



In Attendance: Mr. Pete Merlo, Chair
Ms. Jackie Clayton
Mr. Pat Coristine
Ms. Carla Dodd
Mr. Don Gnatiuk, President
Mr. Drew Lamont
Ms. Anita Luck
Mr. Doug Morris
Mr. Thomas Petersen
Mr. Tab Pollock
Ms. Natalia Reiman
Mr. Stewart Wilson

Notice of Absence: Mr. Bryan Gouthro

Guests: Ms. Susan Bangrove
Ms. Lynne Ness
Mr. Chris Eakin, Fairview Post
Mr. Carmen Haakstad

NO.	AGENDA ITEM
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1. CONSENT AGENDA

1.1 ADOPTION OF NOVEMBER 27, 2014 AGENDA

The Board Chair called for revisions to the November 27, 2014 Agenda. The Agenda was approved by consensus.

1.2 ADOPTION OF OCTOBER 23, 2014 MINUTES

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

2. GOVERNANCE

2.1 FINANCIAL CONDITION FIRST QUARTER REPORT

The President and Director of Financial Services presented the financial condition first quarter report to the Board of Governors in the Committee of the Whole.

MOVED by P. Coristine, **seconded** by S. Wilson, that the Board of Governors accept the first quarter financial condition report as received in the Committee of the Whole, as being in compliance with the Executive Limitation on Financial Condition and Activities.

CARRIED

5606/2014

Abstention: D. Gnatiuk

2.2 EXECUTIVE LIMITATION 1, TREATMENT OF PEOPLE

The President provided his report on Executive Limitation 1, Treatment of People, supplemented by the David Hyde Safety Report, in the Committee of the Whole.

MOVED by A. Luck, **seconded** by D. Morris, that the Board of Governors has read the CEO monitoring report on EL1, Treatment of People, and has assessed that the interpretation is reasonable, and that the evidence sufficiently demonstrates compliance with the interpretation.

CARRIED

5607/2014

Abstention: Don Gnatiuk

2.3 GOVERNANCE POLICY COMPLIANCE REVIEW

GP 3, Governance Style and GP 4, Governance Process

D. Lamont examined the Board's performance and compliance with the Governance Style and Governance Process Policies.

MOVED by D. Lamont, **seconded** by J. Clayton, that the Board of Governors has assessed its performance with Governance Process Policy GP3, Governance Style, and Governance Process Policy GP4, Board Job Contributions, and agrees that the Board of Governors acts consistently, and is in compliance with the intent of the policies.

CARRIED

5608/2014

GP 9.2, Compliance and Continuity Committee and GP 9.3, Board Development Committee

The Compliance and Continuity Committee and the Board Development Committee each met and reviewed for compliance their respective Terms of Reference.

MOVED by T. Pollock, **seconded** by N. Reiman, that the Board of Governors has assessed its performance with Governance Process Policy GP 9.2, Compliance and Continuity Terms of Reference and Governance Process Policy GP 9.3, Board Development Committee Terms of Reference, and agrees that the Board of Governors acts consistently, and is in compliance with the intent of the policies.

CARRIED

5609/2014

The Board of Governors thanked J. Clayton for her creativity and service as Chair of the Board Development Committee. Replacing J. Clayton as Chair of the Board Development Committee is N. Reiman.

GP 9.2, Compliance and Continuity Committee Terms of Reference

The Compliance and Continuity Committee, in reviewing its Terms of Reference, has recommended an amendment to the Terms of Reference to add the word 'review'.

MOVED by T. Pollock, **seconded** by N. Reiman, that the Board of Governors has received and approved a recommendation from the Compliance and Continuity Committee to amend its Terms of Reference as follows:

- 1.1 Establish principles for CEO recruitment, retention, *review*, and remuneration
- 1.2 Establish principles for Board recruitment, remuneration, *review*, performance and succession planning.

CARRIED
5610/2014

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 presented 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

The President reported to the Board that there are five members of the Academic Staff Association who will be offered Professional Leave with Financial Assistance for 2015-2016.

- Nursing Department, Bonnie Hessler
- Nursing Department, Louise Rawluk
- Construction and Fabrication, Victor Mitchell
- Fine Arts, Carmen Gorgichuk
- Human Services, Tanya Ray

4. SELF EVALUATION OF GOVERNANCE PROCESS AT THIS MEETING

Board members submitted their meeting evaluations using the BoardVantage system.

5. ROUNDTABLE

- The President, Board Chair and Vice-President Academics and Research will be attending the events of CIGan on Parliament Hill the first week of December.
- The Board Chair has accepted a position of Director on the AACTI Executive.
- Recruitment for public Board member closes on December 5, 2014.
- The student bursary online application process is now live.
- The recent ownership linkage session with City Council was very information and productive. The City Council and Board of Governors share many of the same concerns.

6. ADJOURNMENT

The meeting adjourned at 4:50 p.m.

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

Pete Merlo, Chair
GPRC Board of Governors

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

Maureen Clarke, Secretary