



## MINUTES

### OLDS COLLEGE BOARD OF GOVERNORS

June 8, 2022 @ 9:30 a.m.

ELC 954/955

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As the Olds College Board of Governors we commit to the principles of good governance and a culture of:

#### **Responsible Decision-Making**

Being joyfully engaged and fully prepared for our duties  
Being unified in our support of Board decisions  
Ensuring integrity in our considerations and decisions  
Ensuring the highest level of stewardship of human and financial resources

#### **Visionary Governance**

Focusing on the future while learning from the past  
Seeking growth in the best interests of the College

#### **Diversity and Inclusiveness**

Recognizing and accepting the unique attributes and contributions of all of our stakeholder communities  
Vigorously defending legislated rights and freedoms  
Making decisions that support a culture of diversity and inclusiveness

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| <b>Present:</b>        |                        |                        |
|------------------------|------------------------|------------------------|
| Leona Staples, Chair   | Gordon Cove            | Meghan Dear            |
| Mabel Hamilton         | Brendan Richardson     | Donna Maxwell          |
| Ted Menzies            | Paul McLauchlin        | Kami Tams              |
| Marnie DesJardins      | Roy Weasel Fat         | Celia Sutton           |
| Stuart Cullum          |                        |                        |
| <b>Regrets:</b>        | Jennifer Wood          |                        |
| <b>Administration:</b> | Debbie Thompson, VPASE | Patrick Machacek, VPDS |
| Connie Young, VPCS/CFO |                        |                        |
| <b>Recording:</b>      | Heather Steckly        |                        |

## OPEN SESSION

### 1. CALL TO ORDER

*Chair Staples called the meeting to order at 9:30 a.m.*

Chair Staples welcomed new Board members, Roy Weasel Fat and Brendan Richardson.

**1.1 Review of Board Self-Evaluation**

Board of Governors Meeting - April 21, 2022

M. Dear presented the results of the self-evaluation completed following the April 21, 2022 Board of Governors meeting, noting that only two members completed the survey and reminding Board members of the importance of self-evaluation for Board improvement and development.

**2. AGENDA**

*A MOTION was made by P. McLaughlin to approve the agenda as presented.*

*MOTION CARRIED*

**3. DECLARATION OF CONFLICTS OF INTEREST**

Board members were asked to declare if they had any conflicts of interest relating to agenda items for the meeting and, if so, they should declare them in accordance with the Alberta Public Agencies Governance Act.

M. DesJardins, B. Richardson and C. Sutton declared a conflict with respect to an agenda item in the in-camera session.

*A MOTION was made by M. Hamilton to move the meeting in-camera.*

*MOTION CARRIED*

*A MOTION was made by D. Maxwell to move the meeting out of camera.*

*MOTION CARRIED*

**RETURN TO OPEN SESSION**

**4. REVIEW OF MINUTES**

4.1 Review of April 21, 2022 Regular Board Meeting

*A MOTION was made by T. Menzies to adopt the minutes of the April 21, 2022 Board of Governors meeting as circulated.*

*MOTION CARRIED*

## 5. MOTIONS OUT OF CLOSED SESSION

### 5.1 Interim President

*A MOTION was made by M. DesJardins that the Board of Governors record in the minutes of the June 8, 2022 Board of Governors meeting the results of the following motion approved by electronic vote:*

*A MOTION was made by A. Heuver that the Board of Governors approve the Interim President contract as presented and appoint Dr. Ray Block as interim President commencing on August 2, 2022.*

*MOTION CARRIED*

### 5.2 Executive Search Services

*A MOTION was made by P. McLaughlin that the Board of Governors support the recommendation of the President Search Committee and engage Gallagher to provide Executive Search Services for the recruitment of the next President of Olds College.*

*MOTION CARRIED*

### 5.2 Olds College Trust

*A MOTION was made by D. Maxwell that subject to the approval of the Minister of Advanced Education under section 77 of the Post-secondary Learning Act, and the approval of the Lieutenant Governor in Council under section 80 of the Financial Administration Act, the Board authorizes and approves the incorporation of a subsidiary corporation, "Olds College Business Corporation", such corporation:*

- *To operate under the governance model reflected in the attached Articles of Incorporation and By-law No. 1.*
- *To have the power and ability, inter alia, of acting as trustee of The Olds College Trust, a trust previously established to the benefit of Olds College.*

*The Board authorizes the President to sign any necessary incorporation or organizational documents on behalf of the shareholder of Olds College Business Corporation, the Board of Governors of Olds College.*

*MOTION CARRIED (G. Cove, T. Menzies, S. Cullum and L. Staples abstained)*

## 6. OWNERSHIP LINKAGE

Industry Advisory Committee Guest: Randy Gehring, representing Alberta Apprenticeship and Industry Training

### 6.1 Ownership Linkage Analysis Guide

- Challenges: less trained apprentices to support the industry
- Employers downsizing or getting out of the industry
- Methods of training delivery; i.e. transition to online learning during COVID
- Many apprentices delayed training until face to face was available
- Apprentices moving to other jurisdictions; each province has its own apprenticeship model and may be working there while doing technical training back in Alberta

- Question: how we move forward and keep up with training to keep pace with technology changes
- Mature students may have different levels of experience with new technologies
- Opportunities: additional jobs due to COVID turnover and retirements
- Olds College is unique in its industry-focus

## 7. BOARD EDUCATION

Board Education was not included in the June 8, 2022 Board of Governors meeting agenda.

## 8. ENDS ITEMS FOR DECISION

2021/22 Ownership Linkage Analysis

The External Relations Committee and the Policy Review Committee reviewed feedback from 2021/22 Ownership Linkage activities to date. The Board Chair acknowledged that the Board has grown in its understanding of ownership linkage and works hard to connect with owners. The External Relations Committee was affirmed for its direction to the Board in this important area. The Board reviewed the information captured by External Relations Committee members on the Ownership Linkage Analysis Guide. Based on the information received to date, the Policy Review Committee recommended one editorial change to Policy E-2 as noted below.

### 8.1 E-1 Qualified People

#### 8.1.1 Routine Content Review Worksheet

No policy amendments were suggested for Policy E-1 Qualified People.

### 8.2 E-2 New Knowledge, Products & Technology - *P. McLauchlin*

#### 8.2.1 Routine Content Review Worksheet

#### 8.2.2 Editorial Policy Revision - *attached as information*

The Policy Review Committee approved an editorial revision to Policy E-2 New Knowledge, Products & Technology ...

### 8.3 E-3 Alberta Leads in Agriculture

#### 8.3.1 Routine Content Review Worksheet

No policy amendments were suggested for Policy E-3 Alberta Leads in Agriculture.

### 8.4 E Mega End

#### 8.4.1 Routine Content Review Worksheet

The Board considered carefully input from owners through Ownership Linkage activities, noting that presenters consistently noted the need for global talent to support the agriculture industry. The Board considered the need to more specifically embed technology development within the Ends. As the lower level policies each specifically address technology development and transference to learners and industry, no changes to Ends were identified.

Board members considered whether the preservation of the “culture of agriculture” is adequately addressed in Board Ends. Areas identified as reflecting culture were noted in the Mega End (the “agriculture community”) and E-3 Alberta Leads in Agriculture (“the importance and holistic nature of the agriculture industry is recognized as being essential to the preservation and betterment of life.”)

P. McLauchlin identified an opportunity for the Policy Review Committee to consider Policy E-3 and determine whether or not it adequately encapsulates the intent of the Board. The current global context is very different from when the Ends policies were developed. The Committee will consider this and bring a recommendation to the Board in the fall.

## **9. GOVERNANCE PROCESS ITEMS FOR DECISION**

### **9.1 GP-13 Governance Succession Planning - *M. Dear***

#### **9.1.1 Proposed Policy Revision**

The Board reviewed the policy revision, noting that following the Board Workshop, it would be important to incorporate the concept of positionality within the policy statements. P. McLauchlin noted that it is Important that the Board identifies any barriers to diversity and inclusivity and takes action to eliminate them. By ensuring barriers are identified and eliminated, an environment for diversity and inclusivity can be fostered. While this does not suggest an amendment to the policy, the Board will consider it as a potential workshop theme.

*A MOTION was made by C. Sutton the Board of Governors approve revised Policy GP-14 Governance Succession Planning as amended.*

*MOTION CARRIED*

## **10. EXECUTIVE LIMITATIONS ITEMS FOR DECISION**

### **10.1 EL-7 Communication and Support to the Board - *editorial policy revision - P. McLauchlin***

The editorial amendment, approved by the Policy Review Committee, eliminates redundancy and was brought to the Board as information.

### **10.2 EL-10 Investments - *G. Cove***

10.2.1 Proposed Policy Revision

As existing policy wording resulted in non-compliance at the March Board meeting, the policy revision was considered by the Audit Committee in conjunction with the Portfolio Manager. The Committee determined that the policy revision will not increase risk while allowing for management of the investment portfolio in a way that achieves targeted results.

*A MOTION was made by G. Cove that the Board of Governors approve revised Policy EL-10 Investments as presented.*

*MOTION CARRIED*

**11. BOARD-MANAGEMENT DELEGATION ITEMS FOR DECISION**

No Board-Management Delegation items were presented for decision at the June 8, 2022 Board of Governors meeting.

**12. REQUIRED APPROVALS AGENDA**

12.1 EL-3 Planning

Special Monitoring Report

12.1.1 2022/2023 Operating and Capital Budget - C. Young

*A MOTION was made by T. Menzies that the Board of Governors approve the 2022/2023 Operating and Capital Budgets as presented.*

*MOTION CARRIED*

12.1.2 2022/23 Three Year Budget Plan

*A MOTION was made by B. Richardson that the Board of Governors approve the 2022/2023 Three Year Budget Plan as presented.*

*MOTION CARRIED*

12.2 E Mega End

12.2.1 New Academic Programs

The Board was provided with context to support Board approval of two new programs moving through the approval process. Given the timing of the June Board meeting, the Board will be asked to provide the Required Approval electronically.

**13. MONITORING CEO PERFORMANCE**

13.1 EL General Executive Constraint

13.1.1 Monitoring Report

13.1.2 Monitoring Report Worksheet

*A MOTION was made by C. Sutton that the Board has assessed the monitoring report for Policy EL General Executive Constraint and finds that it demonstrates compliance with a reasonable interpretation of the policy, except for the stated*

*non-compliance with respect to item b which the Board acknowledges and accepts the planned date for compliance.*

*MOTION CARRIED*

- 13.2 EL-3 Planning
  - 13.2.1 Monitoring Report
    - \*\* only Items 9.1 and 9.2. All other policy statements are incorporated into the Special Monitoring Report provided under Item 12.1
  - 13.2.2 Monitoring Report Worksheet
    - A MOTION was made by K. Tams that the Board has assessed the monitoring report for Policy EL-3 Planning and finds that it demonstrates compliance with a reasonable interpretation of the policy.*
    - MOTION CARRIED*
- 13.3 EL-4 Financial Condition and Activities - Q3
  - 13.3.1 Monitoring Report
  - 13.3.2 Monitoring Report Worksheet
    - A MOTION was made by M. Dear that the Board has assessed the monitoring report for Policy EL-4 Financial Condition and Activities - quarter three report and finds that it demonstrates compliance with a reasonable interpretation of the policy.*
    - MOTION CARRIED*
- 13.4 EL-10 Investments - Q3
  - 13.4.1 Monitoring Report
  - 13.4.2 Monitoring Report Worksheet
    - A MOTION was made by M. Hamilton that the Board has assessed the monitoring report for Policy EL-11 Investments - quarter three report and finds that it demonstrates compliance with a reasonable interpretation of the policy.*
    - MOTION CARRIED*

#### **14. MONITORING BOARD PERFORMANCE**

- 14.1 GP-6 Board Committee Structure - *L. Staples*
  - 14.1.1 Monitoring Report Worksheet
    - The current Board Committee Structure is compliant with Policy GP-6.
- 14.2 GP 6.1 Audit Committee Terms of Reference - *G. Cove*
  - 14.2.1 Monitoring Report Worksheet
    - The Audit Committee functions in a way that is consistently compliant with the Terms of Reference
- 14.3 GP 6.3 Board Effectiveness Committee Terms of Reference - *M. Dear*
  - 14.3.1 Monitoring Report Worksheet
    - The Board Effectiveness Committee functions in a way that is consistently compliant with its Terms of Reference.
- 14.4 GP 6.4 Policy Review Committee Terms of Reference - *P. McLauchlin*
  - 14.4.1 Monitoring Report Worksheet

- The Policy Review Committee functions in a way that is consistently compliant with its Terms of Reference.
- 14.5 GP-15 Special Rules of Order - *T. Menzies*
- 14.5.1 Monitoring Report Worksheet  
The Board functions in a way that is consistently compliant with Policy GP-15 Special Rules of Order.
- 14.6 GP-16 Open and In-Camera Meetings - *M. DesJardins*
- 14.6.1 Monitoring Report Worksheet  
The Board functions in a way that is consistently compliant with Policy GP-16 Open and In-Camera Meetings. M. DesJardins noted several content review items for consideration and these will be considered by the Policy Review Committee.
- 14.7 Board Improvement Process Results Report - *L. Staples*
- 14.7.1 Themes and Next Steps  
Chair Staples provided an overview of information received during Board member 1-2 meetings. Overall understanding of Ownership Linkage has improved but there is room for growth in utilizing the data collected through this activity. The Policy Review Committee was affirmed in its work, noting that it is important that policy development is the work of all Board members.
- 14.8 Audit Committee Report - *G. Cove*
- 14.8.1 Enterprise Risk Management - third quarter
- 14.8.1.1 Consolidated Risk Report
- 14.8.1.2 Enterprise Risk Report - third quarter  
The Committee reviewed the third quarter Enterprise Risk Report. There are no significant increases in institutional risk. Areas of higher risk are monitored closely by administration.
- 14.8.2 Board Financial Report - third quarter
- 14.8.2.1 2021-22 Board Operating Budget to Actuals Report
- 14.8.2.2 Board Member Expenses  
The Committee reviewed the third quarter financial reporting for the Board. The Board will end the year with a positive budget variance. No concerns were raised with respect to Board member expenses.
- 14.8.3 Report on 2021/22 Committee Work Plan  
Chair Cove reported the 2021/22 Audit Committee Work Plan as complete.
- 14.9 Board Effectiveness Committee Report - *M. Dear*
- The Committee reviewed the results of the Board Improvement Process, noting effective usage of ownership linkage data is a growth area for the Board.\
  - New Board member orientation is part of the Committee's accountability. The Committee is recommending a process where all Board members complete the online *Introduction to Policy Governance* course offered by The Governance Coach by September in preparation for the 22/23 Board year. The Board Effectiveness Committee will meet with new members to provide a Board-specific orientation prior to the September Board meeting.



14.9.1 Coaching Report

14.9.1.1 April 2022

The April 2022 Coaching Report was provided as information. No concerns were identified in the report.

14.9.2 Report on 2021/22 Committee Work Plan

Chair Dear reported the 2021/22 Board Effectiveness Committee Work Plan as complete.

14.9.3 Board Workshop Recap (documents from the facilitator)

14.9.3.1 Recap of Questions from Board Members

14.9.3.2 Analysis Guide for Ends

14.9.3.3 Analysis Guide for Ends - sample

14.9.3.4 Connecting Owner Input with Ends Work

The Board was encouraged to review the documents provided by the Workshop facilitator.

**15. INFORMATION REQUESTED BY THE BOARD**

15.1 President

15.1.1 President's Report

P. Machacek provided the following highlights from the written report included in the agenda package:

- The three-year Business Plan for the Field Crop Development Centre is complete. This will support ongoing funding discussions.
- A donation of \$500,000 estate gift was recently received and will be utilized toward Smart Farm development.

D. Thompson provided the following highlights from the written report included in the agenda package:

- Olds College is offering two fully sponsored full-time seats for students who have been displaced due to the conflict in Ukraine.
- Discovery Day welcomed over 1,000 guests on campus.
- 21/22 Dual Credit enrollment update: 560 students (27% increase year over year) and 862 individual course enrollments equating to 86 FLE's, in partnership with 33 school divisions. This is an example of how Olds College is introducing the Trades to high school students.

President Cullum noted the following:

- Juxtaposed with seven years ago when Olds College was not in attendance, today at relevant events, such as Inventures, Olds College is not only represented but often asked to participate. The College is demonstrating its leadership in agriculture in Alberta and the nation.
- In conjunction with an in-person board meeting, the CAAIN board recently toured Olds College. Dr. Joy Agnew and her team provided an impressive overview of the smart agriculture research activity at Olds College. Senior officials from the federal government participated in the tour and it is noted

that the federal government sees Olds College as a strategic investment in the areas of agriculture and agriculture innovation.

15.1.1.1 Capital Campaign Report

\$73M has been raised to date against the originally set goal of \$40M. Asks to date total \$83.8M with \$10.5M outstanding.

15.2 SAOC Report - *C. Sutton*

C. Sutton provided the following highlights from her written report included in the agenda package:

- A survey on campus safety was distributed to students on May 31, 2022 to collect information with respect to students' experiences, priorities and opinions as they relate to security on campus. This data will be utilized to assess the need for improved security on campus and to inform the scope, timeline and goals of the project.
- A project to create an inclusive, multi-faith room on campus. The SAOC will utilize one of its vacant rooms in the lower Learning Commons for this purpose.
- The Executive Council of the SAOC held a micro-retreat coordinated by the Executive Director. The retreat included training sessions, values identification and team-building activities.

15.3 Alberta Colleges and Institutes Faculties Association (ACIFA) Survey Results - *G. Koch*

15.3.1 ACIFA Climate Survey - Standard Questions Comparison

15.3.1 2021 ACIFA Survey Analysis

Due to connectivity issues, G. Koch was unable to provide the ACIFA report. This will be rescheduled to the September Board meeting.

15.4 Major Capital Project Updates - *C. Young*

15.4.1 Ag Tech Learning Hub

The project budget and schedule are on track and occupancy on July 15, 2022 has been confirmed. Classes will begin in the building in September and a grand opening with external stakeholders and officials is being planned for October 4, 2022.

15.4.2 Animal Health Education Centre

The project budget is on track. The schedule has been impacted by supply chain challenges. Delays have impacted completion of Phase 1 and all efforts are underway to minimize further impact to currently planned completion dates. The Contractor has confirmed September 2023 completion with Phase 1 completion July 2022.

15.4.3 Smart Farm Facilities Renovation

The project budget and schedule are on track with final occupancy planned for October 20, 2022.

## 16. NICE TO KNOW INFORMATION

16.1 Correspondence

16.1.1 Ministerial Order - C. Sutton and K. Tams

16.1.2 Ministerial Order - B. Richardson

- 16.1.3 Order in Council - R. Weasel Fat
- 16.2 Olds College News
  - 16.6.1 Olds College Launches Two New Equine Certificates
  - 16.6.2 Second Annual 'A Celebration of Alberta Ag' done and dusted!
  - 16.6.3 Olds College Manager of Athletics Wins CIGan Leadership Excellence Award
  - 16.6.4 Deep Ties with Olds College & Agriculture: Margery & George Steckler

**17. SELF-EVALUATION OF GOVERNANCE PROCESS AT THIS MEETING**

**18. ADJOURNMENT**

*The meeting was declared adjourned at 3:50 p.m.*

- 4:15 p.m. Board Photo
- 5:00 p.m. Joint Dinner - Town of Olds