



MANITOBA INSTITUTE OF TRADES & TECHNOLOGY

GOVERNING BOARD MEETING AGENDA

SEPTEMBER 24, 2019

MITT BOARDROOM, 14 FULTZ BOULEVARD

3:30PM – 6:30pm

ITEM 1

CALL TO ORDER

A. Establishment of Quorum

Board members in attendance:	J. Schubert (Chair), J. Fisher (Vice-Chair), R. Hambley, C. Payne, A. Jenkyns
Staff in attendance:	R. Karasevich, P. Shonoski, M. Derro, J. Thorsteinson, N. Dupas, J. Green, J. Lumb
Regrets:	B. Pooles, R. Brown

Quorum was established and the meeting called to order at 3:28pm.

ITEM 2

CONSENT AGENDA BUSINESS

- A. Declaration of Conflicts
- B. Approval of Agenda
- C. Approval of Minutes of June 25, 2019
- D. Approval of Management Report
- E. Board Correspondence (N/A)

R. Karasevich gave an update of the new MITT staff administrative structure for our board support.

Motion #31/19 (J. Fisher, C. Payne)

"That the agenda, including consent agenda business, be approved as amended."

CARRIED

Initials: *JF* Chair *PHS* Secretary-Treasurer

CNTD...

ITEM 3 BUSINESS ARISING FROM THE MINUTES

- A. Confirmation of 2019-20 Board Meetings Dates

ITEM 4 COMMITTEE REPORTS

- A. Executive and Governance Committee Report

i. Policy Review

1. B-2 Code of Conduct
 - a. See New Business, item F
2. B-3 Conflict of Interest
 - a. See New Business, item F
3. A-13 Order of Succession
4. A-15 Corporate Seal

J. Schubert went over the changes in the policies that were recommended for approval by the EG committee. All MITT Board members will sign a conflict of interest for the 2019-20 year.

EG Motion #27/19 (R. Brown, J. Fisher)

"That the Executive and Governance Committee will recommend that the board approve policies B-2, B-3, A-13 and A-15 as amended."

Motion #32/19 (J. Fisher, R. Hambley)

"That the Governing Board approve policies B-2, B-3, A-13 and A-15 as amended."

CARRIED

- B. Audit and Finance Committee Report

i. 2018-19 Audited Financial Statements

AF Motion #28/19 (B. Pooles, R. Hambley)

"That the Audit and Finance committee recommend that the board approve the 2018-19 operating surplus in the amount of \$1,522,161 to be designated as follows and as presented in the draft statements: Budget Carryover / Short Term Needs -10% or \$152,216, Enterprise Systems – 35% or \$532,757, Operating Contingency – 15% or \$228,324, Capital Projects & Deferred Maintenance – 40% or \$608,864; as well as the audited Financial Statements as presented."

Initials:



Chair



Secretary-Treasurer

CNTD...

Motion #33/19 (R. Hambley, C. Payne)

"That the board approve the 2018-19 operating surplus in the amount of \$1,522,161 to be designated as follows and as presented in the draft statements: Budget Carryover / Short Term Needs -10% or \$152,216, Enterprise Systems – 35% or \$532,757, Operating Contingency – 15% or \$228,324, Capital Projects & Deferred Maintenance – 40% or \$608,864; as well as the audited Financial Statements as presented."

CARRIED

- ii. 2019-2020 Budget Update (switched positions of 2 & 3)
- iii. Strategic Investment Proposal

AF Motion #29 (R. Hambley, B. Pooles)

"That the Audit and Finance committee recommend that the board approve the utilization of accumulated surplus in the amount of \$820,000."

Motion #34/19 (R. Hambley, A. Jenkyns)

"That the Audit and Finance committee recommend that the board approve the utilization of accumulated surplus in the amount of \$820,000 in 2019-20 fiscal year."

CARRIED

D. Hintz from Grant Thornton joined the meeting at 3:44pm to give an overview of the audit plan and report. She noted that the report is in a new format this year. The management letter and board approval letter were left to be signed after the financial statements were approved. D. Hintz left the meeting at 3:46pm

J. Lumb gave a presentation and overview of the 2018-2019 Financial Statements. Some significant items were noted highlighted from the Financial Report.

Initials:



Chair



Secretary-Treasurer

CNTD...

ITEM 5 NEW BUSINESS

A. Appointment of Solicitors

"Motion #35/19 (C. Payne, J. Fisher)"

"That Manitoba Institute of Trades and Technology use the services of Fillmore Riley as its primary solicitor for 2019-20. Further, that MITT may engage additional firms or individuals for specialized services as the need arises."

CARRIED

B. Appointment of Banks

P. Shonoski gave an overview of the RFP that was completed for banking at MITT.

AF Motion #30 (B. Pooles, R. Hambley)"

"That the Audit and Finance committee recommend that the board approves the decision to stay with TD Bank."

Motion #36/19 (R. Hambley, A. Jenkyns)"

"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 2019-20."

CARRIED

C. Appointment of Auditors

Motion #37/19 (A. Jenkyns, R. Hambley)"

"That Manitoba Institute of Trades and Technology continue with the firm Grant Thornton for audit services specific to 2019-20."

CARRIED

Initials:  Chair  Secretary-Treasurer

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D. Re-Appointment of Secretary-Treasurer

Motion #38/19 (C. Payne, J. Fisher)

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

CARRIED

E. Signing Authorities and Limits

Motion #39/19 (R. Hambley, A. Jenkyns)

"That John Schubert, Ray Karasevich, Paulette Shonoski, and Mark Derro are approved as MITT's signatories for the 2019-20 fiscal year."

CARRIED

Motion #40/19 (C. Payne, R. Hambley)

"That the President & CEO of MITT be granted signing authority to a maximum of \$500,000 for the 2019-20 fiscal year."

CARRIED

F. Conflict of Interest and Code of Conduct/Board Confidentiality

G. Appointment of Board Committee Members

Motion #41/19 (J. Fisher, C. Payne)

"That J. Schubert, J. Fisher, and R. Brown be re-appointed for one-year terms on the Executive and Governance Committee of the MITT Board."

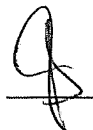
CARRIED

Motion #42/19 (J. Fisher, A. Jenkyns)

"That R. Hambley, C. Payne, and B. Pooles be re-appointed for one-year terms on the Audit and Finance Committee of the MITT Board."

CARRIED

Initials:



Chair



Secretary-Treasurer

CNTD...

H. Risk Management Update

A risk profile was provided with updated information and dates for the 2019-20 year.

I. Review of Board Evaluation

R. Karasevich gave an overview of the board evaluation that was completed over the summer. Responses and an in depth analysis of all responses received was reviewed. PD opportunities were also reviewed for the 2019-20 year. J. Schubert noted differences in responses between the survey from the previous 2017-18 board survey, and this 2018-19 board survey.

J. Business Plan update

R Karasevich gave an update of the business plan and what we would like the future format to look like. A high level review was completed, noting some highlights and new priorities for this fiscal year.

K. Vision Statement Update

Three revised vision statements were provided to the board to review and provide response. Metric worked with the suggestions the board provided at the June 2019 meeting to create these statements. A vision was chosen and will be circulated to all members.

L. Manitoba Government First 100 Day Plan Update *(topic added by J. Schubert at the beginning of the meeting)*

Initials:



Chair



Secretary-Treasurer

CNTD...

ITEM 6 STRATEGIC/GENERATIVE GOVERNANCE DISCUSSION

A. Mini-generative discussion – Program Plan Update

M. Derro gave a program plan update presentation. This included current programming, upcoming planned programming, challenges, and current successes. Comparative charts from prior years to current year student enrolment was reviewed. Canada wide trends and suggested responses were also discussed.

ITEM 7 AGENDA ITEMS FOR NEXT MEETING – November 26, 2019

- A. Preliminary 2020-21 budget approval for provincial submission
- B. Policy Updates
 - i. A-10 Officers
 - ii. A-4 Duties of the Chair of the Board
 - iii. A-5 Duties of the Vice-Chair of the Board
 - iv. A-6 Duties of the Secretary-Treasurer

ITEM 8 IN-CAMERA MEETING

Motion #43/19 (A. Jenkyns, J. Fisher)

"That the Governing Board meeting adjourn to committee of the whole (In-Camera) at 6:03p.m."

CARRIED

Motion #44/19 (R. Hambley, C. Payne)

"That the Committee of the Whole (in-camera) rise and report at 6:29p.m."



CARRIED

ITEM 9 TERMINATION

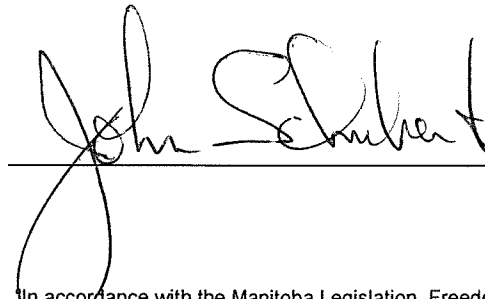
Motion #45/19 (J. Fisher)

"That the Governing Board meeting terminate at 6:30p.m."

CARRIED

Initials:  Chair  Secretary-Treasurer

CNTD...





Chair



Secretary-Treasurer

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Initials:  Chair  Secretary-Treasurer