



MINUTES
OLDS COLLEGE BOARD OF GOVERNORS MEETING
Thursday, September 23, 2021 9:00 a.m.- 3:00 p.m.
Google Meets

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

Present:

Leona Staples
Marnie DesJardins
Donna Maxwell
David McKinnon
Stuart Cullum

Anita Heuver
Ted Menzies
Gordon Cove
Mabel Hamilton
Meghan Dear

Paul McLaughlin
Andrew Thun
Keith Smyth
Jennifer Wood

Administration:

Debbie Thompson, VPASE

Patrick Machacek, VPDS

Connie Young, VPCS & CFO

Guests:

Greg Wiens, SFA

Recording:

Heather Steckly

OPEN SESSION

1. CALL TO ORDER

Chair Staples called the meeting to order at 9:00 a.m.

2. AGENDA

A MOTION was made by M. Hamilton 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.

No conflicts were declared.

*A MOTION was made by J. Wood to move the meeting in-camera.
MOTION CARRIED*

*A MOTION was made by A. Heuver to move the meeting out of camera.
MOTION CARRIED*

RETURN TO OPEN SESSION

4. REVIEW OF MINUTES:

4.1 JUNE 18, 2021 SPECIAL BOARD MEETING

A MOTION was made by A. Heuver to adopt the minutes of the June 18, 2021 Special Board Meeting as circulated.

MOTION CARRIED

4.2 JUNE 25, 2021 SPECIAL BOARD MEETING

A MOTION was made by D. Maxwell to adopt the minutes of the June 25, 2021 Special Board Meeting as circulated.

MOTION CARRIED

4.3 JUNE 25, 2021 REGULAR BOARD MEETING

A MOTION was made by A. Heuver to adopt the minutes of the June 25, 2021 regular Board Meeting as circulated.

MOTION CARRIED

5. MOTIONS OUT OF CLOSED SESSION

5.1 Board Membership

A MOTION was made by G. Cove that the Board of Governors approve submission of a request to the Ministry of Advanced Education for reappointment of Jennifer Wood to the Olds College Board of Governors for a second term.

MOTION CARRIED

5.2 President's External Board Appointment

A MOTION was made by T. Menzies to approve the President's appointment to the CAAIN permanent Board of Governors.

MOTION CARRIED

6. OWNERSHIP LINKAGE

6.1 Industry Advisory Committee Presentation: Bachelor of Applied Science - Golf Course Management Program - Dustin Zdan

D. Zdan presented information with respect to the Bachelor of Applied Science - Golf Course Management Program and provided insight from an industry perspective with respect to Board Ends. The golf industry is showing signs of rebounding during the pandemic and staffing has emerged as a significant challenge. This challenge presents a collaborative opportunity for industry and the College to promote the program to prospective students. Technological innovation presents a second significant challenge and opportunity for the College as it prepares graduates to meet industry needs

7. BOARD EDUCATION

7.1 FCDC Strategic Plan Update

P. Machacek was joined by P. Thiel to provide an update with respect to the College's work with the Field Crop Development Centre (FCDC) since transfer of the Centre to the College on January 1, 2021. A full review of the program was part of the negotiated transfer agreement and, to that end, an external Steering Committee was convened in January 2021 with the following job products:

- Ensure appropriate industry-wide engagement of relevant stakeholders;
- Gain feedback/input on development of the strategy and key success factors for ongoing operations;
- Provide guidance on best practices;
- Consider opportunities to share and enhance data;
- Provide insight into the growth and long-term opportunities for the Centre; and
- Provide guidance in the development and finalization of the FCDC Strategic Plan.

Feedback and input gleaned through extensive stakeholder engagement has been distilled into a Strategic Plan that aligns with Olds College's Growing 2025 Strategic Plan and proposes the following five drivers:

- Be externally facing with a measurable impact on the sector
- Be market responsive
- Expand service delivery
- Increase annual funding by 25% through diversification of revenue sources
- Create a high performance organizational culture
- Be recognized for scientific expertise and outcomes - superior barley and triticale varieties

Each driver is supported by objectives, priority actions and performance metrics over the next five years. The Strategic Plan will be utilized as the foundation for annual business plans going forward.

The FCDC Strategic Plan will be publicly launched in October 2021.

8. ENDS ITEMS FOR DECISION

No Ends items for decision were included on the September 23, 2021 Board meeting agenda.

9. GOVERNANCE PROCESS ITEMS FOR DECISION

9.1 Routine Content Review:

9.1.1 GP-1 Governing Style

GP-1 Routine Content Review Worksheet

No amendments to Policy GP-1 Governing Style were suggested.

9.1.2 GP-6 Board Committee Structure

GP 6 - Routine Content Review Worksheet

No amendments to Policy GP-6 Board Committee Structure were suggested.

9.1.3 GP 6.1 Audit Committee Terms of Reference

GP 6.1 – Routine Content Review Worksheet

No amendments to Policy GP 6.1 Audit Committee Terms of Reference were suggested.

9.1.4 GP 6.2 External Relations Committee Terms of Reference

GP 6.2 - Routine Content Review Worksheet

The Board noted that Committee membership is out of step with other Committee Terms of Reference. The policy will be updated to include the Board Chair so that the membership is consistent across all of the Terms of Reference policies.

9.1.5 GP 6.3 Board Effectiveness Committee Terms of Reference

GP 6.3 - Routine Content Review Worksheet

No amendments to Policy GP 6.3 Board Effectiveness Committee Terms of Reference were suggested.

9.1.6 GP 6.4 Policy Review Committee Terms of Reference - NEW

It was noted that current Committees have larger numbers of Board members than outlined in policy. All Terms of Reference will be updated to note that membership includes “at least” the number of Board members identified.

*A MOTION was made by D. Maxwell that the Board of Governors approve Policy GP-6.4 Policy Review Committee Terms of Reference as amended and attached to the minutes as **Schedule “A”**.*

MOTION CARRIED.

9.2 2021 / 2022 Board Committee Structure

*A MOTION was made by P. McLaughlin that the Board of Governors approve the 2021/2022 Board Committee Structure as presented and attached to the minutes as **Schedule “B”**.*

MOTION CARRIED

9.3 Appointment of Vice Chair

A MOTION was made by T. Menzies that the Board of Governors support the recommendation of the Board Chair and appoint G. Cove as Vice Chair for the 2021/2022 Board year.

MOTION CARRIED

10. EXECUTIVE LIMITATIONS ITEMS FOR DECISION

No Executive Limitations items for decision were included in the September 23, 2021 Board meeting agenda.

11. BOARD-MANAGEMENT DELEGATION ITEMS FOR DECISION

No Board-Management Delegation items for decision were included in the September 23, 2021 Board meeting agenda.

12. REQUIRED APPROVALS AGENDA

No Required Approvals Agenda items were presented for Board consideration of approval.

13. MONITORING CEO PERFORMANCE

The Board Workshop conducted on September 13, 2021 provided an opportunity for the Board to engage in work around best practices in Policy Governance, including the CEO monitoring process. Administration recognized that there is work to be done in the refinement of monitoring reports to ensure they support the Board's focus on governance excellence. The Board was requested to consider provision of budget funds to support engagement with Jannice Moore over the course of the next year to refine and improve monitoring reports. The Board expressed support for the concept and details will be provided for consideration of a Board motion to approve.

Monitoring Report Screening Checklist

13.1 Special Monitoring Report - COVID-19

13.1.1 Message - request to forward to the Olds College Board of Governors
A MOTION was made by A. Heuver hat the Board has assessed the special monitoring report for policies relevant to the COVID-19 pandemic response and finds that it demonstrates compliance with a reasonable interpretation of the policies.

MOTION CARRIED

13.2 EL 4 Financial Condition and Activities - *fourth quarter report - Item 4 and 6 only*

13.2.1 Monitoring Report

13.2.2 Monitoring Worksheet

A MOTION was made by M. Dear that the Board of Governors has assessed the monitoring report for Policy EL-4, fourth quarter and finds that it demonstrates compliance with a reasonable interpretation of the policy.

MOTION CARRIED

- 13.3 EL 5 Asset Protection
 - 13.3.1 Monitoring Report
 - 13.3.2 Monitoring Worksheet

A MOTION was made by G. Cove that the Board of Governors has assessed the monitoring report for Policy EL-5 and finds that it demonstrates compliance with a reasonable interpretation of the policy, except for the stated non-compliance with items 4.2(2) and 11.2 which the Board acknowledges and accepts the planned date for compliance.

MOTION CARRIED

- 13.4 EL-10 Land Use
 - 13.4.1 Monitoring Report
 - 13.4.2 Monitoring Worksheet

Deferred to October Board meeting pending finalization of the Campus Master Plan.

- 13.5 EL-11 Investments - *fourth quarter report*
 - 13.5.1 Monitoring Report
 - 13.5.2 Monitoring Worksheet

A MOTION was made by M. Dear that the Board of Governors has assessed the monitoring report for Policy EL-11 and finds that it demonstrates compliance with a reasonable interpretation of the policy.

MOTION CARRIED

- 13.5 EL-12 Major Capital Projects
 - 13.5.1 Ag Tech Learning Hub

P. Machacek reviewed progress to date on the Ag Tech Learning Hub project which is on budget and on schedule for completion by May 2022 and open for classes in September 2022. A tour will be arranged for the Board at such time as the Board is able and chooses to meet in person.
 - 13.5.2 Animal Health Education Centre

P. Machacek reviewed progress to date on the Animal Health Education Centre project. The subcontractor has experienced challenges in delivering the constructed steel components for the project. An alternative manufacturer has been identified and indications are that this will not impact the schedule or the budget. The project schedule and budget will continue to be monitored closely.

14. MONITORING BOARD PERFORMANCE

14.1 GP-1 Governing Style - *L. Staples*

14.1.1 Monitoring Worksheet

L. Staples provided the monitoring report on Policy GP-1 Governing Style, noting that excellence in governance is supported by Board workshops and ongoing support for continuous improvement. The Board conducts a regular and focused continuous improvement process that includes meetings with individual Board members as well as a self-evaluation following each Board meeting. Overall, the Board is compliant with this policy.

14.2 GP-2 Board Job Contributions - *M. Dear*

14.2.1 Monitoring Worksheet

M. Dear reported compliance with Policy GP-2 Board Job Contributions, noting the Board's continued focus on written policies, now supported by creation of the Policy Review Committee.

14.3 GP-8 Board Member Expenses - *G. Cove*

14.3.1 Monitoring Worksheet

G. Cove reported compliance with Policy GP-8 Board Member Expenses. The contributions of Board members are recognized through payment of honorariums and expenses based on the policy. Board member expenses are reviewed quarterly by the Audit Committee and compliance is reported to the Board.

14.3 Audit Committee Report

14.3.1 Enterprise Risk Management Update

A. Heuver presented the Audit Committee report with respect to direct inspection of Enterprise Risk Management. The Audit Committee has exercised significant oversight in the work done to address concerns raised within the 2020 audit report. The Committee reviewed the internal controls process and the ways in which the committee will intersect with that process going forward.

15. INFORMATION REQUESTED BY THE BOARD

15.1 President

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

- The Ag Smart show was very successful with sponsorships and exhibitors higher than anticipated and attendees aligned with expectations. Surveys sent to participants following the show indicate that attendance is key to the show's success. Event organizers and the College are confident that the show will grow in subsequent years. The AgSmart show helps the College to build its brand during and beyond the event.
- Harvest is nearing completion. OMNI (previously DOT) was utilized on more than 3200 acres this year with significant student interaction with the technology.

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

- Olds College has launched its first offerings of micro-credentials.
- The College continues to work with Campus Alberta Quality Council on approval of the baccalaureate degree.
- The Work Integrated Learning framework has been completed and is provided as information to the Board under Item 16.

15.1.1 Campaign Update

P. Machacek reviewed the Campaign Update included in the agenda package, noting the positive change in cash position due to a donor making a cash payment in support of their pledge prior to the end of the 2021 fiscal year.

15.1.2 RABCCA Update

The RABCCA amendment continues to create tension and stress within the post-secondary system and institutions are addressing it in a variety of ways. The Ministry has requested alternatives and proposals from the system to address concerns around unintended consequences of the amendment. Proposals put on the table thus far have not been well received and a better system-wide response is required.

The potential for deconsolidation of only some institutions has led to focus on a sector (colleges and polytechnics) response rather than a system response in order to recognize the differing impacts on institutions. G. Feltham has agreed to work with the Colleges and Polytechnics to develop 5-6 concepts that could be put forward to address efficiencies within the system including RABCCA.

Olds College continues to consider how to respond in a constructive way and has been successful in obtaining an exemption for the new VPCS position. Updates and speaking points have been provided for Board member use within their networks. It is critical that the College address the fundamental principle that it has been placed in a level that renders it uncompetitive in the marketplace.

15.1.3 Alberta 2030 Update

The Ministry is in the process of implementing recommendations for amendments to the Post Secondary Learning Act based on the Alberta 2030 review. Some of the anticipated amendments include: formal change from six sectors to two, deconsolidation for certain institutions, establishment of a system level independent council to provide insight and advice to the Minister, establishment of coordinating committees for the two sectors, and

establishment of additional working groups to assist the Minister in addressing some of the concepts within the Alberta 2030 strategy.

From an Olds College perspective next steps will include significant engagement and exploration with respect to the potential for brand and identity refinement or enhancement. The Board will be kept apprised as this work unfolds.

15.2 SAOC Report

A. Thun provided highlights from his written report included in the agenda package.

16. NICE TO KNOW INFORMATION

16.1 Correspondence

16.1.1	
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16.2 Olds College News

16.2.1 Olds College Updates Strategic Plan, Growing 2025

16.2.2 New Vice President of Corporate Services Announced

16.2.3 AgSmart Celebrates Its Second Edition

16.2.4 CAAIN Announces Fourth Funded Project

16.2.5 Residence and Housing Update

16.2.6 2021 Smart Farm Impact Report

16.3 Work Integrated Learning Framework (at the May 2021 Board meeting, the Board requested this be provided when complete, attached in response to that request)

17. SELF-EVALUATION OF GOVERNANCE PROCESS AT THIS MEETING

Board members were asked to complete the self-evaluation form. Responses will be reviewed at the beginning of the October Board meeting.

18. ADJOURNMENT

The meeting was declared adjourned at 3:00 p.m.