



BOARD OF GOVERNORS

REGULAR MEETING

MINUTES B 25/01

Date	Monday, September 23, 2024 @ 5:00 pm
Location:	Notre Dame Campus, Building C, Room C709
Members present:	Lloyd Schreyer (Chair), Phyllis Reid-Jarvis (Vice-Chair), Jacob Ahiaegbe, David Alao, Lea Clarke, Jeff Doneza, Stephen Ducharme, Kevin Gill, Kristen Hudym, Marilyn Kenny, Gbolahan Oduntan, Vassan Aruljothi (Virtual), Angela Felipe, Fred Meier (President and CEO)
Regrets:	None
Staff:	Jamie Wilson, Vice-President, Indigenous Strategy, Research, & Business Development; Giselle Martel, Vice-President, Finance & Administration; Melanie Gudmundson, Chief Human Resource Officer; David Petis, Executive Director, Advancement; Conor Lloyd, Director, College & Public Relations; Dorothy Forbes, Acting Comptroller; Carolyn Frost, General Council Maria Mendes, Director, Environmental Stewardship Tiffany Jones, Governance Advisor, Sr. Strategic Advisor
Guests:	None
Recording Secretary:	Tiffany Jones, Governance Advisor, Sr. Strategic Advisor

1.0 Convene the Meeting

1.1 Welcome and Land Acknowledgement

L. Schreyer, Chair of the Board of Governors welcomed everyone to the meeting.

L. Schreyer began the meeting with a land acknowledgment.

1.2 Call to order, recognition of quorum

With attendance constituting a quorum, L. Schreyer called the meeting to order at 5:01 pm.

1.1 Introductions

L. Schreyer led a round of introductions.

1.2 Declaration of conflict of interest

L. Schreyer asked if any members wish to declare conflicts to any of the agenda items at today's meeting.

No conflicts were declared.

1.3 Agenda dated September 23, 2024

Motion B 25/01/01

Moved by Phyllis Reid-Jarvis, **Seconded** by Steve Ducharme,
THAT the regular meeting agenda dated September 23, 2024, be approved.

The motion was **CARRIED**.

5:12 pm

CLOSED SESSION

2.0 Closed Session Reports

2.1 Comprehensive Campaign Report

The information report was presented by D. Petis, Executive Director, Advancement, and received by the Board.

Discussion ensued.

The Board considered the operational delivery of the comprehensive campaign, and the impact of the results achieved.

5:15 pm

C. Lloyd is now in attendance.

2.2 Communications and Government Relations Report

The information report was presented by C. Lloyd, Director, College and Public Relations, and was received by the Board.

Discussion ensued.

The Board considered the effects of the new Schroeder Institute of Entertainment and Media Arts for Manitoba.

5:25 pm

C. Lloyd is no longer in attendance.

D. Forbes is now in attendance.

2.3 ORE Financial Report, Q1, 2024/25

The information report was presented by G. Martel, Vice President, Finance and Administration and was received by the Board.

Discussion ensued.

The Board considered the financial information reported to the Province of Manitoba as at the first quarter, as well as the additional information provided.

The Board clarified the status of the budget and examined legislation and accounting practices in place.

5:38 pm

2.5 Selection of Financial Auditor, FY 2024/25

The information was presented by G. Martel, Vice President, Finance and Administration and was received by the Board.

5:39 pm

2.4 Estimates Submission, 2025/26 process

F. Meier provided introductory comments and stated this year's process for the ORE preliminary estimates submission to Government. G. Martel, Vice President, Finance and Administration and D. Forbes, Acting Comptroller participated in the discussion.

5:43 pm

D. Forbes is no longer in attendance.

C. Frost is now in attendance.

2.6 Conflict of Interest

The information was presented by C. Frost, General Counsel, and was received by the Board.

Discussion ensued.

The Board asked clarifying questions regarding the potential harms of a perceived conflict.

C. Frost responded.

The Board considered optics and potential reputational harms to the institution, along with their potential impacts, as well as real and perceived conflict examples.

The Board reviewed conflict of interest policy and risk mitigation practices in place along with best practices to adhere to.

6:12 pm

C. Frost is no longer in attendance.

M. Mendes is now in attendance.

2.7 Confidential item

A topic requiring confidentiality was considered.

Motion B 25/01/02 was carried.

Specific details are recorded in the confidential minutes maintained by the Board Secretary.

6:39 pm

M. Mendes is no longer in attendance.

The board recessed at 6:39 pm.

The Board reconvened at 6:50 pm.

OPEN SESSION

3.0 Open Session Reports

3.1 Board of Governors meeting minutes dated June 24, 2024

The Board of Governors meeting minutes were presented by L. Schreyer, Chair of the Board of Governors and was received by the Board.

Motion B 25/01/03

Moved by Phyllis Reid-Jarvis, **Seconded** by Steve Ducharme,
THAT the meeting minutes dated June 24, 2024, be approved as recorded.

The motion was **CARRIED**.

The Board was reminded of the results of a resolution in writing passed by the Board August 19, 2024:

THAT the Board of Governors approve the direct award of a contract valued at up to \$110,000 to *Difenda* for Managed Extended Detection and Response (MXDR) services as interim mitigation for a critical cyber security gap, and to allow for a fulsome RFP process.

6:51 pm

3.2 College Presidents Report

F. Meier reported on various internal and external engagement activities and provided institutional updates highlighting fall enrollment numbers.

F. Meier also provided an update on international student education which was received by the Board.

Discussion ensued.

The Board evaluated efforts on attracting Indigenous students, and the status of various nursing programs.

7:07 pm

3.3 Students Association Presidents Report

A. Felipe, student representative board member and Student Association President, reported on initiatives of the Student Association highlighting Red River Ready, student welcome back events, and EDC foodbank.

7:09 pm

3.4 Employee Members Report: College Council

V. Aruljothi, the employee board member, reported the topic items discussed at the September College Council meeting sharing comments on various items of importance for employees.

7:12 pm

4.0 Other Business

4.1 Board of Governors Appreciation Dinner, October 16, 2024

F. Meier informed all board members of the upcoming dinner where past board members will be recognized for their contributions to the Board.

7:14 pm

4.2 Next Meeting, October 28, 2024 (In-person, Notre Dame Campus, C709)

L. Schreyer informed the board of the next board meeting date, time and format.

No further business was tabled.

7:14 pm

D. Petis, J. Wilson, G. Martel, and M. Gudmundson are no longer in attendance.

IN CAMERA SESSION

5.0 In Camera (Staff present: F. Meier, T. Jones)

An In camera session occurred where the following motions were presented:

Motion B 25/01/04

Moved by Jeff Doneza, **Seconded** by Gbolahan Oduntan,
THAT the Board of Governors rescind the appointment of Lynn Zapshala-Kelln as Board Treasurer.
THAT the Board of Governors appoint Giselle Martel, Vice President, Finance and Administration as Treasurer of the Red River College Polytechnic Board of Governors effective September 23, 2024.

The motion was **CARRIED**.

6.0 Closing

6.1 Adjournment

L. Schreyer adjourned the meeting at 719 p.m.

This section is completed after the Board of Governors approves the recorded meeting minutes at the next Board meeting.

Recommendation to approve the meeting minutes.

Moved by Steve Ducharme, Seconded by David Alao,
THAT the Board of Governors approves the September 23, 2024, meeting minutes as recorded.

SIGNED

Lloyd Schreyer, Chair, Board of Governors
Approval Date: October 28, 2024

SIGNED

Tiffany Jones, Board Secretary