



BOARD OF GOVERNORS

Minutes of the Regular Meeting

held on Wednesday, November 27, 2019 at 6:30 p.m. by videoconference

VOTING MEMBERS PRESENT:

N. Beattie (Ex-officio)	Director Constituent College, Lennoxville
E. Berryman (Ex-officio)	Director Constituent College, St. Lawrence
G. Bourgoing	Government Appointee, Socio-Economic Sector
O. Côté (Ex-officio)	Director General
D. Denault	Support Staff Representative, St. Lawrence
G. Gerdes	Pre-University Student Representative, St. Lawrence
L. Hanrahan	Pre-university Graduate, St. Lawrence
J. Lacombe	Faculty Representative, Lennoxville
M. Léger	Parent Representative, Saint-Lambert
A. Miller-Ffrench	Parent Representative, Lennoxville
M. Murphy	Technical Student Representative, Saint-Lambert
F. Paradis	Government Appointee, Socio-Economic Sector
D. Perreault	Faculty Representative, St. Lawrence
D. Shewan (Ex-officio)	Director Constituent College, Saint-Lambert
A. Standish	Government Appointee, Enterprise
K. Thornhill	Professional Representative, Saint-Lambert

NON-VOTING MEMBERS PRESENT:

B. Toombs	Faculty Representative, Saint-Lambert
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REGRETS:

C. Beaulieu	Government Appointee, University Sector
H. Bélanger	Government Appointee, Regional Labour Market
P. Booth Morrison	Government Appointee, School Board Sector
J. Shufelt	Government Appointee, Enterprise
E. Thananayagam	Technical Graduate, Saint-Lambert
K. Saint-Jean (non-voting member)	Student Representative, Lennoxville

VACANT SEATS:

Government Appointee, Socio-Economic Sector (Québec)

COLLEGE OFFICERS:

N. Chrétien	Director, Human Resources & Secretary General
Y. Rainville	Director, Material Services & Interim Director Financial Services

VISITORS:

Mr. Shawn Frost	Associate, Raymond Chabot Grant Thornton
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Quorum attained with 16 of 21 sitting voting members present.

AGENDA

- 1. Announcements and Correspondence**
- 2. Modification and Adoption of the Agenda**
- 3. Approval of Minutes of Previous Meeting(s)**
 - a) Special meeting of October 23, 2019
 - b) Regular meeting of October 25, 2019
- 4. Business Arising from Previous Meetings**
- 5. Officers' Reports**
 - a) Director of Constituent College, Champlain College Lennoxville
 - b) Director of Constituent College, Champlain College Saint-Lambert
 - c) Director of Constituent College, Champlain–St. Lawrence College
 - d) Director General
- 6. Public Question Period**
- 7. New Business**
 - a) Awarding of DEC and AEC diplomas [RESOLUTIONS]
 - b) Bylaw 6 – revision regarding student fees [NOTICE OF MOTION]
 - c) FABRES financing model [INFORMATION]
 - d) Financial Statements 2018-2019 [PRESENTATION, S. FROST]
 - e) Financial Statements 2018-2019 [RESOLUTION]
 - f) 2019-2020 Operating Budget [RESOLUTION]
 - g) 2019-2020 Capital Budget [RESOLUTION]
 - h) 2019-2020 Long-Term Borrowing Plan [RESOLUTION]
 - i) Access to surplus for renovations to facilities, Champlain College Saint-Lambert [RESOLUTION]
 - j) Access to surplus for purchase of capital equipment, Champlain College Saint-Lambert [RESOLUTION]
 - k) Awarding of contract: Snow removal contract 2019-2022, Champlain College Saint-Lambert [RESOLUTION]
 - l) Tender call: Hiring of independent auditor, Champlain Regional College [INFORMATION]
 - m) Tender call: Mandate for executive coaching services, Champlain Regional College [INFORMATION]
 - n) Policy managing the risks of collusion and corruption in public contracts [RESOLUTION]
 - o) Annual plan managing the risks of collusion and corruption in public contracts [RESOLUTION]
 - p) Champlain Regional College Annual Report 2018-2019 [RESOLUTION]
 - q) Annual Operational Plan 2019-2020 [RESOLUTION]
 - r) Director General's Priorities and Outcomes for 2019-2020 [RESOLUTION]
 - s) Election of Vice-Chair and members to the Executive Committee
- 8. Adjournment**

1. ANNOUNCEMENTS AND CORRESPONDENCE

The Chair called the meeting to order at 7:03 p.m.

Regrets received from H. Bélanger, P. Booth Morrison, K. Saint-Jean, E. Thananayagam, and C. Beaulieu.

The Chair thank A. Miller-Ffrench for her contributions to the Board of Governors during her two mandates as Parent Representative.

2. MODIFICATION AND ADOPTION OF THE AGENDA

It was moved to adopt the agenda as modified.

There was no call for the vote.

MOVED BY: D. PERREAULT

SECONDED BY: D. SHEWAN

MOTION CARRIED

3. APPROVAL OF MINUTES OF PREVIOUS MEETING(S)

a) Special Meeting of October 23, 2019

It was moved to adopt the minutes of the Special Meeting of the Board of Governors of October 23, 2019 as amended.

There was no call for the vote.

MOVED BY: D. PERREAULT

SECONDED BY: A. MILLER-FFRENCH

MOTION CARRIED

b) Regular Meeting of October 25, 2019

It was moved to adopt the minutes of the Regular Meeting of the Board of Governors of October 25, 2019 as amended.

There was no call for the vote.

MOVED BY: M. MURPHY

SECONDED BY: D. PERREAULT

MOTION CARRIED

4. BUSINESS ARISING FROM PREVIOUS MEETINGS

A question regarding the private bill was raised.

5. OFFICERS' REPORTS

a) Director, Champlain College Lennoxville

N. Beattie spoke to her report.

b) Director, Champlain College Saint-Lambert

D. Shewan spoke to his report.

c) Director, Champlain–St. Lawrence College

E. Berryman spoke to his report.

d) Director General

The Director General spoke to her report.

6. PUBLIC QUESTION PERIOD

A 15-minute public question period was held.

7. NEW BUSINESS

a) Awarding of DEC and AEC diplomas [RESOLUTIONS]

N. Beattie spoke to the resolution.

Resolution CRC-2019-009: Diplomas of College Studies (DECs) — 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 Secretary General's 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) be awarded to the students of Champlain College Lennoxville whose names appear on the lists submitted to the Secretary General's Office.

Number of DECs at Champlain College Lennoxville: 3

There was no call for the vote.

MOVED BY: A. MILLER-FFRENCH

SECONDED BY: N. BEATTIE

MOTION CARRIED

D. Shewan spoke to the resolution.

Resolution CRC-2019-010: 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 Secretary General's 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 Attestation of College Studies (AEC) be awarded to the students of Champlain College Saint-Lambert whose names appear on the lists submitted to the Secretary General's Office.

Number of AECs at Champlain College Saint-Lambert: 42

There was no call for the vote.

MOVED BY: D. SHEWAN

SECONDED BY: M. LÉGER

MOTION CARRIED

b) Bylaw 6 – revision regarding student fees [NOTICE OF MOTION]

Y. Rainville spoke to this notice indicating the Directors of Constituent College will submit to the Board of Governors revisions to student fees for their location once approved by their respective Governing Boards.

c) FABRES financing model [PRESENTATION, Y. RAINVILLE]

Y. Rainville presented a macro overview of the FABRES financing model for CEGEPS.

d) Financial Statements 2018-2019 [PRESENTATION, S. FROST]

Mr. Shawn Frost, Associate at Raymond Chabot Grant Thornton, presented the audited 2018-2019 financial statements for Champlain Regional College along with the Independent Auditors' report.

e) Financial Statements 2018-2019 [RESOLUTION]

Y. Rainville spoke to the resolution.

Resolution CRC-2019-011: Financial Statements 2018-2019

WHEREAS the Colleges Act requires that the audited financial statements, the notes to the financial statements, and the independent auditors' report be submitted to the *Ministère de l'Éducation et de l'Enseignement supérieur* by December 1, 2019; and

WHEREAS the financial statements have been audited by the firm Raymond Chabot Grant Thornton in accordance with the accounting standards for public sector entities; and

WHEREAS the Director General and the Interim Director of Financial Services met on October 21, 2019 to review the financial statements with representatives of Raymond Chabot Grant Thornton; and

WHEREAS the 2018-2019 financial statements have been presented to the Board of Governors at its regular meeting of November 27, 2019 by a representative of Raymond Chabot Grant Thornton;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College adopts the financial statements and the notes to the financial statements for the year ending on June 30, 2019.

There was no call for the vote.

MOVED BY: A. MILLER-FRENCH

SECONDED BY: L. HANRAHAN

MOTION CARRIED

f) 2019-2020 Operating Budget [RESOLUTION]

Y. Rainville spoke to the resolution.

Resolution CRC-2019-012: 2019-2020 Operating Budget

WHEREAS Resolution No. 3198 (June 14, 2019) specifies the need for Champlain Regional College to adopt the 2019-2020 Operating Budget under the new governance structure; and

WHEREAS the *Ministère de l'Éducation et de l'Enseignement supérieur* (the "Ministry") has revised the FABRES model and indexed the allocations to consider collective agreement costs and other expenses; and

WHEREAS Champlain Regional College has received, in 2019-2020, an additional funding of \$4,153,893, including the teaching envelope, representing an increase of 8.66% compared with 2018-2019; and

WHEREAS the Regional College has prepared a balanced budget for the financial year 2019-2020 for a total of \$58,036,996; and

WHEREAS the present budget respects the regulations and the budgetary policy as set forth by the Ministry;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College adopts the financial statements and the notes to the financial statements for the year ending on June 30, 2019.

There was no call for the vote.

MOVED BY: N. BEATTIE

SECONDED BY: D. SHEWAN

MOTION CARRIED

g) 2019-2020 Capital Budget [RESOLUTION]

Y. Rainville spoke to the resolution.

Resolution CRC-2019-013: 2019-2020 Capital Budget

WHEREAS Resolution No. 3199 (June 14, 2019) specifies the need for Champlain Regional College to adopt the 2019-2020 Capital Budget under the new governance structure; and

WHEREAS the College has prepared the Annual Capital Budget respecting the regulations and budgetary policies as set forth by the *Ministère de l'Éducation et de l'Enseignement Supérieur* (the “Ministry”); and

WHEREAS the total 2019-2020 Capital Budget, including the Ministry allocations for capital and moveable assets, other revenues and the carry-over from the previous year totals \$12,452,795 with planned expenses of \$4,275,300; and

WHEREAS the total planned spending does not exceed the total budget for the 2019-2020 financial year and the balance will provision for unforeseen and planned long-term projects;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College adopts the 2019-2020 Capital Budget, as tabled.

There was no call for the vote.

MOVED BY: E. BERRYMAN

SECONDED BY: D. SHEWAN

MOTION CARRIED

h) 2019-2020 Long-Term Borrowing Plan [RESOLUTION]

Y. Rainville spoke to the resolution.

Resolution CRC-2019-014: 2019-2020 Long-Term Borrowing Plan

WHEREAS the *Ministère de l'Éducation et de l'Enseignement supérieur* (the “Ministry”) has requested the College put in place a new long-term borrowing plan for a maximum of \$1,487,000; and

WHEREAS the Ministry requires a resolution from the Board of Governors; and

WHEREAS the new loan will refinance the expired long-term loans and current capital expenditures already financed by a short-term loan;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College approves the 2019-2020 long-term borrowing plan, as presented.

There was no call for the vote.

MOVED BY: L. HANRAHAN

SECONDED BY: D. PERREAULT

MOTION CARRIED

i) Access to surplus for renovations to facilities, Champlain College Saint-Lambert [RESOLUTION]

Y. Rainville spoke to the resolution.

Resolution CRC-2019-015: Access to surplus for renovations to facilities, Champlain College Saint-Lambert

WHEREAS the high enrollment at Champlain College Saint-Lambert necessitates the continued optimization of space; and

WHEREAS the development of new forms of teaching such as blended learning and the introduction of new programs, such as Internet of Things, require the reorganization of certain spaces at the college; and

WHEREAS the government allocation for renovations is insufficient to cover the planned work;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College approves the access to its accumulated surplus in the amount of \$50,000.

There was no call for the vote.

MOVED BY: M. LÉGER
SECONDED BY: G. BOURGOING
MOTION CARRIED

j) Access to surplus for purchase of capital equipment, Champlain College Saint-Lambert [RESOLUTION]

Y. Rainville spoke to the resolution.

Resolution CRC-2019-016: Access to surplus for purchase of capital equipment, Champlain College Saint-Lambert

WHEREAS Continuing Education is seeking to launch a new, unique, and innovative AEC in the area of industrial internet of things; and

WHEREAS Continuing Education is seeking to launch RAC services for the updated Computer Science program (“Network and Security Administration”); and

WHEREAS Continuing Education will require the replacement of routers and switches used in the delivery of training and RAC services for the Cisco Certified Network Associate (CCNA) AEC due to the fact that Cisco has modified their own program and the technical requirements on which our program is based; and

WHEREAS Continuing Education will require more equipment for the Virtual and Augmented Reality Specialist AEC due to an increased enrollment in the second cohort; and

WHEREAS the college will require specialized equipment in order to deliver the technical elements related to these programs; and

WHEREAS such programs contribute directly to the financial well-being of the college; and

WHEREAS Continuing Education will generate sufficient funds, after other expenses are taken into account in 2019-2020, to cover the requested expenses from its operating budget;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College approves the purchase of the equipment identified through its accumulated surplus in the amount of \$240,000.

There was no call for the vote.

MOVED BY: M. LÉGER
SECONDED BY: M. MURPHY
MOTION CARRIED

k) Awarding of contract: Snow removal contract 2019-2022, Champlain College Saint-Lambert [RESOLUTION]

Y. Rainville spoke to the resolution.

Resolution CRC-2019-017: Awarding of contract: Snow removal contract 2019-2022, Champlain College Saint-Lambert

WHEREAS in compliance with the Regional College Policy Respecting Procurement Contracts for Goods, Services and Construction and the Regulation Respecting Service Contracts of Public Bodies, tenders were sought for the Champlain College Saint-Lambert Snow Removal Service Contract for a three (3) year period (2019-2022); and

WHEREAS on September 27, 2019, the Regional College published a call for tenders on the official government website for tenders (SÉAO) number 3W-116; and

WHEREAS the sealed bids of two (2) suppliers were opened on October 17, 2019 at 11:00 am, local time, in the presence of the Director of Constituent College and a witness, at Champlain College Saint-Lambert; and

WHEREAS the tender documents and the analysis of the submissions are available at the Regional College; and

WHEREAS the company, Paysagiste Rive-Sud Ltée, provided the lowest compliant bid;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College awards the contract for snow removal for Champlain College Saint-Lambert to Paysagiste Rive-Sud Ltée, in the amount of \$225,242.39 (before taxes) for a three (3) year period.

There was no call for the vote.

MOVED BY: M. LÉGER
SECONDED BY: M. MURPHY
MOTION CARRIED

l) Tender call: Hiring of independent auditor, Champlain Regional College [INFORMATION]

Y. Rainville spoke to this item. The current contract with Raymond Chabot Grant Thornton ends this year. In accordance with Regional College policy, the Regional College is required to proceed by tender call process to hire an independent auditor for a three-year mandate. A tender call will be launched to in order to have a firm in place for the audit next fall.

m) Tender call: Mandate for executive coaching services, Champlain Regional College [INFORMATION]

Y. Rainville spoke to this item. Responding to the resolutions passed by the Board of Governors at its regular meeting in October, and after analysis of the cost of the services for executive coaching, it was deemed best to proceed by tender call process to identify a firm to provide these services. This process will be launched in the following month.

n) Policy managing the risks of collusion and corruption in public contracts [RESOLUTION]

Y. Rainville spoke to the resolution.

Resolution CRC-2019-018: Policy managing the risks of collusion and corruption in public contracts

WHEREAS Champlain Regional College is defined as a public body under the Act respecting contracting with public bodies (LCOP, chapter C-65.1, a.26); and

WHEREAS under the Act respecting contracting with public bodies, the Conseil du Trésor has decreed the Directive concernant la gestion des risques en matière de corruption et de collusion dans les processus de gestion contractuelle (C.T.:216501); and

WHEREAS the Regional College must meet its obligations as specified by the Directive concernant la gestion des risques en matière de corruption et de collusion dans les processus de gestion contractuelle under section 2 by adopting a Risk Management Policy;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College approves the Risk Management Policy, as amended.

There was a call for the vote.

MOVED BY: L. HANRAHAN

SECONDED BY: M. LÉGER

IN FAVOR: 14

OPPOSED: 0

ABSTENTIONS: 2 (A. MILLER-FFRENCH, D. PERREAULT)

MOTION CARRIED

o) Annual plan managing the risks of collusion and corruption in public contracts [RESOLUTION]

Y. Rainville spoke to the resolution.

Resolution CRC-2019-019: Annual plan managing the risks of collusion and corruption in public contracts

WHEREAS Champlain Regional College is defined as a public body under the Act respecting contracting with public bodies (LCOP, chapter C-65.1, a.26); and

WHEREAS under the Act respecting contracting with public bodies, the Conseil du Trésor has decreed the Directive concernant la gestion des risques en matière de corruption et de collusion dans les processus de gestion contractuelle (C.T. :216501); and

WHEREAS the Regional College must meet its obligations as specified by the Directive concernant la gestion des risques en matière de corruption et de collusion dans les processus de gestion contractuelle under section 3 by adopting an annual risk management plan;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College approves the annual plan for Managing the Risks of Corruption and Collusion in Contract Management Processes.

There was a call for the vote.

MOVED BY: A. MILLER-FFRENCH

SECONDED BY: M. LÉGER

IN FAVOR: 13

OPPOSED: 0

ABSTENTIONS: 3 (M. MURPHY, D. PERREAULT, K. THORNHILL)

MOTION CARRIED

p) Champlain Regional College Annual Report 2018-2019 [RESOLUTION]

The Director General and Secretary General spoke to the resolution.

Resolution CRC-2019-020: Champlain Regional College Annual Report 2018-2019

WHEREAS section 27.1 of the General and Vocational Colleges Act requires the Regional College to submit a report to the Ministère de l'Éducation et de l'Enseignement of its activities for the preceding fiscal period; and

WHEREAS the annual report sets forth the results obtained in relation to the objectives established in the Strategic Plan and the Annual Operational Plan;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College approves the Annual Report 2018-2019.

ATTENDU que l'article 27.1 de la Loi sur les collèges d'enseignement général et professionnel prévoit que les cégeps doivent soumettre au Ministère de l'Éducation et de l'Enseignement supérieur un rapport de leurs activités de la période fiscale précédente ; et

ATTENDU que le rapport annuel fait état des résultats obtenus par le collège en relation avec les objectifs qu'il s'est fixé par l'entremise de son Plan stratégique et de son Plan opérationnel

IL EST RÉSOLU que le Conseil d'administration du Cégep régional Champlain approuve l'adoption du Rapport annuel 2018-2019.

There was no call for the vote.

MOVED BY: A. MILLER-FFRENCH

SECONDED BY: M. LÉGER

MOTION CARRIED

q) Annual Operational Plan 2019-2020 [RESOLUTION]

The Director General spoke to the resolution.

Resolution CRC-2019-021: Annual Operational Plan 2019-2020

WHEREAS the Board of Governors approves the College Strategic Action Plan (CSAP); and

WHEREAS Bylaw 3 requires the Director General develop an Annual Operational Plan (AOP); and

WHEREAS the AOP is developed in collaboration with the Senior Management Committee (SMC) to ensure it responds to the needs of both the constituent colleges and the Regional College; and

WHEREAS the Annual Operational Plan for 2019-2020 as proposed by the SMC is aligned with the College Strategic Action Plan;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College adopts the Annual Operational Plan (AOP) for 2019-2020.

There was no call for the vote.

MOVED BY: D. PERREAULT

SECONDED BY: M. LÉGER

MOTION CARRIED

r) Director General's Priorities and Outcomes for 2019-2020 [RESOLUTION]

The Director General spoke to the resolution.

Resolution CRC-2019-022: Director General's Priorities and Outcomes for 2019-2020

WHEREAS the Director General presented her priorities and outcomes for 2019-2020;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College approves the Director General's priorities and outcomes, as presented.

There was no call for the vote.

MOVED BY: J. LACOMBE

SECONDED BY: M. LÉGER

MOTION CARRIED

It was moved by D. Shewan and seconded by D. Perreault to extend the meeting by 30 minutes.

s) Election of Vice-Chair and governors to the Executive Committee

The Secretary General opened the floor for nominations for Vice-Chair.

It was proposed by D. Denault and seconded by M. Léger to nominate L. Hanrahan as Vice-Chair. L. Hanrahan accepted the nomination. There being no further nominations, D. Shewan closed the floor for nominations. L. Hanrahan was named, by acclamation, as Vice-Chair to the Board of Governors.

The Secretary General opened the floor for nominations for the external governor to the Executive Committee.

It was proposed by F. Paradis and seconded by D. Denault to nominate G. Bourgoing as the external governor to the Executive Committee. G. Bourgoing accepted the nomination. There being no further nominations, D. Shewan closed the floor for nominations. G. Bourgoing was named, by acclamation, as external governor to the Executive Committee.

The Secretary General opened the floor for nominations for the internal governor to the Executive Committee.

It was proposed by D. Denault and seconded by M. Léger to nominate D. Perreault as the internal governor to the Executive Committee. D. Perreault accepted the nomination. There being no further nominations, D. Shewan closed the floor for nominations. D. Perreault was named, by acclamation, as internal governor to the Executive Committee.

8. ADJOURNMENT

At 10:07 p.m., it was moved by D. Denault that the meeting be adjourned.

François Paradis
Chair

Nancy Chrétien
Secretary General