
NORTHWESTERN POLYTECHNIC
BOARD OF GOVERNORS

Board Meeting

Thursday, May 19th, 2022

4:00pm – 7:00pm | E211



In Attendance:	Ms. Bridget Hennigar	Mr. Brent Cage	Mr. Justin Kohlman
	Ms. Shawna Miller	Mr. Lorne Radbourne	Ms. Michelle Wallace
	Dr. Connie Korpan	Mr. Lydell Torgerson	Mr. Ron Wiebe
	Mr. John Tiede	Ms. Heather Kerschbaumer	Mr. Roy Bjorklund
	Mr. Andrew Pietsch	Ms. Angela Birnie-Browne	Ms. Brooklyn Broaders
Guests:	Dr. Vanessa Sheane	Ms. Cherene Griffiths	Mr. Ken Burt
	Mr. Karl Germann	Ms. Jasmin Marshall	

1. Call to Order

Territory Acknowledgement: *We acknowledge the homeland of the many diverse First Nations and Métis people whose ancestors have walked this land since time immemorial. We are grateful to work, live and learn on the traditional territory of Treaty 8.*

The Board Chair called the meeting to order at 4:06pm.

1.1. Approval of May 19th, 2022 Agenda

Moved by Brent Cage, seconded by Lorne Radbourne, that the agenda be approved.

1.2. Approval of February 17th, 2022 Minutes

Moved by Roy Bjorklund, seconded by Kevin Szakacs, that the minutes of the February 17th, 2022 meeting be accepted.

1.3. Business Arising

2. NWP Executive Report

2.1. Office of the President and CEO

2.1.1. President and Executive Report

The President and CEO shared the report. Highlighted the “10, 5, 3, 1 goals” for the future of Northwestern Polytechnic.

2.1.2. Annual Attestation of the President and CEO

The Board of Governors received the Annual Attestation of the President and CEO.

2.1.3. Risk Assessment

The President shared the risk assessment and went through the different areas he sees as a high priority.

3. Chair and Committee Report

3.1. Chair Report

The Chair shared her Chair’s Report. The Chair and Vice-Chair had the opportunity to join the President and CEO at the CICAN Conference in Halifax in April 2022. Convocation was a great opportunity to connect with the community and students.

3.1.1. Mandate and Roles Document

Moved by Bridget Hennigar, seconded by Lydell Torgerson, that the Board of Governors approve the Mandate and Roles Document as presented.

**Carried
6021 / 2022**

3.2. Executive Committee

3.2.1. Chair Summary of the May 3rd, 2022 Meeting

3.2.2. Board of Governors Retreat

The Board of Governors Retreat is on August 25th and 26th. The plan is to have the retreat in Edmonton at the Matrix Hotel. Ken Steele will present, there will be Governance training from Watson and a visit to the Ministry.

3.3. Academic Council



3.3.1. Minutes of the May 5th, 2022 Meeting.

3.3.2. Motions

Moved by Justin Kohlman, seconded by Ron Wiebe, that the Board of Governors approve the updated Academic Council Bylaws.

Carried
6023 / 2022

Moved by Justin Kohlman, seconded by Heather Kerschbaumer, that the Board of Governors appoint Dr. Vanessa Sheane, Dr. Brian Redmond, Dr. Carly McLeod, Ms. Megan Slifka, Ms. Tanya Kinderwater and Ms. Desiree Mearon as Academic Council members from May 25, 2022 – May 24, 2023.

Carried
6024 / 2022

Moved by Justin Kohlman, seconded by Lorne Radbourne, that the Board of Governors approve the revised 2022-2023 Important Dates.

Carried
6025 / 2022

3.4. Human Resource Committee

3.4.1. Chair Summary of the May 3rd, 2022 Meeting

3.4.2. In-Camera Session

Moved by Ron Wiebe, seconded by Roy Bjorklund, that the Board of Governors move in-camera at 5:10pm.

Moved by Brent Cage, seconded by Lorne Radbourne, that the Board of Governors exit the in camera session at 5:36pm.

Moved by Bridget Hennigar, seconded by Lorne Radbourne, that the Board of Governors ratify the Memorandum of Agreement between the Academic Staff Association and the Board of Governors for the period of August 15, 2020 to August 14, 2024.

Carried
6026 / 2022

3.5. Governance and Development Committee

3.5.1. Chair Summary of the May 2nd and May 6th, 2022 Meeting



Lorne Radbourne shared the Chair's report from the May 2nd, 2022 meeting. GBB Innovations joined the meeting and assisted with the vision and governance policies.

Brent Cage shared the Chair's report from the May 6th, 2022 meeting. This meeting was held to review Academic Council policies.

3.5.2. Motions

3.5.2.1. Policies

Moved by Lorne Radbourne, seconded by Kevin Szakacs, that the Board of Governors approve the Vision of Northwestern Polytechnic Policies V-1 and V-2 as presented.

Carried
6027 / 2022

Moved by Brent Cage, seconded by Heather Kerschbaumer, that the Board of Governors approve the following Academic Policies with amendments.

- *Academic Accommodations for Students with Disabilities Policy*
- *Academic Schedule Policy*
- *Access to Confidential Student Records and Information*
- *Athletic Eligibility Policy*
- *Course Management Policy*
- *Academic Partnership and Collaboration Policy*
- *Student Rights and Responsibilities Policy*
- *Tuition and Fees Policy*

Carried
6028 / 2022

3.6. External Relations Committee

3.6.1. Did not meet

3.7. Finance Committee

3.7.1. Chair Summary of the May 2nd, 2022 Meeting

Lydell Torgerson shared the Chair's report. The Finance Committee has worked on a lot of different items over the last few months.

3.7.2. Motions



- 3.7.2.1. *Moved by Lydell Torgerson, seconded by Kevin Szakacs, that the Board of Governors receive the 3rd quarter forecast for information, as presented.*

Carried
6029 / 2022

- 3.7.2.2. *Moved by Lydell Torgerson, seconded by Ron Wiebe, that the Board of Governors approve the changes to the Investment Policy as presented.*

Carried
6030 / 2022

- 3.7.2.3. *Moved by Lydell Torgerson, seconded by Lorne Radbourne, that the Board of Governors approve the creation of internally restricted funds totalling 21 million dollars:*

3.7.2.3.1. **10 million for the Centre of Entrepreneurial Excellence** - The Centre for Entrepreneurial Excellence (CEE) will provide a space both physically and conceptually where the core purpose and values in the Strategic Plan are evident. Physically, the CEE is expected to house Applied Research, the Centre for Teaching and Learning, Career Services, and the School of Business. The CEE will be a hub for innovation and entrepreneurship in our teaching, learning, operations, applied research, and industry collaboration. The development of the NWP department action plans will continue to shape the CEE through our 1, 3, 5, and 10-year goals.

3.7.2.3.2. **3.5 million for Operational Contingency** - The contingency, grounded in the Net Assets Policy, is available to address unforeseen circumstances or any future excess over revenue. As per policy, a minimum of 5% of the annual operating budget will be communicated as operating contingency restricted funds.

3.7.2.3.3. **3.5 million for Capital Renewal and Upgrades** - The contingency will be used to renew and upgrade capital items on the campus, generally amounting to \$2.5 million annually. If the contingency is not replenished annually then the amount allocated to capital renewal and upgrades will need to change.

3.7.2.3.4. **4 million for Information Technology Renewal and Upgrades** - The contingency will be used to renew and upgrade technology. The creation of a contingency allows for upgrades and renewal even during years when funding may be tight.

Carried
6031 / 2022

- 3.7.2.4. *Moved by Lydell Torgerson, seconded by Roy Bjorklund, that the Board of Governors approve the Investment Management Agreement (IMA) between*



the Board of Governors of the Northwestern Polytechnic and the Minister of Advanced Education for a one-year period.

Carried
6032 / 2022

- 3.7.2.5.** *Moved by Lydell Torgerson, seconded by Ron Wiebe, that the Board of Governors approve the operating budget for the nine-month period 2022-2023 commencing July 1, 2022 and concluding March 31, 2023.*

Carried
6033 / 2022

- 3.7.2.6.** *Moved by Lydell Torgerson, seconded by Brent Cage, that the Board of Governors approve 2.0 million in capital expenditures to be drawn from the Capital Renewal and Upgrades Reserve for the nine-month period 2022-2023 commencing July 1, 2022 and concluding March 31, 2023.*

Carried
6034 / 2022

- 3.7.2.7.** *Moved by Lydell Torgerson, seconded by Brent Cage, that the Board of Governors approve the Alberta Health Services thirty (30) year lease with two 10-year options to renew at the Grande Prairie Regional Hospital totaling 34,132 square feet of exclusive area in exchange for the transfer of 8.5 hectares of land previously owned by Northwestern Polytechnic.*

Carried
6035 / 2022

- 3.7.2.8.** *Moved by Lydell Torgerson, seconded by Ron Wiebe, that the Board of Governors approve the sale of 1.108 ha of land owned by Northwestern Polytechnic identified as Plan 2021280, Block 1, Lot 6 to Alberta Health Services for the purchase price of \$1,575,500 and that the lands be used for the construction and operation of a parkade at the Grande Prairie Regional Hospital.*

Carried
6036 / 2022

- 3.7.2.9.** *Moved by Lydell Torgerson, seconded by Kevin Szakacs, that the Board of Governors approve the sale and transfer of a portion of Northwestern Polytechnic land and buildings in the town of Fairview to the Town of Fairview, identified as*

FIRST



**MERIDIAN 6 RANGE 3 TOWNSHIP 81
SECTION 34
QUARTER SOUTH WEST
CONTAINING 64.3 HECTARES (159 ACRES) MORE OR LESS
EXCEPTING THEREOUT:**

- a) 7.32 HECTARES (18.10 ACRES) MORE OR LESS, TAKEN FOR RIGHT OF WAY AND STATION GROUNDS OF THE CENTRAL CANADA RAILWAY, AS SHOWN ON RAILWAY PLAN 979EO.
- b) 0.194 HECTARES (0.48 ACRES) MORE OR LESS FOR CUT-OFF AND 2.97 HECTARES (7.33 ACRES) MORE OR LESS FOR ROAD, BOTH AS SHOWN ON ROAD PLAN 1659JY.
- c) 1.32 HECTARES (3.26 ACRES) MORE OR LESS, SUBDIVIDED UNDER PLAN 8123239

**SECOND
MERIDIAN 6 RANGE 3 TOWNSHIP 81
SECTION 34
QUARTER SOUTH EAST
CONTAINING 64.3 HECTARES (159 ACRES) MORE OR LESS
EXCEPTING THEREOUT:**

- a) 3.44 HECTARES (8.50 ACRES) MORE OR LESS, TAKEN FOR RIGHT OF WAY AND STATION GROUNDS OF THE CENTRAL CANADA RAILWAY, AS SHOWN ON RAILWAY PLAN 979EO
- b) 1.00 HECTARE (2.48 ACRES) MORE OR LESS, FOR CUT-OFF AND 2.57 HECTARES (8.81 ACRES) MORE OR LESS, FOR ROAD, BOTH AS SHOWN ON ROAD PLAN 1659JY.
- c) 0.376 HECTARES (0.93 ACRES) MORE OR LESS, FOR ROAD AS SHOWN ON ROAD PLAN 6251NY

Providing the Town of Fairview with guaranteed access to quality recreational space while ensuring Northwestern's focus is educational programming to meet its polytechnical mandate. Further the transfer of land and building be for the nominal cost of \$1.00.

**Carried
6037 / 2022**

1.1. Audit Committee

1.1.1. Chair Summary of the May 2nd, 2022 Meeting



Lydell Torgerson provided an update on the Chair's report. In 2019, there were some recommendations from the auditors which will be followed up on at this year's audit, administration is prepared and those recommendations have been taken.

1.2. Alumni Foundation Board of Directors

1.2.1. Report of the May 16th, 2022 Meeting

1.2.2. Motions

Moved by Kevin Szakacs, seconded by Lydell Torgerson that the Board of Governors receive as information the Foundation Investment Policy, which has been approved by the Grande Prairie Regional College Alumni Foundation Board of Directors.

2. Banking Resolution

Relevant Board Policy: EL-4 Asset Protection

The President shall not allow assets to be unprotected, inadequately maintained, or unnecessarily risked.

Compliance with financial institutions requires that each signing officer confirms that they have the power and authority to sign the Agreement on behalf of the Customer (NWP) and to legally bind the customer. For example: RBC E-Form 60002 (2014/10)

ROYAL BANK OF CANADA

Recent changes in the President and CEO and Vice-President, Corporate Services of Northwestern Polytechnic (NWP) have resulted in a required update of records of signing authority with the Royal Bank of Canada (RBC).

Moved by Lydell Torgerson, seconded by Lorne Radbourne, that the Board of Governors approves any two of the following to sign jointly on behalf of Northwestern Polytechnic (NWP) on accounts held at Royal Bank of Canada (RBC).

- *Chair, Board of Governors, Bridget Hennigar*
- *President and CEO, Justin Kohlman*
- *Acting Vice-President, Corporate Services, Karl Germann*

**Carried
6038 / 2022**

3. Corporate Trading Resolution



Relevant Board Policy: EL-4 Asset Protection

The President shall not allow assets to be unprotected, inadequately maintained, or unnecessarily risked.

The recent change in the position of President and CEO and Vice-President, Corporate Services at Northwestern Polytechnic (NWP) has resulted in a required update of records of signing authority for the purposes of Trading and Signing.

Moved by Lydell Torgerson, seconded by Lorne Radbourne, that the Board of Governors approve the following amendments to the Northwestern Polytechnic Corporate Trading Signing Authority, effective May 20th, 2022 for the Vice-President, Corporate Services.

- a) *One or more accounts in the name of the Account Holder be open and maintained with RBC Dominion Securities Inc. and/or any of its affiliated companies (“RBC DS”) for the purpose of dealing in securities, commodities, financial or index future contracts and/or options on securities, commodities or financial or index future contracts, on a cash settlement or margin basis and may include short sales or uncovered writings;
AND THAT*
- b) *The Trading Officers set out below by name and their respective signatures (“the Trading Officers”) be and each is authorized to give orders or trading instructions to RBC DS, whether in writing or not, in respect of account dealings for, or on behalf of and in the name of the Account Holder, provided that, for greater certainty, any person who is designated as a Trading Officer, unless also designated as a Signing Officer (as defined below), shall not be authorized to give instructions in respect of matters referred to in c) below;
AND THAT*
- c) *Two (2) of the Signing Officers set out below by name and their respective signatures (the “Signing Officers”) are hereby authorized to: (i) execute and deliver for, on behalf of, and in the name of the Account Holder any and all agreements, consent letters of instruction or other documents as required by RBC DS for the establishment, reclassification or operation of any account; and (ii) withdraw for, on behalf of, and in the name of the Account Holder from any of its accounts any monies or securities contained in such accounts;
AND THAT*
- d) *RBC DS shall be entitled to act and rely upon the actions and instructions of the Trading Officers and the Signing Officers taken or given in accordance with this resolution without making or continuing any investigations or inquiries into the propriety of such actions, orders, and instructions;
AND THAT*
- e) *This resolution shall remain in full force and effect until written notice of revocation thereof has been filed by an authorized party of the Account Holder [the Secretary in the case of a corporation, the partners in the case of a partnership, members in the*



case of an investment club, associates in the case of an association or other authorized individuals in the case of any other similar organization] to the Manager of the Compliance Department at RBC DS.

Recommendation

Trading Officers	Signing Officers
Mr. Karl Germann, Acting Vice-President, Corporate Services	Mr. Karl Germann, Acting Vice-President, Corporate Services.
Mr. Justin Kohlman, President and CEO	Mr. Justin Kohlman, President and CEO
	Ms. Bridget Hennigar, Board Chair

**Carried
6039 / 2022**

4. In-Camera Session

Moved by Bridget Hennigar, seconded by Brent Cage, that the Board of Governors move to an in-camera session at 7:14pm.

Moved by Bridget Hennigar, seconded by Lydell Torgerson, that the Board of Governors exit the in-camera session at 8:05pm.

5. Next Board Meeting

The next NWP Board of Governors meeting will take place on October 20th, 2022.

6. Adjournment

Moved by Bridget Hennigar, that the Board of Governors meeting be 8:08pm.

