera session.***

**Carried**

It was noted that no conflicts of interest with Board members were raised for this discussion.

Dr. Feltham provided an overview of the nominees and the nomination process for the Board's information. The Board discussed the recommended nominees to receive an Honorary Degree.

***Moved by Alayne Sinclair that the Board of Governors approves the recommended nominees for Honorary Degrees as presented.***

**Carried**

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

**Carried**

***Moved by Dr. Glenn Feltham that the Board of Governors ratifies the motion to approve the recommended four nominees for Honorary Degrees.***

**Carried**

## 4.2 CAMPUS DEVELOPMENT COMMITTEE

Mr. Kruper, Chair of the Committee, provided a summary of the Campus Development Committee's (CDC) meeting on February 5, 2019.

The Committee learned that continued testing on NAIT's Alert system has taken place with good results on notifications. We currently have over 5,000 members of the NAIT community who have downloaded the Alert app. This app is available to staff and students and provides enhanced security notices on campus.

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We continue updating the Business Continuity Plans across NAIT with 22 plans completed to date. These 22 plans substantially cover the campus. It was noted that now that the plans have been completed, they will be continually refreshed so we can stay current. Administration is looking at a database management tool to help support ongoing plan maintenance for owners and coordinators with the departments and schools. The CDC will have a presentation on the Emergency Management and Business Continuity plan at their meeting in April.

It was requested that the Board be provided with information on NAIT's disaster recovery insurance for the next meeting. [Action Item]

Mr. Kruper advised that the Committee reviewed its Terms of Reference (ToR) and noted there is some overlap of responsibilities with the CDC and the Human Resources Committee within their respective Terms of Reference. Both committees are reviewing their Terms of Reference to determine clarity on the overlap of responsibilities. The key area of overlap is the responsibility for the health and safety for staff, students, contractors and visitors. The revised ToR for each committee will then be provided to the Governance Committee for review and then to the Board for approval.

### 4.2.1 Capital Plan 2019/20 to 2022/23

Mr. Kruper reported that the CDC reviewed the Capital Plan for 2019/20 through 2021/22 for the institute. The Capital Plan is part of the Comprehensive Institutional Plan (CIP) and is mandated by the Government. The Capital Plan describes our larger capital projects. Mr. Kruper pointed out that the only change from last year is that PIC is complete.

The proposed plan includes the following initiatives:

1. Acquisition of Expansion Land
2. Skills Centre
3. Acquisition of Crane and Hoisting Facility (currently leased with an option to purchase)
4. Main Campus Space Optimization
5. Student Housing
6. Capital Maintenance and Rehabilitation

The Board reviewed the capital projects and did not raise any concerns with them.

***Moved by Daryl Kruper that the 2019/20 to 2021/22 Capital Plan be approved by the Board of Governors for inclusion in the 2019/20 to 2021/22 Comprehensive Institutional Plan.***

***Carried***

Mr. Kruper noted that a stakeholder (both internal and external) roundtable discussion was held on January 21<sup>st</sup> to review ideas for the overall campus plan. This will be discussed further at the Board's strategy meeting in April.

The last item Mr. Kruper reported on was the new NAITSA office space that is currently being renovated. The renovations are going well and NAITSA should be in their new offices in the fall.

### **4.3 EXECUTIVE COMMITTEE**

Mr. Ray Martin, the Executive Committee Chair, provided a brief summary on the two meetings had by the Executive Committee of the Board. He advised the Committee met on December 18<sup>th</sup> and again on January 23<sup>rd</sup>.

At the meeting on December 18<sup>th</sup>, the Committee briefly discussed the Blatchford lands agreement and the funding approval we received. The Committee then discussed the Board meeting on December 11<sup>th</sup> overall and agreed to set a meeting in January to review topics for the board's discussion at the February meeting.

Mr. Martin advised that at the Executive Committee's meeting on January 23<sup>rd</sup>, the Committee reviewed items that Board members would like further information on and decided on the topics for discussion and presentation for the February board meeting. The Committee also reviewed the draft agendas for the Board Retreat and Strategic Planning Session in April.

Mr. Martin concluded his report from the Executive Committee of the Board.

### **4.4 EXTERNAL RELATIONS COMMITTEE**

Ms. Vi Becker, Chair of the External Relations Committee, provided the Board with an overview of the Committee's meeting on January 22<sup>nd</sup>.

The Committee was advised that we will be launching a new branding campaign with six new Brand Ambassadors including our Board member, Tara Chahl, as one of those Brand Ambassadors. Ms. Becker noted that our advertising recall is now the strongest among Edmonton post-secondary institutes.

As Ms. Marocco noted in her report, our Marketing and Communications Department won a total of six awards recently at the Council for the Advancement and Support of Education (CASE) District 8 Awards. This annual competition features some of the best work from peer post-secondary institutions in both Canada and the United States. They also won the gold award in an international competition for the NAIT Christmas card Tinsel Topper game. We have much to celebrate with the talent in our Marketing and Communications team.

Ms. Becker noted that we are working on a pre- and post-election strategic plan so that whatever government is in place after the election, we will continue to work with them to share the NAIT story.

We were pleased to have MP Randy Boissonnault, MLA David Shepard and Mayor Don Iveson attend the Blatchford announcement. This, once again, shows our engagement with government at all levels.

Our Advancement department is working on their fundraising priorities for the next major fundraising campaign. We have also received results from the alumni survey and those results will be discussed at the next External Relations Committee meeting and will be shared at the next Board meeting.

#### 4.5 AUDIT COMMITTEE

Ms. Val Berger, Chair of the Audit Committee, reported on the meeting of the Audit Committee held on February 12<sup>th</sup>. She advised that the Auditor General's Office (OAG) attended the meeting and presented the audit plans for both NAIT and the NAIT Foundation. Mr. Nelson Robe-From was introduced to the Committee as the new Principal for this year's audit. The Committee was informed that the materiality limit for the NAIT audit remains at \$11M and the materiality limit for the foundation remains at \$10,000.

Ms. Berger advised that the significant audit matters that will be reviewed by the audit team include:

- Capital transactions and projects – Blatchford, Westwood Bus Barns
- Repayment and refinancing of the \$150M loan with ACFA
- Revenue recognition
- PeopleSoft Upgrade

Audit results will be presented to the Board next October.

In the meeting, Ms. Wladyka, CIO, reported on IT activities. She noted that we are in the final stages of determining how to approach the security findings from MNP. Our hacking and controlled phishing will continue so that we can continue to improve our security. A full report will be provided to the Committee at our next meeting in April.

We are currently upgrading all of our systems to the latest version of PeopleSoft. The Audit Committee discussed PeopleSoft as it was advised that this platform is not available in the Cloud. However, NAIT is planning to modernize the current ERP once a Cloud-based platform and funding is available. A Cloud-based platform will provide significant improvements to NAIT's current IT security.

The Audit Committee was updated by Ms. Heather Murray, legal counsel, on some of the legal matters in her area. Ms. Murray also briefly touched on the current status of the Individual Learning Models (ILMs). She advised that we have received funding of \$2.7M from the Government of Alberta for the upgrading of the ILMs that both NAIT and SAIT will own and manage jointly. The funds were forwarded to NAIT to administer. There are four legal agreements that are being executed so that as of June 1, 2019, the ILMs can be distributed by NAIT/SAIT. It was noted that there is significant work to be done to upgrade the ILMs. PanGlobal, which is owned by NAIT, SAIT and BCIT, will be subcontracted to assist with this upgrade work. It was further noted that PanGlobal has rented the second floor of the Western Hog Exchange building that NAIT owns, to staff the completion of this work.

The Committee was updated on internal audit by Mr. Ross Wilson, internal auditor, as he discussed his audit engagement of the Student Service Centre (SCC) for Student Information Services In-Person Services. Ross advised the Committee that the audit engagement was on the management of payments and on the design of controls. The audit found that fewer students are making in-person payments and are choosing to make their payments online. The recommendation from the audit findings is that we should look at changing our payment system to have only an online payment process. However, there will need to be significant work done in this area before this change can occur.

#### 4.6 FINANCE COMMITTEE

Ms. Berger then reported on the meeting of the Finance Committee, also held on February 12<sup>th</sup>.

##### 4.6.1 Amendment of Articles of Association for NAIT Foundation

Ms. Berger advised that Sandra Marocco and Mike Meldrum joined the meeting to speak on the NAIT Foundation. The Foundation is primarily used for the annual Hockey Draft and the Casino fundraisers.

Ms. Marocco reported to the Finance Committee that a review of the Foundation was recently undertaken by an internal working group to see if expanding its operations and framework for broader opportunities was beneficial. A scan of other post-secondary foundations across Canada was also performed to inform the review.

The Committee was advised that, after the review, it was found that the relative benefits of expanding the Foundation's operations were not warranted at this time. However, during the analysis, it was noted that it would be beneficial to expand the membership of the Foundation Board to include a public member and the Vice Chair of NAIT's Board of Governors as this would allow additional expertise on the Foundation. Having an additional public member would allow for an external "face" or direct connection back to the Foundation Board. It would be the intention that a future appointment of a public member would be first reviewed by the Governance Committee followed by formal approval by NAIT's Board of Governors. Ms. Berger noted that this is good governance. The Board concurred with this recommendation.

*Moved by Val Berger that the Board of Governors supports the amendment of the Articles of Association for the NAIT Foundation to allow a public member and the Vice Chair of NAIT's Board of Governors to be added to the NAIT Foundation Trustees.*

*Carried*

##### 4.6.2 Tuition Fee Regulations and Compliance

Ms. Berger reported that the Committee was informed that we are still in a tuition freeze and tuition has been kept at the 2014/2015 rates. The freeze has been extended until 2019/2020. Although tuition is frozen, we must still report our rates to Advanced Education. The Tuition Fee Compliance document in the meeting package is required by Advanced Education for the Board's review and approval.

*Moved by Val Berger that the Board of Governors approve the tuition fees, as detailed in the Tuition Fee Compliance documents for the 2019/20 year, for submission to Advanced Education for final approval.*

*Carried*

Other matters that were discussed in the Finance Committee meeting included Industry Solutions, NAIT's Financials for the quarter ended December 31, 2019, and an update from our Financial Sustainability Task Force.

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As Ms. Marocco was in the meeting to provide the report on the Foundation, she also updated the Finance Committee on Industry Solutions (IS) and the restructuring of the team. The Committee will be further updated on IS at its next meeting.

The Committee reviewed the financial report which is contained in the Board's meeting package. We have recently been advised that the transfer of the South Lands will likely happen after June 30, 2019. As a result, in addition to other factors, we are forecasting a \$10M deficit for this fiscal year. Ms. Berger noted that we are still in a structural deficit and budget leaders will be meeting with Executive to review their budgets so that we can continue to work towards decreasing this deficit.

Further information will be provided at our May Board meeting with the presentation of our annual Budget.

Ms. Berger then turned to the item of the \$111M borrowing (refinancing) that was recently approved by the Alberta Government with the Order in Council. We are proceeding with our loan application with Alberta Capital Financing Authority (ACFA). Although the Board has already approved this transaction, we are seeking the following Board Resolution as outlined in Appendix A of the Board package. This has been requested by ACFA's legal counsel and is a requirement for the loan. The Board discussed this resolution further and raised no concerns.

*Moved by Val Berger that The Board of Governors approves the Resolution for the borrowing of the \$111M, as presented in Appendix A.*

*Carried*

### **4.7 FOUNDATION**

Ms. Berger reported that the Foundation Trustees met on February 12, 2019 with representatives from the Auditor General's Office and reviewed the NAIT Foundation Audit Plan for the Fiscal Year Ended June 30, 2019. The plan was approved as presented.

There were no further questions for Ms. Berger and she concluded her report on the Audit and Finance Committees and the NAIT Foundation.

### **4.8 GOVERNANCE COMMITTEE**

Mr. Ray Pisani, Chair of the Governance Committee, provided a summary of the meeting of the Committee on January 31<sup>st</sup>.

Mr. Pisani advised that the Committee was informed by Ms. Heather Murray that the Ethics Commissioner has accepted our recommended changes to NAIT's Code of Conduct and Ethics Policy ("Code") regarding gift levels to more closely match that of SAIT's approved gift levels.

It was reported to the Committee that the major universities in Alberta have recently met with the Ethics Commissioner regarding the basic principles on gifts and concurrent employment issues in the Code. The concurrent employment issue is important to NAIT. Subsequently, the Ethics Commissioner did endorse the principles put forward and would review revised Codes; however, she would not be accepting any re-submissions until the

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posting deadline in April 2019 has passed. Ms. Murray advised the Committee that NAIT will revisit our Code for resubmission to insure we are aligned with the newly approved principles. NAIT's current Code approved by the Commissioner will be implemented in April 2019. We will have this brought forward to the Board at its May meeting.

The Committee reviewed the draft agendas for the Board Retreat and Strategic Planning session and provided some suggestions for the content of the meeting. The Board's strategy meeting is an excellent opportunity for Board members to have input into the institute's strategic direction.

Mr. Pisani advised that we will be issuing the Board and Committee evaluations in the next two weeks. The purpose for the evaluations is to obtain feedback from Board members and look to improve meeting quality and effectiveness. This is considered good governance procedure. It has been the practice of the NAIT Board of Governors to conduct an annual survey of the Board and its various Committees. Mr. Pisani will provide a summary of the results at the Board Retreat in April.

Mr. Pisani concluded his report from the Governance Committee.

### **4.9 HUMAN RESOURCES COMMITTEE**

Mr. Daryl Kruper reported on the Human Resources Committee (HRC) meetings held on January 29<sup>th</sup> and on February 20<sup>th</sup>.

At the January 29<sup>th</sup> meeting, the Committee was updated on our Health and Safety department. It was reported that the safety orientation of all staff has reached over 90%. This is an excellent result and the reminders to staff that we are committed to safety at NAIT has helped drive this response up. Other key areas which have been a focus for the Health and Safety department are the safety leadership training which is at 100%, and the Joint Worksite Health and Safety Committee that is in place and which has achieved over 80% of the committee's required training. We have 21 safety committees who have averaged at least 4 of their targeted 6 meetings for the year. Overall, the response to the health and safety program has been well-received.

The Committee was advised that 750 new students were provided with a Student Safety Orientation package in January at the new student orientation session. The package also provides students with information for practicum placements to provide to their practicum employers. There is a safety information video being developed for posting on the student website for the September intake.

We will be implementing a new tracking system for chemical management this coming March. As well, a revised Contractor Safety Program is expected to start this February.

Mr. Kruper indicated that the safety metrics, since the safety orientation awareness has been in place, has shown that recordable incident frequency in Q2 was 26% lower than in the same period last year and is the lowest incident frequency ever recorded at NAIT. It should be further noted that the student incident frequency was 25% lower than last year and is the lowest it has been in over six years.

The Committee was informed that a recent health and safety investigation at a satellite campus resulted in no findings of harassment or any health and safety concerns. A letter

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was subsequently sent to the Provincial Minister on the significant cost the institute incurred to have an external investigator look into the allegation and finding no substantiated complaint. The Minister responded and her letter is contained in the Board package.

Mr. Kruper advised that the Committee reviewed and approved the designation of “Curriculum and Instruction Specialist” as an Academic position. The Board has the authority, through the *Post-Secondary Learning Act* (PSLA), for the approval of designations, and it has delegated this responsibility to HRC.

The HRC discussed the position and approved the recommended designation as it was determined that it followed the Guiding Principles for academic designation. The Committee was advised that consultations were held with representatives from NASA and from AUPE on the recommended designation and both groups agreed with it.

Mr. Kruper advised that NAIT’s Board Chair received a letter from a group of ESL (English as a Second Language) instructors who were asking to be considered as NAIT employees and designated as Academic Staff. It was noted that NAIT’s ESL courses are non-credit courses.

The Committee conducted an in-depth discussion on this matter. It was noted that NASA has initiated a Labour Relations Board hearing on behalf of the ESL instructors. After discussion and consideration, the Committee determined that it would be best to wait until the Labour Relations Board has made a determination on this matter. The Hearing is set for June.

The HR Committee was advised that we continue to work through the review process regarding which positions in the management and excluded group (MAE) may move under the *Public Service Employee Relations Act* (PSERA) due to the legislative changes. The HR Committee will continue to monitor the potential impact to NAIT.

Mr. Kruper reported that the HR Committee met again on February 20<sup>th</sup> and reviewed the AUPE negotiations. He noted that this will be discussed further in the *in-camera* portion of today’s meeting.

Mr. Kruper concluded his report from the Human Resources Committee.

## 5 Presentation and Discussion

- **Overview of Skills Centre and Collegiate**

Dr. Feltham provided a presentation to the Board on the Skills Centre and the Collegiate. He reported that the Skills Centre has been on our list as a capital priority for a number of years. The NAIT Collegiate was also on that list of capital priorities.

The Skills Centre would be a world-class facility bringing almost all of the skilled trades into one space. This would also allow our apprentices to have a fuller student experience being on the main campus. Apprentice students might then consider adding additional education at NAIT such as earning a diploma or degree while being at one campus. There would also help develop parity of esteem as our trades’ students would not be separated from main campus, and they would be learning in a facility at a similar level to CAT.

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The Collegiate would align with our pathways and access for students to come to NAIT from high school. There are several top European models of trades high schools that we can learn from.

Both facilities would allow for hands-on experiential learning and would enhance NAIT's vision to be a world-leading polytechnic.

Dr. Feltham noted that for the Collegiate, the Provincial Government and both School Board superintendents are fully behind this project.

Now that we have the land with the Blatchford and the Bus Barns purchases, we can work towards making the Skills Centre and the Collegiate a reality.

Discussion on the two facilities ensued with Dr. Feltham. He then concluded his presentation.

### 6 *In-camera* Session with Board of Governors

Mr. Kruper asked if any Board members wished to declare a conflict of interest for the *in-camera* discussion. Mr. Jamie Corfield noted he had a conflict of interest for the AUPE Collective Agreement item and excused himself from the meeting.

Mr. Kruper asked Executive, Mr. Clayton Davis and Ms. Jodi Edmunds to remain for the AUPE Collective Agreement discussion. All other guests were excused.

*Moved by Ray Pisani that the Board move to an in-camera session.*

*Carried*

- **AUPE Collective Agreement**

The Board discussed the key points of NAIT's AUPE Local 038 tentative agreement with Mr. Davis and Ms. Edmunds. Mr. Davis noted that the tentative agreement needs to be ratified by both the Board of Governors and the AUPE membership. It was advised that the membership will vote on the tentative agreement on March 6<sup>th</sup>.

*Moved by Brenda Needham that the Board of Governors approves the Collective Agreement with AUPE Local 038 for 2017-2020 as presented.*

*Carried*

- **GO Productivity**

Due to time constraints, this discussion will be deferred to the Board's Strategic Planning meeting on April 6<sup>th</sup>.

*Moved by Dr. Glenn Feltham that the Board exit the in-camera session.*

*Carried*

### 7 Correspondence

For information.

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**8 Board Member Contact List**

For information.

**9 Next Board Meeting**

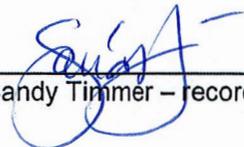
The next Board Meeting date will be Tuesday, May 28, 2019 at 4:00-7:00 p.m. in the Governor's Boardroom – Rm. T811.

**10 Adjournment**

*Moved by Dr. Glenn Feltham that the Board of Governors meeting be adjourned at 7:10 p.m.*

**Carried**

  
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Daryl Kruper – Board Vice Chair  
(for Ray Martin, Board Chair)

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