



Board of Governors



PUBLIC MEETING MINUTES

Meeting Date: September 28, 2022
Meeting Location: Sutherland Campus, B3330

Attendance:

External Governors:

Fred Clifford, <i>Board Chair</i>	Don Gillespie, <i>Vice Chair & Chair of Governance Committee</i>	Paul Downs, <i>Chair Finance and Audit Committee</i>
Cynthia Chan Reynolds	Ben Currelly	Sudha Datta
Kerri Davies	Karen Jensen	Tim Kennaley
Michael Nasello	Lisa Reed	

President:

Maureen Adamson

Internal Governors:

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

Senior Administration:

Sandra Dupret <i>Executive Vice President, Academic and Student Experience</i>	Drew Van Parys <i>Executive Vice President, Finance and Administrative Services</i>	Christy DeMont <i>Chief Technology Officer</i>
Brett Goodwin <i>Vice President, Applied Research and Innovation</i>	Annie Lam <i>Vice President Corporate Finance</i>	Matt Markovic <i>Manager, College Services</i>
Murray Rodd <i>Interim Director, Physical Resources Department</i>	Liz Stone <i>Indigenous Knowledge Leader</i>	Esther Zdolec <i>Vice President, Organizational Effectiveness and Human Resources</i>

Administrative Staff:

Trish Matthews <i>Manager, Corporate Affairs & Governance President's Office</i>	Julie Ferrari <i>Manager, Corporate Operations, President's Office</i>
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1. Call to Order, Welcome to the Traditional Territory and Confirmation of Quorum

The Chair called the meeting to order at 12:30p.m. and acknowledged that the meeting was hosted on the traditional lands of the Mississauga and Anishinaabe peoples.

Quorum was confirmed and all in attendance were welcomed. Attendance regrets were noted.

2. Declaration of Conflict of Interest

None.

3. Approval of Meeting Agenda

Be it resolved that the Board of Governors approve the agenda of the September 28, 2022 public meeting as presented.

CARRIED

4. Approval of the Consent Agenda

Be it resolved that the Board of Governors approve the consent agenda for the September 28, 2022 public meeting and through this consent approve:

- 4.1 Minutes of the June 22, 2022, Public Board of Governors Meeting**
- 4.2 Ontario Not-For-Profit Corporations Act Implementation Plan**
- 4.3 Fleming College Board of Governor Annual Declaration and Consent to Serve**

CARRIED

5. Business Arising

None.

6. Education – Sexual Violence Prevention

Students are at the highest risk of sexual assault in the first eight weeks of the academic year, and 50 per cent of sexual assaults on campus happen during the first six weeks of school.

It has been just over a year since multiple allegations of sexual assault were reported during an Ontario University's 2021 orientation week, and in August of this year student leaders across Canada released an action plan to address and prevent sexual violence on campus. The 10-step plan highlights various recommendations, including mandatory sexual violence prevention training and education and ensuring academic accommodations and complaint procedures are readily available for survivors.

S. Dupret, Executive Vice President Academic and Student Experience provided a presentation overviewing history and progress to prevent campus Sexual Violence at Fleming College.

7. Governance Committee Report

D. Gillespie, Chair Governance Committee spoke to committee work underway. The Governance Committee met on September 21, 2022 and a written report was included in the materials.

The committee began preliminary discussion around Ontario Not for Profit Corporations Act (ONCA) processes underway, that, following the revision of the Bylaw last June, will update the remaining governance policies and practices over the coming term, and provided inputs for the Presidents planning for the November board retreat.

The committee's focus was discussion and feedback on the 2022-23 Board Objectives. A briefing note, 2021-22 Report and draft 2022-23 Objectives were included in today's materials for your approval.

2021-2022 Board Objectives Report

Even while in COVID recovery, the Board of Governors successfully met a number of objectives in 2021-22, including:

- Overseeing the Strategic Plan annual outcomes
- Executing a comprehensive board orientation and in year education and Governor's succession and renewal plan; and
- A 10-year capital plan was developed, with consideration given to pandemic impacts on implementation timelines.

2022-2023 Board Objectives

This year's draft Objectives were reviewed and tabled for approval.

A number of projects will carry over into this term, including work on

- ESG; and
- Foundation revitalization;

New this year will be

- Process development and approval for a new 5-year strategic plan; and
- Stakeholder engagement to address community reputation, including a Summit hosted by Fleming College

Be it resolved that the Board of Governors accept the 2021-2022 Board Objectives Report; and Approve the Board Objectives for the 2022-2023 term.

CARRIED

Internal Governor Mid-Term Vacancy

P. Stoneham has resigned from Fleming College and, by extension, her role as Internal Administrative Governor. Ms. Stoneham was elected for a three-year term from September 2021– August 2024, leaving a two-year term vacancy (September 2022-August 2024).

Many potential administrative candidates would be impeded from running a robust recruitment/election campaign, as outlined in the procedure, due to the beginning of the school year timeframe. A campaign would be lengthy, running from September to November, leaving a gap on the Board of Governors for a significant portion of the 2022-23 term.

The operating procedure allows the Governance Committee to assess the circumstances surrounding a mid-term vacancy and determine the appropriate course of action.

An administrative staff member, Marc Patenaude, has expressed an interest in filling the mid-term vacancy and comes highly recommended by their direct supervisor and administrative colleagues. President Adamson and Chair of Governance Committee met with Mr. Patenaude to confirm suitability. An overview of the candidate's background and interests were contained in the material.

The mid-term vacancy would be filled until the end of the 2022-2023 term, in accordance with the Operating Procedure. A full application, nomination and election process would begin in spring 2023 to fill the internal administrative governor role on a permanent basis, in accordance with the regulation.

Be it resolved that the Board of Governors approve, a mid-term vacancy appointment of the Internal Administrative Governor for a one-year term from September 28, 2022-August 31, 2023; and

That the Board of Governors approve Marc Patenaude for appointment to the Board of Governors, to fill the Administrative Governor mid-term vacancy from September 28, 2022-August 31, 2023.

CARRIED

8. International Recruitment

Like many post-secondary institutes, Fleming College has a large number of international students and contracts a global network of agents in recruitment. With the market for international students projected to grow, management also projects a growth in recruitment costs.

Background:

- approximately 210 active agreements,
- Agents range from multinational corporations to small sole proprietors.
- The top five agents yield 40-50% of the total number of students enrolled in most years.
- Commissions paid to agents are based on a range, receiving between 18% to 20% of tuition for up to 2 semesters of study = approx. \$1200 to \$1400 per student/semester
- This year's projected payouts (May 21 to Sept 22) are included in the briefing note = \$2,417,319.45

While the commissions paid to each contract are under the \$1Million threshold for Board approval, this item is being brought forward to ensure transparency. This year's projected payments are approximately \$2.4 million overall, and the college projects these costs to rise over time. Contracts have been paid out as high as \$4-5 million collectively at peak.

Be it resolved that the Board of Governors approve the Non-Compete Procurement Agreement for international student recruitment agents, projected to have a total value of approximately \$2.4 Million.

CARRIED.

9. Program Modification

The Sustainable Waste Management (SWM) program is a one-year, two semester Ontario College Graduate Certificate program offered at the School of Environmental and Natural Resources at Frost Campus.

The Program requests Board of Governors approval to modify the title from Sustainable Waste Management to Waste Resource Management – Environmental and update the instructional settings effective September 2023 to reflect program delivery changes.

The program title and delivery modification submission has been reviewed by the Ontario College Quality Assurance Service (OCQAS) and has received Credit Validation Service (CVS) approval.

Be it resolved that the Board of Governors approve Sustainable Waste Management Ontario College Graduate Certificate Title and Instructional Settings Modifications for implementation Fall semester, 2023.

CARRIED.

10.0 Fall 2022 Enrollment Update

D. Van Parys, Executive Vice President, Finance and Administration provided an in-depth presentation overviewing Fall 2022 enrollment.

- Will achieve approximately 82% of the fall enrollment plan (78% Domestic, 93% International targets).
- Factors impacting enrollment include a Strong labour market, employers training, housing, university market share, reputation and process challenges.
- Management is currently projecting a Year end deficit of approximately \$5 million, with mitigation strategies being undertaken immediately.

Be it resolved that the Board of Governors receive the report for information.

CARRIED.

11.0 Sexual Violence Prevention Annual Report

Legislation requires a Sexual Violence Prevention annual report, focused on students, to be presented to the Board of Governors and publicly posted. The report was circulated with the materials.

Fleming College implemented the Sexual Violence Prevention (SVP) Policy and Operating Procedures March 2015. The policy has been revised twice to respond to Bill 132, Sexual Violence and Harassment Action Plan Act, and will be reviewed fall 2022. All updates are grounded in best practice and based on survivor-centric research.

COVID-19 impacted reported data for 2020-21, alongside increased student activity on campus and living in residence in 2021-22, results in a greater variance between this year and previous years data.

Be it resolved that the Board of Governors receive the Sexual Violence Prevention Report: 2021-22 for Information.

CARRIED.

12.0 Indigenous Academic & Student Services Report

September 30th marks the National Day for Truth and Reconciliation across Canada. A solemn day honouring the children who never returned home and Survivors of residential schools, as well as their families and communities.

Fleming College recognizes that First Nation, Inuit, and Métis communities are unique and often times Fleming students are traveling from far distances to attend college. We believe that by creating a community of all Indigenous peoples on campus that we can strive to succeed and encourage one another through this sometimes challenging experience.

The Governors welcomed L. Stone, Indigenous Knowledge Leader, to speak to the Indigenous Academic & Student Services Report included in the materials.

Being a welcoming place for all is one of our five strategic priorities. The EDI project plan will support organizational advancement of action plan initiatives to increase and co-create a sense of belonging among employees, students, and the broader College community.

Be it resolved that the Board of Governors receive the report for information.

CARRIED.

13.0 Equity, Diversity & Inclusion Report

The Board of Governors received the Equity, Diversity, and Inclusion multi-year Action Plan in March 2022. The Action Plan contains goals, objectives, and activities that will support Fleming College in advancing equity, supporting inclusive spaces and curriculum, and actively creating environments where all feel welcomed, respected, and reflected within their broader College community.

To support concrete and measurable movement against goals and objectives, a project plan for 2022 – 2023 has been developed. E. Zdolec, Vice President Organizational Effectiveness and Human Resources spoke to the report included in the material.

Be it resolved that the Board of Governors receive the report for information.

CARRIED.

14.0 Board Chair's Report – Verbal

F. Clifford provided a verbal update,

Be it resolved that the Board of Governors accept the Board Chair's Verbal Report for information.

CARRIED

15.0. President's Report

President Adamson spoke to the written report included in the materials, with highlights as follows:

- Everyone was excited to welcome students and faculty back on campus in September.
- The first Orientation Fleming has hosted since the COVID-19 pandemic kicked off at Sutherland Campus September 6th. In addition to events scattered throughout the day, the Fleming Knights held two exhibition soccer games, with the women's and men's teams.
- Orientation at the Frost Campus in Lindsay kicked off Sept. 8th with Games, activities and a barbecue held outside near the Discovery Trail and the Auks Lodge, along with a Student Services Fair.
- September 13th saw the Student Services Fair at the Haliburton Campus.
- Faculty were welcomed back with President's breakfasts.
- The vibrant excited air across our campuses is testament to the commitment of students, faculty and staff to build back, better, following the pandemic!
- Fleming is committed to keeping our communities safe and healthy and will continue to follow provincial directives and the advice of local public health officials.

- As part of the Fleming College 2022/23 SMA submission to the province, the cost of faculty per workload metrics will be included. A full briefing of the financial position of the college and future actions will be presented to Finance and Audit Committee in October. A town hall is booked in early October to ensure staff are aware of challenges in order to problem solve collaboratively.
- Fleming continues to pursue alternate solutions for housing for students. Fleming approached Fleming Court ownership with a potential purchase, but the owner was not interested at this time. Other solutions will continue to be explored and reports presented to the Board of Governors on an ongoing basis.
- Development of Haliburton residence continues to evolve on track with a plan to break ground in 2023.
- President Adamson continues to meet with municipal and regional representatives and candidates to address topics such as student housing, transit, acceptance of international students, municipal image and partnership opportunities.

Be it resolved that the Board of Governors receive the President's Report for information.

CARRIED.


16.0 Other Business

No other business.

17.0. Close

The meeting was declared closed at 2:20p.m.

DocuSigned by:

Signed as approved:


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Chair
Board of Governors
Fleming College