

We respectfully acknowledge that we are on Treaty No. 8 Territory, the traditional meeting grounds and gathering places of Canada's First Nations, Métis, and Inuit peoples.

Board of Governors:

Shelley Powell, Chair
Tyrone Brass, 1st Vice Chair
Regrets: Christian Matte, 2nd Vice Chair
Joe MacNeil, Public Member
Regrets: Margaret Ziolecki, Public Member
Kim Farwell, Public Member
Staci Millard, Public Member
Regrets: Adele Thomson, Public Member
Nadine Rimmer, Academic Staff
Leon Bevans, CUPE Representative
Regrets: Chioma Igbokei, Student Representative
Naika Dunkley, Student Representative
Dale Mountain, Interim President & CEO

Administration:

Rob LeSage, Vice President Corporate Services & CFO
Tracy Boyde, Vice President Infrastructure & CIO
Fred Russell, Vice President Academic
Suzie Johnson, Executive Director – Human Resources
Teena Francis, Senior Executive Assistant (RS)

1. Call to Order

S. Powell, Board Chair called the meeting to order at 5:30 p.m.

2. Declarations

Declaration of Conflict of Interest: No declaration of conflict of interest at this time.

Declaration of Fraud & Irregularities: No declaration of fraud or irregularities at this time.

3. Adoption of Consent Agenda

Moved by J. MacNeil and seconded by L. Bevans **that**, the Consent Agenda for the meeting of the Board of Governors be approved as presented.

Carried Unanimously

4. Adoption of Regular Agenda

Moved by S. Millard and seconded by J. MacNeil **that**, the Regular Agenda for the meeting of the Board of Governors be approved as presented.

Carried Unanimously

5. Governance & HR Update

J. MacNeil, Chair shared the Committee continues to develop the President Evaluation and Board Evaluation, and expects to bring information to the May Board Meeting. The President Search continues and we anticipate the candidate screening will begin later in April, with the short list developed in May. The final recommendation will be presented at the May Board Meeting. Additionally, the Committee will pause work on the Advisory Committee Framework.

6. Finance & Audit Committee Update

K. Farwell, Chair provided a summary of the meeting topics. The Committee was presented with the 1st reading of the Budget, and a draft of the new Board Policy #10 Investment Management. The Finance & Audit Committee also adopted the revised Terms of Reference, contained in the Board meeting package for information.

7. Keyano College Land Trust Corporation

Housekeeping items were presented as a requirement for compliance with the Business Corporation Act. College Administration provided background on the three resolutions. Board Chair, S. Powell provided approval to use her electronic signature to complete the documentation.

7.1. Clean Up Shareholder Resolution

Moved by K. Farwell and seconded by L. Bevans

WHEREAS it is in the best interests of the Corporation to confirm the structure of the Corporation;

BE IT RESOLVED THAT: The undersigned, being the sole shareholder of the Corporation, hereby consents to and approves of the passing of the foregoing resolutions; Bylaws, Confirmation of Appointment of Directors, Confirmation of Directors, Ratification of Past Acts, and General Matters, effective March 31, 2021 as evidenced by the signature of Shelley Powell, KC Board of Governors Chair.

Carried Unanimously

7.2. Resolution in Lieu of 2020 KCLTC AGM (Single Shareholder)

Moved by T. Brass and seconded by N. Dunkley

BE IT RESOLVED THAT:

Pursuant to Section 141(1) of the Business Corporations Act, Alberta (the "BCA"), the sole voting shareholder of the Corporation hereby consents in writing to the following resolutions: Approval of Financial Statements, Appointment of Auditor, Election of Directors, and General Matters, effective March 31, 2020 as evidenced by the signature of Shelley Powell, KC Board of Governors Chair.

Carried Unanimously

7.3. Resolution in Lieu of 2021 KCLTC AGM (Single Shareholder)

Moved by T. Brass and seconded by S. Millard

BE IT RESOLVED THAT:

Pursuant to Section 141(1) of the Business Corporations Act, Alberta (the "BCA"), the sole voting shareholder of the Corporation hereby consents in writing to the following resolutions: Approval of Financial Statements, Appointment of Auditor, Election of Directors, and General Matters, effective March 31, 2021 as evidenced by the signature of Shelley Powell, KC Board of Governors Chair.

Carried Unanimously

8. In-Camera

Moved by K. Farwell and seconded by S. Millard **that**, the Board of Governors move in-camera at 5:49 p.m.

Carried Unanimously

N. Rimmer, L. Bevans, N. Dunkley, T. Boyde, F. Russell and R. LeSage removed themselves from the meeting at 5:49 p.m.

Bargaining Update

College Administration briefed the Board on discussion held with the Provincial Bargaining Table.

Moved by J. MacNeil and seconded by T. Brass **that**, the Board of Governors conclude the in-camera discussion at 5:56 p.m.

Carried Unanimously

9. Adjournment

There being no further business, **moved by T. Brass** and seconded by K. Farwell **that**, the meeting of the Board of Governors be adjourned at 5:57 p.m.

Carried Unanimously

DRAFT