



## MINUTES

### OLDS COLLEGE BOARD OF GOVERNORS MEETING

Thursday, June 24, 2021 9:00 a.m. - 3:00 p.m.

Via Zoom

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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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#### **Present:**

Leona Staples  
Marnie DesJardins  
Donna Maxwell  
Ceili Korschuk  
Stuart Cullum

Anita Heuver  
Ted Menzies  
Gordon Cove  
Mabel Hamilton

Paul McLaughlin  
Andrew Thun  
Keith Smyth  
Jennifer Wood

#### **Regrets:**

Meghan Dear

#### **Administration:**

Greg Wiens, CFO

Debbie Thompson, VPASE

Patrick Machacek, VPDS

#### **Recording:**

Heather Steckly

### OPEN SESSION

#### **1. CALL TO ORDER**

*Chair Staples called the meeting to order at 9:24 a.m.*

#### **2. AGENDA**

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

*MOTION CARRIED*

*A MOTION was made by G. Cove to move the meeting out of camera.*

*MOTION CARRIED*

**RETURN TO OPEN SESSION**

Administration joined the meeting.

**4. REVIEW OF MINUTES**

**4.1 REVIEW OF MINUTES OF MAY 27, 2021 REGULAR BOARD MEETING**

*A MOTION was made by M. Hamilton to adopt the minutes of the May 27, 2021 regular Board of Governors meeting as circulated.*

*MOTION CARRIED*

**4.2 REVIEW OF MINUTES OF JUNE 18, 2021 SPECIAL BOARD MEETING**

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

*MOTION CARRIED*

**5. MOTIONS OUT OF CLOSED SESSION**

5.1 The Board of Governors expressed full confidence in and endorsed the President's performance in 2020/21 and plans going forward for 2021/22. In this exceptionally challenging environment, the President's leadership of his team and the College has inspired the Board.

*A MOTION was made by K. Smyth that the Board has assessed the Monitoring Reports for Ends and Executive Limitations Policies over the course of the 2020/2021 Board year and finds that they demonstrate compliance with a reasonable interpretation of the policies and, where indicated, accepts the planned dates for compliance. The Board further acknowledges the President's exceptional performance with respect to Policy E-3 New Knowledge, Products and Technology.*

*MOTION CARRIED*

## 6. OWNERSHIP LINKAGE

6.1 Industry Advisory Committee Guest: Ian Henderson, John Deere Technician Program  
I. Henderson presented information with respect to the John Deere Technician Program and provided insight from an industry perspective with respect to Board Ends. Lack of experienced farm workers and increased non-farm students poses a challenge in recruiting and training new technicians. Emerging technologies in agriculture are advancing and the automation on the horizon may help to address the labour shortage. Data generated through technology requires technicians who can understand and interpret it so that it can be used to make quantifiable decisions for increased profitability. Olds College can make a contribution through collaboration with industry partners and through enhanced learning opportunities based on current trends.

## 7. BOARD EDUCATION

7.1.1 Due to time constraints, Board Education was not included in the June 24, 2021 meeting agenda.

## 8. ENDS ITEMS FOR DECISION

A working group comprised of M. Dear, M. DesJardins, S. Cullum and H. Steckly considered the Board Ends and drafted proposed revisions based on Board discussion at the May Board meeting. The draft revisions were reviewed and refined by the Board Effectiveness Committee and were presented for consideration of Board approval.

### 8.1 E Mega End

No revisions to Policy E Mega End were recommended.

### 8.2 E-1 Learners

#### 8.2.1 Recommended Policy Revision

*A MOTION was made by P. McLaughlin that the Board of Governors approve Policy E-1 Qualified People as presented and attached to the minutes as Schedule "A".*

*MOTION CARRIED*

### 8.3 E-2 Qualified People

Policy statements included in Policy E-2 Qualified People are now incorporated into Policy E-1 as approved above. On that basis, deletion of Policy E-2 was recommended.

*A MOTION was made by T. Menzies that the Board of Governors approve deletion of Policy E-2 from the Policy Manual.*

*MOTION CARRIED*

- 8.4 E-3 New Knowledge, Products and Technology
- 8.4.1 Recommended Policy Revision
- A MOTION was made by A. Heuver that the Board of Governors approve Policy E-3 New Knowledge, Products and Technology as presented and attached to the minutes as Schedule "B".*
- MOTION CARRIED*
- 8.5 E-4 Alberta Leads in Agriculture
- No revisions to Policy E-4 Alberta Leads in Agriculture were recommended other than re-numbering due to the deletion of Policy E-2.

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

- 9.1 Board of Governors - July / August 2021 Board Meetings
- A MOTION was made by D. Maxwell that the Board of Governors waive the July 2021 regular Board meeting and that the regular August 2021 Board meeting be at the call of the Chair.*
- MOTION CARRIED*
- 9.2 2021/2022 Calendar of Events
- The Board reviewed the draft 2021/22 Calendar of Events, noting the change to the schedule with respect to the May and June 2022 meetings. In anticipation of a return to normal operations in the Fall, the Board agreed that Board Committee meetings will continue to be held in a virtual format while regular Board Meetings will be held face-to-face.
- A MOTION was made by that the Board of Governors J. Wood approve the 2021/2022 Calendar of Events as presented and attached to the minutes as Schedule "C".*
- MOTION CARRIED*
- 9.3 Policy Updates:
- 9.3.1 GP-3 Board Planning Cycle and Agenda Control
- The policy was presented for approval due to revisions made to the 2021/22 agenda cycle that will guide Board meetings over the coming year. Policy statements have not been changed.
- A MOTION was made by G. Cove that the Board of Governors approve revised Policy GP-3 Board Planning Cycle and Agenda Control as presented and attached to the minutes as Schedule "D".*
- MOTION CARRIED*
- 9.3.2 GP-9 Code of Conduct - Board Member attendance  
(follow up from May Board Meeting)
- The Board Effectiveness Committee considered feedback from the Board at the May meeting and presented an updated policy revision for Board consideration of approval.
- A MOTION was made by P. McLaughlin that the Board of Governors approve revised Policy GP-9 Code of Conduct - Board Member attendance as presented and attached to the minutes as Schedule "E".*
- MOTION CARRIED*

- 9.4 GP-12 Board Linkage with Other Organizations - *J. Wood*
  - 9.4.1 Routine Content Review Worksheet  
No changes were suggested to Policy GP-12 Board Linkage with Other Organizations.

**10. EXECUTIVE LIMITATIONS ITEMS FOR DECISION**

- 10.1 EL-5 Asset Protection - (follow up from May Board Meeting)
  - 10.1.1 Recommended Policy Revision  
*A MOTION was made by M. DesJardins that the Board of Governors approve revised Policy as presented and attached to the minutes as Schedule "F".*  
*MOTION CARRIED*

Paul McLauchlin left the meeting

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

- 11.1 BMD-4 Monitoring President Performance  
The policy revision reflects an amended monitoring schedule that adjusts timing of monitoring reports to better align with availability of compliance evidence. There was no change to the policy itself.
  - 11.1.1 Proposed Policy Revision  
*A MOTION was made by D. Maxwell that the Board of Governors approve Policy BMD-4 Monitoring President Performance as presented and attached to the minutes as Schedule "G".*  
*MOTION CARRIED*

**12. REQUIRED APPROVALS AGENDA**

- 12.1 Academic Council - Minutes - June 10, 2021
  - 12.1.1 Special Monitoring Report  
*A MOTION was made by T. Menzies that the Board of Governors approve suspension of the Equine Science Diploma program.*  
*MOTION CARRIED*

**13. MONITORING CEO PERFORMANCE**

Monitoring Quick Start Guide

- 13.1 Special Monitoring Report - COVID-19  
*A MOTION was made by D. Maxwell that 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 E-1 Learners  
13.2.1 Monitoring Report  
13.2.2 Monitoring Worksheet  
*A MOTION was made by G. Cove that the Board has assessed the monitoring report for Policy E-1 Learners and finds that it demonstrates compliance with a reasonable interpretation of the policy.*  
*MOTION CARRIED*
- 13.3 E-2 Qualified People  
13.3.1 Monitoring Report  
13.3.2 Monitoring Worksheet  
*A MOTION was made by M. Hamilton that the Board has assessed the monitoring report for Policy E-2 Qualified People and finds that it demonstrates compliance with a reasonable interpretation of the policy.*  
*MOTION CARRIED*
- 13.4 E-3 New Knowledge, Products and Technology  
13.4.1 Monitoring Report  
13.4.2 Monitoring Worksheet  
*A MOTION was made by D. Maxwell that the Board has assessed the monitoring report for Policy E-3 New Knowledge, Products and Technology and finds that it demonstrates compliance with a reasonable interpretation of the policy.*  
*MOTION CARRIED*
- 13.5 E-4 Alberta Leads in Agriculture  
13.5.1 Monitoring Report  
13.5.2 Monitoring Worksheet  
*A MOTION was made by J. Wood that the Board has assessed the monitoring report for Policy E-4 Alberta Leads in Agriculture and finds that it demonstrates compliance with a reasonable interpretation of the policy.*  
*MOTION CARRIED*
- 13.6 E Mega End  
13.6.1 Monitoring Report  
13.6.2 Monitoring Worksheet  
*A MOTION was made by A. Heuver that the Board has assessed the monitoring report for Policy E Mega End and finds that it demonstrates compliance with a reasonable interpretation of the policy.*  
*MOTION CARRIED*
- 13.7 EL Global Executive Constraint  
13.7.1 Monitoring Report  
13.7.2 Monitoring Worksheet  
*A MOTION was made by T. Menzies that the Board has assessed the monitoring report for Policy EL Global Executive Constraint and finds that it demonstrates compliance with a reasonable interpretation of the policy.*  
*MOTION CARRIED*

- 13.8 EL-2 Treatment of Employees and Volunteers
- 13.8.1 Monitoring Report
- A MOTION was made by A. Heuver that the Board has assessed the monitoring report for Policy EL-2 Treatment of Employees & Volunteers and finds that it demonstrates compliance with a reasonable interpretation of the policy except for the stated non-compliance with Item 1.2.c, which the Board acknowledges and accepts the planned date for compliance.*
- MOTION CARRIED*
- 13.9 EL-3 Planning
- 13.9.1 Growing 2025 Strategic Plan Update
- P. Machacek provided an overview of the Growing 2025 Strategic Plan Update. At the midway point through the multi-year plan, administration recognized that, while the plan remains solid, there was a need to adjust some of the drivers due to significant progress made. The Plan aligns to the Board Ends and provides the path by which administration will work to achieve them.
- 13.9.2 Monitoring Report
- A MOTION was made by D. Maxwell that the Board has assessed the monitoring report for Policy EL-3 Planning, Item 1.a and finds that it demonstrates compliance with a reasonable interpretation of the policy.*
- MOTION CARRIED*
- 13.10 EL-4 Financial Condition and Activities - update
- 13.10.1 Briefing Note (follow up from May Board Meeting)
- 13.10.2 Monitoring Report
- The forecast as presented at the May meeting remains unchanged. The extent of a deficit, if any, will not be known until year end is complete. Olds College continues to monitor closely with a goal to minimize the potential deficit to every extent possible.
- 13.11 EL-8 Sustainability Practices
- 13.11.1 Monitoring Report
- A MOTION was made by J. Wood that the Board has assessed the monitoring report for Policy EL-8 Sustainability Practices and finds that it demonstrates compliance with a reasonable interpretation of the policy except for the stated non-compliance with Item 2 for which the Board acknowledges and accepts the planned date for compliance.*
- MOTION CARRIED*

13.12 E-10 Land Use

13.12.1 Monitoring Report

*A MOTION was made by K. Smyth that the Board has assessed the monitoring report for Policy EL-10 Land Use and finds that it demonstrates compliance with a reasonable interpretation of the policy except for the stated non-compliance with Item 1.c which the Board acknowledges and accepts the planned date for compliance.*

*MOTION CARRIED*

13.13 EL-13 Major Capital Projects

13.13.1 Ag Tech Learning Hub Project Dashboard

The Board reviewed the project dashboard for June 2021. All key performance indicators are “green”. Two risks were noted:

1. Budget: unforeseen extras due to existing site/building conditions may increase costs. Competitive pricing obtained for the project allows for a \$1M contingency to cover such unforeseen costs.
2. Commodity supply and delivery issues: materials supply chain issues may negatively impact the completion timeframe. This is being monitored closely by the project manager.

13.13.2 Animal Health Education Centre Project Dashboard

The Board reviewed the project dashboard for June 2021. All key performance indicators are “green”. The construction phase of the project is underway. The risks identified above are applicable to this project and are being monitored closely by the project manager.

**14. MONITORING BOARD PERFORMANCE**

14.1 GP Global Governance Commitment

14.1.1 Monitoring Worksheet

The Board monitors its global commitments at the end of the year as compliance with all of the subsequent policies (GP-1 to GP-15) demonstrates compliance with the global governance commitment. The Board has demonstrated compliance with all Governance Process policies In 2020/21 and reports compliance with Policy GP Global Governance Commitment.

14.2 GP-15 Open and In-Camera Meetings

14.2.1 Monitoring Worksheet

Policy GP-15 governs both Open and In-Camera Board meetings and further prescribes the items that can be included in in-camera meeting. Over the course of 2020/21, the Board considered several significant matters for the institution. Board members reviewed large and complex agenda packages and demonstrated a strong commitment to both Committee and Board meetings. A review of Board practice as recorded in the 2020/21 Minutes demonstrates Board compliance with Policy GP-15. The Board Chair expressed her thanks to Board members for their contribution to a very successful Board year.



- 14.3 BMD Global Board-Management Delegation
  - 14.3.1 Monitoring Worksheet

The Board demonstrated compliance with all Board Management Delegation policies with the exception of BMD-5 President Compensation. This was addressed through a policy revision approved by the Board at the May Board meeting. The Board, therefore, reports compliance with the Global Board Management Delegation Policy.
- 14.4 Audit Committee Report - *A. Heuver*
  - 14.4.1 Internal Controls and Process Improvement Project Update

The Audit Committee completed the yearend review of progress made toward addressing issues raised in the 2020 Audit. A review of the Internal Controls and Process Improvement project was provided, with a presentation from the consultant engaged to support this work. The College has made significant progress in achieving the goals of the project and the Committee affirmed the work of the CFO and his team in this regard.
- 14.5 Board Effectiveness Committee Report
  - 14.5.1 Policy Governance Refresher Workshop

A Policy Governance Refresher Workshop is planned for September 13, 2021. This is included in the Calendar of Events and all Board members are encouraged to attend. Details will be provided as they are available.
  - 14.5.2 New Board Member Orientation

An orientation session for new Board members will be planned for early fall. If possible it will be held in conjunction with the September 13<sup>th</sup> workshop. Details will be provided as they are finalized.
  - 14.5.3 Board Skills and Competency Matrix

The Committee reviewed the existing Board Skills and Competency Matrix as provided by the Ministry during the 2018 recruitment process. The Board has utilized a competency-based process for recruitment of Board members in the past and it is important to ensure this approach is continued. The Skills and Competency Matrix is a valuable way to ensure that gaps are addressed as future Board positions are filled. This fall an updated matrix will be developed and provided to Board members for self-assessment and completion. This will allow the Board to be prepared for future Board member recruitment.
  - 14.5.4 Diversity and Inclusion

The signing of the CIGan Indigenous Protocol brings accountability for the Board. An education session will be included in a fall Board meeting to provide the Board with an understanding of the Protocol and the Olds College Indigenous Strategy and the Board's obligations in supporting these important commitments.

14.6 External Relations Committee Report - *J. Wood*

In alignment with Board Policy, the Committee developed the three year Ownership Linkage Plan and the 2021/22 Ownership Linkage plan which were presented for Board consideration of approval.

14.6.1 Three Year Ownership Linkage Plan

*A MOTION was made by D. Maxwell that the Board of Governors approve the Three Year Ownership Linkage Plan as amended and attached to the minutes as Schedule "H".*

*MOTION CARRIED*

14.6.2 2021-22 Ownership Linkage Plan

The questions to be posed to the various owner subsets within the plan will be determined in conjunction with administration. The Committee will seek consistency but will also allow for flexibility to allow the Board to gain the information needed to ensure that a broad ownership perspective is heard.

*A MOTION was made by M. Hamilton that the Board of Governors approve the 2021/22 Ownership Linkage Plan as presented and attached to the minutes as Schedule "I".*

*MOTION CARRIED*

14.7 Policy GP-6 Board Committee Structure - *L. Staples*

Policy development and refinement is an important element of the Policy Governance model. The Board Effectiveness Committee has been tasked with this work, however, it has been recognized that the Committee does not have the capacity to take on this responsibility without a negative impact on its ability to deliver its Job Products as currently outlined in policy. The Board Chair recommended that the Board consider establishing a new Policy Review Committee to address this work. Upon approval, this Committee will be added to the Board Committee structure and Terms of Reference will be drafted for Board consideration of approval. It was noted that the Committee's job will be to assist the Board and it is critical that the whole Board be actively engaged in policy content review and monitoring.

*A MOTION was made by J. Wood that the Board accepts the recommendation of the Board Chair and establishes a Policy Review Committee as part of the Board of Governors Committee Structure.*

*MOTION CARRIED*

J. Wood left the meeting

## 15. INFORMATION REQUESTED BY THE BOARD

### 15.1 President - *S. Cullum*

The following highlights were provided from the written report included in the agenda package:

Vice President Academic and Student Experience highlights:

- On June 17, Olds College signed the C/Can Indigenous Education Protocol.
- The 20/21 Dual Credit school year is concluding with approximately 70 FLEs, our highest numbers to date, and 30 school division MOUs.
- Virtual convocation ceremonies for the 2020 and 2021 academic years were staged on June 5, 2021 with over 865 views of the 2020 webcast to date and 1,731 of the 2021 webcast to date.

Vice President Development and Strategy highlights:

- The Canadian Agri-Food Automation and Intelligence Network (CAAIN) and Olds College publicly announced the Pan-Canadian Smart Farm Network on June 17, 2021.
- The Field Crop Development Centre received confirmation of two RDAR funding projects.
- AgSmart is scheduled to be staged as an in-person event on August 10 & 11, 2021 at the Olds College Smart Farm. Currently more than 80% of the exhibitor space is booked and 100% of the partnership goal is achieved. Ticket sales will launch June 15, 2021.

President highlights:

- Olds College is participating in an RFP for expansion of apprenticeship-style programming. This Ministry initiative is looking to develop apprenticeships focused on non-trades programs. Olds College is engaging industry in a significant way to determine the areas that should be pursued.
- The Olds College Golf Classic is happening in August. Board members were encouraged to see the Olds College website for details and to plan to participate.

#### 15.1.1 Capital Campaign Report - *P. Machacek*

The capital campaign has generated \$65.4M or 164% of the target. The Capital Campaign will be aligned with the updated Strategic Plan and focused on achieving the \$100M target within the plan.

#### 15.1.2 Alberta 2030

The President and Board Chair participated in a meeting with the Minister. The information provided in the meeting was linked to the agenda as information for Board members.

The RABCCA Regulation Amendment continues to be critically important for Olds College. The Ministry has indicated it is open to consider alternatives and a working group has been created to develop and present alternatives for consideration. Commensurate with this work, a working group has been convened by the President to create a narrative around the idea that

administrative costs should be viewed in the context of the mandate and the nature and scope of activity of an institution.

An important point of advocacy for Board members is to focus on the level five positioning of Olds College and the lack of recognition of the activity and scope of activity that the College engages in. Level five placement is counter to positioning Olds College in a leadership role.

- 15.2 SAOC Report - *A. Thun*  
No report provided.

**16. NICE TO KNOW INFORMATION**

- 16.1 Correspondence
  - 16.1.1. Correspondence from Minister of Advanced Education - June 15, 2021 - IMA Approval
- 16.2 Olds College News
  - 16.2.1 Olds College Signs CIGan Indigenous Protocol
  - 16.2.2 Olds College Launches Pan-Canadian Smart Farm Network
  - 16.2.3 Loyalist College, Olds College Sign Agriculture Applied Research and Programming MOU
  - 16.2.4 Olds College Celebrates Pride 2021
  - 16.2.5 TELUS 5G Network Comes to Olds College Smart Farm and Community
  - 16.2.6 Celebrating the 105th and 106th Graduating Classes

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

**18. ADJOURNMENT**

*The meeting was declared adjourned at 2:45 p.m.*