



Board of Governors



PUBLIC MEETING MINUTES

Meeting Date: March 27, 2024

Meeting Location: Zoom

Attendance:

External Governors:

Don Gillespie, <i>Chair</i>	Karen Jensen, <i>Vice-Chair</i>	Sudha Datta <i>Chair FAC</i>
Cory Bryan	Cynthia Chan Reynolds (<i>Regrets</i>)	Kerri Davies
Tim Kennaley	Michael Nasello	Lisa Reed
Doris Stamml		

President:

Maureen Adamson

Internal Governors:

Laura Coles (<i>Support Staff</i>)	Todd Hataley (<i>Academic</i>)	Kiersten Singh (<i>Student</i>)
Marc Patenaude (<i>Administrative Staff</i>)		

Senior Administration:

Brett Goodwin <i>Executive Vice President, Academics & Applied Research and Innovation</i>	Sherry Gosselin <i>Executive Vice President, IT & Registrarial Services</i>	Alan Lambert <i>Executive Vice President, Organizational Effectiveness and Human Resources</i>
Drew Van Parys <i>Executive Vice President, Corporate Services</i>	Kate McIntosh <i>Vice President, Student Experience</i>	Liz Stone <i>Vice President, Indigenous Knowledge and Relations</i>
Laura Gunning <i>Associate Vice President, International</i>	Chris Jardine, <i>Acting Associate Vice President, Marketing and Advancement</i>	Theresa Knott <i>Associate Vice President, Academic Experience</i>
Julie Ferrari <i>Chief of Staff, President's Office</i>	Trish Matthews <i>Director, Corporate Affairs, Governance & Risk Management</i>	

1.0 Call to Order, Welcome to the Traditional Territory and Confirmation of Quorum

The Chair called the meeting to order at 9:00a.m. and acknowledged that the meeting was hosted on the traditional lands of the Mississauga Anishinaabe peoples.

Quorum was confirmed and all in attendance were welcomed.

2.0 Declaration of Conflict of Interest

None.

3.0 Approval of Meeting Agenda

MOTION: Be it resolved that the Board of Governors approve the agenda of the March 27, 2024 public meeting as presented.

CARRIED

4.0 Approval of the Consent Agenda

MOTION: Be it resolved that the Board of Governors approve the consent agenda for the March 27, 2024, meeting and, through this consent the:

4.1 Minutes of the January 24, 2024 Public Board of Governors Meeting

CARRIED

5.0 Finance and Audit Committee Update

S. Datta spoke to the written report from the Committee.

5.1 Financial Position Reports – January 30, 2024

- Analysis of the year-to-date financial data forecasts a year end surplus of \$38.4M
- the College has seen significant increases in enrolment, both at the home campuses and the Fleming College Toronto (FCT) campus, which is driving the significant increase in expected surplus relative to budget.
- salaries and benefits are expected to decrease \$7.8M compared to budget - delayed hiring and/or unexpected vacancies resulting in some temporary savings

MOTION: Be it resolved that the Board of Governors, upon recommendation by Finance and Audit Committee, receive the Financial Reports for the ten (10) Months Ending January 30, 2024 for information.

CARRIED

5.2 2024-205 Budget

Management has built a very robust business model that has allowed detailed financial planning and analysis over the next 3 years, and a detailed report was included in the material

The 24-25 budget is proposed as revenues over expenditures of \$5.2M.

Management has not received confirmation from the Ministry on whether corridor or SMA3 grants will be frozen and as such, an allowance has been made for these potential adjustments.

Tuition has been budgeted based on the enrolment plan under the assumption that domestic tuition fees will remain frozen and international tuition fees will not increase.

Post Graduate Work Permit impact and International student cap distribution to individual institutions has not been finalized, however, it has been noted that the result would be a significant impact on international student tuition.

MOTION: Be it resolved that the Board of Governors, upon recommendation by Finance and Audit Committee, approve the proposed budget for the year ending March 31, 2025.

CARRIED

5.3 Century Transportation Contract

Century Transportation is a bus company, utilized mainly by SENRS programs and our student athletes, and comes with an annual spend of approximately \$330k.

The college is currently operating under a 2-year contract with Century Transportation that began on March 31, 2022 and expired on February 29, 2024.

The contract is under a collaborative agreement through OEMC which is in effect until July 31, 2026, with an option to extend for an additional 5 years. Management recommends renewing for the duration of the OEMC contract and its extension period.

MOTION: That the Board of Governors, upon recommendation by Finance and Audit Committee, approve the execution of OEMC Collaborative Agreement with Century Transportation, with an estimated contract value of approximately \$2.2 million, effective through July 31, 2026, plus 5-year extension option.

CARRIED

5.4 FAC and SAC Financial Statements

The FSA and SAC are separate entities that are not included in the College's financial statements; however, they are related entities and accordingly the College have access – for review purposes – to their respective financial statements.

The 2023 year-end audited financial statements have been reviewed by Finance and presented to the Finance and Audit Committee, with nothing to report that would be of significant concern. The annual audited financial statements as at March 31, 2023 are received by the Board for information purposes only.

Buildings included in the statements are believed to be the spaces at Sutherland and Frost that the Activity Councils use; management will clarify.

Transit funds – looks like they're bringing in and spending more on this budget line. May be timing impact.

MOTION: That the Board of Governors receive the Frost Student Association (FSA) and Student Activity Council (SAC) Financial Statements for information.

CARRIED

6.0 Professional Cleaning Services Agreement Extension – Dexterra Facilities Management

The Board of Governors approved an amendment and extension to this contract in January 2024

As part of the approved amendment to the Agreement, as approved by the Board of, an hourly wage increase took effect as of December 7, 2023.

This 14.38% wage increase has resulted in an increase in monthly billings for the period of December 2023 through March 2024, and thus the need to increase the amount allocated to the contract purchase order.

A one-time increase of \$734,500 is being requested. The contracted purchase order amounts submitted for the 2024-25 fiscal year have been adjusted to include the increase in wages expected by the Professional Cleaning Services contractor and will continue to be factored in for the final year of the agreement in 2025-26.

MOTION: That the Board of Governors approve a 2023-2024 in-year increase to the Professional Cleaning Services Agreement contract between the College and 10647802 Canada Limited o/a Dexterra Facilities Management of \$724,500.

CARRIED

7.0 Policies

7.1 Joint Foundation and College Donor Policies

T. Matthews, Director Corporate Affairs, Governance and Risk Management spoke to the pre-circulated materials.

Establishing clear and comprehensive Donor, Naming, and Gift Acceptance policies is of paramount importance for a Foundation; they serve as a guiding framework that not only ensures transparency and ethical practices but also safeguards the foundation's integrity and mission.

Philanthropic policies that are jointly developed and shared between an organization and its foundation are crucial for fostering a collaborative and aligned approach to giving.

These policies serve as a bridge between the two entities, ensuring that their philanthropic endeavors are coordinated, coherent, and mutually reinforcing. By having joint policies, both the college and its foundation can synchronize efforts to address shared goals and community needs, leveraging resources and expertise effectively.

Relevant policies across Ontario colleges and universities and healthcare were reviewed for application of best practices

Gift Acceptance Policy: guides the employees, volunteers, and leaders of Fleming College and Fleming College Foundation on matters of gift acceptance and ensures that all donations received are in accordance with the organizations' mission, vision, and objectives.

This Policy identifies the various types of donations that the Foundation may accept, and outlines guidelines for each type of donation to ensure that gifts will:

- a) Protect the donor's interests;
- b) Be acceptable to Canada Revenue Agency (CRA);
- c) Minimize the risk of liability on the College and Foundation, their staff, and the Board of Directors (the Board);
- d) Be cost-effective for the donor and the Foundation.

Donor Recognition Policy: establishes guidelines for the appropriate, equitable, and consistent recognition of philanthropic gifts to the College and Foundation, and develops a centralized framework for Donor Recognition and stewardship ensuring one clear Policy of recognition is unilaterally applied.

Naming Policy: sets out the authority and procedures for Naming College Assets to recognize financial contributions from individuals, businesses, and organizations. It ensures that Naming Recognition decisions are made consistently according to the College and Foundation's mission and objectives.

These policies collectively contribute to the foundation's credibility, helping to build trust among stakeholders and the broader community. Moreover, they offer legal protection by addressing potential conflicts of interest and ensuring compliance with regulatory requirements, preserving the foundation's reputation and long-term impact.

A number of outdated college policies will be superseded by these three new Policies, and management recommends policy revocations for each:

- Institutional Gifts, 4-408
- Unsolicited Financial Gifts, Receipting and Gifts in Kind, 4-415
- Receipting of Cash and Gifts in Kind as Charitable Donations, 4-416
- Liquidation of Donated Publicly Traded Securities, 4-422
- Gift Acceptance, 8-801

The policies and recommendations have been reviewed and approved by the Policy and Procedure Committee, Senior Management Team and the Foundation Board of Directors.

MOTION: That Fleming College Board of Governors approve the Fleming College Foundation/Fleming College

- **Gift Acceptance Policy**
 - **Donor Recognition Policy**
 - **Naming Policy**
- for implementation April 1, 2024; and**

Revoke College Policies

- **Institutional Gifts, 4-408**
- **Unsolicited Financial Gifts, Receipting and Gifts in Kind, 4-415**
- **Receipting of Cash and Gifts in Kind as Charitable Donations, 4-416**
- **Liquidation of Donated Publicly Traded Securities, 4-422**
- **Gift Acceptance, 8-801**

Effective April 1, 2024.

CARRIED

7.2 Ethical Conduct for Research Involving Humans Policy

B. Goodwin, Executive Vice President, Applied Research and Principal Frost Campus spoke to the pre-circulated materials.

Institutions receiving Tri-Council research funding (e.g., NSERC) are required to have a Research Ethics Board (REB) and policies and procedures addressing ethical conduct for research involving humans. Both the functioning of the REB and the supporting policies and procedures are dictated by the Tri-Council Policy Statement: Ethical Conduct for Research Involving Humans

Fleming has had a policy addressing ethical conduct for research involving humans since 2008 but it was last revised in April 2012. With the recent update to TCPS 2 in 2022 and the age of the policy it was time to update and revise the policy. The policy has been:

- Updated to align with the new TCPS 2 governing document;
- Split into a policy and a procedure; and
- Clarified that the responsibility for the policy and associated procedure fell to the Applied Research area.

The revised policy and associated procedure have been reviewed by the College Policy and Procedures Committee, the REB, the Office of Applied Research and Innovation, and the faculty union.

MOTION: That the Board of Governors approve the Integrity in Research and Scholarship Policy #9-906

CARRIED

7.3 Integrity in Research and Scholarship Policy

B. Goodwin, Executive Vice President, Applied Research and Principal Frost Campus spoke to the pre-circulated materials.

Cases of breaches of integrity in research are growing, including such issues as data fabrication, image manipulation, plagiarism, and gaming publication and review processes. With the current rate of growth in research at Fleming, it is imperative that we have a policy to address integrity in research.

Tri-Council funding agencies require institutions receiving funding to have an integrity in research policy in place. Colleges wishing to offer applied degrees are required to have an integrity in research policy in place.

Fleming College's current policy hadn't been revised since 2008. Relevant policies across Ontario colleges and universities were reviewed, and using this information, the policy was entirely rewritten. The policy has been:

- Updated to align with the best practices as evident in our review of other policies;
- Split into a policy and a procedure; and

- Clarified that the responsibility for the policy and associated procedure fell to the Applied Research area.

The revised policy and procedure have been reviewed by the College Policy and Procedures Committee, the Office of Applied Research and Innovation, and the faculty union.

MOTION: That the Board of Governors approve the Integrity in Research and Scholarship Policy 9-906.

CARRIED

8.0 New Program Proposals and Modifications

T. Knott, Executive Vice President, Academic Experience, presented new program proposals and modifications for the consideration of the Board of Governors.

8.1 Diagnostic Cardiac Sonography – New Program Proposal

The School of Health and Community Services is proposing the development of a two-year, four-semester Ontario College Graduate Certificate Program in Diagnostic Cardiac Sonography. Proposed launch date of Fall 2025.

Cardiac Sonographers are allied healthcare professionals specially trained to use imaging technology to help physicians diagnose heart problems in patients.

The proposed program would provide this specialized training in a flexible delivery format. Focus within the curriculum on simulation, geriatric patient care, and Indigenous Health will differentiate this program within the province. Expected contribution to overhead is approximately 58% at the end of year 1, based on a costing analysis with an intake of 40 students. Revenue in year 1 is estimated at \$361,318.68 and is projected to increase to \$1,083,956.04 by year 5. The numbers are based on conservative enrollment estimates with additional intakes added over the course of a 5-year period.

Capital investment is required by way of acquiring echocardiology machines to deliver the practical lessons.

Labour market analysis reveals that cardiac sonography and related occupations are expected to increase nationally by 20.7% and provincially by 19.9% over the next six years.

Similar to most health occupations, employment growth in this area is expected to be strong, mostly due to the aging population where the growing number of seniors is anticipated to lead to an increase in the demand for diagnostic services related to cardiovascular health conditions.

There are currently three program offerings in the Ontario College system related Medical Sonographers at the Ontario College Graduate Certificate credential level - Algonquin, Mohawk, and St Clair offer funded programs in Diagnostic Cardiac Sonography.

MOTION: That the Board of Governors approve the proposal to develop and launch a new Diagnostic Cardiac Sonography Ontario College Graduate Certificate program for implementation Fall semester, 2025.

CARRIED

10.0 Other Business

None.

The meeting was declared closed at 9:25a.m

DocuSigned by:

 Signed as approved:

963FB85C9ED3470...

Don Gillespie

Chair

Fleming College Board of Governors