



**In Attendance:** Mr. Pete Merlo, Chair  
Mr. Pat Coristine  
Ms. Carla Dodd  
Mr. Don Gnatiuk, President  
Mr. Drew Lamont  
Mr. Doug Morris  
Mr. Thomas Petersen  
Ms. Natalia Reiman  
Mr. Stewart Wilson, Vice-Chair

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

**Guests:** Mr. Mark Evans  
Mr. Chris Eaken, Fairview Post  
Mr. Rick Curran

**AGENDA ITEM**

**1. CONSENT AGENDA**

**1.1 ADOPTION OF SEPTEMBER 24, 2015 AGENDA**

The Board Chair called the meeting to order at 1:30 p.m. and called for revisions to the September 24, 2015 Agenda. The Agenda was approved by consensus, with the following amendments:

- Table Item 2.3, GP-9.3 Board Development Planning Committee Terms of Reference
- Renumber agenda items 2.4 and 2.5 to align with changes above.

**1.2. ADOPTION OF AUGUST 27, 2015 MINUTES**

The Chair called for errors or omissions to the August 27, 2015 Minutes. The Minutes were approved by consensus.

**1.3. ACADEMIC COUNCIL APPOINTMENTS**

D. Gnatiuk presented to the Board the request from Academic Council to approve the five proposed appointments to Academic Council, as required by the Post-Secondary Learning Act.

The Board approved the following appointments by consensus:

- Darlene Repka-Smith, public member, for a two-year term expiring May 14, 2017
- Stacey Basnett, Alberta Union of Provincial Employees Member, for a two-year term expiring May 14, 2017
- Shawna Boyd, Employees' Association Member, for a one-year term expiring May 14, 2016
- Paula Backer, Employees' Association Members, for a two-year term expiring May 14, 2017
- Amanda Nelson, Alternate, Employees' Association Member, for a two-year term to expire May 14, 2017.

## 2. GOVERNANCE

### 2.1. 2014-2015 Audited Consolidated Financial Statements

Drew Lamont, Chair of the Board Audit Committee, reported that the committee met with the representatives of the Office of the Auditor General (OAG) for the entrance audit in May, 2015, and then for the exit audit on September 17, 2015. The OAG performed the audit on its own without agents, and their findings were very positive, finding no issues that merit a recommendation. The auditors were very respectful during the audit process and performed their work in accordance to the plan. GPRC will again be the first institution in the province to complete its audit.

**The Board Chair** thanked the Audit Committee Chair, D. Lamont, CEO D. Gnatiuk, Vice-President D. Hart and the Financial Services Team for their hard work to maintain the good standing of GPRC in the 2014-2015 audit.

**Whereas** the College's 2014-2015 Financial Statements have been audited by the Auditor General's Office, and

**Whereas** the Auditor's Exit Conference was held with the Board Audit Committee on September 17, 2015,

**MOVED** by Drew Lamont, seconded by Pat Coristine, that the 2014-2015 Grande Prairie Regional College Audited Financial Statements be approved.

**CARRIED**  
**5652/2015**

P. Coristine added that a no-recommendation audit from the auditors is a commendable achievement of which GPRC should be very proud.

### 2.2. GP-13 Board Indemnification

P. Coristine reported on the Board compliance with governance policy GP-13, Board Indemnification. Following investigation, it is determined that GPRC maintains adequate Directors and Officers Liability insurance for Board indemnification for the protection of past, current and future Board members. P. Coristine expressed his appreciation to N. Laverick, M. Clarke, and representatives of AON Insurance for their assistance in the review of this policy.

**MOVED** by Pat Coristine, **SECONDED** by Stewart Wilson, that the Board of Governors has received and assessed the monitoring report for governance policy GP-13, Board Indemnification, and finds that it demonstrates compliance with a reasonable interpretation of the policy.

**CARRIED**  
**5653/2015**

The Board Chair noted that during the review of this policy, positive outcomes have been identified that will ensure a more informed Board in regards to indemnification. A summary of the policy will be available on the BoardVantage site for Board member reference, and further, there are possible amendments to the policy identified which will be reviewed by the Compliance and Continuity Committee.

### 2.3. **GP 15, Investment in Governance**

**MOVED** by Natalia Reiman, **SECONDED** by Carla Dodd, that the Board of Governors has received and assessed the monitoring report for governance process policy GP-15, Investment in Governance, and finds that it demonstrates compliance with a reasonable interpretation of the policy, except for the stated non-compliance with item 5.2, which the Board acknowledges and accepts May 15, 2016 as the planned date for compliance, or policy amendment for reasonableness, and will reassess at that time.

**CARRIED**  
**5654/2015**

The Board Chair thanks N. Reiman and members of the CCC for their attention to this policy, and looks forward to seeing the options and implications of further improvements to this policy.

## 3. **CEO REPORT**

### 3.1 Issues of Enterprise Risk

D. Gnatiuk reported on:

- Discussion at the Annual Chamber of Commerce Leaders Roundtable
- The very positive visit with Minister Lori Sigurdson during her recent visit to Grande Prairie and GPRC
- GPRC is considering a request for support following a meeting with the organizers of the first annual Bear Creek Folk Festival.
- GPRC co-sponsored with the Chamber the "Let's Talk Royalties" Royalty Review promotion.
- The Board Chair and President are pleased to have met with each of the GPRC stewardship region MLAs and Minister McCuaig-Boyd.
- There is a great deal of excitement surrounding the possibility of a Motorcycle Museum in the Town of Fairview.

**MOVED** by Stewart Wilson, **SECONDED** by Drew Lamont, that the Board has received the President's Report on Enterprise Risk Management in the Committee of the Whole.

**CARRIED**  
**5655/2015**  
**Abstention: D. Gnatiuk**

#### 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.
  - Board members are finding the new meeting format to be very effective. It provides for more information gathering opportunities, and stakeholder/owner discussion and linkage. Today's ownership linkage with the Fairview constituency representatives was collegial and inspiring.
  - GPRC SA surpassed its fundraising goal in last week's Shinerama Campaign - fundraiser for Cystic Fibrosis Canada.
  - D. Gnatiuk thanked C. Dodd for her involvement with the retooling of the Grande Prairie Rotary scholarship funds.
  - D. Gnatiuk provided the numerous GPRC staff and community recognitions to the Board for their information.
  - D. Gnatiuk has been appointed to the Grande Prairie Airport Commission and has been named as Chair of its Governance Committee.
  - P. Merlo will be participating in a tour of government officials through the National Bee Diagnostics Centre on October 1.
  - The Board Chair sincerely expressed his appreciation of the Board, for their time and their trust.

#### 6. ADJOURNMENT

The meeting adjourned at 2:20 p.m.

*SIGNED ORIGINAL ON FILE*

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Pete Merlo, Chair  
GPRC Board of Governors

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Maureen Clarke  
Secretary