



MINUTES
OLDS COLLEGE BOARD OF GOVERNORS MEETING

Thursday: April 25, 2019 @ 9:30 a.m.

DMP Main Boardroom

Present:

Leona Staples, Chair
Donna Maxwell
Olivia Jasmin
Randy Butler

Mark Kaun
Gordon Cove
Jennifer Wood

Anita Heuver
Laura McKinnon
Stuart Cullum

Regrets:

Meghan Dear

Laurie Newsham

Administration:

Debbie Thompson, VPASE

Patrick Machacek, VPDS

Recording:

Heather Steckly

OPEN SESSION

1. CALL TO ORDER

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

R. Butler was appointed as meeting monitor.

2. AGENDA

A MOTION was made by M. Kaun to adopt the Agenda.

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. J. Wood and R. Butler declared conflicts with respect to items on the Committee of the Whole agenda.

A MOTION was made by L. McKinnon to enter into Committee of the Whole.

MOTION CARRIED

A MOTION was made by D. Maxwell to return to Open Session.

MOTION CARRIED

RETURN TO OPEN SESSION

4. REVIEW OF MINUTES OF MARCH 28, 2019 REGULAR BOARD MEETING

A MOTION was made by R. Butler to adopt the minutes of the March 28, 2019 Board of Governors meeting as circulated.

MOTION CARRIED

5. MOTIONS OUT OF CLOSED SESSION

5.1 AUPE Collective Agreement

A MOTION was made by G. Cove that the Board of Governors approve the Collective Agreement between Olds College and the Alberta Union of Provincial Employees, Local 071 based on the Memorandum of Settlement presented.

MOTION CARRIED (R. Butler abstained)

5.2 Honorary Degree

A MOTION was by R. Butler that the Board of Governors support the recommendation of the Executive Leadership and approve the recipient of the 2019 Honorary Degree as presented and further that this information be embargoed until publicly announced at the 2019 Convocation Ceremony.

MOTION CARRIED

5.3 Olds College Trust

A MOTION was made by A. Heuver that the Board of Governors approve the execution of the \$300,000 Cash Call in May 2019 contingent upon the General Partner fulfilling its portion of the Cash Call in the amount of \$450,000.

MOTION CARRIED (J. Wood abstained)

11:15 FCC Presentation - F. Wall

Fred Wall and Diane Laternus of FCC presented background with respect to the gift announcement. The partnership between FCC and Olds College is built on and aligned with Board Ends. It will be an important way in which Olds College achieves the Mega-End as the partnership is focused on developing students who will bring talent and knowledge to the agriculture community. FCC is committed to development of thought leadership for the agriculture community and can provide a platform from which global agriculture leadership is developed. Stewardship and sustainability are built into the partnership as FCC is committed to support the work of Olds College financially as well as by growing the partnership in a broader way. The Board Ends are aligned with FCC's vision and are an important contributor to the gift announcement to be made later today.

12:00 FCC Gift Announcement - Learning Commons

The Board of Governors participated in the gift announcement recognizing a \$200,000 gift from Farm Credit Canada to Olds College.

6. OWNERSHIP LINKAGE

1:00 p.m. Industry Advisory Committee Guest: M. Kwan, Farrier Science Program
Madeline Kwan presented a report from the Industry Advisory Committee for the Farrier Science Program. The program is successfully leading to achievement of E-1 Learners, specifically in the way in which graduates are employment ready through hands-on learning and connection with industry.

Following the Industry Advisory report, the Board spent time considering the information received, including the FCC presentation, in light of Board Ends. By consensus, the Board agreed that the information received fully supports the Ends as currently expressed. Both reports were positive and indicated ways in which the Ends are being achieved.

7. BOARD EDUCATION

Due to time constraints, Board education was not included in the meeting agenda.

8. ENDS POLICY REVIEW ITEMS FOR DECISION

8.1 E Mega End

8.1.1 Routine Content Review Worksheet

The Board affirmed the Mega End statement as currently expressed.

8.2 E-1 Learners

8.2.1 Routine Content Review Worksheet

The Board considered whether it would be advantageous to expand E-1 to include ensuring that learner pathways are available for further education. Olds College does seek to create pathways for learners and most programs offer a way forward, however, embedding this language in the Ends would make this more explicit and would be under the Board's purview to monitor. If the Board considers adding a sub-point within this End statement, it will be important to identify that there are programs that are not intended to provide a pathway to further education. The Board would need to ensure that it is not implied that every program must lead to transfer opportunities.

Board members identified the need to consider embedding student diversity within Board Ends. M. Dear and L. Newsham are reviewing this matter with a view to bringing a recommendation to the Board for consideration.

These items will be further considered in the context of the Ends review during the May workshop.

8.3 E-2 Qualified People

8.3.1 Routine Content Review Worksheet

The Board questioned the "entrepreneurial mindset" referenced in sub-statement 1. From a practical perspective it was agreed that the word entrepreneurial is not defined and it may be beneficial for this to be clarified

within the End statement. This will be further considered in the context of the Ends review during the May workshop.

8.4 E-3 New Knowledge, Products & Technology

8.4.1 Routine Content Review Worksheet

The Board affirmed Policy E-3 as currently expressed.

8.5 E-4 Alberta Leads in Agriculture

8.5.1 Routine Content Review Worksheet

The broadness of this End was discussed by the Board. Because of its provincial mandate, Olds College is uniquely positioned to play a natural leadership role in ensuring that Alberta leads in agriculture both nationally and internationally. It was recognized that this End is broad in scope and that it will be difficult to measure, however, sub-statement 2.1 links directly to the Olds College Smart Farm and progress in that area will be seen to be achievement of the End as a whole.

9. GOVERNANCE PROCESS POLICY REVIEW ITEMS FOR DECISION

9.1 Policy GP-9 Board Code of Conduct

The Board reviewed Policy GP-9 Board Code of Conduct which has been amended to link to the Administrative Policy approved by the Ethics Commissioner rather than embedding the full policy in the Board Policy Manual. The Board was reminded that Board members are accountable for the full Code of Conduct policy and will be required to sign off on the Code of Conduct via the online survey. This will be sent to Board members in the next few weeks.

A MOTION was made by O. Jasmin to approve Policy GP-9 Board Code of Conduct as revised.

MOTION CARRIED

9.2 Board Effectiveness Committee Report - *D. Maxwell*

D. Maxwell presented the Board Effectiveness Committee report to the Board. The Committee reviewed the results of the Board Self-Assessment forms and noted three areas of concern:

a. Policy Review and Monitoring

These processes are still very new to the Board. It was noted that when the policies were developed, there was no interpretation available. As the interpretations are now completed, it would be helpful to provide them for context when the Board considers policies in routine content review.

b. Importance of Board member preparedness for Board meeting

c. Ownership Linkage

This will be an area to be covered at the Board Workshop in May. Board members were encouraged to view events as an opportunity to gain information from owners. In pursuit of this information, Board members will be provided with background information prior to attendance. The Board will make a concerted effort to include a debrief following events to consider what was learned and the ways in which this information impacts Board Ends.

- 9.3 Audit Committee Report - A. Heuver
A. Heuver provided the Audit Committee report to the Board. On April 15, 2019 the Audit Committee conducted the Audit Entry meeting with the Office of the Auditor General. The OAG outlined the parameters of the Audit as well as identified the specific areas that would be included in the audit.
- 9.4 Coaching Report - March 2019
The Board reviewed the Coaching Report from the March 2019 Board meeting. Monitoring report development suggestions will be utilized to update reporting for the future. The Board was challenged to continue to carve out time for future-oriented discussion.

10. EXECUTIVE LIMITATIONS POLICY REVIEW ITEMS FOR DECISION

No Executive Limitations items were presented for decision at the April 25, 2019 Board of Governors meeting.

11. BOARD-MANAGEMENT DELEGATION POLICY REVIEW ITEMS FOR DECISION

No Board-Management Delegation items were presented for decision at the April 25, 2019 Board of Governors meeting.

12. REQUIRED APPROVALS AGENDA

- 12.1 Academic Council Minutes
- 12.1.1 Special Monitoring Report
- 12.1.1.1 Termination of the Meat Industry Management Certificate Program
- 12.1.1.2 Termination of the Transitional Vocational Certificate Program
- 12.1.1.3 Termination of the Farrier Science Diploma Program

A MOTION was made by J. Wood to approve Items 12.1.1.1 to 12.1.1.3 on the Required Approvals Agenda as presented.

MOTION CARRIED

13. MONITORING CEO PERFORMANCE

- 13.1 Policy EL-2 Treatment of Employees & Volunteers
- 13.1.1 Monitoring Report
- 13.1.2 Monitoring Report Worksheet

A MOTION was made by d. Maxwell 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, which the Board acknowledges and accepts the planned date for compliance.

MOTION CARRIED (S. Cullum abstained)

13.2 Policy EL-10 Land Use

13.2.1 Monitoring Report

13.2.2 Monitoring Report Worksheet

A MOTION was made by L. McKinnon 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, which the Board acknowledges and accepts the planned date for compliance.

MOTION CARRIED (S. Cullum abstained)

13.3 Policy EL-11 Investments

13.3.1 Monitoring Report

13.3.2 Monitoring Report Worksheet

It was noted that the timing for monitoring of EL-11 Investments would be better suited to quarterly for items linked to investment portfolio review and annually in September for the policy as a whole. This change will be reflected in the updated Policy Manual which will be provided to the Board for approval in June.

A MOTION was made by O. Jasmin that the Board has assessed the monitoring report for Policy EL-11 Investments and finds that it demonstrates compliance with a reasonable interpretation of the policy, except for the stated non-compliance with Items 1, 2, 3.2, 3.3 4, 5, 5.1, 5.2, 5.3, 5.4, 6, 7, and 8 which the Board acknowledges and accepts the planned date for compliance.

MOTION CARRIED

14. MONITORING BOARD PERFORMANCE

14.1 Policy GP-11 Board Linkage with Ownership

14.1.1 Monitoring Worksheet

Ownership Linkage has been identified as an area of focus for the Board. The differentiation between advocacy and linkage must be kept at the forefront when the Board engages in events and conversations. Board members are encouraged to provide information gleaned from linkage activities to the Board Secretary for incorporation into the Analysis Guide for Ends Decision Information Map.

Board members were encouraged to review the 2018/2019 Ownership Linkage Plan on the Board website and to consider ways in which the Board can strengthen its ownership linkage activities for greater benefit. Board members were reminded that all Board members are accountable for participation in the ownership linkage responsibilities of the Board.

14.2 Policy GP-12 Board Linkage with Other Organizations

14.2.1 Monitoring Worksheet

The Board conducts regular meetings with Mountain View County and the Town of Olds. This year, the Board will also conduct a meeting with the Olds College Alumni Association. The Board will work to ensure that these linkage opportunities are utilized to glean information with respect to Board Ends.

The Board currently has no members on external committees or Boards. Such participation will be considered on a case-by-case basis and Board members are encouraged to bring forward opportunities of this nature where value can be demonstrated.

14.3 Policy BMD-3 Delegation to the President

14.3.1 Monitoring Worksheet

The Board is in compliance with the Delegation to the President and ensures that a clear distinction between operations and governance is maintained. The Board monitors President performance through Ends and Executive Limitations policies. A review of Board minutes demonstrates that there were no instances where the Board extended its reach into operational matters.

14.4 Policy BMD-4 Monitoring President Performance

14.4.1 Monitoring Worksheet

President performance has been monitored in accordance with the schedule outlined in the Board Policy manual for the period in question. The annual performance review of the President will be conducted at the June Board meeting.

15. INFORMATION REQUESTED BY THE BOARD

15.1 President

15.1.1 Calendar of Events - *S. Cullum*

President Cullum reviewed the Calendar of Events, highlighting the Red Deer College Community Awards on May 23, 2019 and Convocation which will be held on June 1, 2019. Board members are encouraged to attend these important events and to RSVP to the Board Secretary at their earliest convenience.

15.1.2 President's Report

The following highlights were presented from the President's written report included in the agenda package:

- VPASE Highlights:
 - Olds College welcomed over 600 guests to the campus this spring. The student services team recruitment efforts are important to the growth and sustainability of academic programming

- The Ag Tech Diploma was approved by the Ministry. Applications will open in October for the first student intake in September 2020
- Olds College received approval of an application for a Phase II Mental Health Grant. The grant of approximately \$134,000 will allow for increased access for students to mental health supports
- VPDS Highlights:
 - OCCI secured a \$550,000 grant from Alberta Innovates which will support entrepreneurial activities and fund a position
 - Six projects are set to kick off on the Smart Farm with additional work being done on projects under consideration with a potential partner. Once the details of this partnership are finalized, a formal announcement will be scheduled
 - Strong support from both sponsors and exhibitors is coming together for the AgSmart show
 - 275 guests attended the Homestead Feast with netted \$45,000 which will be directed toward smart agriculture initiatives
 - AdFarm has been engaged to support brand development for Olds College
- President Highlights:
 - Presented to the Economic Developers Conference in Banff
 - Moderated a pre-election All Candidates' Forum
 - Connected with the local MLA to discuss Olds College priorities and the ways in which they align with the agenda of the newly elected Government of Alberta. Information briefs with respect to the School of Agriculture Technology and AHT facility needs were developed and provided to the MLA

15.2 SAOC Report - L. McKinnon

L. McKinnon presented the following highlights from her written report included in the agenda package:

- The *Long Night Against Procrastination* was once again very successful. This event provides an opportunity for students to complete final projects, collaborate and study for tests with the support of the Learning Services team, tutors, IT and Health and Wellness
- The Bookstore is offering a book buy-back option for students this year which will allow students to sell their textbooks which will then be available for purchase by next year's students
- The "Get out the Vote" initiative was well received with many students taking advantage of the advanced polling stations on campus.

15.3 OCFA Report - *K. Smyth*
OCFA did not provide a report for the April 25, 2019 Board of Governors meeting.

15.4 AUPE Report - *C. Taylor*
AUPE did not provide a report for the April 25, 2019 Board of Governors meeting.

16. NICE TO KNOW INFORMATION

16.1 Board Correspondence

17. SELF-EVALUATION OF GOVERNANCE PROCESS AT THIS MEETING

R. Butler provided the meeting monitor report for the meeting. The Board's focus on Ends was very positive and there was good participation from all Board members in the discussion. An intentional focus on future-oriented discussions should be considered in meeting agenda development.

18. ROUND TABLE

19. ADJOURNMENT

The meeting was declared adjourned at 4:30 p.m.