MINUTES OF THE 484th MEETING OF THE BOARD OF GOVERNORS OF DAWSON COLLEGE HELD ON WEDNESDAY NOVEMBER 30 2016 AT 6:00 P.M. IN ROOM 7C.5, 3040 SHERBROOKE STREET WEST, MONTREAL, QUEBEC

PRESENT: Sonya Branco Steve Hatajlo Sylvain Richard, Chair Richard Filion Azra Khan Benjamin Seamone

Diane Gauvin Louise Kralka Jamie Singerman
Michael Goldwax Jean Nagy Anthony Williams
Fiona Hanley Annie Quadros

REGRETS: Anila Asghar Michael Judson

Anna Gagliardi Anna Villalta

College Officers: Ray Boucher Glenys Ronnie François Paradis Wai Bong Shum

Also Present: Ray Bourgeois Wolfgang Krotter Kelly Ann Morel

Barbara Freedman Catherine Loiselle Donna Varrica
Carmela Gumelli Johanne Messier Michael Wood

Secretary to the Board: Janet Pakulis

Amended Agenda

- 484.1 ADOPTION OF THE AGENDA OF THE 484th MEETING
- 484.2 ADOPTION OF THE MINUTES OF THE 483rd MEETING
- 484.3 CORRESPONDENCE & PRESENTATIONS
- 484.4 REPORTS
 - .1 Report of the Executive Committee
 - .2 Report of the Chair of the Board
 - .3 Report of the Director General
 - .4 Report of the Academic Dean
 - .5 Report of the Chair of Senate
 - .6 Report of the Director of Administrative Services
- 484.5 BUSINESS ARISING FROM THE MINUTES
- 484.6 NEW BUSINESS
 - .1 CRISPESH Annual Report 2015-16
 - .2 Annual Financial Statements 2015-16
 - .3 Operating Fund Projections 2016-17
 - .4 Appropriation of the Accumulated Surplus for 2016-17
 - .5 Annual Report 2015-16
 - .6 Changes to Bylaws, 1, 4, 5 and 10
 - .7 Human Resources Director Selection Process
 - .8 Finance Director Appointment
 - .9 Attribution of Corporate Affairs to IST Director
 - .10 Appointment of Interim Ombudsperson
 - .11 Information Security Officer
 - .12 Skytech Expenses 2016-17
- 484.7 VARIA
- 484.8 DATE OF NEXT MEETING
- 484.9 ADJOURNMENT

Prior to the adoption of the agenda, the Board Chair, Sylvain Richard thanked all for attending. Mr. Richard announced that a Board member's mother had just recently passed away. He extended his condolences to her and her family on behalf of Board members.

Mr. Richard also announced that Louise Kralka just recently submitted her letter of resignation. Her mandate with the Board ends in February just prior to the next Board meeting. He thanked Louise for her eight invaluable years of service on the Board as a member, Vice-Chair and Chair and member of the many Board related committees. Mrs. Kralka in turn thanked the Board and Mr. Filion for the years that she spent as a member and wished Mr. Richard all the best in his role as Board Chair.

Mr. Richard further stated that all former Board members are invited to attend the Dawson College Recognition of Service dinner which honours recent retirees, employees with 25 years of service as well as recent former Board members. The date of this event is Friday June 2. 2017.

He also reported that the Vérificateur général du Québec (VGQ) has completed its audit which began with audit year 2014-15. He thanked Glenys Ronnie, Johanne Messier and their teams for their work and support during these past two years.

484.1 ADOPTION OF THE AGENDA OF THE 484th MEETING

It was agreed to address item 484.6.1 immediately following the adoption of the minutes.

It was moved by Louise Kralka, seconded by Anthony Williams, **THAT THE AGENDA OF THE 484**th **MEETING BE ADOPTED AS AMENDED.**

The motion was adopted unanimously.

484.2 ADOPTION OF THE MINUTES OF THE 483rd MEETING

It was moved by Fiona Hanley, seconded by Annie Quadros, **THAT THE MINUTES OF THE 483**rd **MEETING BE ADOPTED WITH CORRECTIONS.**

The motion was adopted unanimously by those eligible to vote.

484.3 CORRESPONDENCE & PRESENTATIONS

There was nothing to report under this item.

484.4 REPORTS

.1 Report of the Executive Committee

The Chair of the Executive Committee, Richard Filion reported that no resolutions were adopted at the meeting of November 16, 2016. The Executive Committee was given a brief overview on the progress of the Strategic Plan, Financial statements and Annual Report.

.2 Report of the Chair of the Board

Sylvain Richard reported that he and Michael Goldwax, Vice-Chair, participated in a conference call with the Fédération des cégeps and Ministre Hélène David to discuss an audit report presented by the VGQ on five colleges. This report listed deficiencies and anomalies. He also stated that nine million dollars in additional budgets will be allotted to the college network.

.3 Report of the Director General

Mr. Filion reported that following the incidences that recently occurred on Universities campuses in Quebec, Ministre David will be inviting cégeps and universities to meetings in order for all to share their practices and initiatives in the prevention of sexual assault. Mr. Filion stated that we will also reinforce our own policies on this serious matter.

.4 Report of the Academic Dean

The Academic Dean reported that 1,660 applications have been received for Winter 2017. Last year at this time 1,209 had been received. She stated that there was a significant external increase for Social Sciences.

.5 Report of the Chair of Senate

The Chair of Senate, Michael Wood had nothing to report at this time.

.6 Report of the Director of Administrative Services

The Director of Administrative Services, Glenys Ronnie will present a budget revision in February regarding the additional funding.

484.5 BUSINESS ARISING FROM THE MINUTES

There was nothing to report.

484.6 NEW BUSINESS

.1 CRISPESH Annual Report 2015-16

Richard Filion introduced Catherine Loiselle, Director of CRISPESH. Mr. Filion also gave background information on CRISPESH for the benefit of those who were not familiar with its mission. Mme Loiselle reviewed the report and summarized the report's key points, namely, partnerships with 5 new organizations; submitted 8 research grants and received 6; increase of 35% in Applied Research with 4 new projects and 2 on-going. Mme Loiselle also reviewed the financial statements. Mr. Filion mentioned that this is CRISPESH's first year as a not for profit organization.

It was moved by Azra Khan, seconded by Louise Kralka, **THAT THE BOARD OF GOVERNORS APPROVES THE CRISPESH ANNUAL REPORT 2015-16.**

.2 Annual Financial Statements 2015-16

Glenys Ronnie, the Director of Administrative Services reported on highlights of the statements and provided information pursuant to the 2015-16 operating fund results and the status of the accumulated surplus. She mentioned that the current year revenues include adjustments to prior year revenues of \$73,000 for Continuing Education activities and \$584,000 for regular day activities.

Sonya Branco, Chair of the Audit Committee stated that Sylvain Richard and Michael Goldwax, members of said committee met with management and the VGQ. She reported that the Audit Committee is recommending the adoption of the financial statements.

After all questions had been answered, it was moved by Michael Goldwax, seconded by Sonya Branco, THAT THE FOLLOWING DOCUMENTS WHICH CONSTITUTE THE DAWSON COLLEGE ANNUAL FINANCIAL STATEMENTS FOR THE YEAR ENDED JUNE 30 2016 BE APPROVED:

- État des résultats
- État de l'évolution des soldes de fonds
- État des gains et pertes de réévaluation
- État de la situation financière
- État des flux trésorerie
- Annexes 1 à 6
- Notes complémentaires

The motion was adopted unanimously.

.3 Operating Fund Projections 2016-17

Glenys Ronnie reported on the Operating Fund preliminary projections for 2016-17 based on fall enrolment. Highlights included an increase in Ministry subsidies for day of \$248,000 due to higher than anticipated enrolment. Revenue from Continuing Education activities are expected to be \$212,000 higher than budget. Also a subsidy for prior year to cover the costs of leased space will result in an increase in revenue in the operating fund of \$382,450.

.4 Appropriation of the Accumulated Surplus for 2016-17

Richard Filion stated that when in a surplus situation it is proposed to appropriate a small amount of the surplus for the current year.

It was moved by Jamie Singerman, seconded by Jean Nagy, THAT THE BOARD OF GOVERNORS AGREES TO APPROPRIATE \$300,000 FROM THE ACCUMULATED SURPLUS WITH THE PURPOSE OF PROVIDING SUPPORT TO THE IMPLEMENTATION OF THE STRATEGIC PLAN FOR THE YEAR 2016-17.

THAT A REPORT BE PROVIDED TO THE BOARD OF GOVERNORS CONCERNING THE USE OF THIS AMOUNT NO LATER THAN NOVEMBER 30, 2017.

.5 Annual Report 2015-16

Richard Filion presented the College's Annual Report 2015-16. He noted that this report is a legal requirement under the Colleges' Act, and must be submitted to the Ministry by December 1, 2016. Donna Varrica stated that she received word only two days ago that there was a change in the format of reporting the Annual Report which meant that the structure of the report had to change and the report ready for tonight's meeting.

The Board Chair congratulated all those involved in the writing and production of the annual report.

It was moved by Michael Goldwax, seconded by Steve Hatajlo, **THAT THE BOARD OF GOVERNORS RECEIVES THE DAWSON COLLEGE ANNUAL REPORT 2015-16.**

The motion was adopted unanimously.

.6 Changes to Bylaws 1 - 4 - 5 & 10

Richard Filion stated that because of changes to the Management Structure several bylaws must be revised to reflect these changes. François Paradis reviewed the highlights of the changes and comparisons to the bylaws in question.

It was moved by Michael Goldwax, seconded by Steve Hatajlo,

- 1) THAT BYLAW NUMBER 1 BE AMENDED AS DEFINED IN SUPPORTING TABLE, BYLAW 1 PROPOSED REVISIONS, EFFECTIVE IMMEDIATELY;
- 2) THAT BYLAW NUMBER 4 BE AMENDED AS DEFINED IN SUPPORTING TABLE, BYLAW 4 PROPOSED REVISIONS, EFFECTIVE IMMEDIATELY;
- 3) THAT BYLAW NUMBER 5 BE AMENDED AS DEFINED IN SUPPORTING TABLE, BYLAW 5 PROPOSED REVISIONS, EFFECTIVE IMMEDIATELY;
- 4) THAT BYLAW NUMBER 10 BE AMENDED AS DEFINED IN SUPPORTING TABLE, BYLAW 10 PROPOSED REVISIONS, EFFECTIVE IMMEDIATELY.

The motion was adopted unanimously.

For information purposes, changes and comparisons are included at the end of Minutes.

.7 Human Resources Director Selection Process

Richard Filion presented this item and stated that two candidates are being sent for further evaluation. In order to proceed in a timely manner with a recommendation from the selection process it would be pertinent to delegate the Board's authority to the Executive Committee for the appointment of the Director of Human Resources as the next Board meeting is in February 2017.

It was moved by Anthony Williams, seconded by Diane Gauvin, **THAT THE BOARD** OF GOVERNORS DELEGATES ITS AUTHORITY TO THE EXECUTIVE COMMITTEE FOR THE APPOINTMENT OF THE DIRECTOR OF HUMAN RESOURCES.

.8 Finance Director Appointment

Richard Filion stated that pursuant to the Board's approval for the creation of a Director of Human Resources positon, the dismantlement of the current Director Administrative Services function and the modification to Bylaw 1, it is necessary to reappoint Glenys Ronnie, current incumbent of the DAS position, as Director of Finance.

It was moved by Sonya Branco, seconded by Louise Kralka, THAT GLENYS RONNIE BE REAPPOINTED AS DIRECTOR OF FINANCE, EFFECTIVE AT THE DATE THE DIRECTOR OF HUMAN RESOURCES WILL TAKE OFFICE.

The motion was adopted unanimously.

François Paradis, on behalf of all, thanked Glenys Ronnie for her dedication and commitment in her role as Director of Administrative Services.

.9 Attribution of Corporate Affairs to the IST Director

Richard Filion stated that following the discontinuation of the Director of Administrative Services position many of the dossiers falling within its responsibility forces the College administration to redistribute some of the dossiers. Under Bylaw 1 it states that it is possible for a person to hold more than one position as a College Officer. Therefore it is proposed to entrust the Director of Information Systems and Technologies with the Corporate Affairs portfolio.

It was moved by Michael Goldwax, seconded by Annie Quadros, THAT THE BOARD OF GOVERNORS ENTRUSTS THE DIRECTOR OF INFORMATION SYSTEMS AND TECHNOLOGIES, FRANÇOIS PARADIS, WITH THE RESPONSIBILITY OF THE CORPORATE AFFAIRS PORTFOLIO.

The motion was adopted unanimously.

.10 Appointment of Interim Ombudsperson

Richard Filion introduced this item by stating that the resignation of the incumbent last June made it necessary to find a way to ensure the continuity of the services provided by this office. Attempts were made to fill this position on a permanent basis but failed, therefore an interim solution had to be found. The prospective candidate is a recently retired Dawson employee with a long-standing career as Academic Advisor with former experience as Ombudsperson. Questions ensued and it was discussed that perhaps a Board committee could be appointed to help in the next selection process. It was also noted that external recruitment would be an option.

It was moved by Steve Hatajlo, seconded by Jean Nagy, THAT THE BOARD OF GOVERNORS CONFIRMS THE HIRING OF MS. PATRICIA CHIARA AS OMBUDSPERSON FOR AN INTERIM PERIOD, FOR 3 DAYS/WEEK, FROM DECEMBER 2, 2016 TO JUNE 30, 2017.

.11 Information Security Officer

François Paradis introduced this item. The Fédération des cégeps recently published its guidelines on information security and recommends that an Information Security Officer be named by the Board of Governors. This officer defines the strategic orientation, policies and processes for the College and acts as the liaison between the College and the Ministry in matters regarding information security.

It was moved by Diane Gauvin, seconded by Anthony Williams, **THAT THE BOARD OF GOVERNORS NAMES FRANÇOIS PARADIS AS THE INFORMATION SECURITY OFFICER FOR DAWSON COLLEGE.**

The motion was adopted unanimously.

.12 Skytech Expenses 2016-17

François Paradis presented this item. There is an on-going maintenance and support agreement with Skytech Communications related to our Portal and other systems within the college. The combined cost for these contracts is \$374,744 which represents an increase of \$14,155 over last year.

It was moved by Anthony Williams, seconded by Jean Nagy, **THAT PAYMENT OF SKYTECH EXPENSES OF \$374,744 (BEFORE TAX) BE APPROVED.**

The motion was adopted unanimously.

484.7 VARIA

484.8 DATE OF NEXT MEETING

The meeting adjourned at 8:50 p.m.

The next regular meeting of the Board of Governors is scheduled for February 22, 2017.

484.9 ADJOURNMENT

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Signatures:		
Sylvain Richard	Richard Filion	
Chair	Director General	

BYLAW 1 – PROPOSED REVISIONS		
CURRENT TEXT	PROPOSED TEXT	Comments
	PLEASE NOTE : Bold type, except for those titles which normally appear in bold type, indicates changes from the previous version of the bylaw.	
Article 1 GENERAL PROVISIONS 1.01 <u>Definition</u> a) 'ACT': the General and Vocational Colleges Act, (RSQ, ch. C-29 and its amendments)	Article 1 GENERAL PROVISIONS 1.01 Definition a) 'ACT': the General and Vocational Colleges Act, (CQLR, ch. C-29 and its amendments)	
1.02 <u>Head Office</u> The Head Office of the College is located at 3040 Sherbrooke Street West, Westmount, Quebec.	1.02 Corporate Seat The corporate seat of the College is located at 3040 Sherbrooke Street West, Westmount, Quebec.	'Head office' would be used if there were campuses (which would be listed in Article 1).
Article 2 2.04 Records The Board shall maintain at its head office the following records:	Article 2 2.04 Records The Board shall maintain at its corporate seat the following records:	
 Article 4 MEETINGS OF THE BOARD 4.01 Regular Meetings b) The Director of Corporate Affairs must send a proposed agenda along with the relevant documentation to each of the Board members no later than seven (7) full days before the meeting. The proposed agenda must be available at the Office of Director of Corporate Affairs within the same time limits. 	 Article 4 MEETINGS OF THE BOARD 4.01 Regular Meetings b) The Director of Corporate Affairs must send a proposed agenda along with the relevant documentation to each of the Board members no later than five (5) calendar days before the meeting. The proposed agenda must be available at the Office of Director of Corporate Affairs within the same time limits. 	
4.02 Special Meetings a) At the request of the Chair, of the Executive Committee or of three (3) Board members, the Director of Corporate Affairs shall call a special meeting by means of a notice which specifies the date, the hour and the agenda of the meeting. Such notice of meeting must be sent to each member by registered mail or by courier, along with the relevant documentation, no later than seven (7) full days before the meeting.	 4.02 Special Meetings a) At the request of the Chair, of the Executive Committee or of five (5) Board members, the Director of Corporate Affairs shall call a special meeting by means of a notice which specifies the date, the hour and the agenda of the meeting. Such notice of meeting must be sent to each member electronically, along with the relevant documentation, no later than five (5) calendar days before the meeting. 	Increase the ratio (5/18=28%) to bring it closer to the Executive (2/6=33%). Electronic notices are also proposed for Special Executive Meetings (see 6.04)

BYLAW 1 – PROPOSED REVISIONS		
CURRENT TEXT	PROPOSED TEXT	Comments
4.05 <u>Place of Meetings</u> Board meetings are normally held at the head Office of the College.	4.05 Place of Meetings Board meetings are normally held at the College. For special and emergency meetings, the Chair may authorize attendance by telephone or electronic means.	
4.10 Information to the Community For each meeting of the Board and subject to the time limits prescribed in 4.01 c) and 4.02 a), the Director of Corporate Affairs shall post the proposed agenda in a public place in the College and within the same time limits forward the same to the various unions and employees' or students' associations of the College. Resolutions adopted by the Board of Governors shall be forwarded by the Director of Corporate Affairs to the College departments concerned. After each Board meeting the Director of Corporate Affairs shall disseminate a draft of the minutes to the College community as a whole. Such draft shall first be approved for release by the Executive Committee.	4.10 Information to the Community For each meeting of the Board and subject to the time limits prescribed in 4.01 c) and 4.02 a), the Director of Corporate Affairs shall make the proposed agenda publically available and within the same time limits forward the same to the various unions and employees' or students' associations of the College. Resolutions adopted by the Board of Governors shall be forwarded by the Director of Corporate Affairs to the College departments concerned.	
4.16 Adoption of Minutes Unless decided otherwise by a Board resolution, the secretary shall be excused from reading the minutes before their adoption provided that a copy shall have been sent to each member at least seven (7) full days before the meeting.	4.16 Adoption of Minutes Unless decided otherwise by a Board resolution, the secretary shall be excused from reading the minutes before their adoption provided that a copy shall have been sent to each member at least five (5) calendar days before the meeting.	For consistency with 4.01 b).
Article 5 OFFICERS OF THE COLLEGE 5.01 List of Officers The following are the officers of the College: a) the Chair b) the Vice-Chair c) the Director General d) the Academic Dean e) the Director of Plant and Facilities f) the Director Of Administrative Services g) the Director Corporate Affairs	Article 5 OFFICERS OF THE COLLEGE 5.01 List of Officers The following are the officers of the College: a) the Chair b) the Vice-Chair c) the Director General d) the Academic Dean e) the Director of Plant and Facilities f) the Director of Human Resources g) the Director of Finance	

BYLAW 1 – PROPOSED REVISIONS		
CURRENT TEXT	PROPOSED TEXT	Comments
h) the Director of Student Services i) the Director of Information Systems and Technology	 h) the Director of Student Services i) the Director of Information Systems and Technology j) the Director Corporate Affairs 	
5.06 <u>Director General</u> e) performs such other responsibilities as the Board shall assign to the Director General by bylaw or resolution.	 5.06 <u>Director General</u> e) is responsible for and entrusted with the care of the records referred to in paragraph n), of clause 2.04 of the present bylaw; f) sees to the preparation of the annual report of the College; g) performs such other responsibilities as the Board shall assign to the Director General by bylaw or resolution. 	The Director General is responsible for the annual report.
 5.09 <u>Director of Administrative Services</u> Under the authority of the Director General, the Director of Administrative Services a) directs the human resource management of the College; b) ensures compliance by the College with all laws, regulations and labour agreements to which the College is a party relating to the hiring and working conditions of employees of the College; c) directs the budgetary planning activities of the College and sees to the preparation of annual budgets and financial reports; d) ensures the control and direction of the financial operations of the College; e) is responsible for the application of policies resulting from the regulations adopted by virtue of the Act and the bylaws of the College pertaining to the management of human and financial resources; f) keeps up-to-date account books in which receipts and expenditures of the College are entered; g) keeps vouchers reflecting the financial dealings of the College; 	regulations and labour agreements to which the College is a party relating to the hiring and working conditions of employees of the College; c) is responsible for the application of policies resulting from the regulations adopted by virtue of the Act and the Bylaw concerning Human Resource Management; d) is responsible for, and entrusted with, the care of records referred to in subparagraphs g), h), i), and j) of clause 2.04 of the present bylaw; e) performs other related duties assigned by the Director General; f) performs such other responsibilities as the Board shall assign to the Director of Human Resources by bylaw or resolution.	

BYLAW 1 – PROPOSED REVISIONS		
CURRENT TEXT	PROPOSED TEXT	Comments
 h) is responsible for the preparation of cheques, drafts and other negotiable bills of exchange issued by the College; i) deposits money and other securities belonging to the College in any bank, credit union or trust company designated by resolution of the Board; j) is responsible for, and entrusted with, the care of records referred to in subparagraphs g), h), i), j), l), and m) of clause 2.04 of the present bylaw; k) performs other related duties assigned by the Director General; l) performs such other responsibilities as the Board shall assign to the Director of Administrative Services by bylaw or resolution. 		
	 5.10 <u>Director of Finance</u> Under the authority of the Director General, the Director of Finance a) directs the budgetary planning activities of the College and sees to the preparation of annual budgets and financial reports; b) ensures the control and direction of the financial operations of the College; c) is responsible for the application of policies resulting from the regulations adopted by virtue of the Act and the bylaws of the College pertaining to the management of financial resources; d) keeps up-to-date account books in which receipts and expenditures of the College are entered; e) keeps vouchers reflecting the financial dealings of the College; f) is responsible for the preparation of cheques, drafts and other negotiable bills of exchange issued by the College; g) deposits money and other securities belonging to the College in any bank, credit union or trust company designated by resolution of the Board; 	

	BYLAW 1 – PROPOSED REVISIONS			
CURRENT TEX	Т	PF	ROPOSED TEXT	Comments
5.10 Director Under the author Director of Corp a) is responsib b) calls meeting c) assisted by and signs, we minutes of the the Minute E d) calls meeting requested to e) is responsib	of Corporate Affairs ority of the Board of Governors, the orate Affairs: le for the secretariat; gs of the Board; the records clerk, if need be, prepares with the Chair of the Board, the ne Board meetings and enters them in Book; gs of committees of the Board when	h) i) j) 5.1	is responsible for, and entrusted with, the care of records referred to in subparagraphs I) , and m) of clause 2.04 of the present bylaw; performs other related duties assigned by the Director General; performs such other responsibilities as the Board shall assign to the Director of Finance by bylaw or resolution.	Moved and renumbered Under point j), remove annual reports (n). Remove point k) about annual reports.
bodies and t (RSQ, ch.A- Under the autho	the Protection of personal information 2.1) ority of the Director General, the		bodies and the Protection of personal information (CQLR, ch.A-2.1) Indeer the authority of the Director General, the	
g) assisted by and signs, we Committee,	gs of the Executive Committee; the records clerk, if need be, prepares with the Chair of the Executive the minutes of the Executive meetings and enters them in the	Dii f) g)	rector of Corporate Affairs: calls meetings of the Executive Committee; assisted by the records clerk, if need be, prepares and signs, with the Chair of the Executive Committee, the minutes of the Executive Committee meetings and enters them in the Minute Book;	
resulting from and the byla preservation i) is entrusted	le for the application of policies m the regulations of the Government less of the College pertaining to the n of documents and archives; with the care of the College Seal, the d the papers and documents of the	h) i)	is responsible for the application of policies resulting from the regulations of the Government and the bylaws of the College pertaining to the preservation of documents and archives; is entrusted with the care of the College Seal, the archives and the papers and documents of the	

BYLAW 1 – PROPOSED REVISIONS		
CURRENT TEXT	PROPOSED TEXT	Comments
Board of Governors, the Executive Committee and the Committees of the Board; j) is responsible for and entrusted with the care of the records referred to in paragraphs a), b), c), d), e), and n), of clause 2.04 of the present bylaw; k) sees to the preparation of the annual report of the College; l) performs other related duties assigned by the Director General; m) performs such other responsibilities as the Board shall assign to the Director of Corporate Affairs by bylaw or resolution.	Board of Governors, the Executive Committee and the Committees of the Board; j) is responsible for and entrusted with the care of the records referred to in paragraphs a), b), c), d), and e), of clause 2.04 of the present bylaw; performs other related duties assigned by the Director General; l) performs such other responsibilities as the Board shall assign to the Director of Corporate Affairs by bylaw or resolution.	
5.13 Removal from Office 5.14 Delegation of Powers	5.14 Removal from Office 5.15 Delegation of Powers	Renumbered clauses.
Article 6 EXECUTIVE COMMITTEE 6.01 Jurisdiction c) in matters related to personnel, exercises the powers described in Bylaw Number 4 concerning the personnel management of the College; d) in matters related to financial resources, exercises the powers described in Bylaw Number 5 concerning the management of the College's financial resources;	Article 6 EXECUTIVE COMMITTEE 6.01 Jurisdiction c) in matters related to personnel, exercises the powers described in Bylaw Number 4 concerning Human Resource Management of the College; d) in matters related to financial resources, exercises the powers described in Bylaw Number 5 concerning the Financial Management of the College;	Proposal to fix the bylaw titles.
6.04 Meetings of the Executive Committee b) Special meetings The Director General or two (2) members of the Executive Committee may call a special meeting. Notice of any special meeting shall be given by Director of Corporate Affairs at least twenty-four (24) hours before the meeting. Such notice may be given verbally or by telegram. Article 7 AUDIT COMMITTEE	6.04 Meetings of the Executive Committee b) Special meetings The Director General or two (2) members of the Executive Committee may call a special meeting. Notice of any special meeting shall be given at least twenty-four (24) hours before the meeting. Such notice may be given verbally or electronically. Article 7 AUDIT COMMITTEE	
7.06 Resource Persons The Director of Administrative Services or his/her delegate shall act, on request, as a resource to the Audit Committee	7.06 Resource Persons The Director of Finance or his/her delegate shall act, on request, as a resource to the Audit Committee	

BYLAW 4 – PROPOSED REVISIONS		
CURRENT TEXT	PROPOSED TEXT	
	PLEASE NOTE : Bold type, except for those titles which normally appear in bold type, indicates changes from the previous version of the bylaw.	
 Article 1 GENERAL PROVISIONS 1.01 <u>Definitions</u> a) 'REGULATION 3.01': Regulation (RSQ, ch. C-29, r. 3.01) decreed by the Minister by virtue of article 18.1 of the Act which outlines the working conditions of management personnel; b) 'REGULATION 3.3': Regulation (RSQ, ch.C-29, r. 3.3) decreed by the Minister by virtue of article 18.1 of the Act which outlines the working conditions of directors general and academic deans c) 'REGULATION 5.3': Regulation (RSQ, ch. C-29, r. 5.3) decreed by the Minister by virtue of article 18.0.2., par. a) of the Act which outlines the bylaws and policies which a college must adopt 	 Article 1 GENERAL PROVISIONS 1.01 <u>Definitions</u> a) 'REGULATION 3.01': Regulation (CQLR, ch. C-29, r. 3.01) decreed by the Minister by virtue of article 18.1 of the Act which outlines the working conditions of management personnel; b) 'REGULATION 3.3': Regulation (CQLR, ch.C-29, r. 3.3) decreed by the Minister by virtue of article 18.1 of the Act which outlines the working conditions of directors general and academic deans c) 'REGULATION 5.3': Regulation (CQLR, ch. C-29, r. 5.3) decreed by the Minister by virtue of article 18.0.2., par. a) of the Act which outlines the bylaws and policies which a college must adopt 	
Article 2 HUMAN RESOURCE MANAGEMENT 2.04 Consultation When decisions must be made that involve a provision of a labour agreement or of the Policy for Management Personnel, the manager must consult the Director of Administrative Services, or his/her delegate, to ensure compliance with such provisions. 2.05 Responsibility for Human Resource Management	Article 2 HUMAN RESOURCE MANAGEMENT 2.04 Consultation When decisions must be made that involve a provision of a labour agreement or of the Policy for Management Personnel, the manager must consult the Director of Human Resources, or his/her delegate, to ensure compliance with such provisions. 2.05 Responsibility for Human Resource Management	
The Director of Administrative Services shall ensure that decisions pertaining to human resource management comply with labour legislation to which the College is subject, as well as with applicable labour agreements, the Regulations of the Minister and all bylaws and policies of the College.	The Director of Human Resources shall ensure that decisions pertaining to human resource management comply with labour legislation to which the College is subject, as well as with applicable labour agreements, the Regulations of the Minister and all bylaws and policies of the College.	
2.06 <u>Delegation</u> The Director General and the Director of Administrative Services shall be informed in writing of all delegations of authority under this bylaw on the form provided for that purpose.	Delegation The Director General and the Director of Human Resources shall be informed in writing of all delegations of authority under this bylaw on the form provided for that purpose.	
Article 3 WORKING CONDITIONS 3.05 Coordinator of Local Negotiations The Director of Administrative Services shall act as the coordinator of local negotiations. In this capacity, under the authority of the Director General, the Coordinator shall: Article 6 SELECTION OF CANDIDATES	Article 3 WORKING CONDITIONS 3.05 Coordinator of Local Negotiations The Director of Human Resources shall act as the coordinator of local negotiations. In this capacity, under the authority of the Director General, the Coordinator shall: Article 6 SELECTION OF CANDIDATES	

BYLAW 4 – PROPOSED REVISIONS		
CURRENT TEXT	PROPOSED TEXT	
 6.02 <u>Selection Criteria</u> With respect to categories of personnel other than managers, selection criteria not provided for in collective agreements or classification plans shall be determined by the executive or senior manager responsible for the sector or department, in consultation with the Director of Administrative Services, or his/her delegate. Selection criteria not provided for in the Policy for Management Personnel shall be decided by the Director General in consultation with the Selection Committee, the executive or senior manager responsible for the sector or department and the Director of Administrative Services. 6.04 Teaching Personnel 	 6.02 <u>Selection Criteria</u> With respect to categories of personnel other than managers, selection criteria not provided for in collective agreements or classification plans shall be determined by the executive or senior manager responsible for the sector or department, in consultation with the Director of Human Resources, or his/her delegate. Selection criteria not provided for in the Policy for Management Personnel shall be decided by the Director General in consultation with the Selection Committee, the executive or senior manager responsible for the sector or department and the Director of Human Resources. 6.04 Teaching Personnel 	
 a) Should it be necessary to form a selection committee for the hiring of teachers, the Academic Dean and the Director of Administrative Services shall each appoint one of the two representatives of the College. b) Should it be necessary to form a selection committee specifically for the hiring of teaching personnel for Continuing Education credit courses, the Academic Dean and the Director of Administrative Services shall each appoint one of the two representatives of the College. 	 a) Should it be necessary to form a selection committee for the hiring of teachers, the Academic Dean and the Director of Human Resources shall each appoint one of the two representatives of the College. b) Should it be necessary to form a selection committee specifically for the hiring of teaching personnel for Continuing Education credit courses, the Academic Dean and the Director of Human Resources shall each appoint one of the two representatives of the College. 	
6.05 <u>Professional and Support Personnel</u> Should it be necessary to form a selection committee for the hiring of professional or support personnel, the executive or senior manager responsible for the sector or department and the Director of Administrative Services, or his/her delegate, shall each appoint at least one College representative.	6.05 Professional and Support Personnel Should it be necessary to form a selection committee for the hiring of professional or support personnel, the executive or senior manager responsible for the sector or department and the Director of Human Resources vices, or his/her delegate, shall each appoint at least one College representative.	
Article 7 HIRING AND APPOINTMENT OF REGULAR EMPLOYEES 7.02 Teaching Personnel The senior manager duly mandated by the Academic Dean shall authorize the hiring of teachers. The Director of Administrative Services, or his/her delegate, shall confirm the hiring to the successful candidate and shall determine the terms and conditions of such hiring.	Article 7 HIRING AND APPOINTMENT OF REGULAR EMPLOYEES 7.02 Teaching Personnel The senior manager duly mandated by the Academic Dean shall authorize the hiring of teachers. The Director of Human Resources, or his/her delegate, shall confirm the hiring to the successful candidate and shall determine the terms and conditions of such hiring.	

BYLAW 4 – PROPOSED REVISIONS		
CURRENT TEXT	PROPOSED TEXT	
7.03 Professional and Support Personnel The executive or senior manager responsible for the sector or department concerned shall authorize the hiring of a professional or support employee on the recommendation of the manager directly responsible for the position. The Director of Administrative Services or his/her delegate shall confirm the hiring to the successful candidate and shall determine the terms and conditions of such hiring.	7.03 Professional and Support Personnel The executive or senior manager responsible for the sector or department concerned shall authorize the hiring of a professional or support employee on the recommendation of the manager directly responsible for the position. The Director of Human Resources or his/her delegate shall confirm the hiring to the successful candidate and shall determine the terms and conditions of such hiring.	
Article 8 HIRING OF OCCASIONAL AND REPLACEMENT EMPLOYEES 8.02 Employment Pool The Director of Administrative Services or his/her delegate shall establish an employment pool of qualified professional and support staff.	Article 8 HIRING OF OCCASIONAL AND REPLACEMENT EMPLOYEES 8.02 Employment Pool The Director of Human Resources or his/her delegate shall establish an employment pool of qualified professional and support staff.	
8.03 <u>Selection</u> The executive or senior manager, or their delegates, shall select replacement and occasional employees from the employment pool. In the absence of qualified candidates in the employment pool, this selection may be made from among other qualified candidates, subject to the approval of the Director of Administrative Services or his/her delegate.	8.03 Selection The executive or senior manager, or their delegates, shall select replacement and occasional employees from the employment pool. In the absence of qualified candidates in the employment pool, this selection may be made from among other qualified candidates, subject to the approval of the Director of Human Resources or his/her delegate.	
8.04 <u>Hiring</u> The Director of Administrative Services or his/her delegate shall confirm the hiring to the successful candidate and shall determine the terms and conditions of such hiring.	8.04 <u>Hiring</u> The Director of Human Resources or his/her delegate shall confirm the hiring to the successful candidate and shall determine the terms and conditions of such hiring.	
Article 9 HIRING OF STUDENT EMPLOYEES 9.03 Hiring The Director of Administrative Services or his/her delegate shall confirm the hiring to the successful candidate and shall determine the terms and conditions of such hiring.	Article 9 HIRING OF STUDENT EMPLOYEES 9.03 Hiring The Director of Human Resources or his/her delegate shall confirm the hiring to the successful candidate and shall determine the terms and conditions of such hiring.	
Article 10 TRANSFERS, PROMOTIONS AND DEMOTIONS 10.02 Specific Rules The Director of Administrative Services shall coordinate transfers, promotions and demotions of personnel within the framework of the annual staffing plan of the College.	Article 10 TRANSFERS, PROMOTIONS AND DEMOTIONS 10.02 Specific Rules The Director of Human Resources shall coordinate transfers, promotions and demotions of personnel within the framework of the annual staffing plan of the College.	

BYLAW 4 – PROPOSED REVISIONS		
CURRENT TEXT	PROPOSED TEXT	
Article 11 ADMINISTRATIVE AND DISCIPLINARY MEASURES 11.01 General Rules Subject to clauses 2.03 and 2.04, any warning or reprimand shall be decided by the immediate superior and communicated to the employee in writing, with a copy to the Director of Administrative Services. An administrative measure which is related specifically to the contractual obligations of an employee, shall be decided by the Director of Administrative Services, or his/her delegate, after consulting the employee's immediate superior. Article 14 ORIENTATION OF NEW EMPLOYEES 14.01 Orientation The College shall establish orientation programs to support the integration of employees into their new working environment. These programs will be coordinated by the Administrative Services Department and carried out by the supervisor, in the case of a member of management, professional or support personnel. For teaching personnel, such programs will be coordinated by the Administrative Services Department in conjunction with the Office of the Academic Dean and carried out by the department chairperson.	Article 11 ADMINISTRATIVE AND DISCIPLINARY MEASURES 11.01 General Rules Subject to clauses 2.03 and 2.04, any warning or reprimand shall be decided by the immediate superior and communicated to the employee in writing, with a copy to the Director of Human Resources. An administrative measure which is related specifically to the contractual obligations of an employee, shall be decided by the Director of Human Resources, or his/her delegate, after consulting the employee's immediate superior. Article 14 ORIENTATION OF NEW EMPLOYEES 14.01 Orientation The College shall establish orientation programs to support the integration of employees into their new working environment. These programs will be coordinated by the Administrative Services Department and carried out by the supervisor, in the case of a member of management, professional or support personnel. For teaching personnel, such programs will be coordinated by the Human Resources Department in conjunction with the Office of the Academic Dean and carried out by the department chairperson.	
Article 15 SIGNING AUTHORITY FOR SPECIFIC PURPOSES 15.02 Hiring of Non-Management Personnel The Director of Administrative Services or his/her delegate signs, for and on behalf of the College, the employment contract for every person hired in all categories of personnel with the exception of management.	Article 15 SIGNING AUTHORITY FOR SPECIFIC PURPOSES 15.02 Hiring of Non-Management Personnel The Director of Human Resources or his/her delegate signs, for and on behalf of the College, the employment contract for every person hired in all categories of personnel with the exception of management.	

BYLAW 5 – PROPOSED REVISIONS		
CURRENT TEXT	PROPOSED TEXT	
	PLEASE NOTE: Bold type, except for those titles which normally appear in bold type, indicates changes from the previous version of the bylaw.	
Article 1 GENERAL PROVISIONS	Article 1 GENERAL PROVISIONS	
1.05 Communication and Control	1.05 Communication and Control	
The Director of Administrative Services shall, in a timely fashion, make available to the relevant signing authority written or computerized reports of expenses as compared to the operating	The Director of Finance shall, in a timely fashion, make available to the relevant signing authority reports of expenses as compared to the operating and capital allocations.	
and capital allocations. The Director of Administrative Services shall be informed, on a timely basis, of all approved transactions in order to control budgets and expenditures of the College.	The Director of Finance shall be informed, on a timely basis, of all approved transactions in order to control budgets and expenditures of the College. The Director of Finance may suspend any transaction which does not	
The Director of Administrative Services may suspend any transaction which does not appear to be in accordance with this bylaw.	appear to be in accordance with this bylaw.	
1.06 Current Budget Management	1.06 Current Budget Management	
Pursuant to clauses 5.06 and 5.09 of Bylaw Number 1 of the College, the Director General is responsible for overall budgetary control and the Director of Administrative Services ensures the control and coordination of financial operations.	Pursuant to clauses 5.06 and 5.09 of Bylaw Number 1 of the College, the Director General is responsible for overall budgetary control and the Director of Finance ensures the control and coordination of financial operations.	
Article 4 APPROVAL OF FINANCIAL TRANSACTIONS	Article 4 APPROVAL OF FINANCIAL TRANSACTIONS	
4.01 General Provisions	4.01 General Provisions	
The form for any transaction requiring approval of the Board or Executive Committee shall state that the transaction complies with all applicable regulations of the government, the budgetary policy of the Minister and this bylaw. The form shall be signed by the Director General or the Director of Administrative Services or by the person or persons qualified to replace them by virtue of Article 8 of this bylaw.	The form for any transaction requiring approval of the Board or Executive Committee shall state that the transaction complies with all applicable regulations of the government, the budgetary policy of the Minister and this bylaw. The form shall be signed by the Director General or the Director of Finance or by the person or persons qualified to replace them by virtue of Article 8 of this bylaw.	

BYLAW 5 – PROPOSED REVISIONS			
CURRENT TEXT	PROPOSED TEXT		
Article 5 AUTHORIZATION OF PAYMENT	Article 5 AUTHORIZATION OF PAYMENT		
5.01 <u>Salaries</u>	5.01 <u>Salaries</u>		
Any cheque or other instrument of payment of salaries shall be authorized by the Director of Administrative Services or delegate.	Any cheque or other instrument of payment of salaries shall be authorized by the Director of Finance or delegate.		
5.02 Other Payments	5.02 Other Payments		
Any cheque or other instrument of payment for a transaction duly approved by virtue of this bylaw shall be authorized:	Any cheque or other instrument of payment for a transaction duly approved by virtue of this bylaw shall be authorized:		
 a) by the Director of Administrative Services or delegate if the amount does not exceed fifty thousand dollars (\$50,000); 	 a) by the Director of Finance or delegate if the amount does not exceed fifty thousand dollars (\$50,000); 		
b) by the Director of Administrative Services and the Director General if the amount exceeds fifty thousand dollars (\$50,000).	b) by the Director of Finance and the Director General if the amount exceeds fifty thousand dollars (\$50,000).		
Article 6 TRANSACTIONS WITH FINANCIAL INSTITUTIONS	Article 6 TRANSACTIONS WITH FINANCIAL INSTITUTIONS		
6.02 Bank Borrowing	6.02 Bank Borrowing		
Temporary bank borrowing made within the line of credit granted to the College by the Minister shall be authorized by the Director General or the Director of Administrative Services or delegate.	Temporary bank borrowing made within the line of credit granted to the College by the Minister shall be authorized by the Director General or the Director of Finance or delegate.		
6.04 Term Deposits	6.04 <u>Term Deposits</u>		
The Director of Administrative Services or delegate shall authorize term deposits for one year or less and shall inform the Director General of any such investments.	The Director of Finance or delegate shall authorize term deposits for one year or less and shall inform the Director General of any such investments.		

BYLAW 5 – PROPOSED REVISIONS			
CURRENT TEXT	PROPOSED TEXT		
Article 7 SIGNING AUTHORITIES FOR SPECIFIC PURPOSES	Article 7 SIGNING AUTHORITIES FOR SPECIFIC PURPOSES		
7.01 <u>Instruments of Payment</u>	7.01 Instruments of Payment		
Any note, draft, money order, cheque or other order to pay which requires the signature of the College shall be signed manually, mechanically or electronically and shall require the joint signature of two of the following officers: the Chair of the Board, the Director General, the Director of Administrative Services or any of the foregoing jointly with the Academic Dean, the Director of Plant and Facilities, the Director of Corporate Affairs, the Director of Student Services or the Director of Information Systems and Technology.	Any note, draft, money order, cheque or other order to pay which requires the signature of the College shall be signed manually, mechanically or electronically and shall require the joint signature of two of the following officers: the Chair of the Board, the Director General, the Director of Finance or any of the foregoing jointly with another Officer of the College .		
7.02 Purchase of Goods and Services	7.02 Purchase of Goods and Services		
b) Contracts	b) Contracts		
the Director of Administrative Services or delegate and the administrative director concerned or delegate, if the contract has an initial value of up to twenty-five thousand dollars	the Director of Finance or delegate and the administrative director concerned or delegate, if the contract has an initial value of up to twenty-five thousand dollars (\$25,000);		
 (\$25,000); the Director of Administrative Services or delegate and the Director General, if the contract exceeds twenty-five thousand dollars (\$25,000) or more. 	the Director of Finance or delegate and the Director General, if the contract exceeds twenty-five thousand dollars (\$25,000) or more.		
7.03 Contracts for the sale of Educational Services	7.03 Contracts for the sale of Educational Services		
 the Academic Dean and the Director of Administrative Services or their delegates, if the contract does not exceed one hundred thousand dollars (\$100,000); 	the Academic Dean and the Director of Finance or their delegates, if the contract does not exceed one hundred thousand dollars (\$100,000);		
2. the Director of Administrative Services and the Director General, if the contract exceeds one hundred thousand dollars (\$100,000).	the Director of Finance and the Director General, if the contract exceeds one hundred thousand dollars (\$100,000).		

BYLAW 10 – PROPOSED REVISIONS			
CURRENT TEXT	PROPOSED TEXT	Comments	
	PLEASE NOTE: Bold type, except for those titles which normally appear in bold type, indicates changes from the previous version of the bylaw.		
Article 2 DEFINITIONS	Article 2 DEFINITIONS	No longer referenced in	
2.01 In this Bylaw, the following expressions mean:	2.01 In this Bylaw, the following expressions mean:	this document.	
i) Contract negotiation form: the administrative form used for contracts generally negotiated by mutual agreement and not secured through the College's purchase requisitioning system. This form is also used to engage budgets for recurrent purchases, such as utilities, that are not subject to the tendering or negotiation process.	i) Deleted.		
m) Intergovernmental agreements: agreements opening markets entered into by the Government from time to time.	m) Deleted.	No longer referenced in this document.	
Article 8 RESPONSIBILITIES OF ADMINISTRATIVE UNITS	Article 8 RESPONSIBILITIES OF ADMINISTRATIVE UNITS		
8.03 Role of the Purchasing Agent	8.03 Role of the Purchasing Agent		
.07 collecting and filing all relevant documents, including approvals of waivers of tendering requirement as per clause 6.09;	.07 collecting and filing all relevant documents;		
8.04 Authorized Purchasing Agents	8.04 Authorized Purchasing Agents		
The following are authorized purchasing agents for the College:	The following are authorized purchasing agents for the College:		
.01 Director, Administrative Services: legal counsel;	.01 Director, Human Resources: legal advice pertaining to labour relations matters; Director, Corporate Affairs: for all other legal matters;		