



**In Attendance:** Mr. Pete Merlo, Chair  
 Mr. Stewart Wilson, Vice-Chair  
 Mr. Pat Coristine  
 Ms. Carla Dodd  
 Mr. Don Gnatiuk, President

Mr. Drew Lamont  
 Mr. Doug Morris  
 Mr. Thomas Petersen  
 Ms. Natalia Reiman

**Notice of Absence:** Mr. Tab Pollock

**Guests:** Ms. Susan Banskrove  
 Mr. Rick Curran  
 Mr. Hywel Williams

Mr. Dwayne Hart  
 Ms. Lynne Ness

NO.	AGENDA ITEM
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**1. CONSENT AGENDA**

1.1 ADOPTION OF JUNE 25, 2015 AGENDA

The Board Chair called the meeting to order at 2:50 p.m. and called for revisions to the June 25, 2015 Agenda. The Agenda was approved by consensus with the following amendments:

- Additions: 2.12 GPRC Board Member Assignments 2015-2016
- Vice-Chair Appointment
  - Audit Committee Chair Appointment
  - Compliance and Continuity Committee Chair Appointment

1.2. ADOPTION OF MAY 29, 2015 MINUTES

The Chair called for errors or omissions to the May 29, 2015 Minutes. The Minutes were approved by consensus.

**2. GOVERNANCE**

2.1. COMPREHENSIVE INSTITUTIONAL PLAN 2015-2018

As required by the Post-Secondary Learning Act, the GPRC Board of Governors is required to annually prepare and approve a business plan that includes a budget in which consolidated operating expense does not exceed consolidated revenue. The President presented the Comprehensive Institutional Plan for 2015-2018 in the June 25, 2015 Committee of the Whole meeting.

**MOVED** by Stewart Wilson, **Seconded** by Carla Dodd, that the GPRC Board of Governors approve the 2015-2018 Comprehensive Institutional Plan, together with the 2015-2016, 2016-2017, and 2017-2018 budget, for submission to Alberta Innovation and Advanced Education.

**CARRIED  
5636/2015**

2.2. GP1, GOVERNANCE COMMITMENT

As assigned by the Board of Governors, T. Petersen conducted an evaluation of Board performance and compliance with Governance Process Policy GP1, Governance Commitment.

**MOVED** by Thomas Petersen, **Seconded** by Drew Lamont, that the GPRC Board of Governors has assessed its performance with the Governance Process Policy, Governance Commitment, and agrees that the Board of Governors acts consistently, and is in compliance with the intent of this policy.

**CARRIED**  
**5637/2015**

The Chair thanked T. Petersen for his thorough examination and presentation on Board compliance.

2.3. GP8, BOARD COMMITTEE PRINCIPLES

As assigned by the Board of Governors, D. Morris conducted an evaluation of Board performance and compliance with Governance Process Policy GP8, Board Committee Principles.

**MOVED** by Doug Morris, **Seconded** by Natalia Reiman, that the GPRC Board of Governors has assessed its performance with the Governance Process Policy, Board Committee Principles, and agrees that the Board of Governors acts consistently, and is in compliance with the intent of this policy.

**CARRIED**  
**5638/2015**

The Chair thanked D. Morris for his thorough study and presentation on Board compliance.

2.4. EL4, ASSET PROTECTION

D. Morris reported on behalf of the Compliance and Continuity Committee (CCC) regarding the proposed revisions to Executive Limitation 4, Asset Protection.

The Committee proposes amendments that will clarify the needs for an Enterprise Risk Management Plan as well as a comprehensive insurance policy. It also refers to a compliance with accounting principles and standards without being specific to a formal Accountant standard.

**MOVED** by Pat Coristine, **Seconded** by Drew Lamont, that the GPRC Board of Governors accept and approve the amendments to the Executive Limitations Policy EL-4, Asset Protection, as recommended by the Compliance and Continuity Committee.

**CARRIED**  
**5639/2015**

2.5. EL5, COMPENSATION AND BENEFITS

D. Morris reported on behalf of the Compliance and Continuity Committee (CCC) regarding the proposed revisions to Executive Limitation 5, Compensation and Benefits.

The Committee reviewed proposed amendments, specifically to replace the word *compensation* with *salary* and deemed that compensation provides a broad and comprehensive definition that includes salary in its interpretation. The Committee recommends no changes to this policy.

**MOVED** by Carla Dodd, **Seconded** by Stewart Wilson, that the GPRC Board of Governors reaffirm the Executive Limitations Policy EL-5, Compensation and Benefits, as recommended by the Compliance and Continuity Committee.

**CARRIED**  
**5640/2015**

2.6. GP9, BOARD COMMITTEE STRUCTURE

D. Morris reported on behalf of the Compliance and Continuity Committee (CCC) regarding the proposed revisions to GP9, Board Committee Structure.

The Committee reviewed proposed amendments, including whether or not internal Board members are permitted to Chair a Board Committee, as well as non-committee members attending to observe a Committee meeting.

**MOVED** by Thomas Petersen, **Seconded** by Natalia Reiman, that the GPRC Board of Governors accept and approve the amendments to the Governance Process Policy GP-9, Board Committee Structure, as recommended by the Compliance and Continuity Committee.

**CARRIED**  
**5641/2015**

2.7. GP9.2, COMPLIANCE AND CONTINUITY COMMITTEE TERMS OF REFERENCE

D. Morris reported on behalf of the Compliance and Continuity Committee (CCC) regarding the proposed revisions to GP9.2, Compliance and Continuity Committee Terms of Reference.

The Committee reviewed proposed amendments that would clarify the role of the CCC as well as indicate that the Board of Governors is responsible to appoint the Chair of the CCC. If approved, this amendment will be required within the Terms of Reference of all Board Committees.

**MOVED** by Doug Morris, **Seconded** by Carla Dodd, that the GPRC Board of Governors accept and approve the amendments to the Governance Process Policy GP-9.2, Compliance and Continuity Committee Terms of Reference, as recommended by the Compliance and Continuity Committee.

**CARRIED**  
**5642/2015**

2.8. GP11, SPECIAL RULES OF ORDER

D. Morris reported on behalf of the Compliance and Continuity Committee (CCC) regarding the proposed revisions to GP11, Special Rules of Order.

The Committee reviewed proposed amendments that would clarify the form of meeting attendance that is allowable to establish quorum, as well as the requirement for a seconder for all motions.

**MOVED** by Carla Dodd, **Seconded** by Thomas Petersen, that the GPRC Board of Governors accept and approve the amendments to the Governance Process Policy GP-11, Special Rules of Order, as recommended by the Compliance and Continuity Committee.

**CARRIED**  
**5643/2015**

2.9. GP14, GOVERNANCE SUCCESSION

D. Morris reported on behalf of the Compliance and Continuity Committee (CCC) regarding the proposed revisions to GP14, Governance Succession.

The Committee reviewed proposed amendments and recommends the Board approve the changes as presented.

**MOVED** by Stewart Wilson, **Seconded** by Drew Lamont, that the GPRC Board of Governors accept and approve the amendments to the Governance Process Policy GP-14, Governance Succession, as recommended by the Compliance and Continuity Committee.

**CARRIED**  
**5644/2015**

The Board Chair extended his appreciation to T. Pollock, D. Morris, and the CCC for their effective review of Board policies.

2.10. CEO MONITORING REPORT, END 1, STUDENTS HAVE KNOWLEDGE AND SKILLS FOR SUCCESS

The Board of Governors reviewed the report of the President in regards to END 1, Students have knowledge and skills for success, and verifies it as reasonable, sound, and factual.

**MOVED** by Natalia Reiman, **Seconded** by Stewart Wilson, that the GPRC Board of Governors has read the CEO monitoring report on END 1, Students have knowledge and skills for success, and has assessed that the interpretation is reasonable, and that the evidence sufficiently demonstrates compliance with the interpretation.

**CARRIED**  
**5645/2015**  
**ABSTAINED: Don Gnatiuk**

2.11. GPRC LAND COMMITMENT TO ROTARY CLUBS OF GRANDE PRAIRIE

The College has committed to providing the Rotary Clubs of Grande Prairie with a parcel of land, approximately one acre in size. The exact size and location of this parcel will be negotiated.

**MOVED** by Pat Coristine, **Seconded** by Thomas Petersen, that the GPRC Board of Governors approves in principle to commit to provide a parcel of land on a long-term lease to the Rotary Clubs of Grande Prairie Wellness Centre Society, for the purpose of a development that would provide accommodations for hospital patients and their families.

**CARRIED**  
**5646/2015**

2.12. GPRC BOARD MEMBER ASSIGNMENTS, 2015-2016

The Board of Governors updated its Board member assignments for 2015-2016.

**MOVED** by Doug Morris, **Seconded** by Pat Coristine, that the GPRC Board of Governors appoint Stewart Wilson as Board Vice-Chair for a one year term to expire June 30, 2016.

**CARRIED**  
**5647/2015**

**ABSTAINED: Stewart Wilson**

**MOVED** by Natalia Reiman, **Seconded** by Stewart Wilson, that the GPRC Board of Governors re-appoint Drew Lamont as Chair of the Audit Committee for a one year term to expire June 30, 2016.

**CARRIED**  
**5648/2015**

**ABSTAINED: Drew Lamont**

**MOVED** by Natalia Reiman, **Seconded** by Stewart Wilson, that the GPRC Board of Governors re-appoint Tab Pollock as Chair of the Compliance and Continuity Committee for a second term to expire April, 2017.

**CARRIED**  
**5649/2015**

### 3. CEO REPORT

3.1 Issues of Enterprise Risk

The Board received the report from the President on Enterprise Risk Management in the Committee of the Whole.

3.2 Recognition

The President displayed the staff and community recognitions since the last Board meeting and encouraged Board members to review the 'Insider' publication for additional GPRC news.

3.3 Other

Nothing further to report.

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

Board members submitted their meeting evaluations using the BoardVantage system.

**5. ROUNDTABLE**

- Board members shared news and announcements.
- The Board members expressed their appreciation to Bryan Gouthro for his representation of the West Yellowhead region and commitment to GPRC. Bryan has completed his 3 year term on the GPRC Board of Governors.
- Congratulations to the students and the organizers of Convocation. The Board members feel a great deal of pride when attending this event.
- The Board extends a genuine expression of thanks to the President and Executive Council in regards to the difficult task of establishing the 2015-2016 budget. The impacts and outcomes are not taken lightly by the Board. The Board respects the honourable behaviour of the Executive and Budget Committee.
- Board members expressed their heartfelt appreciation to Lynne Ness who will retire from GPRC this month. Lynne will be missed.

**6. ADJOURNMENT**

The meeting adjourned at 3:20 p.m.

*SIGNED ORIGINAL ON FILE*

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Pete Merlo, Chair  
GPRC Board of Governors

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Maureen Clarke, Secretary