



BOARD OF GOVERNORS

Minutes of the Regular Meeting

Held on Friday, October 23, 2020 at 6 p.m. by videoconference

VOTING MEMBERS PRESENT:

N. Beattie (Ex-officio)	Director Constituent College, Lennoxville
E. Berryman (Ex-officio)	Director Constituent College, St. Lawrence
C. Beaulieu	Government Appointee, University Sector
P. Bleau	Faculty Representative, St. Lawrence
G. Bourgoing	Government Appointee, Socio-Economic Sector
M. Chabot	Pre-University Graduate, St. Lawrence
O. Côté (Ex-officio)	Director General
D. Denault	Support Staff Representative, St. Lawrence
J. Lacombe	Faculty Representative, Lennoxville
M. Léger	Parent Representative, Saint-Lambert
T. Marisa Rodriguez	Pre-University Student, Lennoxville
F. Paradis	Government Appointee, Socio-Economic Sector
D. Shewan (Ex-officio)	Director Constituent College, Saint-Lambert
J. Shufelt	Government Appointee, Enterprise
E. Thananayagam	Technical Graduate, Saint-Lambert
K. Thornhill	Professional Representative, Saint-Lambert

NON-VOTING MEMBERS PRESENT:

F. Hogue (non-voting)	Student Representative, St. Lambert
B. Toombs	Faculty Representative, Saint-Lambert

REGRETS:

H. Bélanger	Government Appointee, Regional Labour Market
P. Booth Morrison	Government Appointee, School Board Sector
E. Pinel	Technical Student Representative, Saint-Lawrence
A. Standish	Government Appointee, Enterprise

VACANT SEATS:

Government Appointee, Socio-Economic Sector (Québec)
Parent Representative, Lennoxville

ALSO PRESENT:

Y. Rainville	Director of Material Services & Interim Director of Finance
L. Larivière	Director of Human Resources / Corporate Affairs (moderator)
N. Couderc	Administrative Technician

Quorum attained with 16 of 20 sitting voting members present.



Agenda

1. **ANNOUNCEMENTS AND CORRESPONDENCE**
2. **MODIFICATIONS AND ADOPTION OF AGENDA**
3. **APPROVAL OF MINUTES OF SEPTEMBER 18, 2020**
4. **BUSINESS ARISING FROM THE MINUTES OF SEPTEMBER 18, 2020**
 - a) Board Training
 - b) Board membership update
 - c) Bylaw 1 – Article 2.2 Vacancies
 - d) Hors Cadres Annual Evaluations
 - e) Quality Assurance Audit (QAA)
5. **OFFICERS REPORTS**
 - a) Executive Committee Report
 - b) Director, Lennoxville Campus
 - c) Director, St. Lambert Campus
 - d) Director, St. Lawrence Campus
 - e) Director General
6. **PUBLIC QUESTION PERIOD - FIFTEEN MINUTES**
7. **BREAK – FIFTEEN MINUTES**
8. **NEW BUSINESS**
 - a) **INFORMATION RE:** COVID-19 update
 - b) **RESOLUTION RE:** DECs & AECs
 - c) **RESOLUTION RE:** Revised Operating Budget 2020-2021
 - d) **RESOLUTION RE:** 2020-2021 Long Term Borrowing Plan
 - e) **INFORMATION RE:** Strategic Plan Development Process
 - f) **INFORMATION RE:** 2019-2020 Annual Report
 - g) **ELECTION RE:** DG's Renewal Evaluation Committee
9. **ADJOURNMENT**

1. ANNOUNCEMENTS AND CORRESPONDENCE

The Chair called the meeting to order at 6:00 p.m.

Regrets were received from, H  l  ne B  langer, Pamela Booth-Morrison, Emile Pinel, and Alan Standish.

2. MODIFICATION AND ADOPTION OF THE AGENDA

It was moved to adopt the agenda as presented.

There was no call for the vote.

MOVED BY: D. SHEWAN

SECONDED BY: N. BEATTIE

MOTION CARRIED

3. APPROVAL OF MINUTES OF PREVIOUS MEETING(S)

a) Regular Meeting of September 18, 2020

It was moved to adopt the minutes of the Regular Meeting of the Board of Governors of September 18, 2020 as presented.

There was no call for the vote.

MOVED BY: M. CHABOT

SECONDED BY: G. BOURGOING

MOTION CARRIED

4. BUSINESS ARISING FROM PREVIOUS MEETINGS

a) Board Training

The chair spoke to this item recalling the different phases. Phase 1 is presently going according to the plan. L. Larivi  re explained that a trainer from IGGOP was chosen and a poll will be sent shortly to find the best date in November, 2020. Phase 2 is planned to start in December, 2020. The Governing Board chairs, L. Larivi  re and the Chair will meet to discuss the planning of Phase 2. The orientation package is being worked on and will be sent to all members of the Board of Governors during Phase 3 of the training.

b) Board Membership update

L. Larivi  re spoke to this item stating that Mr. Standish resigned as of last night. We are still waiting for the appointment of the 3 Government appointee members. A note was sent to the Ministry to announce the new vacancy and start the process of a new appointment. For Mr. Standish, the Ministry requires that L. Larivi  re send at least 10 proposals from the enterprise sector by next week.

c) Bylaw 1 – Article 2.2. Vacancies

The chair has contacted the members that were pertaining to this article with a courtesy call.

d) Hors Cadres Annual Evaluations

L. Larivière spoke to this item stating that we are entering the second of three phases of the contract with Normandin Beaudry and are on target. The firm is there to build a process of best practice in evaluating the Hors Cadres.

e) Quality Assurance Audit (QAA)

E. Berryman spoke to this item.

1. The Consultation period ended on October 9th at the Colleges.

- Feedback was received from the following groups:
 - Board of Governors;
 - St. Lawrence; and
 - Lennoxville.
- The feedback received was integrated into a revised version of the QAA Report.
- We thank those who contributed to the consultation for the relevance of their comments and their help in improving the report.

2. We are now heading to the "Consideration and Recommendation" Phase of the QAA Project via presentations to the 3 Commissions of Studies and 3 Governing Boards of the revised report.

- All constituent colleges were provided with the revised report, an information sheet (including a link to the full report), and a draft resolution (October 15) for inclusion in their Commission of Studies packages.
- Two colleges, i.e., Lennoxville and Saint-Lambert, will have their next Commissions of Studies on October 22. St. Lawrence's next Commission of Studies will be held on Oct. 28.
- The 3 Governing Boards are respectively announced for Nov. 2 (Saint-Lambert) and Nov. 10 (Lennoxville and St. Lawrence).

3. The last phase will be the submission of the Final Report to the Board of Governors on November 27.

- The Final QAA Report will be sent to for inclusion in the Board package at the latest November 20.
- Once approved by the Board of Governors, the QAA Report will be submitted to the *Commission d'évaluation de l'enseignement supérieur* (CEEC).

5. OFFICERS' REPORTS

a) Executive Committee

The Director General spoke to the Executive Committee report.

b) Director, Champlain College Lennoxville

N. Beattie spoke to her report.

c) Director, Champlain College Saint-Lambert

D. Shewan spoke to his report.

d) Director, Champlain–St. Lawrence College

E. Berryman spoke to his report.

e) Director General

O. Côté spoke to her report.

6. PUBLIC QUESTION PERIOD

No questions were asked at the public question period.

7. BREAK - FIFTEEN MINUTES

8. NEW BUSINESS

a) COVID-19 update (INFORMATION)

The Director General spoke to this item stating that since the beginning of the fall 2020 semester, there have been 25 COVID cases throughout the college (Lennoxville: 13 – Saint-Lambert: 5 – St. Lawrence: 7) but everything is under control at each location.

The Minister of Higher Education, Mrs. Danielle McCann, met with all Director Generals of Cégeps on October 15th and mentioned that she was amazed at everything that has been done in the Cégep network regarding the COVID situation. She mentioned that there were four priorities for the Cégep network at the moment. These are *Economic Recovery*, *Graduation Rates*, *Accessibility* and the *Mental Health of Students*. Mrs. McCann also mentioned that teaching would probably still be partly online for the winter 2021 semester.

L. Larivière met with M. Chabot following his proposal during the September 18 meeting of the Board of Governors. They discussed ways to share a message of solidarity and unity by implementing small activities throughout the college. Even small activities can make a big impact. She will think of ideas to give as examples and will share them at future Board of Governors meetings.

b) DECs & AECs (RESOLUTIONS)

N. Beattie spoke to the resolution.

Resolution CRC-2020-015: Diplomas of College Studies (DECs) and Attestations of College Studies (AECs) — Champlain College Lennoxville

WHEREAS the relevant academic authorities of Champlain College Lennoxville have identified those students who have completed the requirements of their programs of study; and

WHEREAS all necessary records have been submitted and verified by those persons designated by the Director of Constituent College; and

WHEREAS lists of the names of students deemed eligible for a diploma have been submitted to the Director of Human Resources / Corporate Affairs' Office on behalf of the Director of Constituent College;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College recommends that the appropriate Diploma of College Studies (DEC) or Attestation of College Studies (AEC) be awarded to the students of Champlain Regional College (Champlain College

Lennoxville) whose names appear on the lists submitted to the Director of Human Resources / Corporate Affairs' Office.

Number of DEC's at Champlain College Lennoxville: 2

Number of AEC's at Champlain College Lennoxville: 0

There was no call for the vote.

MOVED BY: N. BEATTIE

SECONDED BY: T. M. RODRIGUEZ

MOTION CARRIED

D. Shewan spoke to the resolution.

Resolution CRC-2020-016: Diplomas of College Studies (DECs) and Attestations of College Studies (AECs) — Champlain College Saint-Lambert

WHEREAS the relevant academic authorities of Champlain College Saint-Lambert have identified those students who have completed the requirements of their programs of study; and

WHEREAS all necessary records have been submitted and verified by those persons designated by the Director of Constituent College; and

WHEREAS lists of the names of students deemed eligible for a diploma have been submitted to the Director of Human Resources / Corporate Affairs' Office on behalf of the Director of Constituent College;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College recommends that the appropriate Diploma of College Studies (DEC) or Attestation of College Studies (AEC) be awarded to the students of Champlain Regional College (Champlain College Saint-Lambert) whose names appear on the lists submitted to the Director of Human Resources / Corporate Affairs' Office.

Number of DEC's at Champlain College Saint-Lambert: 2

Number of AEC's at Champlain College Saint-Lambert: 6*

* 5 of them are from RAC services

There was no call for the vote.

MOVED BY: D. SHEWAN

SECONDED BY: C. BEAULIEU

MOTION CARRIED

E. Berryman spoke to the resolution.

Resolution CRC-2020-017: Diplomas of College Studies (DECs) and Attestations of College Studies (AECs) — Champlain-St. Lawrence College

WHEREAS the relevant academic authorities of Champlain-St. Lawrence College have identified those students who have completed the requirements of their programs of study; and

WHEREAS all necessary records have been submitted and verified by those persons designated by the Director of Constituent College; and

WHEREAS lists of the names of students deemed eligible for a diploma have been submitted to the Director of Human Resources / Corporate Affairs' Office on behalf of the Director of Constituent College;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College recommends that the appropriate Diploma of College Studies (DEC) or Attestation of College Studies (AEC) be awarded to the students of Champlain Regional College (Champlain-St. Lawrence College) whose names appear on the lists submitted to the Director of Human Resources / Corporate Affairs' Office.

Number of DEC's at Champlain-St. Lawrence College: 5

Number of AEC's at Champlain-St. Lawrence College: 0

There was no call for the vote.

MOVED BY: E. BERRYMAN

SECONDED BY: D. DENAULT

MOTION CARRIED

c) Revised Operating Budget 2020-2021 [RESOLUTION]

Y. Rainville spoke to the resolution.

Resolution CRC-2020-018: Revised Operating Budget 2020-2021

WHEREAS at the June 6, 2020 Board of Governors the 2020-2021 Ministry allocation was not available and the Operating budget approved using the same figures as 2019-2020; and

WHEREAS Bylaw 5 article 3.4.2 stipulates the procedure for a budget revision; and

WHEREAS Champlain – St. Lawrence has prepared and on October 13, 2020 adopted by resolution of the Governing Board a revised balanced budget of the financial year 2020-2021 for a total of \$12,420,707; and

WHEREAS Champlain – Saint-Lambert has prepared and on October 5, 2020 adopted by resolution of the Governing Board a revised balanced budget of the financial year 2020-2021 for a total of \$31,877,465; and

WHEREAS Champlain – Lennoxville has prepared and on October 13, 2020 adopted by resolution of the Governing Board a revised balanced budget of the financial year 2020-2021 for a total of \$14,998,726; and

WHEREAS Administrative Services has prepared a revised balanced budget for the financial year 2020-2021 for a total of \$3,146,554; and

WHEREAS Champlain Regional College has prepared a revised consolidated balanced budget of the financial year 2020-2021 for a total of \$ 62,443,452; and

WHEREAS the present budget respects the Régime budgétaire and the regulations as set forth by the *Ministère de l'Éducation et de l'Enseignement supérieur*; and

WHEREAS the Executive Committee has recommended for approval by the Board of Governors the revised consolidated balanced budget of financial year 2020-2021 at its meeting of October 02, 2020;

BE IT THEREFORE RESOLVED that the Board of Governors approve the 2020-2021 Revised Consolidated Operating Budget as tabled.

There was no call for the vote.

MOVED BY: D. SHEWAN

SECONDED BY: G. BOURGOING

MOTION CARRIED

d) 2020-2021 Long Term Borrowing Plan [RESOLUTION]

Y. Rainville spoke to the resolution.

Resolution CRC-2020-019: 2020-2021 Long Term Borrowing Plan

RÉGIME D'EMPRUNTS À LONG TERME

ATTENDU QUE, conformément à l'article 78 de la *Loi sur l'administration financière* (RLRQ, chapitre A-6.001), le Champlain Regional College (l'« Emprunteur ») souhaite instituer un régime d'emprunts, valide jusqu'au 30 juin 2021, lui permettant d'emprunter à long terme auprès du ministre des Finances, à titre de responsable du Fonds de financement, pour un montant n'excédant pas 4 925 195 \$;

ATTENDU QUE, conformément à l'article 83 de cette loi, l'Emprunteur souhaite prévoir, dans le cadre de ce régime d'emprunts, que le pouvoir d'emprunter et celui d'en approuver les conditions et modalités soient exercés par au moins deux de ses dirigeants;

ATTENDU QU'il y a lieu d'autoriser ce régime d'emprunts, d'établir le montant maximum des emprunts qui pourront être effectués en vertu de celui-ci, ainsi que les caractéristiques et limites relativement aux emprunts à effectuer et d'autoriser des dirigeants de l'Emprunteur à conclure tout emprunt en vertu de ce régime et à en approuver les conditions et modalités;

ATTENDU QUE la ministre de l'Enseignement supérieur (la « Ministre ») a autorisé l'institution du présent régime d'emprunts, selon les conditions auxquelles réfère sa lettre du 24 septembre 2020;

SUR LA PROPOSITION DE M. CHABOT, ET APPUYÉ PAR N. BEATTIE, IL EST RÉSOLU :

1. **QU'**un régime d'emprunts, valide jusqu'au 30 juin 2021, en vertu duquel l'Emprunteur peut, sous réserve des caractéristiques et limites énoncées ci-après, effectuer des emprunts à long terme auprès du ministre des Finances, à titre de responsable du Fonds de financement, pour un montant n'excédant pas 4 925 195 \$, soit institué;
2. **QUE** les emprunts à long terme effectués par l'Emprunteur en vertu du présent régime d'emprunts soient sujets aux caractéristiques et limites suivantes :
 - a) malgré les dispositions du paragraphe 1 ci-dessus, l'Emprunteur ne pourra, au cours de chacune des périodes de **quinze mois** s'étendant du 1^{er} avril au 30 juin et comprises dans la période visée au paragraphe 1, effectuer des emprunts qui auraient pour effet que le montant total approuvé pour l'Emprunteur, pour une telle période, par le Conseil du trésor au titre de la programmation des emprunts à long terme des collèges d'enseignement général et professionnel, soit dépassé;

- b) l'Emprunteur ne pourra effectuer un emprunt à moins de bénéficier d'une subvention du gouvernement du Québec conforme aux normes établies par le Conseil du trésor, au titre de l'octroi ou de la promesse de subventions aux collèges d'enseignement général et professionnel, ainsi qu'aux termes et conditions déterminés par la Ministre et pourvoyant au paiement en capital et intérêt de l'emprunt concerné même si, par ailleurs, le paiement de cette subvention est sujet à ce que les sommes requises à cette fin soient votées annuellement par le Parlement;
 - c) chaque emprunt ne pourra être effectué qu'en monnaie légale du Canada auprès du ministre des Finances, à titre de responsable du Fonds de financement;
 - d) le produit de chaque emprunt ne pourra servir, outre le paiement des frais inhérents à l'emprunt concerné, qu'aux fins suivantes :
 - i) le financement des dépenses d'investissement faites par l'Emprunteur aux termes d'un plan d'investissement approuvé par le gouvernement du Québec;
 - ii) le refinancement d'une partie ou de la totalité d'emprunts antérieurs venus à échéance; ou
 - iii) le remboursement d'emprunts bancaires contractés en attente du financement à long terme ou de refinancement.
3. **QU'**aux fins de déterminer le montant total auquel réfère le paragraphe 1 ci-dessus, il ne soit tenu compte que de la valeur nominale des emprunts effectués par l'Emprunteur;
4. **QU'**en plus des caractéristiques et limites énoncées précédemment, les emprunts comportent les caractéristiques suivantes :
 - a) l'Emprunteur pourra contracter un ou plusieurs emprunts pendant toute la durée du régime d'emprunts jusqu'à concurrence du montant qui y est prévu, et ce, aux termes d'une seule et unique convention de prêt à conclure entre l'Emprunteur et le ministre des Finances, à titre de responsable du Fonds de financement ;
 - b) chaque emprunt sera constaté par un billet fait à l'ordre du ministre des Finances, à titre de responsable du Fonds de financement;
 - c) le taux d'intérêt payable sur les emprunts sera établi selon les critères déterminés par le gouvernement en vertu du décret numéro 430-2018 du 28 mars 2018, tel que ce décret pourra être modifié ou remplacé de temps à autre; et
 - d) afin d'assurer le paiement à l'échéance du capital de chaque emprunt et des intérêts dus sur celui-ci, la créance que représente pour l'Emprunteur la subvention qui lui sera accordée par la Ministre, au nom du gouvernement du Québec, sera affectée d'une hypothèque mobilière sans dépossession en faveur du ministre des Finances, à titre de responsable du Fonds de financement.
5. **QUE** l'Emprunteur soit autorisé à payer, à même le produit de chaque emprunt contracté en vertu du présent régime, les frais d'émission et les frais de gestion qui auront été convenus;
6. **QUE** l'un ou l'autre des dirigeants suivants :
La Directrice générale
Le Directeur des services administratifs
La Directrice ou le Directeur du collège constituant

de l'Emprunteur, **pourvu qu'ils soient deux agissant conjointement**, soit autorisé, au nom de l'Emprunteur, à signer la convention de prêt, les conventions d'hypothèque mobilière et les billets, à consentir à toute clause et garantie non substantiellement incompatible avec les dispositions des présentes, à livrer les billets, à apporter toutes les modifications à ces documents non substantiellement incompatibles avec les présentes ainsi qu'à poser tous les actes et à signer tous les documents, nécessaires ou utiles, pour donner plein effet aux présentes;

7. **QUE**, dans la mesure où l'Emprunteur a déjà adopté une résolution instituant un régime d'emprunts pour les mêmes fins, la présente résolution remplace la résolution antérieure, sans pour autant affecter la validité des emprunts conclus sous son autorité avant la date du présent régime d'emprunts.

There was no call for the vote.

MOVED BY: M. CHABOT

SECONDED BY: N. BEATTIE

MOTION CARRIED

e) Strategic Plan Development Process [INFORMATION]

The Director General spoke to this item stating that the document is presently in consultation. The final document will be presented for approval at the November 27, 2020 Board of Governors meeting.

f) 2019-2020 Annual Report [INFORMATION]

L. Larivière spoke to this item stating that the 2019-2020 Annual Report is presently being revised and invited board members to send their feedback if they had any. The final version will be presented in French and English at the November 27, 2020 Board of Governors meeting.

The DG also highlighted that the 2019-2020 academic year marked the beginning of the new Champlain Regional College, whereby priorities for 2019-2020 focused mainly on the smooth implementation of a new governance structure and the transfer of academic operations to Constituent Colleges. She thanked all those who had contributed to this incredible transformation.

g) DG's Renewal Evaluation Committee [ELECTION]

In regards to elections, L. Larivière spoke to the election process.

Election of Renewal Evaluation Committee Members

The Renewal Evaluation Committee is composed of (Reference: Bylaw 3, Article 2.2.1):

- The Chair of the Board; and
- The Chairs of the Three (3) Governing Boards; and;
- Three (3) governors:
 - One (1) of whom is an external representative; and
 - Two (2) of whom are internal representatives.

The three Directors of Constituent Colleges will abstain from voting on both the internal and external nominations.

L. Larivière opened the floor for the nominations for the external representative.

Proposed External	Moved by:	Seconded by:	Accepted:
M. Chabot	J. Shufelt	F. Paradis	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
M. Léger	D. Denault	P. Bleau	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
E. Thananayagam	J. Shufelt	M. Léger	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

L. Larivière called three times for further nominations. Being no further nominations, L. Larivière closed the nominations.

M. Chabot was declared *External Member of the Renewal Evaluation Committee* by majority vote.

L. Larivière opened the floor for the nominations for the internal representatives.

Proposed Internal	Moved by:	Seconded by:	Accepted:
J. Lacombe	P. Bleau	M. Léger	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
D. Denault	J. Lacombe	C. Beaulieu	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

L. Larivière called three times for further nominations. Being no further nominations, L. Larivière closed the nominations.

J. Lacombe and D. Denault were declared *Internal Members of the Renewal Evaluation Committee* by acclamation.

9. ADJOURNMENT

Motion to adjourn the meeting by D. Shewan at 7:56 p.m.

François Paradis
Chairperson

Line Larivière
Director of Human Resources /
Corporate Affairs