



NORTHERN ALBERTA INSTITUTE OF TECHNOLOGY

Minutes of the One hundred and Sixty-first regular meeting of the Board of Governors

Tuesday, February 23, 2021
4:00 to 8:00 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	Paul Verhesen
	Kristina Williams		
Resources:	Dr. Sue Fitzsimmons	Sandra Marocco	
	Clayton Davis	Jeff Dumont	Michael Haworth
Regrets:	Marlea Sleeman	Pan Zhang	
Recorder:	Sandy Timmer		

1 CALL TO ORDER

Mr. Pisani welcomed Board members and guests to the third meeting of the Board of Governors for the 2020-21 academic year. Mr. Pisani commented that, as the pandemic continues, the meeting was being held virtually once more for everyone's health and safety.

Mr. Pisani noted that there will be an *in-camera* discussion with Board members after the Budget discussion under the Finance Committee in Committee Reports and all non-board members will be excused at that time. They will be invited back to the meeting once that *in-camera* session is concluded.

Mr. Pisani then called the meeting to order.

Mr. Pisani was pleased to note that for the past two weeks, there have not been any new COVID-19 cases on campus. Mr. Pisani wished to applaud and acknowledge the efforts of

the Relaunch Advisory Committee and the Relaunch Coordination Team for all they have done since mid-March 2020 to ensure NAIT's campus and those attending on site were kept safe and were fully informed on the progress of the relaunch activities. Both teams have now been disbanded as their mandates have been met and we have now made the shift to a more operational model with the new COVID Advisory Committee.

Mr. Pisani noted that the Provincial Government is expected to release its Budget on Thursday. As the Province continues to be challenged economically, it is anticipated that there may be some further cuts to post-secondary funding. The Board will be apprised as management learns more on this.

Mr. Pisani was pleased to report on NAIT being named, for the 10th consecutive year, as one of Alberta's Top Employers. This is significant considering the difficult year this has been for NAIT staff.

Mr. Pisani also congratulated Ms. Gunter on her Installation and remarked that while it was a virtual event, it was still an important ceremony to hold and share with NAIT's community. Mr. Pisani thanked all those who worked on the creative re-imagining of this event.

Mr. Pisani noted the items in the Consent Agenda that have motions attached. The singular motion to approve the Consent Agenda will approve those items. The only discussion with a committee will be with Finance Committee for the substantive items for the Board's approval. As noted earlier, all guests will be asked to leave the meeting while the Board moves *in-camera* for a discussion on the Budget. Guests will be invited back to the meeting after the *in-camera* discussion.

1.1 Approval of the Agenda

There were no changes or additions to the agenda.

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

Carried

Mr. Pisani asked members to declare any conflicts of interest with the agenda and Dr. Annemarieke Hoekstra and Mr. Jamie Corfield declared conflicts of interest with the Labour Relations Item 6.4 in the *in-camera* section. They will depart the meeting at that time.

1.2 Approval of the Minutes of the Meeting held on December 8, 2020

There were no changes made to the Minutes of the meeting held on December 8, 2020.

Moved by Paul Verhesen that the minutes of the Meeting of December 8, 2020 be accepted as presented.

Carried

1.3 Business Arising from Minutes

There was no business arising from the previous minutes.

2 CONSENT AGENDA

2.1 Accepting Minutes and Receiving Committee Reports:

(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 February 1, 2021 *(Item 4.1.1)*

2.1.2 Academic Council – New Program Proposal Approval – Court Transcription Certificate (See Appendix A) *(Item 4.1.2)*

Moved by Laura Jo Gunter that the Board of Governors approve the program proposal for Court Transcription Certificate effective July 1, 2022.

2.1.3 Campus Development Committee - Minutes of the Meeting on February 2, 2021 *(Item 4.2.1)*

2.1.4 Campus Development Committee – Request for Ministerial Order for AIT Lease at Feltham Centre (See Appendix B) *(Item 4.2.2)*

Moved by Paul Verhesen that the Board of Governors approves the two “Options for Extension” for the AIT leased space in the Feltham Centre and requests Ministerial Order Approval.

2.1.5 Campus Development Committee – Naming Grids and Donor Recognition *(Item 4.2.3)*

Moved by Paul Verhesen that the Campus Development Committee recommend that the Board of Governors approves the Donor Recognition for classroom CAT283 (3-year term) in the Feltham Centre; and, C113 (5-year term) in the NAIT Gateway Mechanical Services Centre for Building Environment Systems Technology.

2.1.6 Board Executive Committee – Minutes of the Meeting on December 15, 2020 *(Item 4.3.1)*

2.1.7 Board Executive Committee – Minutes of the Meeting on January 25, 2021 *(Item 4.3.2)*

2.1.8 Industry Partnerships and External Relations Committee – Minutes of the Meeting on January 28, 2021 *(Item 4.4.1)*

2.1.9 Audit Committee - Minutes of the Meeting on February 9, 2021 *(Item 4.5.1)*

2.1.10 Audit Committee - Compliance Certificate–October 1-December 31, 2020 *(Item 4.5.2)*

2.1.11 Finance Committee - Minutes of the Meeting on February 9, 2021 *(Item 4.6.1)*

2.1.12 Finance Committee - Quarterly Financial and Investment Report for the Quarter Ended December 31, 2020 *(Item 4.6.6)*

2.1.13 Governance Committee - Minutes of the Meeting on January 28, 2021 (*Item 4.8.1*)

2.1.14 Governance Committee – Approval of the Academic Council Constitution and Bylaws (See Appendix C) (*Item 4.8.2*)

Moved by Yasmin Jivraj that the Board of Governors approve the amended Academic Council Constitution and Bylaws as presented.

2.1.15 Human Resources Committee - Minutes of the Meeting on January 27, 2021 (*Item 4.9.1*)

No items from the Consent Agenda were removed to the main agenda.

Moved by Andy Neigel 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 President's Activities

Ms. Gunter wished to thank all those who worked on her virtual Installation ceremony as it was a special event for her and her family and the NAIT community.

It was reported that the Skills for Jobs Task Force report was released by the Ministry in January and recommendations from that report may result in some changes to the *Industry Training and Apprenticeship Act*. There may be changes coming to the *Post-secondary Learning Act*, but those changes may not be coming forward until later this summer or fall.

Ms. Gunter has met with the Minister of Advanced Education to discuss the Alberta 2030 review, Investment Management Agreements (IMAs) and Performance-based Funding (PBF) as all of these items will have a direct impact to NAIT.

Ms. Gunter continues to meet with the various departments and Schools to virtually meet staff and learn more about NAIT.

Ms. Gunter also wished to thank all those members of the Relaunch Coordination Team and the Relaunch Advisory Committee for the tremendous amount of work they did to move NAIT through relaunch phase to where we are today. It was a great collaborative effort by everyone.

3.2 VP Academic and Provost

Dr. Sue Fitzsimmons provided an overview of the highlights from her report.

Dr. Fitzsimmons noted that, in comparison, NAIT's fall-to-fall and fall-to-winter retention rates are higher than US benchmarks, as there is no comparable Canadian benchmark

data for 2- and 4-year public institutions. We continue to be cautiously optimistic about enrolment numbers given the current evolution of the pandemic and the uncertainty of Alberta's economic outlook.

It was noted that there may be some shifts in apprenticeship funding and the seat allocation process. NAIT will learn more on this in an upcoming meeting with Apprenticeship Industry Training (AIT) representatives.

Dr. Fitzsimmons advised that NAIT continues to evolve our planning for upcoming terms for students to achieve learning outcomes. NAIT will continue to have virtual learning as well as on-campus labs and shops following all safety protocols. It was important to note that the campus has been open during the pandemic so that students could achieve those learning outcomes that required in-person instruction. The Student Survey on Instruction reflected only a very slight decrease in student perceptions on instruction, although the overall result remaining very high.

NAIT continues to plan for the Fall Term in the context of uncertainty and will evolve the fall planning, with a continued focus on safety, community and ensuring students can achieve their learning outcomes.

3.3 VP Administration and CFO

Mr. Jeff Dumont commented that the major focus of today's meeting will be on NAIT's budget and approval. The Province's upcoming budget may have some impact to our budget.

Cybersecurity remains a high priority and the Executive Management team is taking part in a ransomware readiness table-top exercise in early March to ensure planning is in place should an event like this impact NAIT. A report on the outcomes of that exercise will be reported back to the Audit Committee.

3.4 VP Industry Partnerships and CMO

Ms. Sandra Marocco reported on two NSERC grants that NAIT has been awarded. Both grants are for applied research projects in the Centre for Oil Sands Sustainability (COSS), and build on our existing long-term relationships with two major oil sands firms.

Ms. Marocco also highlighted the NAIT Celebrates event which was launched last week. It will be a virtual event and will highlight these remarkable individuals. Congratulations can be posted to any/all of these deserving recipients.

3.5 Executive Director, Human Resources

Mr. Clayton Davis reiterated Mr. Pisani's earlier comments about NAIT receiving a Top Employer Award. Mr. Davis pointed out that NAIT was recognized for our work-from-home initiatives and how we transitioned staff to be able to work effectively in a remote situation. NAIT was a pinnacle for best practice in this area.

Mr. Davis noted that NAIT will be participating in the Pink Shirt Campaign to recognize anti-bullying. The event will be virtual and will be shared on the staff intranet.

Mr. Davis touched on negotiations with our AUPE and NASA staff. These are complex negotiations and the virtual meetings make negotiations somewhat more challenging.

Mr. Pisani thanked Executive Management for their hard work and thorough reports.

Moved by Yasmin Jivraj that the written Executive Management reports be accepted for information.

Carried

4 COMMITTEE REPORTS

4.1 ACADEMIC COUNCIL *(Laura Jo Gunter)*

- Written Committee Chair's Summary Report as attached

4.2 CAMPUS DEVELOPMENT COMMITTEE *(Paul Verhesen)*

- Written Committee Chair's Summary Report as attached

4.3 EXECUTIVE COMMITTEE OF THE BOARD *(Ray Pisani)*

- Written Committee Chair's Summary Report as attached

4.4 INDUSTRY PARTNERSHIPS AND EXTERNAL RELATIONS COMMITTEE *(Janet Riopel)*

- Written Committee Chair's Summary Report as attached

4.5 AUDIT COMMITTEE *(Kristina Williams)*

- Written Committee Chair's Summary Report as attached

4.6 FINANCE COMMITTEE *(Kristina Williams)*

- Written Committee Chair's Summary Report as attached

4.6.2 Budget 2021/22 to 2023/24 and Presentation

Mr. Pisani invited Ms. Kristina Williams to speak to the Board on the meeting of the Finance Committee and the presentation of NAIT's Budget.

Ms. Williams wished to thank the Finance team for their diligence and hard work on the budget, especially during these virtual times.

Ms. Williams then asked Mr. Dumont and Ms. Carole Laplante to provide a presentation on the budget. After the presentation, the Board will go *in-camera* for a discussion, and after the *in-camera* discussion, the motion to approve the Budget will be made.

Mr. Dumont provided an overview of where NAIT is at today regarding the Budget. Including the impact of provincial funding cuts and COVID 19. He also noted that NAIT has implemented its Transformational Plan to build back better.

There are many uncertainties and unknowns for planning the budget for the next three years. Assumptions had to be made and built into the budget being presented today. NAIT will focus on the temporary measures to balance the COVID-19 impacts and look to modest growth in enrolment. Longer-term assumptions include growth in international student enrolments, divesting of non-essential programs and services while re-investing in new programs/services/technology. It was noted that divesting of programs can take up to two years to complete. However, the goal is to return to a healthy surplus and replenish reserves, in order to transform the institute and meet future educational needs.

There continues to be future risks to this and future budgets including negotiations with AUPE and NASA, future funding cuts from government and the introduction of performance-based funding.. This Budget and two-year forecast has taken this into consideration.

4.6.2.1 In-camera Session with Board Members on Budget

Mr. Pisani thanked Mr. Dumont and Ms. Laplante for the presentation. Mr. Pisani asked that the Board move into an *in-camera* discussion. All guests were asked to leave the meeting and will be invited back in once the *in-camera* is concluded. It was requested that Executive Management and Ms. Laplante remain for the *in-camera* discussion.

Moved by Elise Holden that the Board move to an in-camera session.

Carried

No conflicts of interest were declared by Board members.

Mr. Dumont discussed the budget in further detail with the Board. It was noted that if a reduction in funding from the Provincial Government announcement this week is greater than \$5M, a special board meeting may be requested.

Moved by Vi Becker that the Board exit the in-camera session.

Carried

Moved by Kristina Williams that the Board of Governors approves the budget for 2021/22 and forecasts for 2022/23-2023/24, with such non-substantive changes that management of NAIT considers necessary or advisable. Budget changes, as a result of government grant adjustments, of more than \$5 million will require further Board approval.

Carried

4.6.3 Budget Reporting Nine-Month Allocation to March 31, 2021

Ms. Williams advised that with the new year-end of March 31, the budget for this fiscal year has to match the actual fiscal year-end. Therefore, we have a budget for a nine-month budget allocation from July 1 to March 31. Management did a thorough review of this budget with the Finance Committee.

Moved by Kristina Williams that the Board of Governors approves NAIT's budget for the nine-month period between July 1, 2020 and March 31, 2021 as per the schedule presented.

4.6.4 Renewal of Year-End Funds and Reserves

Ms. Williams indicated that a complete review of the year-end funds and capital operations reserves valued at just over \$32M was provided at the Finance Committee meeting, and it was requested that a replenishment of the Strategic Investment Fund for 2021/22 with an amount to top-up the April 1, 2021 unallocated balance to \$3M.

Moved by Kristina Williams that the Board of Governors approves the changes to the Funds and Reserves as outlined.

Carried

4.6.5 2021/22 Tuition Fees and MNIF Compliance

Ms. Williams then discussed the 2021/22 Tuition Fees and Mandatory Non-instructional Fees (MNIF) as presented to the Finance Committee. It was noted that NAIT is still one of the lowest in post-secondary tuition. It was recommended by management that domestic tuition increase by an average of 7% for all programs for the 2021/22 academic year. This is in line with the allowable limit set out by the Provincial Government regulations. There is a limitation for continuing students that their tuition cannot be increased more than 10%. It was noted that the proposed tuition model was provided to the Ministry and it was confirmed that this proposal was in line with the government regulations. It was pointed out that the fees would only apply to new students.

Discussion ensued on the proposed tuition rates. Management was cognizant to ensure there was equity with the proposed rates, were in line with our principles, and took a balanced approach to align with the government rate caps. NAIT will look to be more flexible with student aid to allocate to areas of greatest need.

These proposed tuition rates will be submitted to the Ministry for approval.

Moved by Kristina Williams that the Board of Governors approves the tuition fees, as detailed in the Tuition Fee Compliance documents for the 2021/22, for submission to Advanced Education for final approval.

*Carried**

*Note: Alessandra Medeiros abstained from the vote

4.7 FOUNDATION TRUSTEES (Kristina Williams)

- Written Committee Chair's Summary Report as attached

4.8 GOVERNANCE COMMITTEE (Yasmin Jivraj)

- Written Committee Chair's Summary Report as attached

4.9 HUMAN RESOURCES COMMITTEE (Vi Becker)

- Written Committee Chair's Summary Report as attached

Moved by Andy Neigel that the Board of Governors accept the written Chair's Summary Committee Reports as presented for information.

Carried

4 PRESENTATIONS

5.1 Overview of the Governance Committee

Ms. Yasmin Jivraj, Chair of the Governance Committee introduced the role of the committee on the board.

Governance Committee members are tasked with ensuring the board functions appropriately and efficiently. It oversees the activities of the board as a whole. Some of the activities it oversees are the recommendations for new board members, the review of the board skills matrix, annual review of the Terms of Reference of each board committee, and any legislation from government that may impact the institute.

The Governance Committee is also responsible for the development and review of the Board Bylaws which govern our board. Ms. Jivraj invited Ms. Heather Murray, NAIT's Legal Counsel, to speak to the legislation piece that the committee reviews.

Ms. Murray noted that the *Post-secondary Learning Act* (PSLA) is the legislation that governs the post-secondary sector, and the Board Bylaws are the framework that this Board abides by for its operations. The Bylaws are reviewed periodically to address any gaps and to ensure alignment with PSLA regulations. It was noted that Board members have a fiduciary duty to at all times act in the best interests of the Institute as a whole while making decisions. Board members have a duty of care to act honestly and in good faith.

The skills matrix for public board members has been refreshed to add further clarity on levels of skills and background which will also identify if there are any gaps that need to be considered with future board appointments.

There may be changes coming to the structure of board governance with the Alberta 2030 review as well as other legislative changes that may impact post-secondary. The Governance Committee will continue to review and report to the Board any significant changes that the Board needs to be aware of.

Mr. Pisani thanked the Governance Committee for the work they do.

5.2 Strategic Plan Update

Ms. Gunter provided a short presentation on the progress of the Strategic Plan. It was noted that the Promises from the NAIT 2021+ document will be kept in the Plan, although will be refreshed and updated. Some changes to note include:

- Promise to Students: Changing “student” to “learner”
- Promise to Industry: adding “upskilling and reskilling”

- Promise to Staff: less declarative and more commitment-based
- Promise to Alberta: to be more inclusive of our national and international partners/projects/interests

NAIT's Core Values are strong but will be re-examined in the context of the new Strategic Plan.

The Board engaged in discussion on the overall outline of the Plan and were in support of the direction of the outline. Next steps will be to hold the various stakeholder and community engagements.

5.3 Alberta 2030 Review Update

It was determined that there was no discussion on this item required as it has been touched on in other areas in today's meeting.

6 IN-CAMERA SESSION WITH BOARD OF GOVERNORS

As the Board moved to an *in-camera* discussion, Mr. Pisani asked all guests to depart the meeting and thanked them for attending.

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

Carried

Dr. Annemarieke Hoekstra and Mr. Jamie Corfield reiterated their conflicts of interest for Item 6.4 and will depart the meeting before that discussion. No other conflicts of interest were declared.

6.1 Alberta 2030 Review Update

Discussed. It is anticipated that the Alberta 2030 review report will be issued in late spring or early summer.

6.2 Collegiate Update

This item was discussed. Both the Ministries of Education and Advanced Education are being kept apprised as this project moves along.

6.3 Board Evaluations Overview

Mr. Pisani and Ms. Jivraj discussed this item. Overall, the results were strong. It was suggested that student appointments overlap so that there is some continuity rather than the two new appointments at the start of the year. This would have to be suggested to the Minister.

6.4 Labour Relations Update

Discussed. Negotiations with NASA continue and will be starting with AUPE.

Moved by Andy Neigel 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, May 25, 2021 at 4:00-8:00 p.m., to be held virtually.

10 ADJOURNMENT

Moved by Andy Neigel that the Board of Governors meeting be adjourned at 7:36 p.m.

Carried



Ray Pisani – Chair, Board of Governors

Laura Jo Gunter - President