



# MANITOBA INSTITUTE OF TRADES & TECHNOLOGY

## BOARD OF GOVERNORS MEETING

ROOM 220 – 14 FULTZ BOULEVARD & MS TEAMS OPTION

OCTOBER 6, 2020

3:30 PM – 6:30 PM

**BOARD MEMBERS:** K. Web (Chair), R. Brown, M. Buckberger, C. Payne, B. Pooles, P. Shahi, L. Toupin-Mulvihill  
**STAFF:** R. Karasevich (President/CEO), B. Stuart, P. Shonoski, J. Thorsteinson, J. Lumb, C. McCorriston (Recorder)  
**GUESTS:** R. Klassen and A. Davis (Grant Thornton LLP)

### MINUTES

#	ITEMS	LEAD
<b>1.</b>	<b>CALL TO ORDER</b>	
1.1	Establishment of Quorum The Board Secretary confirmed quorum was established and the meeting was called to order at 3:35 pm.	Chair
<b>2.</b>	<b>CONSENT AGENDA BUSINESS</b>	
2.1	Declaration of Conflicts	Chair
2.2	Approval of Agenda	Chair
2.3	Approval of Minutes of June 23, 2020	Chair
2.4	Approval of Management Report R. Karasevich noted that the Chair, R. Karasevich and J. Thorsteinson recently met with the Minister of Economic Development and Training and had a good discussion about MITT. The Minister noted the importance of the Province’s Skills, Talent and Knowledge Strategy as well as the anticipated Auditor General’s Report on Oversight on Post-Secondary Institutions. These key documents will determine how MITT can align ourselves with their strategies.  MITT specific priorities noted at the meeting include legislative clean up (red tape reduction), Board Governance and MITT’s new 5-year strategic plan. A new working group was established at the meeting with the Minister that includes senior representation from the Minister of Education as well as the Minister of Economic Development and Training and MITT.	Chair
2.5	Board Correspondence A. Public Health Order: Board Regulations	Chair
	<b>BRD Motion #05/20-21 (B. Pooles, R. Brown)</b> “That the agenda, including consent agenda business, be approved as presented.”	Chair
	<b><u>CARRIED</u></b>	

Initials:   KW   Chair        JT   Board Secretary

### 3. BUSINESS ARISING FROM THE MINUTES

- 3.1** Sub-Committee Structure and Composition Chair  
The Chair noted that in previous discussions with board members, it was decided that our incumbents would continue on the same committees as last year to provide continuity however the chair for each committee is still to be determined.
- 3.2** Future Board Meeting Schedule and Times Chair  
Based on members' availability, it was decided that future board meetings will be held from 7:30 am – 9:00 am.

### 4. COMMITTEE REPORTS

- 4.1** Governance Committee Report Chair  
The Chair indicated that the first Governance Committee meeting served as an orientation for future committee meetings and this committee will create a new board activity schedule that will function as the board work plan for the year.
- 4.2** Audit and Finance Committee Report P. Shonoski
- A. Management Presentation of 2019-20 Financial Results  
P. Shonoski presented the 2019-20 financial results, and explained that MITT's consolidated financial statements are comprised of three separate funds that are required by Financial Reporting and Accounting in Manitoba Education (FRAME). These funds are the operating fund which covers day to day operations, the capital fund for transactions involving capital equipment and assets, and the special purpose fund which is for contributions towards bursaries and scholarships for students.
- The Operating Fund showed a decrease in revenue and a greater decrease in expenses. Surplus was generated because of the expenditure management related to our COVID response and our need to cover potential deficits in 2020-21.
- The Capital Fund showed a deficit for the year with the largest expense being asset depreciation. This depreciation is normally offset by capital improvements, equipment, etc. However, purchases were limited to a boiler replacement and were further suppressed due to COVID expenditure management.
- The Special Purpose Fund has grown over the years and MITT continues to seek more funds for scholarships and bursaries for students in need.
- B. 2019/20 Auditor's Presentation R. Klassen/  
A. Davis  
R. Klassen shared that the 2019/20 audit is near completion, and that while it is managements' responsibility to complete the report, it is then the auditors' responsibility to determine if it is clean. R. Klassen indicated that he and A. Davis initially presented the audit report to the Audit and Finance committee and other than minor items not being deemed substantial, they are advising of a clean audit with no major concerns in their findings.
- A. Davis noted that there were some recommendations for management, which included a student refund in prepaid tuition that required reclassification, but has no net impact for the year and can be reclassified next year, and that a reconciliation of receivables from government was miscoded but can be corrected for next year as well.

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- C. 2019-20 Audited Financial Statements/FROME P. Shonoski  
P. Shonoski shared that MITT will host a Lunch n' Learn for board members on FROME, which is the standardized method of accounting and financial reporting for school divisions/districts in Manitoba.

**BRD Motion #06/20-21 (B. Pooles, R. Brown)**  
"That the 2019-20 Audited Financial Statements including the allocation of surplus be approved as presented." **CARRIED** C. Payne

- 4.3** MITT Quarterly Income Statement P. Shonoski  
P. Shonoski shared that Audit and Finance Committee will determine if any changes are required for the quarterly income statement and will present the final statement at the November 24<sup>th</sup> board meeting.

**Action:** Board members will provide comments on the MITT Quarterly Income Statement through the Teams portal.

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## 5. NEW BUSINESS

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- 5.1** A. Policy Review President/  
i. B-9 Compliance Responsibilities CEO  
The Chair recommended that the Audit and Finance Committee be responsible for this policy.

**BRD Motion #07/20-21 (C. Payne, P. Shahi)**  
"That the Board approve policy B-9 Compliance Responsibilities as presented." **CARRIED**

- B. 2020-21 Annual Compliance Report President/  
R. Karasevich shared that there was no material risk to be noted in the report. CEO

- 5.2** Annual Appointments President/  
**BRD Motion #08/20-21 (R. Brown, B. Pooles)** CEO  
"That the board approves item 5.2 from A through G representing the MITT annual appointments as presented." **CARRIED**

- A. Appointment of Solicitors  
"That Manitoba Institute of Trades and Technology use the services of Fillmore Riley as its primary solicitor for 2020-21. Further, that MITT may engage additional firms or individuals for specialized services as the need arises."

- B. Appointment of Banks  
"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 2020-21."

- C. Appointment of Auditors  
"That Manitoba Institute of Trades and Technology continue with the firm Grant Thornton for audit services specific to 2020-21."

- D. Re-Appointment of Treasurer  
"That Paulette Shonoski, Vice President, Administration & Finance, be re-appointed Treasurer to the Governing Board of the Manitoba Institute of Trades and Technology."

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- E. Appointment of Secretary  
**“That Jana Thorsteinson, Executive Director, External Relations, be appointed Secretary to the Governing Board of the Manitoba Institute of Trades and Technology.”**
  
  - F. Signing Authorities and Limits  
**“That Ray Karasevich, and Paulette Shonoski are approved as MITT’s signatories for the 2020-21 fiscal year.”**  
  
**“That the President and CEO of MITT be granted signing authority to a maximum of \$500,000 for individual budgeted expenditures for the 2020-21 fiscal year, subject to limitations codified in MITT’s Act and policy framework.”**
  
  - G. Appointment of Board Committee Members  
**“That R. Brown, P. Shahi, and L. Toupin-Mulvihill be appointed/re-appointed for one-year terms on the Governance Committee of the MITT Board.”**  
  
**“That C. Payne, B. Pooles, and M. Buckberger be appointed/re-appointed for one-year terms on the Audit and Finance Committee of the MITT Board.”**

**5.3** Conflict of Interest and Code of Conduct/Board Confidentiality President/  
CEO  
 R. Karasevich confirmed that all board members have completed the Declaration of Conflict of Interest form and no conflicts were identified.

**5.4** Board Evaluation Chair

- A. Board Exit Survey Results 2019-20 Chair  
 The Chair shared the exit survey results from the 2019-2020 board members. Board members were reminded that they can raise concerns, if they have any, at any time.
  
- B. Board Orientation Survey Results 2020-21 Chair  
 The Chair noted that the results of the orientation survey were quite positive and thanked the team for providing a successful orientation.
  
- C. Proposed Year-End Board Evaluation for 2020-21 Chair  
 The Chair shared that the Governance Committee will be tasked with finalizing the year-end board evaluation.
  
- D. Post Board Meeting Evaluation Chair  
 The Chair noted that post board meeting evaluations will ensure meetings are meaningful and reflect the goals of the board. The meeting evaluation results of previous meetings will be reviewed as the first agenda item in all board meetings going forward.

**Action:** Jana will send the post board meeting evaluation after each meeting.

**5.5** Balanced Scorecard President/  
CEO  
 R. Karasevich presented the draft version of the balanced scorecard (phase 1) indicating that it provides an opportunity to outline key initiatives and projects that the institution is involved in with status updates to be share with the board. A finalized copy will be provided at a future meeting and the board can also look forward to phase 2, which will include a KPI / measurement strategy.

**5.6** Board Education Chair  
 The Chair noted that due to COVID-19, many training providers have suspended sessions while others only offer limited virtual options. MITT has identified a consultant who could facilitate board training. The Chair encouraged board members to advise if there is additional board training

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that they feel could be valuable. A listing of online learning opportunities was shared with the board.

- 5.7 MITT Economic Impact Report Highlights Chair  
A summary of the economic impact report was provided to board members.  
The Chair advised that Randy Baldwin from Acornhill Ltd. will be presenting the full economic impact report at the November 24<sup>th</sup> board meeting.

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**6. STRATEGIC/GENERATIVE GOVERNANCE DISCUSSION**

- 6.1 Presentation of Annual Priorities Under the MITT Strategic Plan/Compass President/  
CEO  
R. Karasevich shared that the MITT Executive Team meets annually to determine institutional priorities; multiple areas of focus for this year were included under Teaching & Learning, Student & Campus Experience, Relationships, Staff Development, and Sustainability.

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**7. DEPARTMENTAL / OPERATIONAL PRESENTATION**

- 7.1 None

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**8. AGENDA ITEMS FOR NEXT MEETING – NOVEMBER 24, 2020**

- 8.1 None

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**9. IN-CAMERA MEETING**

- 9.1 **BRD Motion #09/20-21 (B. Pooles, R. Brown)**  
"That the Governing Board meeting adjourn to Committee of the Whole (In-Camera) at 6:23 p.m. with R. Karasevich departure at 6:33 pm." CARRIED
- 9.2 **BRD Motion #10/20-21 (P. Shahi, R. Brown)**  
"That the Committee of the Whole (In-camera) rise and report at 6:38 p.m." CARRIED

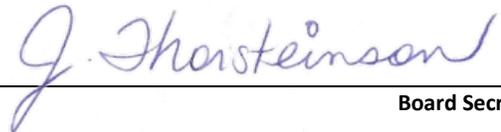
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**10. TERMINATION**

- 10.1 **BRD Motion #11/20-21 (P. Shahi, R. Brown)**  
"That the Governing Board meeting terminate at 6:38 p.m." CARRIED
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Chair



Board Secretary

"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](http://www.mitt.ca) or request a copy by phoning 204-989-6500.