



MANITOBA INSTITUTE OF
TRADES AND TECHNOLOGY

MTT GOVERNING BOARD
MEETING MINUTES

Date:	September 26, 2017
Time:	3:30pm
Location:	Delta Z, 130 Henlow Bay
Chair:	John Schubert
Recording Secretary:	Sharon Taylor
Present:	<u>Governing Board Members:</u> Julie Fisher, Ron Brown, Ron Hambley, Christine Payne, Amanda Jenkyns
	<u>Regrets:</u> Brent Pooles
	<u>Administration:</u> Ray Karasevich, Paulette Shonoski
	<u>Invitees:</u> Jana Thorsteinson, Director External Relations

Initials: JS Chair ST Secretary-Treasurer

1. CALL TO ORDER

Item:	Status:	Description:	Action by:	Due:
1A.	Closed	<p>ESTABLISHMENT OF QUORUM</p> <p>The meeting was called to order at 3:30pm. A quorum of Governing Board members was present. Being the first board meeting of the newly appointed members, introductions were made.</p>	INFO	

2. CONSENT AGENDA BUSINESS

Item:	Status:	Description:	Action by:	Due:
2.	Closed	<p>CONSENT AGENDA BUSINESS</p> <p>A. Declaration of Conflicts</p> <p>B. Approval of Agenda</p> <p>C. Approval of Minutes of June 27, 2017</p> <p>D. Approval of Management Report</p> <p>E. Approval of Finance Report</p> <p>F. Board Correspondence</p> <p>The Chair added New Business item I. "Borrowing By-law 2017-01," and the Interim President and CEO noted two additions to the management report. The financial report was tabled as part of consent agenda business, but will be reviewed separate from the consent agenda at the next meeting.</p> <p><u>Motion #36/17 (R. Hambley / J. Fisher)</u> "That the agenda, including consent agenda business, be approved as amended."</p> <p><u>CARRIED</u></p>	INFO	

Initials:  Chair  Secretary-Treasurer

CNTD...

3. BUSINESS ARISING FROM THE MINUTES

Item:	Status:	Description:	Action by:	Due:
3A.	Open	PROPOSED SURPLUS PLAN P. Shonoski provided an update on the proposal that was developed for use of MITT's surplus, noting that the surplus allows MITT to plan for unforeseen emergencies, deferred maintenance, and other required expenses. The proposed surplus plan will be circulated with the minutes.	S. Taylor	Nov. 21/17

4. NEW BUSINESS

Item:	Status:	Description:	Action by:	Due:
4A.	Closed	CONFIRMATION OF 2017-18 BOARD MEETING DATES Proposed dates were reviewed and confirmed.	INFO	
4B.	Closed	APPOINTMENT OF SOLICITORS Background was provided on MITT's use of lawyers for different purposes. A. Jenkyns, R. Brown, and C. Payne noted potential perceived conflicts due to known contacts at the legal firms used by MITT. These conflicts were deemed immaterial. <u>Motion #37/17 (R. Brown / C. Payne)</u> "That Manitoba Institute of Trades and Technology use the services of Fillmore Riley and MLT Aikens LLP as its primary solicitors for 2017-18." <u>CARRIED</u>	INFO	

Initials: JK Chair PS Secretary-Treasurer

4. NEW BUSINESS (CNTD)

Item:	Status:	Description:	Action by:	Due:
4C.	Closed	<p>APPOINTMENT OF BANKS</p> <p><u>Motion #38/17 (J. Fisher / R. Brown)</u> "That Manitoba Institute of Trades and Technology use the services of the Toronto Dominion Bank as its primary financial institution, Steinbach Credit Union for its high interest savings account and North Winnipeg Credit Union for its GIC investments for 2017-18."</p> <p><u>CARRIED</u></p>	INFO	
4D.	Closed	<p>APPOINTMENT OF AUDITORS</p> <p>Background was provided on MITT's use of Grant Thornton LLP for audit services. Staff are very satisfied with the services provided, however best practices encourage a periodic market review. A request for proposals for audit services will be issued within the 2017-18 year for the 2018-19 fiscal audit. Grant Thornton will be included in the RFP issue.</p> <p><u>Motion #39/17 (C. Payne / J. Fisher)</u> "That Manitoba Institute of Trades and Technology continue with the firm Grant Thornton for audit services specific to 2017-18."</p> <p><u>CARRIED</u></p>	INFO	

Initials:  Chair  Secretary-Treasurer

CNTD...

4. NEW BUSINESS (CNTD)

Item:	Status:	Description:	Action by:	Due:
4E.	Closed	<p>APPOINTMENT OF SECRETARY-TREASURER The role of Secretary-Treasurer is a requirement under the Public Schools Act and is typically the senior financial officer of the institution.</p> <p><u>Motion #40/17 (R. Hambley / A. Jenkyns)</u> "That Paulette Shonoski, Vice President, Administration & Finance, be appointed as Secretary-Treasurer of the Governing Board of the Manitoba Institute of Trades and Technology."</p> <p><u>CARRIED</u></p>	INFO	
4F.	Closed	<p>SIGNING AUTHORITIES AND LIMITS</p> <p><u>Motion #41/17 (R. Hambley / C. Payne)</u> "That John Schubert, Ray Karasevich, and Paulette Shonoski are approved as MITT's signatories for the 2017-18 fiscal year, and that the President & CEO of MITT be granted signing authority to a maximum of \$500,000 for the 2017-18 fiscal year."</p> <p><u>CARRIED</u></p>	INFO	
4G.	Closed	<p>CODE OF CONDUCT/CONFLICT OF INTEREST DECLARATION Board members reviewed the Code of Conduct/Conflict of Interest policy and signed declarations.</p>		

Initials:



Chair



Secretary-Treasurer

4. NEW BUSINESS (CNTD)

Item:	Status:	Description:	Action by:	Due:
4H.	Open	<p>APPOINTMENT OF BOARD COMMITTEE MEMBERS</p> <p>The Chair called for a volunteers to join the Executive and Governance Committee alongside himself and Vice-Chair J. Fisher. R. Brown put his name forward.</p> <p><u>Motion #42/17 (C. Payne / R. Hambley)</u> "That John Schubert and Julie Fisher be re-appointed, and that Ron Brown be appointed for one-year terms on the Executive and Governance Committee of the MITT Board."</p> <p><u>CARRIED</u></p> <p>The Chair then called for volunteers to join the Audit and Finance Committee. R. Hambley volunteered to continue as Chair of the committee. C. Payne volunteered to join. The remaining position will be left open to allow all board members an opportunity to consider joining the committee.</p> <p><u>Motion #43/17 (J. Fisher / A. Ward)</u> "That Ron Hambley be re-appointed and that Christine Payne be appointed for one-year terms on the Audit and Finance Committee of the MITT Board."</p> <p><u>CARRIED</u></p>	J. Schubert	Nov. 28/17

Initials: JK Chair BS Secretary-Treasurer

4. NEW BUSINESS (CNTD)

Item:	Status:	Description:	Action by:	Due:
4I.	Open	<p>PUBLIC SCHOOLS FINANCE BOARD BY-LAW 2017-01</p> <p>The by-law provides for payment of funds from the Province for renovations completed and equipment purchased in 2014-15 related to MITT High School. First reading took place. Second and third readings will occur on November 28, 2017.</p> <p><u>Motion #44/17 (A. Jenkyns / C. Payne)</u> "That the Board approve the first reading of Borrowing Bylaw 2017-01 in the amount of \$451,100.00 for the Manitoba Institute of Trades and Technology Academic Renovation and purchase of a Torchmate Cutting Table."</p> <p><u>CARRIED</u></p>	J. Schubert	Nov. 28/17

5. COMMITTEE REPORTS

Item:	Status:	Description:	Action by:	Due:
5A.	Closed	<p>INTERIM COMBINED EXECUTIVE AND GOVERNANCE AND AUDIT AND FINANCE COMMITTEE REPORT</p> <p>The committee, along with the Secretary-Treasurer provided a report on the results of the 2016-17 audit, noting that it was a clean audit with no material control deficiencies found.</p> <p><u>Motion #45/17 (R. Hambley / J. Fisher)</u> "That the board accept the audited report of the consolidated financial statement of the Institute for the year end June 30, 2017."</p> <p><u>CARRIED</u></p>	INFO	

Initials: VF Chair RS Secretary-Treasurer

CNTD...

6. STRATEGIC/GENERATIVE GOVERNANCE DISCUSSION

Item:	Status:	Description:	Action by:	Due:
6A.	Closed	GOVERNMENT RELATIONS STRATEGY Director of External Relations, Jana Thorsteinson, joined the meeting at 4:25pm to present MITT's draft Provincial government relations strategy for board review and discussion. The board provided feedback to assist in finalizing the strategy. The strategy will come back to the board for information once complete. Board members were encouraged to submit topics for future strategic/governance discussions to the Chair or Secretary to the Board.	INFO	

7. AGENDA ITEMS FOR NEXT MEETING

Item:	Status:	Description:	Action by:	Due:
7A.	Closed	AGENDA ITEMS FOR OCTOBER 16 2017 (BOARD RETREAT) A. Strategic Plan Evaluation B. Business Plan Review Other business items will be added as needed.	INFO	

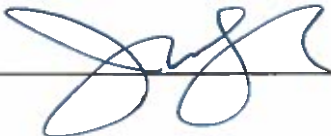
Initials:  Chair  Secretary-Treasurer

8. IN-CAMERA MEETING


Item:	Status:	Description:	Action by:	Due:
8.	Closed	COMMITTEE OF THE WHOLE (IN-CAMERA) <u>Motion # 46/17 (R. Hambley / J. Fisher):</u> "That the Governing Board meeting adjourn to Committee of the whole (In-Camera) at 5:30 p.m." <u>CARRIED</u> <u>Motion # 47/17 (R. Hambley / A. Jenkyns):</u> "That the Committee of the Whole (in-camera) rise and report at 6:15 p.m." <u>CARRIED</u>	INFO	

9. TERMINATION

Item:	Status:	Description:	Action by:	Due:
9.	Closed	TERMINATION <u>Motion # 48/17 (J. Fisher):</u> "That the Governing Board meeting terminate at 6:20 p.m."	INFO	



Chair



Secretary-Treasurer

Initials:  Chair  Secretary-Treasurer

CNTD...

*In accordance with the Manitoba Legislation, Freedom of Information and Protection of Privacy Act (FIPPA) and Personal Health Information Act (PHIA), Manitoba Institute of Trades and Technology respects the personal information in its possession regarding staff, applicants, and students and treats it in a confidential manner. For further information on the Institute's Privacy Guidelines, please visit our web site at www.mitt.ca or request a copy by phoning 989-6500.

Initials:  Chair  Secretary-Treasurer