



NORTHERN ALBERTA INSTITUTE OF TECHNOLOGY

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

Friday, October 16, 2020
4:00 to 7:00 pm

Via Microsoft Teams Meeting

Members	Ray Pisani (Chair)	Valerie Berger (Vice Chair)	Laura Jo Gunter
Present:	Vi Becker	Tara Chahl	Jamie Corfield
	Dr. Annemarieke Hoekstra	Elise Holden	Yasmin Jivraj
	Priti Laderoute	Kris Mauthe	Alessandra Medeiros
	Andy Neigel	Janet Riopel	Marlea Sleeman
	Paul Verhesen	Kristina Williams	Pan Zhang
Resources:	Dr. Sue Fitzsimmons	Sandra Marocco	
	Clayton Davis	Jeff Dumont	
Regrets:	None		
Recorder:	Sandy Timmer		

1 CALL TO ORDER

Mr. Pisani welcomed Board members to the 159th meeting of the Board of Governors and thanked Committee Chairs and all members for all of the work they do on the Board.

As the COVID-19 pandemic is still upon us and as numbers are starting rise globally, and in Edmonton, it was recommended by the Relaunch Advisory Committee that for the safety of all Board members and guests, that this meeting should be held virtually.

Mr. Pisani was very pleased to welcome Laura Jo Gunter, NAIT's new President and CEO, to her first official Board meeting. Ms. Gunter has been extremely busy since she started on August 24th getting to know NAIT and getting everything ready for today's Board meeting and the Retreat tomorrow.

It was noted that although we continue to deal with global pandemic, NAIT is also ensuring that NAIT can safely deliver an exceptional education to our students and continue to meet the needs of our industry clients. We are keeping attendance on campus as low as possible. When it is required for staff and students to attend campus for hands-on outcomes, classes are blended where possible to combine virtual learning with in-person shops and labs. This approach will continue through the winter term.

Anyone attending on campus is required to wear a mask and adhere to NAIT's COVID-19 protocols including checking in electronically when intending to be on campus for tracing purposes. We have enhanced safety measures and there is a rapid response plan in place to respond to cases of COVID-19 on campus.

Mr. Pisani commented that both the pandemic and the provincial budget continue to put pressure on NAIT's budget. Funding from the provincial government has been constrained due to the current economic situation in Alberta.

The Province is also undertaking a system review of the post-secondary called *Alberta 2030: Building Skills for Jobs*. Ms. Gunter will present further on this later in today's meeting. Several roundtable discussions have been held with the consultants and their report is expected before the end of the year.

We have recently been notified that our request to change our year-end from June 30 to March 31st has now been approved by the Minister. This was done to better align with the Provincial Government's year-end of March 31st.

Mr. Pisani summarized the items for the Board's vote today. These items are outside the Consent Agenda and will be addressed individually:

- Accepting the audited consolidated Financial Statements for the fiscal year ending June 30, 2020 for both NAIT and the NAIT Foundation
- Approval of Management's Discussion and Analysis to go with the financial statements
- Approving the International Tuition Fees recommendations
- Approving NAIT's Code of Ethics and Conduct Policy as an Order in Council was issued by the Government this summer, changing some of the provisions in the Code.

There are also motions in the Consent Agenda that will be approved with one motion.

Mr. Pisani wished to note that going forward, the use of asynchronous votes will only be used if an item has been discussed at the appropriate board or committee meeting so that the members will have had an opportunity to discuss the item. If a vote cannot be held at that meeting because further information is needed before a vote can be done, then an asynchronous vote can be held subsequent to that meeting. If a decision without discussion at a meeting is needed, we will use a signed board resolution.

Mr. Pisani then moved into the formal items of the meeting.

1.1 Approval of the Agenda

No declarations of conflicts of interest were made by Board members in respect of today's agenda items.

Moved by Andy Neigel that the agenda be approved as presented.

Carried

1.2 Approval of the Minutes of the Meeting held on May 26, 2020

Moved by Vi Becker that the minutes of the Meeting of May 26, 2020 be accepted as presented.

Carried

1.3 Business Arising from Minutes (none)

2 CONSENT AGENDA

2.1 Accepting Minutes and Receiving Committee Reports:

The following will be approved by consent agenda, unless there is a request to move an item or items to the regular agenda. *(The item's agenda number is noted in italics if moved from the Consent Agenda.)*

2.1.1 Academic Council – Minutes of the Meeting on September 21, 2020

2.1.2 Campus Development Committee - Minutes of the Meeting on August 25, 2020

2.1.3 Campus Development Committee – Naming Grids and Donor Recognition

Moved by Paul Verhesen that the Campus Development Committee recommend that the Board of Governors approves the Donor Recognition as presented.

2.1.4 Board Executive Committee – Minutes of the Meeting on June 2, 2020

2.1.5 Board Executive Committee – Minutes of the Meeting on September 14, 2020

2.1.6 External Relations Committee – Minutes of the Meeting on September 10, 2020

2.1.7 Audit Committee - Minutes of the Meeting on September 28, 2020

2.1.8 Audit Committee - Compliance Certificate–April 1-June 30, 2020

2.1.9 Finance Committee - Minutes of the Meeting on September 28, 2020

2.1.10 Finance and Audit Committees – Minutes of the Joint Meeting of the Committees on September 28, 2020

2.1.11 Finance Committee - Quarterly Financial and Investment Report for the Year Ended June 30, 2020

2.1.12 Finance Committee – Investment Report for the Period Ended July 31, 2020

2.1.13 Foundation Trustees – Minutes of the Meeting on September 28, 2020

2.1.14 Governance Committee - Minutes of the Meeting on September 10, 2020

- 2.1.15** Governance Committee – Adopting the Asynchronous Vote of the Board of Governors of September 14, 2020 to approve the academic officer and additional member appointments to Academic Council

Moved by Yasmin Jivraj that the Board of Governors approves the appointments of Mr. Stewart Cook, Dean of the School of Applied Sciences and Technology, to Academic Council as an academic officer per Academic Council Constitution and Bylaws sections 2.3 and 3.1.2; and Dr. alison lewis, Associate Vice President-Polytechnic Education and Student Success, to Academic Council as an additional member, per Academic Council Constitution and Bylaws, section 3.1.5.

- 2.1.16** Human Resources Committee - Minutes of the Meeting on September 9, 2020

Moved by Val Berger that the Consent Agenda items be approved as presented.

Carried

3 NAIT EXECUTIVE MANAGEMENT REPORTS

- 3.1** Office of the President and CEO
 - 3.1.1** Risk Report
 - 3.1.2** President's Activities
- 3.2** VP Academic and Provost
- 3.3** VP Administration and CFO
- 3.4** VP Industry Partnerships and CMO
- 3.5** Executive Director, Human Resources

Moved by Andy Neigel that the written Executive Management Committee reports be accepted for information.

Carried

4 COMMITTEE REPORTS

- 4.1 ACADEMIC COUNCIL**
 - Written Committee Chair's Summary Report as attached
- 4.2 CAMPUS DEVELOPMENT COMMITTEE**
 - Written Committee Chair's Summary Report as attached
- 4.3 EXECUTIVE COMMITTEE OF THE BOARD**
 - Written Committee Chair's Summary Report as attached
- 4.4 EXTERNAL RELATIONS COMMITTEE**
 - Written Committee Chair's Summary Report as attached

4.5 AUDIT COMMITTEE

- Written Committee Chair's Summary Report as attached

4.5.2 Approval of NAIT's Audited Consolidated Financial Statements for the Fiscal Year Ended June 30, 2020

Ms. Williams advised that representatives from the Office of the Auditor General attended the Audit Committee meeting to review their Audit Report with the committee members. The Auditors were pleased to advise that NAIT once more had a successful and clean audit. When the Auditors release their report card on the sector, NAIT can expect very good results. Ms. Williams thanked the Finance team for all their work to assist with the audit, especially doing it all remotely.

The financial statements were reviewed in a joint meeting of the Finance and Audit Committees where the Management's Discussion and Analysis (MD&A) was also reviewed. Ms. Williams noted that the financial statements and MD&A will also be included in the Annual Report.

It was noted that the \$30M land grant for the Blatchford purchase was received on June 30, 2020 but due to accounting standards and meeting the conditions of the grant to accept the funds, it will be booked in 2021-22.

Ms. Williams advised that both the Finance Committee and the Audit Committee recommended approval of the Audited Consolidated Financial Statements.

Moved by Kristina Williams that the Board of Governors approve NAIT's audited consolidated financial statements for the fiscal year ended June 30, 2020.

Carried

4.6 FINANCE COMMITTEE (Kristina Williams)

- Written Committee Chair's Summary Report as attached

4.6.2 International Tuition Fee Recommendation

Ms. Williams reported that at the Finance Committee meeting on September 28th, the Committee reviewed and discussed at length, the increases to the international student tuition fees.

Management provided a thorough review of tuitions, including market comparators and cost of programs to inform the recommended international tuition fees. It was noted that international tuition fees must be guaranteed to the student at the time of their acceptance and for the duration of the program. Any increases would be applied to new international students.

During the discussion with management, it was noted that NAIT strives to ensure we are competitive in our fees while still recovering the costs of the program and returning net margins.

The fees in the meeting package are being recommended for approval by the Board. Discussion ensued with Board members on the rates and cost recovery of programs. The effects of the pandemic and international students' ability to complete a program in a timeframe that may be out of their control, and then facing potential increases to tuition, was discussed. These situations would be reviewed on a case by case basis.

Moved by Kristina Williams that the 2021-22 International Tuition Rates be approved by the Board of Governors.

*Carried**

**Alessandra Medeiros abstained from the vote.*

4.6.3 Approval of NAIT's Financial Statements and Management's Discussion and Analysis

Moved by Kristina Williams that NAIT's Financial Statements and Management's Discussion and Analysis be approved by the Board of Governors, with such minor updates to the Management's Discussion and Analysis that management considers necessary.

Carried

4.7 FOUNDATION TRUSTEES (Kristina Williams)

- Written Committee Chair's Summary Report as attached

4.7.2 Approval of the NAIT Foundation Audited Consolidated Financial Statements for the Fiscal Year Ended June 30, 2020

Moved by Kristina Williams that the Board of Governors approve the NAIT Foundation audited consolidated financial statements for the fiscal year ended June 30, 2020.

Carried

4.8 GOVERNANCE COMMITTEE (Yasmin Jivraj)

- Written Committee Chair's Summary Report as attached

4.8.3 Governance Committee – Approval of NAIT's Code of Ethics and Conduct Policy (Yasmin Jivraj, Heather Murray)

Ms. Yasmin Jivraj advised that the Board approved changes to NAIT's Code of Ethics and Conduct Policy at its May 26, 2020 meeting which was to be presented to staff this fall once staff returned from summer holidays. However, over the summer, the Provincial Government passed an Order in Council that had the effect of changing the application of the *Conflicts of Interest Act* within the post-secondary sector. Ms. Jivraj invited NAIT's General Council, Ms. Heather Murray, to provide further details on the recent changes.

Ms. Murray reported that the effect of the changes to the Code of Ethics with the Order in Council, was that post-secondary Presidents were removed from the definition of designated senior officers and therefore were no longer required to provide enhanced financial obligation reporting under the *Conflicts of Interest Act*.

Ms. Murray advised that the changes being recommended for approval to NAIT's Code of Ethics and Conduct Policy were reviewed by the Ethics Commissioner and they were satisfied with the changes being made.

Moved by Yasmin Jivraj that the Board of Governors approve the recommended amendments to NAIT's Code of Ethics and Conduct Policy as per the attached draft, with such non-substantive changes as NAIT Management deems advisable.

Carried

4.9 HUMAN RESOURCES COMMITTEE (Vi Becker)

- Written Committee Chair's Summary Report as attached

Moved by Vi Becker that the Board of Governors accept the written Summary Committee Chair Reports as presented for information.

Carried

5 PRESENTATION

5.1 Background on System Review and Provincial Government Initiatives

Ms. Gunter provided an overview on the Alberta post-secondary review that is currently underway by the Alberta Government.

Ms. Gunter noted that NAIT continues to feel the challenge from the funding cuts made to the post-secondary system and the effects caused by the global pandemic. We continue to draw strength from our leaders and the NAIT community. It is essential that NAIT continues to provide excellent education for our students and engagement with our industry partners. We also continue to ensure the health and safety protocols for all staff and students coming on to campus is adhered to.

The Alberta Government has undertaken a review of Alberta's post-secondary system and has retained McKinsey as the consultants for the review. Both Ms. Gunter and Mr. Pisani have been involved in roundtable discussions with McKinsey. Several roundtables have been held with a few more planned in the coming weeks. The roundtable topics include:

- Financial Viability
- Governance
- Innovation and Commercialization
- Participation Rates and Access
- Labour and Skills

The Province has determined that the current six-sector model is too complex and should be reduced. Efficiencies are needed in the system. It was also noted that there needs to be a more coordinated governance model that focuses on outcomes that would benefit the system. More collaboration amongst post-secondaries should be considered. Pathways among the post-secondary institutes was a major focus.

The Provincial Government wants to tie funding to specific outcomes for post-secondaries. We continue to look at ways of improving the programs we provide, and we have recently introduced microcredentials. These are key to capturing discrete skills and knowledge, and for upskilling and reskilling students. Microcredentials are also a critical consideration of the Government as way get more skilled individuals to help Alberta's economy and recovery.

Ms. Gunter also advised that the Government has several initiatives underway which include recovery planning for Alberta's economy. Certain priorities for the Minister of Advanced Education include:

- The Alberta 2030 System Review
- PSIs educating young people for jobs that Alberta needs
- Reskilling and upskilling the current labour force
- Better leveraging research
- Work-integrated learning and the apprenticeship system
- A cost-effective system

Ms. Gunter was also a part of the Government's Skills for Jobs Task force that focused on apprenticeship. The Task Force has completed a report which will be forthcoming. Ms. Gunter also noted that the Government is focusing on Work-Integrated Learning (WIL) for post-secondary programs. A recent roundtable on WIL included representatives the Business Council of Alberta (BCA), as well as executives from large corporations and Ms. Gunter was also a part of this roundtable discussion on behalf of NAIT.

We continue to anticipate funding challenges and a revised funding formula is expected. It is also likely that changes to the *Post-secondary Learning Act* and the *Apprenticeship Act* will take place in the spring of 2021. We also expect the Investment Management Agreements (IMAs) and performance-based funding to return, which have been temporarily suspended due to the pandemic.

Ms. Gunter discussed her first 50 days in office as President and CEO of NAIT. There has been much going on with the Alberta 2030 System Review, Build Back Better initiatives to ensure NAIT is staying in the forefront of the post-secondary education system, continuous review of our budget and financial sustainability, and the initial planning for the new Strategic Plan. More on this will be discussed with the Board at our Retreat. Ms. Gunter and NAIT's Executive Management Committee have also been developing the Collegiate project as this was an election promise from the Premier.

The Board discussed Ms. Gunter's presentation and her priorities with her.

6 IN-CAMERA SESSION WITH BOARD OF GOVERNORS

Moved by Marlea Sleeman that the Board move to an in-camera session.

Carried

Conflicts of interest on item 6.1 were declared by Dr. Annemarieke Hoekstra, Pan Zhang and Jamie Corfield. They exited the meeting during this discussion.

6.1 Labour Matters

Discussed.

6.2 Budget

Discussed. The global pandemic continues to put a strain on our budget as well as created uncertainty. It was noted, however, that our student numbers are higher than was originally budgeted.

6.3 Alberta 2030 Review

Discussed. More will come on this once the report is issued by the Government.

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

Carried

7 CORRESPONDENCE

For information.

8 BOARD MEMBER CONTACT LIST

For information.

9 NEXT BOARD MEETING

The next Board Meeting will be Tuesday, December 8, 2020 at 4:00-7:00 p.m., to be held virtually.

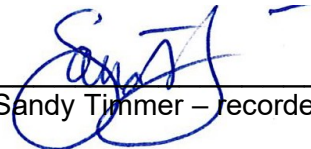
10 ADJOURNMENT

Moved by Vi Becker that the Board of Governors meeting be adjourned at 6:27 p.m.

Carried



Ray Pisani – Chair, Board of Governors



Sandy Timmer – recorder