



In Attendance: Mr. Vincent Vavrek, Chair
 Ms. Carla Basarab
 Ms. Jackie Clayton
 Mr. Don Gnatiuk, President
 Mr. Bryahn Gouthro
 Mr. Drew Lamont
 Ms. Anita Luck
 Mr. Doug Morris
 Mr. Tab Pollock
 Dr. Alan Segal
 Ms. Lydia Sadiq
 Mr. Stewart Wilson

Notice of Absence: Mr. Pete Merlo, Vice-Chair

Guests: Lynne Ness, GPRC Corporate Communications
 Laura Booth, Daily Herald-Tribune
 Chris Eakin, Fairview Post

NO.	AGENDA ITEM
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1. CONSENT AGENDA

1.1 ADOPTION OF FEBRUARY 27, 2014 AGENDA

The Board Chair called for revisions to the February 27, 2014 Agenda. The Agenda was approved as circulated.

1.2 ADOPTION OF JANUARY 23, 2014 MINUTES

The Chair called for errors or omissions to the January 23, 2014 Minutes. The Minutes of January 23, 2014 were approved by consensus.

2. GOVERNANCE

2.1 BOARD ENDS

At the Governance Workshop in December, 2013, the Board of Governors underwent a comprehensive review of its ENDS to ensure their alignment with the future direction of GPRC. Further serious deliberation at the January and February Board meetings have refined the ENDS.

MOVED by J. Clayton, **seconded** by S. Wilson, that the GPRC Board of Governors unanimously approves the ENDS as amended.

CARRIED
5580/2014

2.2 AUDIT COMMITTEE TERMS OF REFERENCE

J. Clayton reported on the Board Development Committee meeting and its recommendation to the Board to consider amending the Audit Committee Terms of Reference. In addition to the recommendation, the Board of Governors will implement methods to orient all Board members providing an understanding of the financial landscape of GPRC.

MOVED by T. Pollock, **seconded** by D. Lamont, that the Board of Governors amend the Audit Committee Terms of Reference to include in the Committee Composition: "New public members are encouraged to become members on the Board Audit Committee for one two-year term".

CARRIED
5581/2014

2.3 EXECUTIVE LIMITATION 4, ASSET PROTECTION

The President reported on the Executive Limitation Asset Protection (EL4), as provided with required interpretations and evidence.

MOVED by A. Luck, **seconded** by J. Clayton, that the Board of Governors has read the CEO monitoring report on Executive Limitation Asset Protection [EL-4], and has assessed that the interpretation is reasonable, and that the evidence sufficiently demonstrates compliance with the interpretation.

CARRIED
5582/2014
Abstention: D. Gnatiuk

2.4 EXECUTIVE LIMITATION 5, COMPENSATION AND BENEFITS

The President reported on the Executive Limitation Compensation and Benefits (EL5), as provided with required interpretations and evidence. Salaries commensurate with markets, comply with collective agreements and restricts involvement in amending his own salary.

MOVED by D. Lamont, **seconded** by B. Gouthro, that the Board of Governors has read the CEO monitoring report on Executive Limitation Compensation and Benefits [EL-5], and has assessed that the interpretation is reasonable, and that the evidence sufficiently demonstrates compliance with the interpretation.

CARRIED
5583/2014
Abstention: D. Gnatiuk

3 CEO REPORT

3.1 ECONOMIC MODELING SPECIALISTS INTERNATIONAL (EMSI) REPORT

The President reported on the impact and benefit of GPRC on the regional economy as revealed in a recent study by EMSI. In 2011-12, GPRC added \$139.4 million in income to the economy of its services area. Of this amount, \$56 million is the effect of College operations, \$3.4 million is the effect of student spending, and \$80 million is the effect of student productivity.

3.2 ISSUES OF ENTERPRISE RISK

The Board received the report on issues of enterprise risk from the President for information during the Committee of the Whole.

3.3 RECOGNITION

President Gnatiuk read the recognitions of College staff and faculty, and the community successes since the last Board meeting. This information is also available in the GPRC Insider newsletter.

The President reminded Board members and the media of the President's Awards Luncheon – a recognition event being held at the Pomeroy Inn on March 4.

3.4 OTHER

There were no other items to report.

4 **SELF-EVALUATION OF GOVERNANCE PROCESS AT THIS MEETING**

Board members were asked to complete the self-evaluation of the Board meeting using the BoardVantage survey tool. Results will be discussed at the March meeting.

5 **ROUNDTABLE**

Board members had the following comments:

- Positive response to BoardVantage.
- Congratulations to Board Chair Vincent Vavrek on his recent appointment to the Alberta Electric System Operator (AESO)
- J. Clayton thanked the Board members for their assistance in the Board Development Planning activities.

6 **ADJOURNMENT**

The meeting adjourned at 4:10 p.m.

A handwritten signature in black ink, appearing to read 'V. Vavrek', written over a horizontal line.

Vincent C. Vavrek, Chair

A handwritten signature in blue ink, appearing to read 'M. Clarke', written over a horizontal line.

Maureen Clarke, Secretary