



**BOARD OF GOVERNORS
2015 ANNUAL GENERAL MEETING
MINUTES**

WEDNESDAY, JUNE 3, 2015
BOARD ROOM, ROOM A104, STONEY CREEK CAMPUS
MOHAWK COLLEGE

TIME: IMMEDIATELY FOLLOWING
THE CLOSED PORTION JUNE 3, 2015 BOARD MEETING



BOARD OF GOVERNORS 33rd ANNUAL GENERAL MEETING
BOARD ROOM, A104, STONEY CREEK CAMPUS
WEDNESDAY, JUNE 3, 2015

ATTENDANCE

Board of Governors

Doug Harrison, Chair
Stephen Bauld
Donna Cripps
Domenic D'Ambrosio
Mark Farrow
Nancy Fram
Heather Giardine-Tuck
Trent Jarvis
Katrina McFadden
Sheree Meredith
Joe Parker
Glen Steeves
Anna Ventresca
Don Wilford
Ron McKerlie, President

Regrets

Gary Crowell
Moe Mahmood
John Marinucci
Elaine Sinha

Senior Management Team

Christine Bradaric-Baus, Vice President, Academic
Deborah Brown, Vice President, Corporate Services
Tom Ferns, Board Secretary
Trish Loomis, Director, Office of the President
Wayne Poirier, Vice President, Student Services
Trisha K. Simon, Executive Assistant to the Board of Governors

Guests

Antoine Haroun, Chief Information Officer
Karen Moore, Chief Financial Officer



BOARD OF GOVERNORS 33rd ANNUAL GENERAL MEETING

BOARD ROOM, A104, STONEY CREEK CAMPUS
WEDNESDAY, JUNE 3, 2015

MINUTES

The Mohawk College of Applied Arts and Technology Board of Governors' Annual General Meeting was called to order at 3:16 p.m.

Doug Harrison moved and Don Wilford seconded the approval of the 33rd Annual General Meeting agenda.

1. Minutes of the 32nd Annual General Meeting

It was moved by Doug Harrison and seconded by Stephen Bauld that it be resolved by the Board of Governors that the minutes of the Mohawk College Board of Governors 32nd Annual General Meeting of June 4, 2014 be approved.

Carried (MOTION 33.AGM.1)

2. All Acts, Proceedings, Contracts, ByLaws, Appointments, Elections and Payments

It was moved by Doug Harrison and seconded Mark Farrow that it be resolved by the Board of Governors that all the acts, proceedings, contracts, bylaws, appointments, elections and payments, enacted, made, done and taken by the Board of Governors and Officers of the Mohawk College of Applied Arts and Technology since the last annual meeting, as recorded in the minutes of the College, be approved and ratified.

Carried (MOTION 33.AGM.2)

3. Audited Financial Statements for Year Ended March 31, 2015

It was moved by Doug Harrison and seconded by Anna Ventresca that it be resolved by the Board of Governors that the audited financial statements of Mohawk College for fiscal year ended March 31, 2015 be received as presented and that the Chair of the Board of Governors & the President be authorized to sign the statements on behalf of the Board.

Carried (MOTION 33.AGM.3)

4. Appointment of Auditor

It was moved by Doug Harrison and seconded by Joe Parker that it be resolved by the Board of Governors that the appointment of the company of KPMG LLP as auditors of the Mohawk College of Applied Arts and Technology be confirmed for the next financial year, 2015/2016, at a fee acceptable to the Audit, Finance & Infrastructure Committee.

Carried (MOTION 33.AGM.4)

5. Board Officers 2015/2016

It was moved by Doug Harrison and seconded by Stephen Bauld that it be resolved by the Board of Governors that the Board of Governors' Officers for the term September 1, 2015 to August 31, 2016 be:

Board Chair Joe Parker
Board Vice Chair Donna Cripps

Carried (MOTION 33.AGM.5)

6. It was moved by Doug Harrison and seconded by Joe Parker that it be resolved that, as per Board Policy A03 (Program Quality for Programs of Instruction), the Board of Governors has received a written report on the annual review of program reviews completed during the year (see memo attached).

Carried (MOTION 33.AGM.6)

Policy #	Policy Name	Statement
A03	Program Quality for Programs of Instruction	The Board of Governors has received a written report on the annual review of summary reports of program reviews completed during the year.
D01	General Executive Constraint	The Board of Governors has received a written report from the President verifying that he has neither caused nor knowingly permitted any practice, activity, decision or organizational circumstance that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.
D02	Treatment of College Stakeholders	The Board of Governors has received a written report from the President verifying that he has neither caused nor knowingly permitted any practice, activity, decision or organizational circumstance that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

D03	Program Quality	The Board of Governors has received a written report from the President that demonstrates compliance with the program quality requirements.
D04	Program Advisory Committees	<p>The Board of Governors has received a written report from the President verifying compliance with Board Policy D04 which states:</p> <p>The President shall not:</p> <ol style="list-style-type: none"> 1. Fail to comply with requirements outlined in Appendix 3 of By-law No. 1 and the Minister's Binding Policy Directive – Framework for Programs of Instruction. 2. Permit College Advisory Committees to have administrative or executive functions, and therefore shall not include the evaluation of College personnel in their function. 3. Fail to ensure that Program Advisory Committees are appointed in accordance with Appendix 3 of By-law No. 1, in compliance with requirements regarding composition, mandate and terms of reference. 4. Fail to ensure that Program Advisory Committees are involved in the development of new programs of instruction and the program review process.
D05	Financial Matters	The Board of Governors has received a written report from the President and the Vice President, Corporate Services, verifying that no financial practice, activity, decision or organizational circumstance that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics has been caused or knowingly permitted.
D06	Asset Protection	The Board of Governors has received a written report from the President and the Vice President, Corporate Services, verifying that no practice, activity, decision or organizational

		circumstance related to the protection of College assets that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics has been caused or knowingly permitted.
D08	Entrepreneurial Activities & Subsidiaries	The Board of Governors has received a written report from the President verifying that he has neither caused nor knowingly permitted any practice, activity, decision or organizational circumstance related to Entrepreneurial Activities and Subsidiaries that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.
D09	Partnerships, Sponsorships, Strategic Alliances and Philanthropic Gifts	The Board of Governors has received a written report from the President verifying that he has neither caused nor knowingly permitted any practice, activity, decision or organizational circumstance related to Partnerships, Sponsorship and Strategic Alliances and Charitable Giving that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

7. Adjournment

It was moved by Doug Harrison and seconded by Heather Giardine-Tuck that the Board of Governors adjourn the Mohawk College Board of Governors' Annual General Meeting at 3:24 p.m.

Carried (MOTION 33.AGM.7)



MEMORANDUM

TO: Doug Harrison
Chair, Board of Governors

FROM: Ron McKerlie
President

DATE: June 2015

RE: Compliance with Board Policies

As part of the monitoring process as outlined in Board Policies A03, D01, D02, D03, D04, D08 and D09, I am verifying, in writing, that Mohawk College is in compliance with the policies.

Board Policies A03 – Program Quality and Programs of Instruction and D03 – Program Quality

The President verifies to the Board that, in order to meet the requirements of Board Policies A03 (Program Quality and Programs of Instruction) and D03 (Program Quality) both referring to program reviews, as was reported to the Board, the College has implemented a process to align and to meet our program review process to the College Charter for Colleges (OCAAT Act 2002).

Board Policy D01 – General Executive Constraint

The President verifies to the Board of Governors that he has neither caused nor knowingly permitted any practice, activity, decision or organizational circumstance that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

Board Policy D02 – Treatment of College Stakeholders

The President verifies to the Board of Governors that he has neither caused nor knowingly permitted any practice, activity, decision or organizational circumstance that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

Board Policy D04 – Program Advisory Committees

The President verifies to the Board of Governors compliance with this policy.

Board Policy D08 – Entrepreneurial Activities & Subsidiaries

The President verifies to the Board of Governors that he has neither caused nor knowingly permitted any practice, activity, decision or

organizational circumstance related to Entrepreneurial Activities and Subsidiaries that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

Board Policy D09 – Partnerships, Sponsorships, Strategic Alliances and Philanthropic Gifts

The President verifies to the Board of Governors that he has neither caused nor knowingly permitted any practice, activity, decision or organizational circumstance related to Partnerships, Sponsorship and Strategic Alliances and Charitable Giving that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

This report is respectfully submitted to the Board of Governors for their approval at the June 3, 2015 Annual General Meeting.

**ORIGINAL SIGNED BY
RON J. McKERLIE**

Ron J. McKerlie
President



MEMORANDUM

TO: Doug Harrison
Chair, Board of Governors

FROM: Ron McKerlie, President

DATE: June 2015

RE: Compliance with Board Policies

As part of the monitoring process as outlined in Board Policies D05 and D06, we are verifying, in writing, that Mohawk College is in compliance with the policies.

Board Policy D05 – Financial Matters

The President and the Vice President, Corporate Services verify to the Board of Governors that no financial practice, activity, decision or organizational circumstance that is unlawful, imprudent or in violation of commonly accepted business and professional ethics has been caused or knowingly permitted.

Board Policy D06 – Asset Protection

The President and the Vice President, Corporate Services verify to the Board of Governors that no practice, activity, decision or organizational circumstance related to the protection of College assets that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics has been caused or knowingly permitted.

This report is respectfully submitted to the Board of Governors for their approval at the June 3, 2015 Annual General Meeting.

ORIGINAL SIGNED BY
RON J. MCKERLIE

Ron J. McKerlie
President

ORIGINAL SIGNED BY
DEBORAH BROWN

Deborah Brown
Vice President, Corporate Services



Board Governance Policy Manual

POLICY CATEGORY: OUTCOMES

POLICY NUMBER: A03

POLICY TITLE: PROGRAM QUALITY FOR PROGRAMS OF INSTRUCTION

EFFECTIVE: OCT.12/05

REFERENCE (MOTION): 374.O.8.1 (EST. OCT. 2005)

PURPOSE

The delivery of Programs of Instruction is a core business of Mohawk College and the College is committed to ensuring that its Programs of Instruction meet and exceed standards and expectations for ongoing quality, relevancy and currency. As defined by the MTCU, a Program of Instruction refers to a group of related courses leading to a diploma, certificate and/or other document awarded by the Board of Governors. Mohawk College considers similar guidelines for collaborative degrees with partnering universities. Under the *OCAAT Act, 2002*, the Board of Governors is responsible for all aspects of program approval including the approval of new programs, major program modifications, suspensions, consolidations and/or program cancellations. This policy outlines key Board responsibilities associated with program quality for Programs of Instruction.

APPLICATION AND SCOPE

This policy applies to all members of the Mohawk College Board of Governors.

PRINCIPLES

Consistent with the MTCU's *Framework for Programs of Instruction* outlined in the Minister's Binding Policy Directive, the Board of Governors will ensure that:

1. Programs of Instruction that are developed and implemented will maintain consistency with published program standards, provincial standards and titling principles where they exist.
2. All new and modified post-secondary programs leading to an Ontario College Certificate, Diploma, Advanced Diploma or Graduate Certificate conform to the Minister's Binding Policy Directive Framework for Programs of Instruction, the Ontario College Quality Assurance Service Credentials Framework, college system standards, programming principles and external accrediting bodies where applicable. Pursuant to the Post-Secondary Choice and Excellence Act, Applied Degrees will receive approval through the Postsecondary Education Quality Assessment Board (PEQAB) and collaborative degrees with partnering universities will receive appropriate credential validation.

3. Credentials awarded to students upon successful completion of their Programs of Instruction are consistent with the Credentials Framework.
4. Linkages/communication with the employer community are facilitated through the establishment of program advisory committees made up of a cross section of persons external to the College who have a direct interest in and a diversity of experience and expertise related to the particular occupational area addressed by the program.
5. Protocols for grading, advancement and dispute resolution are established, available and publicly communicated to all students and College staff.
6. A regular program review cycle is implemented and that Programs of Instruction offered by the College are reviewed and revised, consolidated, suspended or cancelled as appropriate.

MONITORING

The authority to develop and administer policies and procedures to ensure program quality has been delegated by the Board to the President. Within that context, the Board will monitor compliance with the Minister's Binding Policy Directive and Framework for Programs of Instruction through the following:

- review and approval of new program proposals;
- annual review of Enrolment Management Plans;
- review and monitoring of program quality through various data sources including, academic program scorecards, annual program review, and comprehensive program review and other appropriate indicators of programming performance; and an
- annual review of summary reports of program reviews completed during the year.

The Program Development and Renewal Committee will be responsible for these reviewing and monitoring initiatives and provide regular feedback to the Board as a whole.

POLICY REVIEW DATE:

November 2014

Annual

Next Review – November 2015 (By Program Development & Renewal Committee)



Board Governance Policy Manual

POLICY CATEGORY: EXECUTIVE LIMITATIONS	POLICY NUMBER: D01
POLICY TITLE: GENERAL EXECUTIVE CONSTRAINT	EFFECTIVE: OCT. 12/05
REFERENCE (MOTION): 374.O.8.1 (EST. OCT. 2005)	

Purpose

The purpose of the policy on General Executive Constraint is to provide the broad, 'overarching' statement of Board control. Additional executive limitation policies provide more specific restraints.

This policy applies to the Mohawk College President

PRINCIPLES

1. To ensure optimum operational effectiveness, the Board recognizes its responsibility as being generally confined to establishing top-level policies and practices, leaving implementation and operational matters to the President and appropriate college staff
2. Executive Limitation policies constrain the President to act within acceptable boundaries of prudence and ethics
3. All Board authority delegated to staff is so delegated through the President so that all authority and accountability of staff can be phrased as authority and accountability to the President

RULE

The President will not cause or knowingly permit any practice, activity, decision or organizational circumstance that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

MONITORING

The President will verify in writing at the Annual General Meeting that he/she has neither caused nor knowingly permitted any practice, activity, decision or organizational circumstance that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

POLICY REVIEW DATE: 2016/17



Board Governance Policy Manual

POLICY CATEGORY: EXECUTIVE LIMITATIONS	POLICY NUMBER: D02
POLICY TITLE: TREATMENT OF COLLEGE STAKEHOLDERS	EFFECTIVE: OCT. 12/05
REFERENCE (MOTION): 374.O.8.1 (EST. OCT. 2005)	

PURPOSE

This policy establishes conditions for the President's interaction with students or potential students, staff, volunteers, clients, persons from the community and visitors to the college (collectively referred to as "College Stakeholders").

APPLICATION AND SCOPE

This policy applies to the President.

PRINCIPLES

When interacting with College Stakeholders, the President shall conduct him/herself at all times in an ethical, fair and professional manner consistent with College policies and practices.

RULES

The President shall not:

1. Prevent students, staff or other individuals (as appropriate) from petitioning to the Board when an internal grievance procedures have been exhausted; an allegation is made that a board policy has been violated by the action of college staff or practice; or a board policy may be in violation of the law.
2. Deal with College Stakeholders in an unfair, untimely, misleading or undignified manner.
3. Fail to abide by and promote the College vision, mission and values when interacting with College Stakeholders nor cause nor knowingly permit conditions, procedures, or decisions which are contrary to the College vision, mission and values.

MONITORING

The President will verify in writing at the Annual General Meeting that he/she has neither caused nor knowingly permitted any practice, activity, decision or organizational circumstance that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

POLICY REVIEW DATE:

Next Review: – 2016/17



Board Governance Policy Manual

POLICY CATEGORY: EXECUTIVE LIMITATIONS POLICY NUMBER: D03

POLICY TITLE: PROGRAM QUALITY EFFECTIVE: OCTOBER 12, 2005

REFERENCE (MOTION): 374.O.8.1 (EST. OCT. 2005)

PURPOSE

A Program of Instruction is a group of related courses that lead to the award of an Ontario College Certificate, an Ontario College Diploma, an Ontario College Advanced Diploma, an Applied Degree or Ontario College Graduate Certificate. The Board of Governors is responsible for approving Programs of Instruction. Programs of Instruction also include joint college-university programs that lead to the award of a degree by the University partner.

The President is directly accountable for the implementation of procedures to meet the program quality requirements identified in the *OCAAT Act*, the Minister's Binding Policy Directive – Framework for Programs of Instruction and Board Policy A03. This policy outlines the parameters of that responsibility and establishes limits on the authority of the President in addressing program quality issues.

APPLICATION AND SCOPE

This policy applies to the President.

PRINCIPLES

1. The President is responsible for ensuring that all College programming meets an identified economic or societal need and is consistent with Board-stated Outcomes policies, the College's Strategic Directives and the Minister's Binding Policy Directive – Framework for Programs of Instruction.

To further define this responsibility, the President will ensure that all decisions regarding implementation of new Programs of Instruction or the continuation of existing Programs of Instruction are based on prior analysis of the following factors:

- 1.1 strategic value and congruence with the strategic directives of the College
- 1.2 relevant employment opportunities, trends and/or employment measures
- 1.3 applicant demand for the program/enrolment
- 1.4 required capital investment/pressure on existing infrastructure
- 1.5 ongoing financial viability
- 1.6 requirement and/or benefits/risks of seeking accreditation from external accrediting bodies
- 1.7 consideration of transferability issues
- 1.8 key performance indicators.

2. The President will not fail to ensure:
 - 2.1 that new Programs of Instruction or program modifications are endorsed by the designated Program Advisory Committee, in accordance with the *OCAAT Act*, the Minister's Binding Policy Directive and Appendix 3 of By-law No. 1.
 - 2.2 that Programs of Instruction, where applicable, comply with all regulations and legislation pertaining to a regulated field of practice.
 - 2.3 that Programs of Instruction meet the relevant program standards, where they exist, and any relevant generic skills and general education requirements.
 - 2.4 that decisions regarding cancellation or suspension of existing Programs of Instruction are based on prior analysis of the factors identified in 1 above.
3. The President will not fail to ensure the approval of the Board for any proposals for new Programs of Instruction, presenting documentation in an approved format that includes the following:
 - Background/Program Rationale
 - Market Research
 - Career Opportunities for Graduates
 - Learning Outcomes/Program of Study
 - Delivery Model – duration, location, proposed start date
 - Admission Requirements
 - Credential
 - Transfer Opportunities
 - Advisory Committee Support
 - Financial Projections
4. The President will not fail to ensure that program proposals for new Programs of Instruction are forwarded to the Credentials Validation Service, using the format established for that purpose and to MTCU for a funding decision.
5. The President will not fail to provide the Board annually with:
 - An academic program scorecard (containing enrolment and retention data as well as graduation rates, student satisfaction and program financial performance metrics;
 - A summary of annual program reviews; and
 - A summary of comprehensive program reviews.
6. The President will not fail to ensure the completion of a comprehensive program review for each Program of Instruction or cluster of programs every 5 years according to a schedule approved by the Board.

MONITORING

The President will present the Board with an annual monitoring report that demonstrates compliance with program quality requirements. At a minimum, this report will include:

- A summary of program reviews completed or initiated during the year under review
- A list of program reviews planned for the next year

- A discussion of major themes, trends and changes arising from program reviews
- A list of alterations to programs or program groups, including new program development, program suspensions and cancellations

POLICY REVIEW DATE:

September 2013

Annual

Next Review – September 2014 (By Program Development & Renewal Committee)



Board Governance Policy Manual

POLICY CATEGORY: EXECUTIVE LIMITATIONS	POLICY NUMBER: D04
POLICY TITLE: PROGRAM ADVISORY COMMITTEES	EFFECTIVE: OCT. 12, 2005
REFERENCE (MOTION): 374.O.8.1 (EST. OCT. 2005)	

PURPOSE

To ensure the relevance of college programming, it is essential to have mechanisms for securing ongoing input from industry, the market place and the community. The Board of Governors, on the recommendation of the President, will establish each Program Advisory Committee and confirm its membership as part of the approval process for certificates, diplomas and degrees. The Advisory Committees' role will be to provide advice and guidance to the President and administrative staff on program quality issues. This policy has been developed in accordance with Appendix 3 to By-law No. 1, and the Minister's Binding Policy Directive regarding the Framework for Programs of Instruction.

APPLICATION AND SCOPE.

This policy applies to the President.

RULES

The President shall not:

1. Fail to comply with requirements outlined in Appendix 3 of By-law No. 1 and the Minister's Binding Policy Directive – Framework for Programs of Instruction.
2. Permit College Advisory Committees to have administrative or executive functions, and therefore shall not include the evaluation of College personnel in their function.
3. Fail to ensure that Program Advisory Committees are appointed in accordance with Appendix 3 of By-Law No. 1, in compliance with requirements regarding composition, mandate and terms of reference.
4. Fail to ensure that Program Advisory Committees are involved in the development of new programs of instruction and the program review process.

MONITORING

The President will verify compliance with this policy in writing at the Annual General Meeting. In addition, new program proposals submitted to the Board are required to include evidence of advisory committee support, providing the Board with an additional monitoring mechanism to ensure advisory committee input.

POLICY REVIEW DATE:

September 2013

Annual

Next Review – September 2014 (By Program Development & Renewal Committee)



Board Governance Policy Manual

POLICY CATEGORY: EXECUTIVE LIMITATIONS POLICY NUMBER: D05

POLICY TITLE: FINANCIAL MATTERS EFFECTIVE: OCT. 12/05

REFERENCE (MOTION): 374.O.8.1 (EST. OCT. 2005)

PURPOSE

The Board of Governors is responsible for the overall financial integrity of the College, consistent with the College's vision, mission and strategic plan. This policy outlines the Board directives regarding an acceptable financial condition for the College and establishes specific limitations on the President's authority in these matters.

APPLICATION AND SCOPE

This policy applies to the Mohawk College President.

PRINCIPLES

Financial Management

1. With respect to actual ongoing financial condition and activities, the President shall not allow the development of fiscal jeopardy or a material deviation of actual expenditures from Board priorities established in its Outcomes policies.
2. More specifically, the President shall not permit:
 - a) Indebtedness greater than the amount approved by the Board of Governors;
 - b) Acquisitions or disposal of real property without prior approval by the Board of Governors;
 - c) The use of restricted funds that fail to comply with their stated purpose, applicable statutes and regulatory requirements;
 - d) The use of reserve funds without prior Board approval.
 - e) Financial practices that fail to comply with the binding policy directives and operating procedures identified within the MTCU's CAAT Policy Framework; and/or
 - f) The College's financial condition to be non-compliant with any legislation or regulations governing colleges.

Financial Planning

3. The President shall not fail to develop and submit for approval an annual Business Plan in compliance with policy directives under the *OCAAT Act*. The Business Plan shall include the operational outcomes for the coming fiscal year based on the College's Strategic Plan aligned with budgetary resources allocated for the year in the annual budget and submitted to the Board for approval.
4. The President shall not fail to develop and submit for approval an annual budget that complies with applicable regulations and policy directives issued under the *OCAAT Act*.
5. The President shall not fail to submit the Board-approved Business Plan and audited financial statements to the Ministry within 90 days after the end of each fiscal year in accordance with policy directives issued under the *OCAAT Act*.

Financial Reporting

6. At the end of each fiscal year, the President shall not fail to prepare and submit to the Board an Annual Report on the advancement of the operational outcomes for the previous year's Business Plan and audited financial statements.
7. The President shall not fail to submit the Board-approved Annual Report, including audited financial statements to the Ministry within 90 days after the end of each fiscal year in accordance with policy directives issued under the *OCAAT Act*.

MONITORING

The President and the Vice President, Corporate Services will verify in writing at the Annual General Meeting that no financial practice, activity, decision or organizational circumstance that is unlawful, imprudent or in violation of commonly accepted business and professional ethics has been caused or knowingly permitted.

POLICY REVIEW DATE:

NOVEMBER, 2014

Annual

Next Review – 2015/016 (By Audit, Finance & Infrastructure Committee)



Board Governance Policy Manual

POLICY CATEGORY: EXECUTIVE LIMITATIONS **POLICY NUMBER: D06**

POLICY TITLE: ASSET PROTECTION **EFFECTIVE: JAN.10/07**

REFERENCE (MOTION): 387.O.7.7 (EST. OCT. 2005)

1.0 PURPOSE

The Board of Governors is responsible for the overall financial integrity of the College consistent with the College's vision, mission and strategic plan. In addition, the board of Governors is responsible for all college assets. Limitations regarding acquisition or disposition of real property have been established by the Ministry and guide the Board and the President in handling these assets. (Reference Policy D05 – statement #2.) This policy establishes other limitations regarding college assets and outlines appropriate measures to mitigate risk.

2.0 Application and Scope

This policy applies to the President of Mohawk College.

3.0 PRINCIPLES

1. The President may not knowingly allow the College's capital assets to be unprotected, inadequately maintained or subject to unnecessary risk.
2. Capital assets are all identifiable tangible properties, such as land, buildings, furniture and equipment, and intangible properties, such as patents, copyrights, franchises and trademarks that meet all of the following criteria:
 - They are held for use in the provision of services, for administrative purposes, for production of goods or for the maintenance, repair, development or construction of other capital assets;
 - They have been acquired, constructed, or developed with the intention of being used on a continuing basis;
 - They are not intended for sale in the ordinary course of business;
 - They have a useful life greater than one year, with a minimum pre-tax cost of \$3,000; and
 - They are not held as part of a collection.
3. Specifically, the President will not permit the College to operate without:
 - a) ensuring the implementation of appropriate controls and procedures to dispose of College assets and to maximize the proceeds from the disposal of College assets;

- b) ensuring that purchases, including services, are made in accordance with sound and established purchasing practices that meet provincial policy standards;
- c) ensuring that the College's physical plant and equipment are appropriately serviced and maintained to extend equipment life and ensure safe and reliable operation;
- d) ensuring prior approval of the Board of Governors for the acquisition, sale or disposal of real property; and, ensuring compliance with the *MTCU CAAT Policy Framework* regarding proceeds from sale or encumbrance of college property;
- e) ensuring that funds not required for immediate use are invested in a manner that does not violate regulations and policy directives issued under the *OCAAT Act*, minimize the College's investment risk exposure, and provides a reasonable rate of investment return for the College;
- f) ensuring that the College has appropriate insurance coverage that provides comprehensive protection at competitive rates for College property and appropriately insures the College against claims of loss or liability by Board members, staff, students, clients, volunteers and/or the general public.

4.0 MONITORING

The President and the Vice President, Corporate Services will verify in writing at the Annual General Meeting that no practice, activity, decision or organizational circumstance related to the protection of College assets that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics has been caused or knowingly permitted.

5.0 POLICY REVIEW DATE

February 11, 2015

Annual

Next Review – February 2016



Board Governance Policy Manual

POLICY CATEGORY: EXECUTIVE LIMITATIONS POLICY NUMBER: D08

POLICY TITLE: ENTREPRENEURIAL ACTIVITIES & SUBSIDIARIES

EFFECTIVE: JAN.10/07

REFERENCE (MOTION): 387.O.7.8 (EST. OCT. 2005)

BACKGROUND

Consistent with the College mission as defined in Policy A01 and the broad scope of College activities, new entrepreneurial initiatives and opportunities for the creation of College subsidiaries may arise. It is recognized that such opportunities present both benefits and risks. As a result, the Board of Governors has created this policy to define appropriate executive limitations associated with involvement in entrepreneurial activities and subsidiaries.

Definitions

Entrepreneurial Activities

Two categories are recognized:

Ancillary Services Services intended primarily for use by students and staff that support education and training activities (e.g. parking, bookstores, cafeteria, space rental, etc.) that may be delivered directly or through contract with third parties.

Commercial Services Services related to the College's education and training mandate that are offered to the general public (e.g. learning enterprises, childcare, etc.) and may return a profit to the college.

Subsidiary A corporate body, either partially or wholly owned, incorporated at the direction of the College or effectively controlled by the College (not including a corporate student government or a corporate body incorporated at the direction of, or effectively controlled by a student government.) Subsidiaries may be incorporated provincially or federally depending on College requirements. The mandate of a subsidiary may not be greater than or in conflict with that of the College. Examples include for profit, non-profit (either of these being share issuing or non-share issuing) and foundations.

POLICY STATEMENTS

1. The President will not fail to ensure that entrepreneurial activities:
 - 1.1 are supported by a strong business case;
 - 1.2 will contribute positively (as a whole) to the College's financial position;
 - 1.3 will directly support the College's strategic directives; and
 - 1.4 are consistent with the education and training mandate of the College and the Minister's Binding Policy Directive on Entrepreneurial Activities.

2. In addition, without limiting the scope of the above statement, the President will not fail to:
 - 2.1 Engage in ongoing consultation with the industry in question when a commercial activity is in competition with the Private sector, to ensure ongoing support from industry partners.
 - 2.2 Ensure fair market value pricing for goods and services provided to the general public in competition with the private sector.
 - 2.3 Employ strategies to protect the core business and assets and the reputation of the College.
 - 2.4 Include entrepreneurial activities in the College's annual Business Plan and Annual Report.
 - 2.5 Submit to the Board proposals for any of the following activities:
 - 2.5.1 issuance of debt securities (i.e. notes, bond, debentures, debt instruments of any kind)
 - 2.5.2 creation of subsidiaries (wholly or partially owned)
 - 2.5.3 acquisition of an interest in, or outright ownership of an organization or company.

MONITORING

The President will verify in writing at the Annual General Meeting that he/she has neither caused nor knowingly permitted any practice, activity, decision or organizational circumstance related to Entrepreneurial Activities and Subsidiaries that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

POLICY REVIEW DATE:

January 10/07 – item 387.O.7.8

September 8, 2010

Annual

Next Review – 2014/2015 (By Audit, Finance & Infrastructure Committee)



Board Governance Policy Manual

POLICY CATEGORY: EXECUTIVE LIMITATIONS **POLICY NUMBER:** D09

POLICY TITLE: PARTNERSHIPS, SPONSORSHIPS,
STRATEGIC ALLIANCES
& PHILANTHROPIC GIFTS **EFFECTIVE:** OCT. 12/05

REFERENCE (MOTION): 374.O.8.1 (EST. OCT. 2005)

1.0 PURPOSE

Consistent with the College's mission as defined in Outcomes Policy A01, and the broad scope of College activities, it is likely that significant opportunities for partnerships, sponsorships and strategic alliances will arise. It is recognized that considerable benefits are gained when organizations work together to accomplish common goals. However, it is also recognized that there are risks and benefits associated with these relationships. As a result, the Board has developed this policy to define executive limitations associated with the development and implementation of partnerships, sponsorships and/or strategic alliances.

2.0 APPLICATION AND SCOPE

This policy applies to the President.

3.0 DEFINITIONS

"Partnership" refers to an agreement between the College and one or more entities (including private companies, nonprofit organizations, public institutions or government agencies) for the purpose of achieving common shared objectives. The partnership agreement may result in the creation of a new entity or in a merger of existing entities or portions of entities. The partnership agreement will include the rules governing the operation of the partnership.

"Sponsorship" is agreement between the College and another entity in which the College receives cash or other tangible benefit in return for providing some form of public recognition to the sponsor.

"Strategic Alliance" is an agreement between the College and one or more entities (including private companies, non-profit organizations, public institutions or government agencies) for the purpose of achieving mutually beneficial but different objectives. The objectives of each participating entity may be different but must be harmonious. During the strategic alliance, each entity maintains an identity distinct from the other(s). The strategic alliance agreement may include rules describing how the entities will work together.

“Philanthropic Gifts” refers to an agreement between the College and/or its Foundation and another entity by which the College receives a charitable gift. A charitable gift is defined as the transfer of ownership of property (cash, or gifts-in-kind such as goods or land) to a registered charity, according to specified conditions. The transfer must be voluntary and the donation must be intended to enrich the donor and not to secure an advantage for the donor in consideration of, or in gratitude for the donation. If these conditions are met, the donor may receive a donation tax receipt for the “eligible amount” of the gift.

4.0 PRINCIPLES

1. All proposed partnerships, sponsorships, strategic alliances and philanthropic gifts must be:
 - a. Assessed with respect to the College’s vision, mission and values;
 - b. In compliance with policies and regulations governing the development and delivery of programs;
 - c. Referred to affected service areas for consultation;
 - d. Consistent with the strategic and business plans of the College;
 - e. Assessed to ensure that the College will not be placed at risk; and
 - f. Sustainable and mutually beneficial to all partners.
2. The President shall not fail to:
 - a. Evaluate the expected impact upon the College’s finances before entering into any partnership, sponsorship and/or strategic alliance or to ensure that appropriate safeguards are in place to manage the financial risk associated with such ventures.
 - b. Evaluate the expected impact of the partnership, sponsorship, strategic alliance and/or philanthropic gift on the College’s image.
 - c. Employ safeguards to protect the academic and research integrity of the College.
 - d. Ensure compliance with guidelines and/or advisories from relevant Canadian government agencies.
 - e. Ensure that College staff or students involved in a partnership, sponsorship, strategic alliance and/or charitable giving are provided with information and support regarding relevant legislation.
 - f. Ensure that College staff involved in a partnership, sponsorship, strategic

alliance and/or charitable giving maintain accepted standards of business and professional ethics in the geographical jurisdiction of the partnership.

- g. Ensure that contingency plans are in place to respond to serious safety or health hazards for College staff and students in a partnership, sponsorship and/or strategic alliance.

5.0 MONITORING

The President will verify in writing at the Annual General Meeting that he/she has neither caused nor knowingly permitted any practice, activity, decision or organizational circumstances related to partnerships, sponsorships and strategic alliances and charitable giving that is unlawful, imprudent or in violation of commonly accepted business and professional ethics.

6.0 POLICY REVIEW DATE

SEPTEMBER 8, 2010

February 11, 2015

Annual

Next Review – February 2016

MEMORANDUM

TO: The Board of Governors

FROM: Ron J. McKerlie, President

DATE: June 3, 2015

RE: **2015-16 Annual Emergency Succession Plan**

BACKGROUND

As per the Board Policy C04: Emergency Succession for the President ("Policy C04"), I am tabling an Emergency Succession Plan for 2015/2016 as follows:

This plan is intended to provide the Board of Governors with a list of potential senior College executives who could be called upon to provide temporary leadership and a list of mentors who would be willing to provide support and guidance to a temporary President.

RECOMMENDATION

Recommendations for Acting and Interim President:

1. In the event of a Short-term Absence as defined in Policy C04, I recommend that the Board of Governors appoint an Acting President in accordance with the rotation set forth in Schedule "A" to this memorandum.
2. In the event of a Long-term Absence as defined in Policy C04, I recommend that the Board of Governors appoint Wayne Poirier as Acting President.
3. In the event the Board appoints an Interim President, I recommend that the Board of Governors appoint Christine Bradaric-Baus in this capacity. In the event that Christine Bradaric-Baus is unwilling, unable or ineligible to serve in this regard, I recommend that the Board nominate Wayne Poirier as Interim President.

This recommendation is respectfully submitted and I would be pleased to discuss it if the Board wishes.

RON J. MCKERLIE

Ron McKerlie
President

MEMORANDUM

TO: Mohawk Executive Group
FROM: Ron J. McKerlie, President
DATE: June, 2015- June, 2016
RE: Absence from the College

During my absences from the College from time to time throughout the year, the following schedule of designated Vice Presidents will act on my behalf with delegated signing authority, as well as Chair SLT. If the designate is not available, the person next on the list is appointed.

January, February, March, April

Wayne Poirier
Vice President, Student Services

May, June, July, August

Deborah Brown
Vice President, Corporate Services

September, October, November December

Christine Bradaric-Baus
Vice President, Academic

Please continue to route all items requiring attention or approval to the President's Office.

Regards,

Ron

