

# ST. CLAIR COLLEGE OF APPLIED ARTS AND TECHNOLOGY

## MINUTES

### of the

## FULL BOARD MEETING of the BOARD OF GOVERNORS

Held June 22, 2010 at 7:00 p.m., in Boardroom 342, Windsor, ON

### PRESENT:

Mr. M. Benoit  
Mr. S. Bustin  
Mr. Matt Caron  
Ms. K. Curtis  
Mr. T. Farron  
Ms. L. Gall  
Ms. B. Jones  
Ms. D. Livneh, **Chair-Elect**  
Ms. S. McCourt  
Ms. S. McLelland  
Ms. K. Mingay  
Ms. R. Parak  
Mr. C. Parrott  
Mr. R. Shaw, **Chair**  
Dr. J. Strasser, **President**

### REGRETS:

Ms. M. Lucas

### ALSO PRESENT:

Ms. S. Armstrong, Director, Financial Services  
Mr. D. Barsanti, Chief Financial Officer  
Mr. E. P. Chant, Editor, SAINT, Student Newspaper  
Ms. P. Corro-Battagello, Secretary, Board of Governors  
Ms. R. Demchuck, Manager, Occupational Health & Safety and Security Services  
Mr. J. Fox, President, Student Representative Council  
Ms. P. France, Senior Vice President, College Operations  
Mr. C. Janisse, Incoming External Board Member  
Ms. M. Marcotte, Incoming External Board Member  
Mr. J. Martin, Observer, St. Clair College Retirees Association  
Ms. P. Papadeas, Incoming Internal Board Member  
Mr. R. Seguin, Incoming Internal Board Member  
Mr. F. Sorrell, Vice President, College Advancement  
Dr. P. Tumidajski, Vice President, Academic

A quorum of the Board of Governors in attendance and Notice of the Meeting and the Agenda having been duly sent to all Board members, the meeting was declared regularly constituted. A copy of the Notice of Meeting/Agenda is attached as **Appendix 'A'**.

Mr. Shaw chaired the meeting and Ms. Corro-Battagello was the Recording Secretary.

Mr. Shaw welcomed the following incoming Board of Governors members to the meeting:

- Mr. Matt Caron, Student Representative on the Board
- Mr. Ron Seguin, Internal Administrative member on the Board
- Ms. Pat Papadeas, Internal Faculty member on the Board
- Ms. Marilee Marcotte, new External Board member
- Mr. Charles Janisse, new External Board member

1.0 **Adoption of the Agenda and Declaration of Conflict of Interest**

With no declarations of conflict of interest, it was

**RESOLVED THAT** the Board of  
Governors adopt the June 22, 2010  
Full Board Agenda as distributed.

2.0 **Approval of the Minutes of the Full Board Meeting Held on May 25, 2010, in the MediaPlex, Windsor, ON**

A motion to approve the minutes of the above meeting was moved and carried and it was therefore,

**RESOLVED THAT** the Board of  
Governors approve the Minutes of  
the May 25, 2010 Full Board  
meeting as distributed.

3.0 **Constituent Reports**

Mr. Justin Fox, President, Student Representative Council, made the following points:

- Windsor recently hosted the College Student Alliance Provincial Conference. It was a very successful event, and St. Clair College came in second place for the top Student Government

- Matt Caron, Erika Kitchen and Michelle Laycock have been chosen to sit on the Student Leadership Steering Committee
- Justin Fox has been once again selected as the President for the College Student Alliance Provincial Board
- The theme for this year's orientation is "You've made the right choice". There will be three separate videos specific to each campus
- Matt Caron has been selected as the first male to ever be awarded the Athena Scholarship
- The SRC will be moving forward with the Student Advantage Program

Mr. Fox offered good wishes to the incoming and retiring Board members, and thanked the Board for their continued partnership with the SRC.

Mr. Jim Martin presented a report on behalf of the St. Clair College Retirees Association. Key points included:

- During a recent OCRA Board meeting an orientation to the College Employers Council was provided
- The Retiree Association would like to express their appreciation to the Board, Dr. Strasser and Mr. John Fairley for approval of the Policy that allowed the College to recognize Dr. Richard Quittenton
- To date, 48% has been raised towards the \$30,000 target for the two HealthPlexes
- The Oxley Retiree Fund-Raising Golf Tournament will occur tomorrow
- A "drug benefits after 65" workshop is being planned for November 2010
- The trip to Smith and Wilson Winery was a success
- The trip to see the Vienna Boys Choir in the recently renovated Chatham Capitol Theatre is planned for November 19, 2010

Mr. Martin thanked the Board for their ongoing efforts with the Retirees Association.

The Chair explained for the new Board members that the Board of Governors recently approved a committee to meet annually to discuss Naming Opportunities for St. Clair College.

A copy of the Retirees Association's Report is attached to the minutes as item 3.0.

#### 4.0 **Board Education / Information Items**

##### 4.1 Presidential Update

Dr. Strasser had the following announcements.

- The Chrysler Theatre personnel from St. Clair Centre for the Arts and Ms. Katherine Kaszas are working with Mr. Don Donaldson

from the Capitol Theatre in Chatham in hopes that future performances can occur at both locations.

- There will be an announcement regarding the reorganization within the College tomorrow.
- The ribbon cutting ceremony for the MediaPlex is scheduled for Thursday June 24, 2010 at 2:00 p.m.
- The MediaPlex is featured in a Federal Government road show video as one of the best projects in Ontario.
- The HealthPlex in Chatham is moving along well.
- Friday June 25, 2010 is St. Clair Day. A brunch to celebrate the end of the Academic year for all College employees will occur.

#### 4.2 Board Chair/Chair-Elect Election Results

Mr. Shaw announced that Ms. Deborah Livneh has been acclaimed Chair and Mr. Craig Parrott has been acclaimed Chair-Elect commencing September 2010.

#### 4.3 Health and Safety Report (Risk Assessment)

Ms. Patti France stated that a Risk Management Report was presented to the Board in November 2009. The purpose of this new report is to concentrate on the efforts and accomplishments of the Health and Safety Program. Many of the accomplishments are due to the efforts of Ms. Rebecca Demchuck and her team, whose names are acknowledged on the last page of the report. The focus was on the following endeavors:

1. WSIB Workwell Audit
2. Mandate Legislation
3. Staff Training/Injury Reduction
4. Safety Committee Participation
5. Fire Safety

Ms. France explained that St. Clair College was targeted by WSIB for a Workwell audit in November 2009. Although 85% of firms fail the audit on the first attempt, St. Clair College passed with a score of 75.13%. This is a great accomplishment for St. Clair College. The 15 elements of the audit were listed on pages 7-9 of the Agenda.

New mandated legislation with Bill 168 and Hazardous Waste Management (Environmental Regulations 347) prompted the following actions:

1. Amend Policies and Procedures to meet new requirements
2. Perform Violence Risk Assessments-College and Departmental
3. Amend Policies and Procedures to meet New Requirements
4. Staff Training/Injury Reduction

5. Fire Safety and Emergency Response
6. Safety Group-Industrial Accident and Prevention Association (IAPA)

Board members commented on the thoroughness of the report and offered their congratulations for a job well done.

## 5.0 **Audit Committee Report**

### 5.1 Information Item

Ms. Livneh, Chair of the Audit Committee spoke to this item. She stated that the committee met with administration and the auditors on June 15, 2010. At this meeting Mr. Barsanti highlighted the financial statements and Mr. Staudt and Ms. Marks from Pricewaterhouse Coopers presented the audit committee financial report. Ms. Livneh made the following points:

- No internal control observations were noted during the audit.
- Pricewaterhouse Coopers received full cooperation, had no disagreements, and required no follow up to any matters.
- Pricewaterhouse Coopers will issue the financial statements once they are approved by the Board of Governors.
- There were no irregularities, fraud, or issues to report.
- In terms of developments for the future, there will be two major changes. One of the changes is in the way the financial statements are being reported, and the other is that the Canadian Auditing Standard (CAS) requirements will be more elaborate.
- A question as to whether or not a contingent liability should be recorded for the MediaPlex was asked. Ms. Marks answered that it is not required as it is the College's intention to keep the MediaPlex land and building.
- In response to another question, Mr. Barsanti confirmed that the Colleges long term investments contain no derivatives.
- Pricewaterhouse Coopers had no issues to report regarding the College's risk management policy.
- The new Audit Committee members felt that the training they received was beneficial and would benefit any new member to the Audit Committee.

Ms Livneh concluded by stating that this was a clean audit and thanked those involved.

Mr. Shaw in turn thanked the Audit Committee on behalf of the Board.

## 6.0 Approval Items

### 6.1 Audited Consolidated Financial Statements for the Year Ended March 31, 2010 for submission to the Ministry.

Mr. Barsanti spoke to this item. He stated that they found Pricewaterhouse Coopers to be detailed and thorough. The College has completed three audits with them and the next two should be even easier to conduct. From the 39 page report attached to the Agenda Mr. Barsanti highlighted the following points:

- On page 17 under assets the cash amount is higher than last year due to funding.
- Page 18 shows that both the accrued vested sick leave benefit and the long- term debt are down. Capital is up by \$6M.
- On page 19 expenses show a gain of \$304,898.
- On page 22 under section 1b) the words “as an asset” were omitted. A copy of the amendment is attached to the minutes as item 6.1.
- Page 26 lists the changes in accounting policies that the College has adopted per the Canadian Institute of Chartered Accountants (CICA) handbook.
- Item number 3 on page 27 speaks to the acquisition of the Cleary International Centre.
- Page 28 states that the College has the right to re-convey the MediaPlex property at anytime on or before the 25<sup>th</sup> anniversary of the closing date of the transaction for an amount based on a specific formula.
- There is a \$6M increase in buildings, as seen on page 29, due to the Centre for Construction Innovation and Product Design.
- Page 34 shows that a bank loan for \$798,320 will be paid off in full on March 30, 2011.
- The College is committed to capital expenditures in the amount of approximately \$35M.
- Under item 18 on page 37, a period was added after the word “administration”. A copy of the amendment is attached to the minutes as item 6.1.

Following Mr. Barsanti’s presentation a Board member asked what type of scrutiny the report undergoes at the Ministry. Ms. Armstrong replied that a more detailed 286 page analysis goes to the Ministry. Last year only four minor questions came back and they were answered quite easily.

Another Board member asked about long-term investments. Mr. Barsanti explained that the foundation hires an investment firm to invest money and the majority of it is in Bonds.

Following the presentation and discussion, it was

**RESOLVED THAT** the Board of Governors approve the Audited Financial Statements for the year Ended March 31, 2010.

## 6.2 Appointment of College Auditors

Mr. Barsanti explained that although the College has a five year contract with Pricewaterhouse Coopers, the Board is asked to approve the auditors each year. He further explained that there are no concerns with Pricewaterhouse Coopers and each year the process improves. It was therefore,

**RESOLVED THAT** the Board of Governors approve Pricewaterhouse Coopers as the auditors for St. Clair College for the 2010/2011 year.

## 6.3 New Program – RPN Perioperative Certificate

Mr. Seguin began by explaining that this program came to the College from industry and was approved by the Board in February due to some eagerness from Hotel Dieu Grace Hospital to begin the training. It is now coming back to the Board for Ministry approval as an Ontario College Graduate Certificate so that it will be eligible for Government grants. The program is currently running mostly in hospitals on weekends.

Mr. Seguin explained that St. Clair College was able to purchase the curriculum from Humber College for \$10,000, and this amount should be recouped in the first class segment. Mr. Seguin also noted that there is a large market for this program. In fact there are 10-12 more students showing an interest in this program than the 18 expected enrolment. The training will take place on weekends in a hospital setting. Based on Board member's comments and questions the following items were noted:

- This program aligns well with the new Health Science Centre.
- Other hospitals are receptive of this program, but there are still things to be worked out.
- The term "acute care" in the admission requirements was questioned and after some discussion Mr. Seguin stated that he will look into the admission requirements more closely.

Following the discussion it was

**RESOLVED THAT** the Board of  
Governors approve the Registered  
Practical Nurse Perioperative  
Ontario College Graduate Certificate.

#### 6.4 September 2010 Programming Update

Dr. Strasser commented that item 2 on page 57 of the agenda, T958 Truck and Coach is still under review since there is a potential for a new building near the current automotive centre on the South campus. This will depend on the projected final cost of the building and availability of funding. Ms. France explained that as per policy framework the suspension or deferral of programs must have Board approval prior to going to the Ministry. Dr. Strasser added that these programs either have low enrollment or are cost prohibitive but there is an action plan for these programs for example the Professional Golf Management program may be re-launched in Windsor.

In regards to confirmed students in the proposed suspended/deferred programs, efforts will be made to place them in similar programs. There will be no redundancies in faculty/staff as a result of program suspension /deferral.

It was therefore,

**RESOLVED THAT** the Board of  
Governors approve the September  
2010 Programming Update as  
presented.

#### 7.0 2010 ACCC Update

##### 7.1 Information Item

Ms. Jones and Ms. McLelland thanked the Board for the opportunity to attend the 2010 ACCC Conference in Niagara Falls. If any Board member is interested, an 11-page summary of the conference will be sent to the Board Secretary. Information regarding Portals will be sent to Ms. France. Ms. France stated that a Blackboard course will be set up for Board members, and for the time being paper copies will also be used. The next ACCC conference will be held in Edmonton on June 5-7, 2011.

## 8.0 **Policy Review**

### 8.1 Policy 2003-1 – Board Job Description (2<sup>nd</sup> Reading)

It was noted that the “n” in the word Chatham needed to be changed to an “m”. With that revision it was,

**RESOLVED THAT** the Board of  
Governors approve Policy 2003-1  
as amended.

### 8.2 Policy 2003-22 – Programs and Services (2<sup>nd</sup> Reading)

The term “Regulations” was replaced with “Ministries Binding Policy Directive”. With that change it was

**RESOLVED THAT** the Board of  
Governors approve Policy 2003-22  
as amended.

## 9.0 **Date of Next Meeting**

9.1 The next Full Board meeting is scheduled for September 28, 2010,  
Boardroom 342, Windsor, ON at 7:00 p.m.

## 10.0 **Welcome and Introduction of the New 2010/11 Board Members and Tribute to the Retiring Board Members**

A small token of appreciation was presented to retiring members, Mark Benoit, Bev Jones, Karen Mingay, and Ron Shaw for their commitment and dedication to the Board of Governors.