

ST. CLAIR COLLEGE OF APPLIED ARTS AND TECHNOLOGY

MINUTES

of the

FULL BOARD MEETING of the BOARD OF GOVERNORS

Held November 24, 2009 at 6:30 p.m., in Room #200F, Thames Campus,
Chatham, Ontario

PRESENT:

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

Also Present:

Ms. S. Armstrong, Director, Financial Services
Mr. D. Barsanti, Chief Financial Officer
Mr. E. P. Chant, Editor, SAINT, Student Newspaper
Ms. B. Chapple, Faculty, Thames Campus
Ms. P. Corro-Battagello, Secretary, Board of Governors
Ms. J. Dale, Observer, St. Clair College Retirees Association
Mr. J. Fox, President, Student Representative Council
Ms. P. France, Senior Vice President, College Operations
Ms. J. Harris, Vice President, Corporate & Community
Services & Executive Director, St. Clair College Foundation
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.

1.0 Adoption of the Agenda and Declaration of Conflict of Interest

The Chair added Item 5.2 College Recognition of Dr. Quittenton as was a H1N1 update under the President's Report.

There were no declarations of conflict, it was therefore

RESOLVED THAT the Board of Governors
adopt the November 24, 2009 Full Board
Agenda as amended.

2.0 Approval of the Minutes of the Full Board Meeting Held on October 27, 2009, in Windsor and the June 4, 2009 Joint Board Meeting between the University of Windsor and St. Clair College.

It was noted that the date for the Joint Board Meeting should be changed from June 2, 2009 to June 4, 2009 on the Agenda. It was therefore

RESOLVED THAT the Board of Governors
approve the Minutes of the October 27, 2009
Full Board Meeting and of the June 4, 2009
Joint Board Meeting between the University
of Windsor and St. Clair College as amended.

3.0 Constituent Reports

Student Representative Council

Mr. Justin Fox presented a report on behalf of the St. Clair College Student Representative Council (Windsor Campus). He began by explaining the "Tuition and You Campaign", which is urging the McGuinty Government to continue to regulate tuition fee increases across the college system and put a cap on future increases tied to the rate of inflation. For every 100 students that sign the petition being circulated, urging the government to "keep the cap", \$10 will be donated toward the food bank (making it a win win situation for all).

In the past, every October, the SRC participated in their "Trick or Eat" program, canvassing neighborhoods for food items for their food bank. Given the

economic climate of the Windsor area, the SRC realized that more needed to be done this year. They decided to place bags with letters attached to them on porches of local residents to be filled with food items. This new way of collecting food items was a success resulting in four times the amount of food collected from last year. Given these results the SRC was able to open a second food bank at the St. Clair Center for the Arts Campus. In addition, the SRC has decided to hold a campus wide Toy Drive with the help of Dr. Tumidajski and certain academic programs. For example, the Esthetics program is hosting "spa days" with all of the proceeds going towards purchasing toys for the toy drives. As well, the SRC is selling ornaments for \$5, with all of the proceeds going towards the toy drive.

Other examples of the how the SRC is reaching out to the community are:

- Relay for life (raised over \$4000 and recognized for the most spirited and the most professional team).
- ICLIMB (benefits the United Way)
- Raise A Reader
- Goodfellows (selling newspapers)
- City Wide food drive (broke the City into 12 quadrants and collected food for food banks).

Other items noted by Mr. Fox included that there are now over 150 class representatives to relay information to the student body, that stainless steel water bottles were purchased and are being distributed to students as part of the "going green" campaign, and a first ever SCCA Vice President has been elected to have equal representation at both the main and downtown campuses.

Mr. Fox stated that on December 4, 2009 the "Respect Campaign" will be launched. This campaign promotes St. Clair College as a community. The three concepts which the campaign promotes are 1) commitment, 2) citizenship and 3) character. Every month a new "respect tip" will be put forward to students and staff via e-mail.

In closing, Mr. Fox thanked the Board for the opportunity to speak at the meeting and expressed interest in attending future meetings. To this the audience applauded. Mr. Shaw thanked Mr. Fox for his presentation and extended an invitation to return to the February meeting as an agenda item. Mr. Shaw suggested that on the annual work plan, the SRC be invited to the February meeting and TSI to the March meeting.

One Board member asked if the Board could receive a report from the SRC at every meeting to which Mr. Fox answered in the affirmative. Another Board member also expressed her appreciation to Mr. Fox for his report and presence at the meeting.

A copy of Mr. Fox's report is attached to the Minutes as item 3.0.

4.0 Board Education / Information Items

4.1 Presidential Update

Dr. Strasser spoke to the expenditure of approximately \$50 million in a short time.

The City of Windsor approved zoning related to the NewsPlex last night. The information has already gone out to architects to submit proposals (RFP), and architect interviews will be conducted next week and a decision will be made by December 11, 2009 in an attempt to meet the March 2010 deadline.

The plans for the Trades and Technology Building are undergoing revisions as to the amount of space, classroom sizes, appearance of the exterior etc. Both the Trades and Technology and Health Sciences projects have a deadline completion date of March 31, 2011.

In regards to the HealthPlex in Chatham, gravel is being put down in an area that will act as the construction collection site for trailers, trucks etc. The area to the west of the proposed HealthPlex will become a new parking lot at the conclusion of this project.

In regards to the parking issue at the main campus in Windsor, the College is waiting to hear from Minister Pupatello's office in order to be able to move forward with the work on the third parking lot. The latest from the Ministry of Natural Resources in Aylmer is that they need to see an entire growing cycle for the grass. One Board member asked how Huron Lodge was able to work around the Ministry of Natural Resources with the building of their parking lot, to which it was stated that this is a new Provincial law. Another Board member asked if the reason for the delay was communicated to the students to which the President answered that Ms. France meets regularly with the student representatives.

In regards to H1N1, Ms. France indicated that Dr. Tumidajski sent out an e-mail to all students through their e-mail accounts informing them to stay home if they are sick and the College will support them. For example, the College is allowing students to write missed tests at a later date at no charge, and the College has relaxed its doctor's note policy. Also, the Chairs, Co-coordinators or Learning Commons personnel will be available to students who require extra assistance. To date there have been cases of students being ill, but none have been confirmed as H1N1. Everything is in place to minimize any risk at all three campuses consistently. A Board member asked if the College was offering the H1N1 shots on campus, to which Ms. France replied that the College did in fact hold one

clinic date. At that time the shot was only available for those individuals in the high risk groups.

4.2 Risk Management

The Chair commended the College for the Risk Management report. He stated that for the first ever report of this nature it was very informative and easy to read. To this Dr. Strasser acknowledged Ms. France and her team for all their hard work and dedication.

Ms. France presented a PowerPoint presentation to demonstrate the College's strategy and process used to manage and mitigate risk, as well as to identify the potential risks associated to St. Clair College. The following eight categories were used to identify potential risks:

1. Academic and Student Services
2. Facilities
3. Financial
4. Human Resources
5. Health and safety
6. Health Services
7. Information Technology
8. Corporate

St. Clair College's strategy includes:

1. Identify the risk.
2. Analyze and categorize the risk.
3. Manage the risk.
4. Review and monitor the risk.

The first five pages are the methodology around the process, Ms. France explained, with the remaining pages being potential risks that could or have existed, the impact, and the strategy and mitigation plan. She then gave three examples (a low, medium and high risk).

Low - Internal Fraud/Theft has a low probability rating, however the impact would be high. The strategy or mitigation plan in effect includes cash receipt control policies, Board audit committee reviews, segregation of staff duties, physical controls, such as a vault, and ongoing management reviews of processes.

Medium – Academic Equipment Replacement/Upgrade has a medium probability rating and an impact level of 1. Ms. France used the example of the leaking roof in the automotive area to demonstrate this category.

High – These are items that do occur, however have a low impact such as student lawsuits or complaints. The strategy and mitigation plan includes the respectful workplace and education policy, the quality learning environment policy, an appeal process, and seeking legal expertise when required. The College has available the services of a real estate lawyer, a human rights lawyer and a WSIB lawyer.

Ms. France added that this document will continue to change on an annual basis, and items may be added to it.

A Board member asked if Ms. France worked from a college template, to which it was explained that Ms. France developed this report from scratch since no template could be obtained from other colleges. It was also clarified that these are items that the College implements on a daily basis, so it was a good thing to formally document them. There was an overall consensus that the Risk Management Report was very well done. One member suggested taking public credit for the work. Another member thanked Ms. France for the effort and time that she devoted to this.

A Board member asked if the College has a student suggestion box, to which Ms. France replied in the affirmative. She stated that Mr. Chant is the person in charge of receiving the suggestions and forwarding them to the appropriate people to respond. In addition they normally are included in "The Saint". Ms. France also stated that issues are addressed in a timely manner, before escalating, since she meets with the SRC every two weeks.

One Board member asked what the Board's responsibility is now. The Chair replied that if the Board is alerted to a problem they have the responsibility to follow up on the concern and ensure that a reasonable outcome occurs. Another question raised was that if an issue scores high on both scales, does the Board have a responsibility to do more than just an annual report. Mr. Shaw replied that the Board does not see and know all, so if administration advises the Board of an issue the Board must ensure that they respond. The Chair also noted that there may be a mechanism under the President's Report where the President gives the Board an update on a quarterly or semi- annual basis.

A Board member spoke specifically to item 8.1 Special Events-Alcohol Serving and asked what the Boards liability insurance is regarding this issue. In response it was explained that people serving alcohol are monitored, trained and complete the mandatory Smart Serve program (this is inclusive for the SRC, Centre for the Arts and Griff's). The Board member requested a compliance report from time to time for the Board surrounding this issue since the Board signed the alcohol serving request. Mr. Barsanti added that one insurance company is used for both the SRC

and the College, and that there is adequate liability insurance for the Board. The amount of the current liability insurance for an individual Board Member will be brought to the January Board meeting.

The Chair added that by doing the Risk Management report administration is saying that the listed items have mitigation and/or management strategies that are being done, so at the Board level that should suffice, unless there is a reason to doubt or look into a situation more closely, such as the letter received from the Windsor Construction Association. However, the Board member referred back to item 8.1 since the Board signed for the alcohol license not the administrators. She requested a compliance report for 8.1, stating that it was explained to her by a lawyer that the Board would be insured as long as it had requested a compliance report. To this request, other Board members warned that it would be a risk to highlight one potential risk over the others. It was also explained that if the College was not doing these things then they would not be a part of this report. This is a report to the Board stating that administration is in fact doing what is stated in the report. In the end, a motion was brought forward to officially call the Risk Management Report presented tonight a "Compliance Report". A motion was moved and carried, and it was therefore

RESOLVED THAT the Board of Governors accept the Risk Management Report as an official "Compliance Report".

The Board gave a round of applause for a job well done with this Report.

A copy of the Compliance Report (formerly Risk Management Report) is attached to the November 24, 2009 Full Board Agenda, and a copy of the presentation are attached to the minutes as item 4.2.

Mr. Shaw noted that the audit committee elected Ms. Livneh as the Chair of that committee.

4.3 Monitoring Reports

Mid-Year Financial Review

Dr. Strasser stated that the College should finish the year with \$1 Million in reserves, and a small surplus which should put St. Clair College in the best financial position in the last decade. He stated that the College will still have a deferred maintenance liability of \$35 million. Also enrollment plays a big part and although the second career initiative will be supported by the government next year, it will not be at the same level that it was at this year so the College does not expect to have such a high "Second Career" enrollment as it has this year (1100 students).

Mr. Barsanti spoke to the financial statements for the six months ending September 30, 2009. He stated that the financial results are on target with the original budget projections, except for ancillary activities, and that overall expenditures are on target for the six month period. As page 24 of the financial report illustrates, the total MTCU Operating Grants is at 66% of the original budget, the ancillary revenue is at 43% of the original budget and the total salary and benefits is at 49% of the original budget. Six months ago there was no money in reserve and presently there is nearly \$50 Million in capital expenditures as well as other capital expenditures anticipated over the next twenty-four months. It is anticipated that the College could have approximately \$1 Million in surplus and a reserve of \$1 Million at March 31, 2010. Mr. Barsanti continued that the MTCU is up 2.0%, total tuition is up 9.1% and total salaries & benefits are up 2.8%. There is also a contingency for H1N1 in the event that staff needs to be replaced or the College needs to be closed etc. Mr. Barsanti explained that the MTCU approved the implementation of a new funding formula for the next 2 years called "Base plus Growth" funding model which is based on audited numbers.

In regards to Capital Projects, the CAF (Community Adjustment Fund) Projects are solely funded by Federal Money. The HealthPlex in Chatham does have some municipal funding and some monies available from the College fund-raising activities.

Also, faculty negotiations are on-going at present and part-time unionization has not yet been resolved.

A Board member congratulated the College for the surplus, and asked how the College sees itself a year from now to which the President answered "save and be cautious because of so many unknown factors, it will be an interesting 12 months". Academic decisions must be made with quality, cost and growth on the foundation.

A motion was brought forward to accept the Financial Statements for the Six Months Ending September 30, 2009 and the Monitoring Report Mid Year Review 2009/2010, and with no declaration of interest it was

RESOLVED THAT the Board accept
the Financial Statements for the Six Months
Ending September 30, 2009 and the Monitoring
Report Mid Year Review 2009/2010.

A copy of Mr. Barsanti's presentation of the 2009-2010 Mid-Year Review is attached to the minutes as item 4.3.

5.0 Approval Items

5.1 New Program – Ontario College Diploma – Business

Dr. Tumidajski asked the board to approve the 2 year generalized Business diploma at the Thames Campus. Currently, St. Clair College has a 2 and a 3 year accounting program. The 3 year program runs with an enrollment of roughly only 10 students. Mr. Benoit added that the cost of mounting the new program would be minimal, that the program would be a good fit with the community, and that the program would attract a new group of students. A Board member questioned the demand of such a program to which Dr. Tumidajski stated that there is a demand for such a program since we currently lose students to Fanshaw, and that this program would offer a broad perspective for Business students that enter the College still exploring their specific options. He added that Logistics and Agricultural Business diplomas were rejected because of the competition with Ridgetown, and that the 2 year Business diploma program went to the PAC committee (Program Advisory Committee), who were in favour of it. A Board member asked what percentage of this program would be of an accounting nature. Dr. Tumidajski replied that the first year of the Business program is the same across the Province. He noted that, as demonstrated on page 40 of the Agenda, there are 8 private colleges offering similar programs. A diploma from St. Clair College would be of general higher quality than from these private colleges. Having heard and read the information on the Business diploma, and with no declaration of conflict of interest, it was

RESOLVED THAT the Board of Governors
approve the Ontario College Diploma – Business
for September 2010.

5.2 College Recognition of Dr. Quittenton

The poor health of Dr. Richard Quittenton was discussed at the In-Camera Meeting. He was the first President of the College. In recognition of his accomplishments and his remarkable impact on St. Clair College, a motion was put forward to honour Dr. Quittenton by instilling his name on the student residence in Windsor as Quittenton Hall. With no declaration of conflict of interest a motion was moved and carried, and it was therefore

RESOLVED THAT the Windsor student
Residence be named Quittenton Hall in
Honour of Dr. Richard Quittenton.

A copy of Dr. Quittenton's biography is attached as item 5.2.

6.0 **Policy Review**

- 6.1 Policy 2003-27 - Board Staff Relationship, Monitoring President's Performance

It was noted that some of the percentages need to be removed from this report. With that adjustment it was

RESOLVED THAT the Board accept
Policy 2003-27 – Board Staff Relationship,
Monitoring President's Performance.

- 6.2 Policy 2003-28 – Board Student/Alumni Relationship (2nd Reading)

It was noted that on page 74 of the policy the word "now" was changed to "not". With that revision it was

RESOLVED THAT the Board accept
Policy 2003-28 – Board Student/Alumni
Relationship.

- 6.3 Policy 2003 – 5 - Governance Process – Code of Conduct (2nd Reading)

With no declaration of conflict of interest it was

RESOLVED THAT the Board accept
Policy 2003 – 5 – Governance Process -
Code of Conduct as is.

Date of Next Meeting

The next meeting is scheduled for January 26, 2010, 6:45 p.m.