

Regular Board Meeting

**Wednesday, October 27, 2004
C709 – Notre Dame Campus
Winnipeg, Manitoba**

**MINUTES
B 04/08**

IN ATTENDANCE

Governors:	William Regehr, Chair Ann Robins, Vice-Chair Gail Bagnall Ron Bailey Richard Borlase John Jack Ryan Mariani Al Morin Iona Starr Leslie Walsh Beverley Watson	Regrets:	Walter Petik
CEO:	Jeff Zabudsky, President		
Secretary:	Kathi Gudmandson, Executive Assistant to the Board		
Treasurer:	Cathy Rushton, Chief Financial Officer		
Administration:	Ken Webb, VP - Academic Marg Braid, VP – Partnership Development Jim Goho, Director of Research & Planning		
Guest:	Richard Olfert, Lead Client Service & Audit Partner, Deloitte & Touche		

1. CALL TO ORDER

With attendance constituting a quorum, the Chair called the meeting to order at 6:35 p.m.

2. APPROVAL OF AGENDA

Moved by R. Borlase/R. Bailey that the Regular Meeting Agenda of October 27, 2004 be approved. – CARRIED

3. APPROVAL OF MINUTES – SEPTEMBER 22, 2004

MOTION B 04/08/01 – L. Walsh/J. Jack

That the Minutes of the September 22, 2004 Board of Governors meeting be approved. – CARRIED

4. COLLEGE PRESIDENT’S REPORT – OCTOBER 2004

MOTION B 04/08/02 – R. Mariani/B. Watson

**That the College President’s Report dated October 27, 2004 be received.
- CARRIED**

5. STUDENTS’ ASSOCIATION PRESIDENT’S REPORT – OCTOBER 2004

The SA President reported that the Students’ Association has been focusing on planning and development, student safety and political advocacy. A Memorandum of Understanding between the College and the SA regarding Use of Facilities was recently signed after a long development process, the SA’s retail stores at the two campuses are doing very well, and all SA facilities and services will shut down for one day to raise students’ awareness about the Association’s role.

MOTION B 04/08/03 – L. Walsh/B. Watson

That the Students’ Association President’s Report dated October 27, 2004 be received. - CARRIED

6. COMMITTEE REPORTS

6.1 College Council – Minutes of October 12, 2004

MOTION B 04/08/04 – L. Walsh/A. Morin

**That the College Council Minutes of October 12, 2004 be received.
- CARRIED**

6.2 Executive Committee – Minutes of October 18, 2004

MOTION B 04/08/05 – J. Jack/A. Robins

**That the Executive Committee Minutes of October 18, 2004 be received.
- CARRIED**

6.3 Planning Committee

6.3.1 Minutes of September 22, 2004

MOTION B 04/08/06 – G. Bagnall/L. Walsh

**That the Planning Committee Minutes of September 22, 2004 be received.
- CARRIED**

6.3.2 Meeting of October 27, 2004

Committee Chair G. Bagnall reported that the Planning Committee reviewed information on developing a long term vision for the college (*Vision 2020*) that was compiled from the recent Board Planning Session.

The college's current vision and mission were reviewed for consistency with the *Vision 2020* attributes. The Committee agreed that the mission statement be amended to include "partnerships" as a key area:

*"To build a prosperous and sustainable Manitoba through high quality applied education, research and **partnerships** focused on advancing the economic, cultural and social progress of people."*

The Director of Research & Planning was asked to amend the mission statement as part of the annual review of the college's strategic plan. The 2005-2010 Strategic Plan will be presented for approval at the December Board meeting.

The Committee also reviewed the list of challenges identified at the Board Planning Session to achieving the college's long-term vision. Each challenge was determined to be: a) for Board review, b) review by the President, or c) within the scope of both the Board and the President. The Committee will continue to develop its 2004/05 work plan at its next meeting.

MOTION B 04/08/07 – G. Bagnall/I. Starr

**That the Planning Committee Report of October 27, 2004
be received. - CARRIED**

6.4 Administrative Affairs Committee

6.4.1 Minutes of September 22, 2004

MOTION B 04/08/08 – R. Bailey/J. Jack

**That the Administrative Affairs Committee Minutes of September 22, 2004
be received. - CARRIED**

6.4.2 Meeting of October 27, 2004

Committee Chair R. Bailey reported that the Administrative Affairs Committee reviewed the college's financial results for the period and received a report from the Chief Financial Officer on the process for selecting an external auditor.

MOTION B 04/08/09 – R. Bailey/R. Borlase

That the Administrative Affairs Committee Report of October 27, 2004 be received. - CARRIED

6.4.3 Financial Results Ending September 30, 2004

MOTION B 04/08/10 – R. Bailey/A. Morin

That the Financial Results for the Period Ending September 30, 2004 be received as information. - CARRIED

6.5 Audit Committee Report - October 14, 2004

Audit Committee Chair A. Robins presented Audit Committee Report AU 04/01 dated October 14, 2004 and introduced Deloitte & Touche representative Richard Olfert who was in attendance to present 2003/04 audit documents to the Board.

6.5.1 Draft Statement for Red River College dated June 30, 2004 in accordance with *The Public Sector Compensation Disclosure Act*

R. Olfert presented the *Draft Statement for Red River College dated June 30, 2004 in accordance with The Public Sector Compensation Disclosure Act*.

It is the opinion of the auditors that the statement presents fairly, in all material respects, the compensation of Red River College greater than or equal to \$50,000 for the year ended June 30, 2004 in accordance with, and as required by, *The Public Sector Compensation Disclosure Act*.

MOTION B 04/08/11 - A. Robins/A. Morin

That the Draft Statement for Red River College dated June 30, 2004 in accordance with *The Public Sector Compensation Disclosure Act* be approved. - CARRIED

6.5.2 Draft Financial Statements of Red River College for the Year Ended June 30, 2004

R. Olfert presented the *Draft Financial Statements of Red River College for the Year ended June 30, 2004* and indicated that the auditors are prepared to issue an unqualified report.

6.5.2 Draft Financial Statements for the Year Ended June 30, 2004 (cont'd)

It is the opinion of the auditors that the draft statements present fairly, in all material respects, the financial position of RRC as at June 30, 2004 and the results of its operations and its cash flows for the year then ended in accordance with Canadian generally accepted accounting principles.

MOTION B 04/08/12 - A. Robins/J. Jack

That the Draft Audited Financial Statements for the Year Ended June 30, 2004 be approved. - CARRIED

6.5.3 Annual Financial Report 2003 - 2004

The Chief Financial Officer presented the *Red River College Annual Financial Report with Supplementary Schedules for the Year Ended June 30, 2004 - Unaudited*. The Board was also provided with a *Statement of Reconciliation of Internal Results with Audited Financial Statements for the Year Ended June 30, 2004*.

MOTION B 04/08/13 – A. Robins/A. Morin

**That the Annual Financial Report 2003-2004 be approved.
- CARRIED**

7. NEW BUSINESS

7.1 Selection of External Auditor

MOTION B 04/08/14 – A. Robins/L. Walsh

That the Audit Committee implement the process to appoint an external auditor for Red River College. - CARRIED

7.2 Execution of Documents – Revised Board Resolution (attached)

The Board was advised that the *Execution of Documents* Board Resolution currently in force was approved on February 26, 2003 and no longer reflects the current organizational structure of the college.

MOTION B 04/08/15 – A. Morin/R. Borlase

That the Revised Board Resolution – *Execution of Documents* dated October 27, 2004 be approved. – CARRIED

8. FOR INFORMATION

The Board received the following information:

- 8.1 News Item, *The Carillon*, Steinbach, MB - October 7, 2004
- *Support Strong for Steinbach Campus*
- 8.2 Manitoba Government News Release dated October 12, 2004
- *Managing Growth in Manitoba: The Task of New Cabinet*
- 8.3 Red River College News Release dated October 18, 2004
- *RRC's Enrolment Continues to Climb*
- 8.4 Red River College News Release dated October 20, 2004
- *TransCanada and RRC Announce Elder in Residence Partnership*
- 8.5 Red River College News Release dated October 22, 2004
- *RBC Shows Continued Support for Students at Red River College*
- 8.6 Western Region Canadian Association of University Schools of Nursing
(*Annual Conference Organizer – Leslie Walsh*)
- 8.7 *Focus*, Academic Monthly Report – September 2004
- 8.8 *Board Leadership* Newsletter, No. 74, July-August 2004
- 8.9 *The Projector* – RRCSA Student Newspaper, October 11, 2004

The meeting adjourned at 7:50 p.m.

Original signed by

William Regehr
Chair

Original signed by

Kathi Gudmandson
Secretary

Resolution attached

**RESOLUTION ON THE
EXECUTION OF DOCUMENTS**

Whereas,

- A. Section 48 of *The Colleges Act*, C.C.S.M. c. C150.1 (the “Act”) deals with the execution of documents to which the Board is a party;
- B. Subsection 13.01 of Board By-law No. 1/93 (the General By-law) provides:

13.01 As provided in section 48 of the Act, documents required to be in writing and to which the Board is a party are properly executed if the corporate name of the Board is witnessed by the signatures of:

- a) the Chairperson of the Board, or another person authorized by resolution of the Board from time to time; and
- b) the President of the College, or other officer of the College authorized by resolution of the Board from time to time.

Resolved,

- 1. In accordance with section 48 of the Act and subsection 13.01 of Board By-law No. 1/93, any documents required to be in writing and to which the Board is a party may be signed jointly by any person described in clause (a) and any officer of the College described in clause (b), *however, they cannot be the same person*, and these persons are hereby appointed as authorized signing officers of the Board for this purpose:

a) For the Purposes of 48a) – Persons:

the Chair of the Board
the Vice-Chair of the Board
the President of the College
the Vice-President, Academic
the Vice-President, Administrative Affairs
the Vice-President, Partnership Development
the Treasurer and Chief Financial Officer
the Chief Technology Officer
the Dean of Aboriginal Education
the Dean of Applied Sciences
the Dean of Business and Applied Arts
the Dean of Continuing Education
the Dean of Education, Curriculum and Learning Resources
the Dean of Industrial Technologies
the Dean of Student Services
the Dean of Transportation, Aviation and Manufacturing

the Controller
the Director of Applied Research
the Director of Auxiliary Services
the Director of Campus Services – PSC
the Director of Contract Training (*to December 31, 2004*)
the Director of Development
the Director of Distance Education and Regional Services
the Director of Facilities
the Director of Human Resource Services
the Director of International Education
the Director of Marketing and Public Relations
the Director of Materials Management
the Director of Research and Planning
the Human Resource Officers
the Labour Relations Officer
the Manager of Corporate Legal Services
the Manager of Environmental Health, Safety and Insurance Services
the Manager of Human Resource Systems
the Manager of Security Services
the Staff Development Coordinator

b) *For the Purposes of 48b) – Officers:*

the President of the College
the Treasurer and Chief Financial Officer
the Secretary and Executive Assistant to the Board
the Vice-President, Academic
the Vice-President, Administrative Affairs
the Vice-President, Partnership Development
the Director of Human Resource Services

**ENACTED BY THE BOARD OF GOVERNORS
OF RED RIVER COLLEGE ON OCTOBER 27, 2004**