

MINUTES OF THE FIVE HUNDRED AND NINTY FIFTH MEETING
BOARD OF GOVERNORS
FANSHAWE COLLEGE

Meeting #595 – Zoom

Thursday, 2022 06 09

Present:

Michele Martin – Chair
Tammie Ashton
Paul Cocker
Tom Davis
Peter Devlin, President
Brian Foster
Michael Geraghty
Sandy Jansen
Larry MacKinnon
Stephen McClatchie (excused at 5:43 p.m.)
Louise Poole
Dave Schwartz
Christine Spicer
Terry Zavitz

Regrets:

Larry Lau
Eric Weniger

Resource Personnel:

Michele Beaudoin, Vice-President, Student Services
Donna Derer, Acting - Senior Vice-President, Academic
Jeff Low, Chief Human Resources Officer
Jenny Ruz, Vice-President, Finance and Administration
Jeff Wright, Vice-President, Corporate Strategy and Business Development
Cheryl McMurray, Executive Assistant, Office of the President
Lisa McIntyre, Recording Secretary

Staff Resources: (joining throughout the meeting)

Alison Ewart – Dean, Centre for Research
Peter Gilbert – Chief Infrastructure Officer
Shawn Harrington – Director, Campus Planning
Leah Marshall – Sexual Violence Prevention Advisor
Bosco Yuan – Executive Director, Finance

Guests:

Janet Frood – Horizon Leadership (4:35 p.m.)

A. OPENING PROCEDURES

1. Call to Order and Announcement of Quorum

The Chair called the meeting to order and announced quorum at 4:00 p.m.

2. Chair's Welcome

The Chair acknowledged and honoured the Anishnaabe, Haudenosaunee, and Lenape people of Southwestern Ontario as the traditional owners and custodians of the lands and waterways where Fanshawe College is located. He continued by welcoming everyone to the meeting and noted regrets and virtual attendees.

3. Disclosure of Conflicts of Interest

There were no conflicts of interest declared.

4. Consent Matters

The Chair confirmed that all business arising has been actioned or is on this agenda. Governors were asked if they wished to comment on or remove any items from the Consent Matters list. Hearing no comments, the following resolution was considered:

THAT the Board approve the Consent Matters, including all applicable motions.

- a) Approval of Agenda
- b) Approval of Minutes – #594 (2022-04-28)
- c) Business Arising from Minutes
- d) Programming Approvals
 - i. Microcredentials
- e) Annual Reports:
 - i. Fanshawe College Annual Report
 - ii. Fanshawe College Foundation Annual Report
 - iii. Fanshawe Global Corporation Annual Report
 - iv. Hot Zone Training Consultants Inc. Annual Report
- f) Board Reports:
 - i. Board Process Committee Report
 - ii. Audit Committee Report
 - iii. Capital Projects Monitoring Task Force Report

Adopted – Resolution #59501

B. COMMITTEE OF THE WHOLE IN CAMERA

THAT the Board move into the Committee of the Whole at 4:02 p.m.

Adopted – Resolution #59502

C. COMMITTEE OF THE WHOLE IN CAMERA

THAT the Committee of the Whole rise and report at 5:09 p.m.;
AND THAT the matters discussed proceed as presented.

Adopted – Resolution #59507

There was a 5 minute break during which the Vice-Presidents, the Chief Human Resources Officer and the President's Executive Assistant returned to the meeting.

Leah Marshall joined the meeting at 5:15 p.m.

D. BOARD REPORTS

1. Monitoring Reports Task Force Report

The Chair called on Jeff Wright, VP Corporate Strategy and Business Development to summarize and take questions on the information shared with the meeting materials. He indicated the task force is recommending work continue on harmonizing the indicators and language in ENDS policies A-35 (Student Success) and A-40 (Meeting Labour Market Needs).

There being no questions the following motions were provided for the Board's consideration:

THAT By-law No. 1 be updated to include the following “The Board shall provide for the establishment of an Advisory College Council to operate as per the Terms of Reference for the College Council and any other guidelines as approved by the Board from time to time. The Advisory College Council shall include a report in the College’s Annual Report.

AND THAT all Program Advisory Committee (PAC) related criteria be moved to one single policy (D-36), to improve reporting to the BoG.

AND THAT the reporting requirements for Policy D-40 (Interaction with Students and Applicants) be satisfied through annual compliance attestation by the President to the BoG.

AND THAT Policy D-35 (Commitment to Quality) be retired.

AND THAT evidence provided through the Student Feedback Survey (SFS) and program accreditations be used going forward to demonstrate College compliance with Policy A-35 (Student Success).

AND THAT a new BoG Task Force be created with a mandate to harmonize the indicators and language of the Ontario College Student Experience Survey (OCSES) with the indicators and language of Policies A-35 (Student Success) and A-40 (Meeting Labour Market Needs).

Adopted – Resolution #59508

2. Investment Committee Report

The Chair called on Larry MacKinnon, Investment Committee member, to provide this report to the Board. He highlighted the following:

- That the Investment Committee met three times over the year
- Reviewed the Investment Policy and determined no changes were required
- Reported the returns for the Foundation (1.52%) and the College (-4.59%)
- Evaluated the portfolio's performance against the Primary and Secondary Objectives.
- The Investment Committee will continue to monitor the Investment Manager's performance quarterly.
- An investment manager RFP will be conducted over the summer as the current contract expires September 2022.

There being no questions, the Investment Committee Report was accepted as presented.

3. Sexual Violence Sexual Assault Report

The Chair called on Michele Beaudoin, VP Student Services, who introduced this item and Leah Marshall, Sexual Violence Prevention Advisor, to summarize and take questions on the report provided with the meeting materials.

The following was highlighted:

- Take Back our Campus event at the start of the year
- Diverse speakers
- Western University and community partnerships
- Menstrual product mail-out
- Involved in Unfounded Case Committee and Safe Cities London
- Statistics for the year
- Points of contact summarized

Following discussion, the Chair thanked Leah Marshall for the report and work she is doing at Fanshawe.

Leah Marshall was excused from the meeting and Alison Ewart joined the meeting.

E. MONITORING REPORTS

1. Research & Innovation Monitoring Report (Policy D-37)

The Chair called on Donna Derer, Acting SVP, Academic who introduced Alison Ewart, Dean Centre for Research, who will summarize and take questions on the information provided with the Board materials. The growth in projects, increase in funding and student involvement were highlighted as well as the progress towards building a second research centre that will be located in Innovation Village.

The following motion was provided for the Board's consideration following the conclusion of a discussion regarding partnering and how the research is being conducted:

THAT the Board approves the Monitoring Report on Board Policy D-37 Research and Innovation based on reasonable interpretations of Board policy and evidence demonstrating compliance with policy, representing effective performance.

Adopted – Resolution #59509

Alison Ewart was excused from the meeting.

2. Financial Condition Monitoring Report (Policy D-10)

The Chair called on Louise Poole, Audit Committee Chair, who indicated the Audit Committee reviewed and accepted the Consolidated Financial Statements and the draft Audit Findings Report, presented by KPMG, at their May meeting.

Jenny Ruz summarized and took questions on the Financial Condition Monitoring Report (D-10) that was provided with the meeting materials. She summarized the draft Consolidated Financial Statements, noting that an unqualified report has been issued by KPMG, the external auditors. Once the Draft Audited Financial Statements are signed by the President and Board Chair, submitted to the Ministry and posted on the website we will have fulfilled our commitments for the Auditor General.

Following a discussion related to funding and the surplus, the following resolutions were provided for the Board's consideration:

THAT the Board of Governors approves the Financial Condition Monitoring Report (D-10) based on reasonable interpretations of Board Policy and evidence demonstrating compliance with policy, representing effective performance;

AND THAT the Board of Governors accepts the Auditor's Report and approves the draft Consolidated Financial Statements for the year ended March 31, 2022 as presented.

Adopted – Resolution #59510

3. Asset Monitoring Report (Policy D-15)

Jenny Ruz, VP Finance & Administration summarized and took questions on the Asset Monitoring Report (D-15) that was provided with the meeting materials. Management's assertion of compliance was indicated.

The following resolution was provided for the Board's consideration:

THAT the Board of Governors approves the Asset Monitoring Report (D-15) based on reasonable interpretations of Board Policy and evidence demonstrating compliance with policy, representing effective performance.

Adopted – Resolution #59511

4. Insurance Monitoring Report (Policy D-16)

Jenny Ruz, VP Finance & Administration summarized and took questions on the Insurance Monitoring Report (D-16) that was provided with the meeting materials. Management's assertion of compliance was confirmed.

Following a discussion regarding Cybersecurity insurance, the following resolution was provided for the Board's consideration:

THAT the Board of Governors approves the Insurance Monitoring Report (D-16) based on reasonable interpretations of Board Policy and evidence demonstrating compliance with policy, representing effective performance.

Adopted – Resolution #59512

5. Investment Monitoring Report (Policy D-17)

Jenny Ruz, VP Finance & Administration summarized and took questions on the Investment Monitoring Report (D-17) that was provided with the meeting materials. It was noted that it is management's assertion that the College is in compliance with this policy.

The following resolution was provided for the Board's consideration:

THAT the Board of Governors approves the Investment Monitoring Report (D-17) based on reasonable interpretations of Board Policy and evidence demonstrating compliance with policy, representing effective performance.

Adopted – Resolution #58511

F. CHAIR'S REPORT

The Chair reported the following:

- Please look for and complete the survey for this meeting that will be sent this evening from Survey Monkey.
- The 2022-23 Work Plan was attached to the BPC Report in the Consent Agenda. This is where you will find your Committee/Task Force assignments for the coming year.
- She thanked everyone for their work at the May Workshop.
- The College Administrator's EDI Workshop was last Friday morning. I was able to attend and found it to be very well done.
- We are looking forward to the June Graduations being held at Budweiser Gardens June 20, 21 and 22.
- The Board Orientation is set for Thursday, September 15th from 3:00 – 4:30

PM. We encourage all Governors to attend especially those who are mentoring our in-coming Board members.

- The Annual Ministry compliance attestation has been signed and was provided with the meeting materials.
- She thanked everyone for a great year!

G. ADJOURNMENT

There being no further business, the resolution for adjournment was considered.

THAT the meeting be adjourned at 6:02 p.m.

Adopted – Resolution #59512



Lisa McIntyre, Recording Secretary



Michele Martin, Chair