

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:

Regrets: Shelley Powell, Chair
Regrets: Tyrone Brass, 1st Vice Chair
Acting Chair, Christian Matte, 2nd Vice Chair
Regrets: Joe MacNeil, Public Member
Regrets: Margaret Ziolecki, Public Member
Kim Farwell, Public Member
Staci Millard, Public Member
Adele Thomson, Public Member
Dr. Nermin Zukic, Academic Staff
Leon Bevans, CUPE Representative
Bilsen Xavier, Student Representative
Kayla Wandowich, Student Representative
Dale Mountain, Interim President & CEO

Administration:

Rob LeSage, Vice President Corporate Services & CFO
Regrets: 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

C. Matte, Acting Board Chair called the Public Board of Governors meeting to order at 5:30 p.m.

2. Declarations

- 2.1. Declaration of Conflict of Interest: There was no declaration of conflict of interest. Following the meeting, College administration will send the declarations to Board members electronically, requesting the forms be completed and returned by October 13, 2021.
- 2.2. Declaration of Fraud & Irregularities: There was no declaration of fraud or irregularities.

3. Adoption of Consent Agenda

Moved by L. Bevans and seconded by A. Thomson **that**, the Consent Agenda for the September 29, 2021 meeting of the Board of Governors be approved as presented.

Carried Unanimously

4. Adoption of Regular Agenda

Moved by K. Farwell and seconded by A. Thomson **that**, the Regular Agenda for the September 29, 2021 meeting of the Board of Governors be approved as presented.

The agenda item 5.3 Board of Governors Evaluation is being deferred.

Addition to the agenda is 5.4 Public Interest Commissioner's Report.

Moved by K. Farwell and seconded by L. Bevans **that**, the Regular Agenda for the September 29, 2021 meeting of the Board of Governors be approved as amended.

Carried Unanimously

5. Governance & HR Update

5.1. Board of Governors Standing Committee Memberships/Appointments

A. Thomson, Public Member for the Governance & HR Committee provided an update in the absence of J. MacNeil, Chair

Moved by S. Millard and seconded by K. Farwell, **that** the Governance & HR Committee recommends the Board of Governors approve the appointment of Leon Bevans, CUPE Representative to the Governance & HR Committee.

Carried Unanimously

5.2. President Search Committee Debrief

Moved by K. Farwell and seconded by K. Wandowich, as recommended by the Governance & HR Committee; **that**, the Board of Governors rescind the Board Motion passed on October 28, 2020 delegating the role of President Search Committee to the Governance & HR Committee, thus rescinding delegation of the role of President Search Committee from the Governance & HR Committee.

Friendly amendment to the motion included changing October 28, 2021, to October 28, 2020.

Carried Unanimously

5.3. Board of Governors Evaluation - Deferred

5.4. Public Interest Commission Report

Moved by L. Bevans and seconded by K. Farwell, **that** the Board of Governors recommends that the actions from the Public Interest Commissioner's Report be delegated to the Governance & HR Committee to be managed and report back to the Board of Governors.

K. Farwell asked for clarification on the language "managed". The motion was subsequently amended.

Moved by K. Farwell and seconded by B. Xavier **that**, the Board of Governors recommends that the actions from the Public Interest Commissioner's Report be delegated to the Governance & HR Committee for recommendations and development of an implementation plan, and to report back to the Board of Governors.

Carried Unanimously

6. Finance & Audit Committee Update

6.1. Monthly Financials

The College fiscal year began in July. The financial statements were reviewed by the Finance & Audit Committee. The month and year-to-day actuals were also provided and reviewed. Several items, such as vacation accruals were not recorded, but will be included in the September financial review.

6.2. Year-End Review Audit Status

K. Farwell reported, the College is in great shape and ready for the audit. There were no issues identified for the KC Land Trust Corporation or the KC Foundation audits, however the College does have the two outstanding recommendations.

6.3. Compliance Deadlines Schedule

K. Farwell advised that the College is on target to meet the two Alberta Government schedule requirements within this reporting period.

The College Legislative Compliance Committee will resume meetings this month.

7. Briefing Note: Keyano College Land Trust Corporation Update

College administration summarized the briefing note pertaining to the KC Land Trust Corporation and reported that a settlement between KC Land Trust Corporation and the contractor was reached on September 15, 2021. The settlement provided the KC Land Trust Corporation with a credit what would be used to develop the RFP, issue and evaluate. The timeframe for completion is the fall of 2021.

College administration also provided historical context reporting, in April 2013, KCLTC and a Contractor entered into an Agreement for Project Management Services for the development and construction of Saline Creek lands. Due to economic downturn in the Fort McMurray region, in May 2015, KCLTC and the Contractor agreed that the Project would be postponed, however, the Contractor would continue to provide services. At that time, KCLTC estimated that Contractor had been advanced \$427,147. The original Project Management Services contract was terminated in January 2020. A legal claim was subsequently filed by KCLTC for recovery of advanced funds.

In May 2021, the KCLTC Board of Directors decided to seek proposals from developers via an RFP to gauge interest and opportunity to advance development. It was proposed that the Contractor could provide such service through a mutual settlement.

The Contractor will finalize a development RFP what will be reviewed by the KCLTC Board. Once approved, the RFP will be issued, and proposals evaluated. College administration also commented that there could be a couple of RFPs developed over a two-year period.

8. Briefing Note: Keyano College Foundation Update

College administration summarized the briefing note. The KC Foundation financial statements were "accepted", by the former Board Chair, without concerns expressed by the Liquidator.

College administration has received instruction from the Liquidator for the transfer of all unrestricted money to a trust fund account managed by the Liquidator. Once the Liquidator is satisfied all legal claims to funds have been addressed, the Liquidator will transfer the unrestricted fund to Keyano College.

The restricted funds cannot be returned to the College and must be transferred to a charity or not-for-profit organization registered with AGLC. Legal counsel for the College is looking into whether or not the Student Association Keyano College (SAKC) qualifies.

College administration further advised that a briefing note will be presented to the Finance & Audit Committee outlining a proposal to utilize the unrestricted funds.

9. In-Camera

L. Bevans, N. Zukic, B. Xavier and K. Wandowich left the meeting at 6:06 p.m.

Moved by K. Farwell and seconded by S. Millard **that**, the Board of Governors move in-camera at 6:06 p.m.

Carried Unanimously

9.1. Bargaining Update

College administration provided an update.

Moved by K. Farwell and seconded by A. Thomson **that**, the Board of Governors conclude the in-camera discussion at 6:08 p.m.

Carried Unanimously

10. Adjournment

There being no further business, **moved by S. Millard** and seconded by A. Thomson **that**, the meeting of the Board of Governors be adjourned at 6:08 p.m.

Carried Unanimously

APPROVED