



BOARD OF GOVERNORS

Minutes of the Regular Meeting

Held on Friday, June 14, 2024, at 6:30 p.m.
Champlain Saint-Lambert, 900 Riverside Dr., Saint-Lambert, QC J4P 3P2

VOTING MEMBERS PRESENT:

D. Albert	Faculty Representative, Saint-Lambert
L. Anderson	Government Appointee, Enterprise
E. Berryman (Ex-officio)	Director Constituent College, St. Lawrence
J. Burns (Vice-Chair)	Pre-University graduate, Lennoxville
B. Denison	Professional Representative, Administrative Services
P. Cooper	Interim Director Constituent College, Lennoxville
K. Deveau	Technical Graduate, Lennoxville
A. Laplante	Pre-University Student, Lennoxville
S. Lefebvre	Support Staff Representative, Lennoxville
C. Michel	Government Appointee, Enterprise
A. Moïse	Government Appointee, University Sector
Y. Rainville	Interim Director General
D. Shewan (Ex-officio)	Director Constituent College, Saint-Lambert
M. Vigneault	Government Appointee, Socio-Economic Sector

NON-VOTING MEMBERS PRESENT:

J. Varin (non-voting)	Pre-University Student, Saint-Lambert
K. Warlund (non-voting)	Faculty Representative, Lennoxville

REGRETS:

N. Beattie (Ex-officio) *	Director Constituent College, Lennoxville
G. Bourgoing	Government Appointee, Socio-Economic Sector
V. Harvey	Pre-University Student, St. Lawrence
M. Plante	Faculty Representative, St. Lawrence
E. Richard	Government Appointee, Socio-Economic Sector
W. Witteman	Parent Representative, St. Lawrence

VACANT SEATS:

Parent Representative, Saint-Lambert
Government Appointee, Regional Labour Market
Government Appointee, School Board Sector

GUESTS:

C. Riverin	Partner, MNP
C. Messaoudi	Partner, MNP

ALSO PRESENT:

C. Leduc	Assistant Director of Information Technology
A. Robert-Baron	Coordinator of Corporate Affairs
N. Couderc	Administrative Technician

Quorum attained with 14 of 19 sitting voting members present.

* On leave of absence

AGENDA

1. ANNOUNCEMENTS

2. MODIFICATIONS AND ADOPTION OF AGENDA

3. CONSENT AGENDA

- a) Correspondences
- b) Approval of minutes of the Special Meeting of April 5, 2024
- c) Approval of minutes of the Regular Meeting of April 5, 2024
- d) Director, Constituent College - Lennoxville
- e) Director General
- f) **RESOLUTION RE:** DECs & AECs (Lennoxville)
- g) **RESOLUTION RE:** Access to surplus Saint-Lambert HVAC Eco-Energy Project
- h) **RESOLUTION RE:** Awarding of Contract – Roof Replacement – Administrative Office - Sherbrooke
- i) **RESOLUTION RE:** Sale of the Ontario Street Building
- j) **RESOLUTION RE:** Space and Service Agreement with Bishop's University 2024-2029
- k) **RESOLUTION RE:** Cloud-Based Services Contract
- l) **RESOLUTION RE:** Bylaw 3 / Bylaw 4 / Bylaw 7 / Code of Ethics and Professional Conduct for Governors and for Members of the Governing Board / Conflict of Interest and Nepotism / Policy concerning the Hiring and Evaluation of an external auditing firm – minor corrections
- m) **INFORMATION RE:** Calendar of meetings 2024-2025

4. BUSINESS ARISING FROM PREVIOUS MEETINGS

- a) Grievance Arbitration Decision – HR and Governance & Ethics Committees recommendation (in-camera)
- b) Lennoxville Status update (in-camera)
- c) DG Selection Committee update

5. DIRECTORS REPORTS

- a) Directeur, Constituent College – Saint-Lambert
- b) Directeur, Constituent College – St. Lawrence
- c) Information Security and Technology Status Report

6. PUBLIC QUESTION PERIOD FOR FIFTEEN MINUTES

7. BREAK FOR FIFTEEN MINUTES

8. NEW BUSINESS

- a) **RESOLUTION RE:** DECs & AECs (Saint-Lambert & St. Lawrence)
- b) **RESOLUTION RE:** 2024-2025 Provisional Operating Budget
- c) **RESOLUTION RE:** 2024-2025 Provisional Capital Budget
- d) **RESOLUTION RE:** Evaluation Plan for the Self-Evaluation of Quality Assurance Mechanisms
- e) **RESOLUTION RE:** Information Security Policy
- f) **INFORMATION RE:** Hydro Quebec / SQI
- g) **ELECTIONS RE:**
 - Chair
 - Vice-Chair
 - Executive Committee
 - Audit Committee
 - Human Resources Committee
 - Governance and Ethics Committee

9. ADJOURNMENT

1. WELCOME AND ANNOUNCEMENTS

The Vice-Chair called the meeting to order at 6:50 p.m., and welcomed all board members.

He announced that the meeting will be recorded for the ministry investigators.

Regrets were received from G. Bourgoing, M. Plante, V. Harvey, E. Richard and W. Witteman.

The Vice-Chair welcome the new board member: Philip Cooper in is new role of Interim Director of Constituent College – Lennoxville.

2. ADOPTION OF THE AGENDA

It was moved to adopt the agenda as modified.

Add item 4b) Lennoxville Status Update (in-camera)

Add item 4c) DG Selection Committee update

Add St. Lawrence in item 8a) DEC's & AEC's (Saint-Lambert)

There was no call for the vote.

MOVED BY: A. MOÏSE

SECONDED BY: A. LAPLANTE

MOTION CARRIED

3. CONSENT AGENDA

It was moved to adopt the Consent Agenda as presented.

There was no call for the vote.

MOVED BY: D. SHEWAN

SECONDED BY: M. VIGNEAULT

MOTION CARRIED

- a) **Correspondences**
- b) **Approval of minutes of the Special Meeting of April 5, 2024**
- c) **Approval of minutes of the Regular Meeting of April 5, 2024**
- d) **Director, Constituent College – Lennoxville**
- e) **Director General**
- f) **Resolution re: DEC's & AEC's (Lennoxville)**

Resolution CRC-2023-052: Diplomas of College Studies (DEC's) and Attestations of College Studies (AEC's) – 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 Director of Human Resources / Corporate Affairs' Office on behalf of the Director of Constituent College; and

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College recommend that the appropriate Diploma of College Studies (DEC) or Attestation of College Studies (AEC) be awarded to the students of Champlain Regional College (Champlain College Lennoxville) whose names appear on the lists submitted to the Director of Human Resources / Corporate Affairs' Office.

Number of DEC's at Champlain College Lennoxville: 82

Number of AEC's at Champlain College Lennoxville: 0

g) Resolution re: Access to surplus Saint-Lambert HVAC Eco-Energy Project

RESOLUTION CRC-2023-053: Access to surplus Saint-Lambert HVAC Eco-Energy Project

WHEREAS the Saint-Lambert HVAC project cost is evaluated at \$13,500,000; and

WHEREAS the Ministry has taken back, without prior notice, a portion of the accumulated surplus from the Champlain Regional College renovation and deferred maintenance regular envelopes in the initial 2023-2024 allocation; and

WHEREAS the financing plan for the HVAC project included a portion of the regular renovation envelope in the amount of \$5,600,000; and

WHEREAS the financing plan for the HVAC project included a portion of the regular maintenance deficit envelope in the amount of \$4,200,000; and

WHEREAS the recovery of Saint-Lambert's portion over 2023-24 and 2024-25 represents more than \$2,700,000; and

WHEREAS Saint-Lambert's unallocated accumulated surplus is \$7.2M, and the college still anticipates a minimum surplus of approximately \$900,000 over expenses for the current fiscal year; and

WHEREAS the Saint-Lambert Governing Board recommended the access to surplus to the Board of Governors at its May 27, 2024, meeting;

BE IT THEREFORE RESOLVED that the Board of Governors approve an access to surplus of \$2.7M for the HVAC – Eco-Energy project Saint-Lambert.

h) Resolution re: Awarding of Contract – Roof Replacement – Administrative Office - Sherbrooke

RESOLUTION CRC-2023-054: Awarding of Contract – Roof Replacement – Administrative Office - Sherbrooke

WHEREAS, the replacement of the roof at the Champlain Administration Office is part of the investment plan and accounted for in the Capital budget; and

WHEREAS, in compliance with the College's Policy Respecting Procurement Contracts for Goods, Services and Construction and the Regulation Respecting Service Contracts of Public Bodies, tenders were sought under the project number 1B23179; and

WHEREAS, on May 2, 2024, the College published a call for tenders on the official government website for tenders (SÉAO) ref no1844389; and

WHEREAS, the sealed bids of four (4) suppliers were opened on May 28 at 11:00, local time, in the presence of the Director of Administrative Services, one (1) witness, at the Sherbrooke administrative office; and

WHEREAS, a thorough analysis has been completed by the Regional college Material services and by the architects to the project; and

WHEREAS, the company, Gagné & Roy inc. provided the lowest compliant bid;

BE IT THEREFORE RESOLVED that the Board of Governors awards the contract for the replacement of the roof at Champlain College Administrative Office, to Gagné & Roy inc. in the amount of \$429,456 (before taxes).

i) **Resolution re:** Sale of the Ontario Street Building

RESOLUTION CRC-2023-055: Sale of the Ontario Street Building

WHEREAS the 554 Ontario Street building in Sherbrooke is considered *excédentaire* for CHAMPLAIN REGIONAL COLLEGE; and

WHEREAS the procedure for the sale of a public immovable property is outlined in the Regulation Respecting the Standards, Conditions and Procedure for Alienation of an Immovable of a General and Vocational College - General and Vocation Colleges Act (chapter C-29, a. 18.0.1); and

WHEREAS on November 29, 2023, the Board of Governors adopted resolution concerning the sale of the 554 Ontario Street building in Sherbrooke; and

WHEREAS the *CENTRE DE SERVICE SCOLAIRE DE LA RÉGION DE SHERBROOKE* approached the *MINISTÈRE DE L'ENSEIGNEMENT SUPÉRIEUR* to obtain the required ministerial authorization to acquire the building for the sum of ONE DOLLAR (\$1.00); and

WHEREAS a signing authority must be designated for the notarial act;

BE IT THEREFORE RESOLVED that the Interim Director General be named as the designated signing authority for the transaction and all related documents required.

j) **Resolution re:** Space and Service Agreement with Bishop's University 2024-2029

Resolution CRC-2023-056: Space and Service Agreement with Bishop's University 2024-2029

WHEREAS the College has two contracts with Bishop's University: a Space agreement and a Service agreement; and

WHEREAS the academic space-sharing agreement between Bishop's University and Champlain under the aegis of the MES and involves no cost to the college must be the subject of an agreement; and

WHEREAS the space-sharing agreement between Bishop's University and Champlain does not include the related or additional services that the university provides to the College and must be subject of an agreement; and

WHEREAS both service agreement with Bishop's University end on June 30, 2024; and

WHEREAS it is in the best interest of the College to renew a long-term service agreement with Bishop's University; and

WHEREAS negotiations between the two institutions regarding the usage of academic spaces has led to an agreement for the next five (5) years plus two (2) renewal options of one (1) year;

WHEREAS negotiations between the two institutions regarding the level and cost of services delivered has led to an agreement for services at a rate of compensation for the next five (5) years plus two (2) renewal options of one (1) year;

BE IT THEREFORE RESOLVED that the Board of Governors authorize the Interim Director General to conclude and sign the Space agreement and the Service agreement with Bishop's University for the period of July 1, 2024 to June 30, 2029 with a renewal option totaling 2 years for an amount including renewal options estimated at \$3,1M before taxes.

k) Resolution re: Cloud-Based Services Contract

Resolution CRC-2023-057: Cloud-Based Services Contract

WHEREAS Champlain Regional College (the College) has a legal obligation to move its local information assets to a public cloud infrastructure, in accordance with Ministerial Decree 596-2020; and

WHEREAS the College described all its needs and has issued a call for interest to all suppliers qualified by the *Courtier Informatique*, as required by the procurement process for cloud-based solutions, and in accordance with Article 48 of the *Règlement sur les contrats des organismes publics en matière de technologies de l'information*; and

WHEREAS the results of the call for interest have been presented to the Senior Management Committee (SMC) in the form of an analysis report; and

WHEREAS the analysis report has identified and recommended Microsoft Azure as the College's official cloud platform; and

WHEREAS the SMC concurred with the recommendation; and

WHEREAS the services proposed by Microsoft Canada are the most advantageous to meet the College's needs, considering all the selection criteria identified in the analysis process.

BE IT THEREFORE RESOLVED that the Board of Governors awards the cloud services contract in the total amount of \$773,000 (plus taxes) for a period of 3 years to Microsoft Canada and its License Service Provider (LSP), namely SoftChoice; and

BE IT THEREFORE FURTHER RESOLVED that the Board of Governors authorizes the Director General to sign said contract.

l) Resolution re: Bylaw 3 / Bylaw 4 / Bylaw 7 / Code of Ethics and Professional Conduct for Governors and for Members of the Governing Board / Conflict of interest and Nepotism / Policy concerning the Hiring and Evaluation of an external auditing firm – minor corrections

Resolution CRC-2023-058: Bylaw 3 / Bylaw 4 / Bylaw 7 / Code of Ethics and Professional Conduct for Governors and for Members of the Governing Board / Conflict of Interest and Nepotism / Policy concerning The Hiring and Evaluation of an external auditing firm – minor corrections

WHEREAS the following Bylaws and Policies below were adopted at the April 5, 2024 meeting of the Board of Governors:

- Bylaw 3 – Appointment, Renewal of Mandate and Evaluation of the DG and DCCs;
- Bylaw 4 – Human Resources Management;
- Bylaw 7 – Student Admission to Academic Programs;
- Code of Ethics and Professional Conduct for Governors and for Members of the Governing Boards;
- Policy on Conflict of Interest and Nepotism;
- Policy concerning the Hiring and Evaluation of an External Auditing Firm; and,

WHEREAS following the meeting, a few minor corrections had to be done mainly on the formatting as well as some of the definitions; and,

WHEREAS none of the corrections impacted the application of the Bylaw or Policy itself;

BE IT THEREFORE RESOLVED that the Board of Governors adopts the amendments made to the six documents listed above for better clarity.

m) Information re: Calendar of meetings 2024-2025

The calendar of meetings for 2024-2025 was shared with board members.

4. BUSINESS ARISING FROM PREVIOUS MEETINGS

a) Grievance Arbitration Decision – HR and Governance & Ethics Committees recommendation (in-camera)

In-camera session moved by M. Vigneault / C. Michel at 6:53 p.m.

Resolution CRC-2023-059:

Recommendations from the Joint Committee

WHEREAS the Board of Governors (the “Board”) mandated the members of the Human Resources Committee and the Governance and Ethics Committee (the “Joint Committee”) to meet jointly and review the Arbitration Award of May 1, 2024, and make recommendations to the Board on an appropriate course of action; and

WHEREAS the Joint Committee has met on multiple occasions on this matter; and

WHEREAS the Joint Committee has unanimously adopted a resolution setting out its recommendations to the Board; and

WHEREAS the Board has reviewed and discussed the recommendations of the Joint Committee;

BE IT THEREFORE RESOLVED that the Board accepts the following amended recommendations

1. Issue a statement in response to the Arbitration Award that incorporates the following ideas:

The Board acknowledges that shortcomings in dispute management practices existed at the time of the events. Since then, the management team has taken a number of corrective actions. We are confident that current and future actions will improve the College's well-being. The Board is committed to following the work of College management in this area.

2. Mandate the Joint Committee to prepare a report for the Director General that identifies areas of overlap between the problems identified in the Arbitration Award and the recommendations issued in previous reports from the Ministry of Higher Education and two external consulting firms.

3. Mandate the Director General, with the assistance of any senior managers that he might choose, to prepare a report for presentation to the Board at its first regular meeting in 2024-2025 that:

a. Describes the actions taken thus far to address those problems and/or recommendations; and

b. Presents an action plan for addressing any remaining problems or recommendations.

4. Mandate the Director General to present a report at the final regular Board meeting of 2024-2025 on the results to date of the action plan (see 3(b) above).

5. Extend the mandate of the Joint Committee into the 2024-2025 academic year to:

a. Monitor the College's response to the identified problems and recommendations, and

b. Make recommendations, as needed, to the Board.

6. Mandate MNP to proceed with the plan to conduct a climate assessment at Champlain St. Lawrence College to complement those already conducted at Champlain College Lennoxville and Champlain College Saint-Lambert.

7. Mandate College administration to ensure that the revision of the Harassment Policy currently underway is prioritized and that it clearly and explicitly addresses harassment prevention as required by the *Act Respecting Labour Standards*.

8. Mandate the College to present the proposed revision of the Harassment Policy to the Joint Committee prior to it being disseminated for College-wide consultation.
9. Mandate the College to ensure that those directly involved in implementing the Harassment Policy are given the necessary training to fulfill their responsibilities.
10. Mandate the College to investigate alternate dispute resolution solutions including, but not limited to, the creation of an Ombuds Office, and report on its findings to the Board including likely responsibilities of potential solutions, associated costs, and possible alternatives to an internal position.
11. Mandate College administration to ensure that priority is given to continued work on Bylaw 3 to improve the effectiveness of the processes for appointing, evaluating, and renewing Directors of Constituent Colleges.

There was no call for the vote.

MOVED BY: A. LAPLANTE
SECONDED BY: L. ANDERSON

MOTION CARRIED

b) Lennoxville Status Update (in-camera)

In-camera session end moved by M. Vigneault at 8:13 p.m.

c) DG Selection Committee Update

L. Anderson as Chair of the DG Selection Committee spoke to this item and gave a quick update on the status of the DG Selection process. The Committee had 4-5 meetings with the external firm to discuss the candidates' applications. 2 interviews have been done and another one will be done in the week of June 17.

5. DIRECTORS REPORTS

a) Director, Constituent College – Saint-Lambert

D. Shewan spoke to his report.

b) Director, Constituent College – St. Lawrence

E. Berryman spoke to his report.

c) Information Security and Technology Status Report

C. Leduc spoke to his report.

6. PUBLIC QUESTION PERIOD FOR FIFTEEN MINUTES

- **When the resolution will be made public** - The resolution regarding the recommendations of the joint committee will be made public after the minutes of the June 14, 2024, meeting are approved during the first regular meeting of the Board of Governors in October 2024.
- **What impact will it have** – communication will be important to let the community know what the Board is working on as well as improving our processes to make sure the situation doesn't happen again. An action plan will be put in place to be able to monitor the progress.

- **Has the college met with the employee that did the grievance** – Yes, the DRH and local RH met with the employee and listened to the needs of the employee.
- **When will the cost be known on all this grievance situation** – Only once the whole situation is completely finished by all the parties.

7. BREAK FOR FIFTEEN MINUTES

8. NEW BUSINESS

a) DECs & AECs (Saint-Lambert & St. Lawrence) [RESOLUTION]

D. Shewan spoke to the resolution.

Resolution CRC-2023-060: Diplomas of College Studies (DECs) and 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 Director of Human Resources / Corporate Affairs' Office on behalf of the Director of Constituent College; and

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College recommend that the appropriate Diploma of College Studies (DEC) or Attestation of College Studies (AEC) be awarded to the students of Champlain Regional College (Champlain College Saint-Lambert) whose names appear on the lists submitted to the Director of Human Resources / Corporate Affairs' Office.

Number of DECs at Champlain College Saint-Lambert: 0*

Number of AECs at Champlain College Saint-Lambert: 38**

* of these are from RAC

** 25 of these are from RAC

There was no call for the vote.

MOVED BY: D. SHEWAN

SECONDED BY: A. MOÏSE

MOTION CARRIED

Note: a special board will be required before the end of June to adopt the DECs since the ministry has not confirmed the final numbers yet due to technical issues.

Resolution CRC-2023-061: Diplomas of College Studies (DECs) and Attestations of College Studies (AECs) – Champlain-St. Lawrence College

WHEREAS the relevant academic authorities of Champlain-St. Lawrence College 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 Director of Human Resources / Corporate Affairs' Office on behalf of the Director of Constituent College; and

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College recommend that the appropriate Diploma of College Studies (DEC) or Attestation of College Studies (AEC) be awarded to the students of Champlain Regional College (Champlain-St. Lawrence College) whose names appear on the lists submitted to the Director of Human Resources / Corporate Affairs' Office.

Number of DEC's at Champlain-St. Lawrence College: 156

Number of AEC's at Champlain-St. Lawrence College: 7

There was no call for the vote.

MOVED BY: M. VIGNEAULT

SECONDED BY: K. DEVEAU

MOTION CARRIED

b) 2024-2025 Provisional Operating Budget [RESOLUTION]

The audit committee gave a quick update on their audit committee meeting recommending the budgets.

Y. Rainville spoke to the resolution.

Resolution CRC-2023-062: 2024-2025 Provisional Operating Budget

WHEREAS the Ministry's provisional allocation for 2024-2025 has been received; and

WHEREAS the College has prepared the Annual Operating Budget respecting regulations and budgetary policies as set forth by the *Ministère de l'Éducation et de l'Enseignement Supérieur*; and

WHEREAS *Champlain – St. Lawrence* has prepared and adopted by resolution at its May 21, 2024 Governing Board meeting the Provisional Operating Budget for the financial year 2024-2025; and

WHEREAS *Champlain – St. Lambert* has prepared and adopted by resolution at its May 27, 2024 Governing Board meeting the Provisional Operating Budget for the financial year 2024-2025; and

WHEREAS *Champlain – Lennoxville* has prepared and adopted by resolution at its May 28, 2024 Governing Board meeting the Provisional Operating Budget for the financial year 2024-2025; and

WHEREAS Champlain Regional College has prepared a consolidated balanced budget for the 2024-2025 financial year for a total of \$75,846,372; and

WHEREAS the Audit committee reviewed the consolidated Operating budget 2024-2025 at its May 30, 2024 regular meeting; and

BE IT THEREFORE RESOLVED that the Board of Governors adopts the 2024-2025 consolidated Provisional Operating Budget as presented.

There was no call for the vote.

MOVED BY: D. SHEWAN

SECONDED BY: A. LAPLANTE

MOTION CARRIED

Motion to extend the meeting for 30 min. was moved by A. Moïse at 9:20pm

c) 2024-2025 Provisional Capital Budget [RESOLUTION]

Y. Rainville spoke to the resolution.

Resolution CRC-2023-063: 2024-2025 Provisional Capital Budget

WHEREAS the 2024-2025 Capital Budget must be submitted to the Ministry by June 30th, 2024 in the stipulated format; and

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

WHEREAS *Champlain – St. Lawrence* has prepared and adopted by resolution at its May 21, 2024 Governing Board meeting the Provisional Capital Budget for the financial year 2024-2025; and

WHEREAS *Champlain – St. Lambert* has prepared and adopted by resolution at its May 27, 2024 Governing Board meeting the Provisional Capital Budget for the financial year 2024-2025; and

WHEREAS *Champlain – Lennoxville* has prepared and adopted by resolution at its May 28, 2024 Governing Board meeting the Provisional Capital Budget for the financial year 2024-2025; and

WHEREAS the total 2024-2025 Provisional Capital Budget, including the ministry allocations for capital and moveable assets and the carry-over from previous year totals \$14,965,723 with planned expenses of \$7,316,837; and

WHEREAS the total planned spending does not exceed the total budget for the 2023-2024 financial year and the balance will provision for planned long-term projects;

WHEREAS the Audit committee reviewed the Provisional Capital Budget 2024-2025 at its May 30, 2024 regular meeting; and

BE IT THEREFORE RESOLVED that the Board of Governors adopts the 2024-2025 consolidated Provisional Capital Budget as presented.

There was no call for the vote.

MOVED BY: D. SHEWAN

SECONDED BY: A. LAPLANTE

MOTION CARRIED

d) Evaluation Plan for the Self-Evaluation of Quality Assurance Mechanisms [RESOLUTION]

B. Denison spoke to the resolution.

Resolution CRC-2023-064: Evaluation Plan for the Self-Evaluation of Quality Assurance Mechanisms

WHEREAS the *Commission d'évaluation de l'enseignement collégial* (CEEC) is currently engaged in the second cycle of audits for the province-wide evaluation of quality assurance mechanisms in Quebec colleges; and

WHEREAS Champlain Regional College, as part of this second audit cycle, is required by the CEEC to conduct a self-evaluation of its quality assurance mechanisms in four specific areas: (1) programs of studies, (2) evaluation of student learning, (3) strategic planning, and (4) student success planning; and

WHEREAS the CEEC expects that Champlain Regional College will conduct this self-evaluation of quality assurance mechanisms according to an evaluation plan that has been adopted by the Board of Governors; and

WHEREAS an evaluation plan has been prepared that sets out the context, objectives, criteria, methodology, and timelines for this self-evaluation; and

WHEREAS the evaluation plan was given preliminary approval by the Senior Management Committee on May 1, 2024, prior to dissemination to the constituent colleges; and

WHEREAS the Commissions of Studies of the three constituent colleges have considered the evaluation and recommended it to their respective Governing Boards; and

WHEREAS the three Governing Boards have considered the evaluation plan and recommended its adoption to the Board of Governors; and

WHEREAS the evaluation plan has been considered and discussed by the Board of Governors;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College adopts the evaluation plan set out in the document *Self-Evaluation of Quality Assurance Mechanisms at Champlain Regional College — Second Audit Cycle: Evaluation Plan*.

There was no call for the vote.

MOVED BY: D. SHEWAN

SECONDED BY: P. COOPER

MOTION CARRIED

A motion of thanks was made for Brian Denison and Josée Bouchard for their efforts to put this document together which is a complex requirement from the government.

MOVED BY: D. SHEWAN

SECONDED BY: P. COOPER

MOTION CARRIED

e) Information Security Policy [RESOLUTION]

C. Leduc spoke to the resolution.

Resolution CRC-2023-065: Information Security Policy

WHEREAS the Board of Governors of Champlain Regional College passed an initial version of the *Information Security Policy* on June 14, 2019 (Resolution 3200); and

WHEREAS the Government of Quebec, through the newly created *Ministère de la Cybersécurité et du Numérique* has made multiple law and regulation changes; and

WHEREAS the current Information Security Policy is out of date and incoherent with the obligations regarding the Act respecting the governance and management of the information resources of public bodies and government enterprises (LGRI) and its related *Directive sur la sécurité de l'information gouvernementale* and multiple management frameworks; and,

WHEREAS the College is required to have an Information Security Policy; and

WHEREAS the College must continue to meet its obligations regarding changes to the Act respecting the governance and management of the information resources of public bodies and government enterprises (LGRI) and its related *Directive sur la sécurité de l'information gouvernementale*, by adopting a new information security policy; and

WHEREAS a consultation process was undertaken in the winter semester 2024 with the Senior Management Committee, the management personnel and all IT personnel of the organization; and

WHEREAS Bylaw 1 states that the Champlain Regional College Board of Governors adopts Bylaws and Policies, after a consultation with each Governing Board; and

WHEREAS the St. Lawrence Governing Board has been consulted at its regular meeting of May 21, 2024; and

WHEREAS the Saint-Lambert Governing Board has been consulted at its regular meeting of May 27, 2024; and

WHEREAS the Lennoxville Governing Board has been consulted at its regular meeting of May 28, 2024; and

WHEREAS the Ethics and Governance Committee of the Board of Governors has been consulted on June 6, 2024;

BE IT THEREFORE RESOLVED that the Board of Governors of Champlain Regional College adopts the policy as modified.

There was a call for the vote.

IN FAVOR: 12

AGAINST: 1

ABSENTION: 1

MOVED BY: D. SHEWAN

SECONDED BY: M. VIGNEAULT

MOTION CARRIED

K. Warlund asked that all “he/she” be changed by “their” as well as another small change.

A motion of thanks for Claude was made.

MOVED BY: D. SHEWAN

SECONDED BY: A. LAPLANTE

MOTION CARRIED

Motion to extend the meeting for 45 min. by B. Denison at 9:54pm

f) Hydro Québec / SQI [INFORMATION]

D. Shewan spoke to this item stating that Hydro Quebec will be coming to part of the parking lot. The judge will decide on the amount of the expropriation as the proposed amount was not satisfying for the college.

g) Elections

The Board elects annually, at the last regular Board meeting of the financial year, a Chair and a Vice-Chair. Only external Governors are eligible for this position. (Reference: Bylaw 1, Articles 4.3 and 4.4)

Election of Chair

J. Burns opened the floor for external member nominations.

Proposed External	Moved by:	Accepted:
J. Burns	D. Shewan	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

J. Burns called for further nominations. Being no further nominations, J. Burns was declared *Chair* by acclamation.

Election of Vice-Chair

J. Burns opened the floor for external member nominations.

Proposed External	Moved by:	Accepted:
M. Vigneault	C. Michel	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

J. Burns called for further nominations. Being no further nominations, M. Vigneault was declared *Vice-Chair* by acclamation.

Election of Executive Committee Members

The Executive Committee is composed of (Reference: Bylaw 1, Article 5.1):

- The Director General (ex-officio);
- The Directors of Constituent Colleges (3) (ex-officio);
- The Chair of the Board;
- The Vice-Chair of the Board;
- Two (2) governors:
 - One (1) of whom is an external representative; and
 - One (1) of whom is an internal representative.

J. Burns opened the floor for external member nominations.

Proposed External	Moved by:	Accepted:
L. Anderson	E. Berryman	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

J. Burns called for further nominations. Being no further nominations, L. Anderson was declared *External Member of the Executive Committee* by acclamation.

J. Burns opened the floor for internal member nominations.

Proposed Internal	Moved by:	Accepted:
D. Albert	D. Shewan	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

J. Burns called for further nominations. Being no further nominations, D. Albert was declared *Internal Member of the Executive Committee* by acclamation.

Election of Audit Committee Members:

Reference: Bylaw 1, Article 5.2

Note: *The Audit Committee is composed of a maximum of five (5) members of the Board of Governors, with a majority of external Governors. The Audit Committee should include the presence of at least one Governor who has competency in accounting or financial matters.*

(The Chair of the Board may attend any committee meetings. The Director General and one other Director, whose expertise is related to the role of the committee, are resource persons for these committees; other Directors may be invited as guests).

J. Burns opened the floor for external member nominations.

Proposed External	Moved by:	Accepted:
G. Bourgoing	G. Bourgoing	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
J. Burns	Y. Rainville	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

J. Burns called for further nominations. Being no further nominations, G. Bourgoing and J. Burns were declared *External Member of the Audit Committee* by acclamation.

J. Burns opened the floor for internal member nominations.

Proposed Internal	Moved by:	Accepted:
M. Plante	M. Plante	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

J. Burns called for further nominations. Being no further nominations, M. Plante was declared *Internal Member of the Audit Committee* by acclamation.

Election of Human Resources Committee Members:

Reference: Bylaw 1, Article 5.2

Note: *The Human Resources Committee is composed of a maximum of five (5) members of the Board of Governors, with a majority of external Governors.*

(The Chair of the Board may attend any committee meetings. The Director General and one other Director, whose expertise is related to the role of the committee, are resource persons for these committees; other Directors may be invited as guests).

J. Burns opened the floor for external member nominations.

Proposed External	Moved by:	Accepted:
L. Anderson	L. Anderson	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
A. Moïse	M. Vigneault	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

J. Burns called for further nominations. Being no further nominations, L. Anderson and A. Moïse were declared *External Member of the Human Resources Committee* by acclamation.

J. Burns opened the floor for internal member nominations.

Proposed Internal	Moved by:	Accepted:
B. Denison	L. Anderson	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

J. Burns called for further nominations. Being no further nominations, B. Denison was declared *Internal Member of the Human Resources Committee* by acclamation.

Election of Governance and Ethics Committee Members:

Reference: Bylaw 1, Article 5.2

Note: The Governance and Ethics Committee is composed of a maximum of five (5) members of the Board of Governors, with a majority of external Governors.

(The Chair of the Board may attend any committee meetings. The Director General and one other Director, whose expertise is related to the role of the committee, are resource persons for these committees; other Directors may be invited as guests).

J. Burns opened the floor for external member nominations.

Proposed External	Moved by:	Accepted:
M. Vigneault	M. Vigneault	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
L. Anderson	A. Moïse	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

J. Burns called for further nominations. Being no further nominations, M. Vigneault and L. Anderson were declared *External Member of the Governance and Ethics Committee* by acclamation.

J. Burns opened the floor for internal member nominations.

Proposed Internal	Moved by:	Accepted:
B. Denison	E. Berryman	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

J. Burns called for further nominations. Being no further nominations, B. Denison was declared *Internal Member of the Governance and Ethics Committee* by acclamation.

9. ADJOURNMENT

Motion to adjourn the meeting by D. Shewan at 10:15 p.m.

J. Burns
Vice Chair

A. Robert-Baron LL. B.
Coordinator of Corporate Affairs
/ Secretary General