

**MINUTES OF THE 487th MEETING OF THE BOARD OF GOVERNORS OF DAWSON COLLEGE
HELD ON WEDNESDAY, JUNE 7, 2017 AT 6:00 P.M. IN THE BOARDROOM,
3040 SHERBROOKE STREET WEST, MONTREAL, QUEBEC**

PRESENT:	Sonya Branco Richard Fillion Anna Gagliardi Diane Gauvin Michael Goldwax, Vice-Chair	Fiona Hanley Steve Hatajlo Azra Khan Jean Nagy	Sylvain Richard, Chair Benjamin Seamone Jamie Singerman Anna Villalta
REGRETS:	Anila Asghar Annie Quadros	Anthony Williams	
College Officers:	Ray Boucher François Paradis	Glenys Ronnie Pascahl Scott	Wai Bong Shum
Chair of Senate: Also Present:	Michael Wood Leanne Bennett Ray Bourgeois Andréa Cole Barbara Freedman Carmela Gumelli	Wolfgang Krotter Francis Lessard Katherine McWhaw Kelly Ann Morel	Jonathon Sumner Donna Varrica Wilson Wong
Secretary to the Board:	Janet Pakulis		

Agenda

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- 487.3 CORRESPONDENCE & PRESENTATIONS**
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 - .2 Report of the Chair of the Board
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 - .4 Report of the Academic Dean
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- 487.5 BUSINESS ARISING FROM THE MINUTES**
- 487.6 NEW BUSINESS**
 - .1 Institutional Policy on the Evaluation of Programs (IPEP)
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 - .3 Amendment to Bylaw Number 9
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 - .5 Board Elections
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 - .7 Dawson College Foundation Activities Report and Budget proposal
 - .8 Delegation of Director General's Authority During Summer 2017
 - .9 Appropriation of Surplus – Strategic Plan
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 - .11 Spending Estimates for Utilities Expenses 2017-18
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 - .13 Delegation of Signing Authority – Procurement Summer 2017
 - .14 Contract – Cleaning Services
 - .15 Contract – Transportation Services – Coach Buses
 - .16 Mandate – Report on Joint Call for Tenders
 - .17 Contract – Daycare Air Conditioning
 - .18 Acquisition – Diagnostic Imaging Equipment
 - .19 Objectives of the Academic Dean 2017-18 (Article 12)
 - .20 Objectives of the Director General 2017-18 (Article 12)
 - .21 Evaluation of the Academic Dean (Article 12)
 - .22 Evaluation of the Director General (Article 12)
- 487.7 VARIA**
- 487.8 DATE OF NEXT MEETING**
- 487.9 ADJOURNMENT**

Prior to the adoption of the agenda, the Chair, Sylvain Richard welcomed all to the meeting. He announced that this would be Benjamin Seamone's last meeting and thanked him for his contribution. Replacing Mr. Seamone is Mr. Igor Gorelyshev, Faculty member, Mathematics. His appointment is effective July 1, 2017. The Chair also announced that Michael Woods' mandate as Chair of Senate has ended and welcomed Jonathon Sumner as the new Chair. Mr. Sylvain thanked Mr. Woods for his valuable contributions.

487.1 ADOPTION OF THE AGENDA OF THE 487th MEETING

Item 487.6.7, Dawson College Foundation Activities Report and Budget proposal, will be addressed following Correspondence & Presentations.

It was moved by Michael Goldwax, seconded by Steve Hatajlo, **THAT THE AMENDED AGENDA OF THE 487th MEETING BE ADOPTED.**

The motion was adopted unanimously.

487.2 ADOPTION OF THE MINUTES OF THE 486th MEETING

It was moved by Sonya Branco, seconded by Azra Khan, **THAT THE MINUTES OF THE 486th MEETING BE ADOPTED.**

The motion was adopted unanimously with one correction by those eligible to vote.

487.3 CORRESPONDENCE & PRESENTATIONS

.1 Strategic Plan Implementation

Katherine McWhaw reviewed the main components of the Strategic Plan roadmap.

487.4 REPORTS

1. Report of the Executive Committee

Richard Fillion had the following reports:

Regular meeting of the Executive Committee May 24, 2017

The following motions were approved:

- That the proposed Calendar of meeting 2017-18 be recommended to the Board of Governors for approval.
- That the projected enrolment of 8166 students be ratified for use in planning for Fall 2017.
- That the vacant position STSV-432 be abolished effective immediately.
- That the vacant position of ACSY-435 be abolished upon the candidate's acceptance of a full time position.
- That the vacant position of ACSY-438 be abolished effective immediately.

- That the vacant position of ACAD-405 be abolished upon the candidate's acceptance of a full time position.
- That the position of Administrative Support Agent, Class 1 (PLFA-449) be reclassified as an Administration Technician (PLFA-465).

Special meeting of the Executive Committee – June 2, 2017

The following motions were approved:

- That the Objectives of the Director General and Academic Dean for 2017-18 be recommended to the Board of Governors for adoption.
- That the Executive Committee recommends to the Board of Governors to repeal motion 484.6.4 and replace with an appropriation of the accumulated surplus for a total amount of \$1,775,000, covering the 2017-2021 periods broken down as follows:
 - 2017-2018 - \$650,000
 - 2018-2019 - \$375,000
 - 2019-2020 - \$375,000
 - 2020-2021 - \$375,000
- That the contract for transportation services (school buses) be awarded to Autocar Chartrand for the estimated amount of \$98,000 excluding taxes and that said contract be authorized for a duration of three years with the possibility of two yearly extensions.

2. Report of the Chair of the Board

The Chair reported that he attended a one day training session on Governance organized by the Ministry.

3. Report of the Director General

The Director General had nothing to report.

4. Report of the Academic Dean

Diane Gauvin announced that many organizational changes will be taking place, with the first being that Barbara Freedman, Dean of the Office of Academic Development will be retiring at the end of June after 31 years of service. Mme Gauvin thanked Barbara for her many years of dedicated service.

She went on to announce that Ray Bourgeois, Dean of Science, Medical Studies and Engineering (SSME) will now take on a Special Project position regarding the acquisition of space and its academic function. Leanne Bennett, Dean of Social Science & Business Technologies (SSBT) is now the new Dean of SSME, with Isabelle Carrier taking over Ms. Bennett's position in SSBT. A recruitment process is underway for the newly created position of Dean of Continuing Education and Community Services.

5. Report of the Chair of Senate

Michael Wood, reported that Senate met twice since the last Board meeting of April 12, 2017. At their April 25th meeting a motion was passed to recommend the revision of Bylaw 8 to the Board. At the same meeting a motion was passed to recommend to the Board the revised Institutional Policy on the Evaluation of Programs (IPEP). At their May 23rd meeting, a motion was passed to recommend the revision of Bylaw 9 to the Board

6. Report of the Director of Administrative Services

Glenys Ronnie stated that the Financial Statements of March 31 are complete and that they are presently working on budgets.

487.5 BUSINESS ARISING FROM THE MINUTES

There was nothing to report.

487.6 NEW BUSINESS

.1 Institutional Policy on the Evaluation of programs (IPEP)

Barbara Freedman, Dean of the Office of Academic Development, presented this item and stated that the policy has been entirely revised to take into account the principles of on-going evaluation. The new approach to evaluation of programs is based on an incremental, three-tiered process in which programs have the opportunity to review and respond to issues and challenges as they occur and are given the support to conduct further analyses when needed.

It was moved by Anna Villalta, seconded by Jean Nagy, **THAT THE NEW INSTITUTIONAL POLICY ON THE EVALUATION OF PROGRAMS BE APPROVED.**

The motion was adopted unanimously.

.2 Amendment to Bylaw Number 8

François Paradis, Director of Corporate Affairs stated that this Bylaw is being revised due to changes to the ministerial College Education Regulations and to clarify the application and revision of the Bylaw. In other words, for clarity purposes, to adjust the language to be consistent with other Bylaws.

It was moved by Steve Hatajlo, seconded by Michael Goldwax, **THAT BYLAW 8 BE AMENDED AS DEFINED IN SUPPORTING TABLE, BYLAW 8 – PROPOSED REVISIONS, EFFECTIVE FOR FALL 2017.**

The motion was adopted unanimously with 11 in favour.

.3 Amendments to Bylaw Number 9

Diane Gauvin stated that this revision was necessary to update various roles and responsibilities, references to policies in particular IPEP, and to address recommendations stemming from the Quality Assurance Audit

action plan. Discussions ensued regarding Senate's advice on this Bylaw. The motion below will reflect this.

It was moved by Benjamin Seamone, seconded by Fiona Hanley, **THAT BYLAW 9 BE AMENDED AS DEFINED IN SUPPORTING TABLE, BYLAW 9 – PROPOSED REVISIONS, EFFECTIVE IMMEDIATELY.**

The motion was adopted unanimously.

It was moved by Benjamin Seamone, seconded by Fiona Hanley, **THAT THE BOARD SHALL REQUEST THE ADVICE OF THE SENATE ON ANY PROPOSED AMENDMENT TO THIS BYLAW.**

The motion was adopted unanimously, with 11 in favour

.4 Ombudsperson Selection Committee

Richard Filion presented this item by stating that the current Ombudsperson's mandate expires at the end of the Winter 2017 semester. As this position reports directly to the Board, it is deemed appropriate that members from this body are represented on the Selection Committee. Michael Goldwax nominated Anna Gagliardi and Steve Hatajlo to sit on this committee. They both accepted.

It was moved by Michael Goldwax, seconded by Jamie Singerman, **THAT THE BOARD OF GOVERNORS APPOINTS TWO EXTERNAL REPRESENTATIVES TO SIT ON THE OMBUDSPERSON SELECTION COMMITTEE, NAMELY ANNA GAGLIARDI AND STEVE HATAJLO.**

The motion was adopted unanimously.

.5 Board Elections

Richard Filion stated that every year it is the responsibility of the Board of Governors to conduct elections for the positions of Chair, Vice-Chair, the Executive Committee, the Audit Committee and the Naming of Space Committee for the subsequent year.

Chair:

Michael Goldwax nominated Sylvain Richard. Mr. Richard accepted the nomination.

There being no further nominations, **Sylvain Richard was declared Chair of the Board of Governors by acclamation.**

Vice-Chair:

Sylvain Richard nominated Michael Goldwax. Mr. Goldwax accepted the nomination.

There being no further nominations, **Michael Goldwax was declared Vice-Chair of the Board of Governors by acclamation.**

Executive Committee:

External Members (2 Positions):

Sylvain Richard nominated Steve Hatajlo, Mr. Hatajlo accepted the nomination.

Diane Gauvin nominated Jamie Singerman, Mr. Singerman accepted the nomination.

There being no further nominations, **Steve Hatajlo and Jamie Singerman were declared External Members of the Executive Committee.**

Internal Members (1 Position):

Michael Goldwax nominated Azra Khan, Ms. Khan accepted the nomination.

There being no further nominations, **Azra Khan was declared Internal Member of the Executive Committee.**

Audit Committee (3 Positions):

Richard Filion asked Board members to express their interest in sitting on the Audit Committee. **Sonya Branco, Michael Goldwax and Sylvain Richard expressed their intent to continue as members of the Audit committee.** There was no opposition from the other Board members.

Naming of College Spaces and Services Committee (3 Positions):

Richard Filion asked Board members to express their interest in participating as members of the Naming of College Spaces and Services Committee. **Steve Hatajlo, Azra Khan and Anna Villalta put their names forward and were named to the committee.**

6. Proposed Calendar of Meetings for the Board of Governors and the Executive Committee 2017-18

Richard Filion presented the proposed calendar of meetings for 2017-18. A few Board members had scheduling conflicts with two Board meeting dates. The dates of these meetings were modified. The meeting of September 27 was changed to September 28 and the meeting of February 21 changed to February 22.

It was moved by Anna Villalta, seconded by Benjamin Seamone, **THAT THE PROPOSED CALENDAR OF MEETINGS 2017-18 BE ADOPTED WITH AMENDMENTS.**

The motion was adopted unanimously.

.7 Dawson College Foundation Activities Report and Budget Proposal

Francis Lessard, Executive Director of the Foundation presented this item. He stated that at the September 28, 2015 Board meeting a resolution was adopted to authorize an appropriation of \$445,000 from the accumulated

surplus during a two-year period ending September 30, 2017. The Board approved this resolution which was intended to provide for resources needed to prepare and launch the College's Major Fundraising Campaign. Mr. Lessard highlighted the activities and his proposal aims at extending the availability of the balance of the appropriation until June 30, 2018.

It was moved by Sonya Branco, seconded by Azra Khan, **THAT THE BOARD OF GOVERNORS AUTHORIZES THE EXTENSION AND THE AVAILABILITY OF THE REMAINING BALANCE OF THE \$445,000 APPROPRIATION OF SURPLUS FROM THE RESOLUTION ADOPTED ON SEPTEMBER 28, 2015 UNTIL THE END OF THE 2017-18 FINANCIAL YEAR, ON JUNE 30, 2018.**

The motion was adopted unanimously with one abstention.

.8 Delegation of Authority of Director General during Summer 2017

Richard Filion presented this item noting that when both the Director General and the Academic Dean are absent, it is prudent to have another member of Management exercise the authority of the Director General.

It was moved by Anna Gagliardi, seconded by Jamie Singerman, **THAT, IN THE ABSENCE OF BOTH THE DIRECTOR GENERAL AND THE ACADEMIC DEAN AT THE SAME TIME, THE AUTHORITY OF THE DIRECTOR GENERAL BE DELEGATED TO GLENYS RONNIE, DIRECTOR OF FINANCE FROM JULY 3 TO JULY 30, 2017 INCLUSIVELY.**

The motion was adopted unanimously.

.9 Appropriation of Surplus – Strategic Plan

Glenys Ronnie, Director of Finance, presented this item and stated that in order to provide proper support to the initiatives of the Strategic Plan implementation it is relevant to appropriate a portion of the College's Accumulated surplus.

It was moved by Michael Goldwax, seconded by Sonya Branco, **THAT THE BOARD OF GOVERNORS REPEALS MOTION 484.6.4 AND APPROVES THE APPROPRIATION OF ACCUMULATED SURPLUS FOR A TOTAL AMOUNT OF \$1,775,000, COVERING THE 2017-21 PERIODS BROKEN DOWN AS FOLLOWS:**

2017-2018	\$650,000
2018-2019	\$375,000
2019-2020	\$375,000
2020-2021	\$375,000

The motion was adopted unanimously with two abstentions.

.10 Operating Budget 2017-18 (article 12)

Glenys Ronnie, Director of Finance presented this item and stated that the 2017-18 operating budget allocations were issued by the Ministry on May 5, 2017. Overall, the college network received an increase of 4.67%. The increase will mainly fund negotiated salary indexations of all employee categories of 1.75% on April 1 2017 and 2.0% on April 1 2018.

There remains an element of \$3.8 million that has been set aside but not yet distributed to the colleges of the network.

At this time, College management is proposing the adoption of a \$1.450 million operating deficit budget for 2017-18. This is comparable to the initial operating budget deficit approved for 2016-17 of \$1.5 million.

This proposed deficit will be absorbed by additional revenues that are expected in the course of the year and through the partial use of the accumulated operating surplus which is projected to be at \$7.9 million as of the end of the 2016-17 academic year.

More specifically \$650,000 of this deficit is proposed to be targeted to the strategic plan objectives approved by the Board of Governors in the fall of 2016.

It was moved by Michael Goldwax, seconded by Steve Hatajlo, **THAT THE OPERATING BUDGET WITH REVENUES OF \$88,724,350 AND EXPENSES OF \$90,174,916 FOR A 2017-18 BUDGETED DEFICIT OF \$1,450,566 AND ASSOCIATED STAFFING PLANS BE ADOPTED.**

THAT \$650,000 OF THE PROPOSED 2017-18 OPERATING DEFICIT BE FUNDED BY THE ACCUMULATED SURPLUS APPROPRIATED FOR THE IMPLEMENTATION OF THE 2017-21 STRATEGIC PLAN.

The motion was adopted unanimously by those eligible to vote.

.11 Spending Estimates for Utilities Expenses 2017-18

The Director of Plant and Facilities, Wai Bong Shum, reviewed the Spending Estimates for utilities for 2017-18.

It was moved by Jamie Singerman, seconded by Sonya Branco, **THAT THE BOARD EXEMPTS THE COLLEGE FROM TENDERING RULES UNDER CLAUSE 6.05.2 OF BYLAW NUMBER 10 AND APPROVES EXPENSES EXCLUDING TAXES IN 2017-18 OF APPROXIMATELY \$902,445 FOR WESTMOUNT HYDRO, \$113,550 FOR GAZ METROPOLITAIN AND \$135,000 FOR DIGITAL POSTAGE ON CALL.**

The motion was adopted unanimously.

.12 Spending Estimates for Renovation Expenses 2017-18

Wai Bong Shum highlighted the renovations to take place during the summer months and reviewed the estimates for 2017-18.

For informational purposes, no motion required.

.13 Delegation of Signing Authority – Procurement Summer 2016

The Director of Plant and Facilities reported that major renovation projects will take place over the summer months which will need contract approval prior to the next Board meeting. He stated that contracts over \$300,000 are approved by the Board but in accordance with Article 9 of Bylaw 10 states that approvals for contracts over \$300,000 can be delegated to the Executive Committee of the Board of Governors.

It was moved by Jamie Singerman, seconded by Michael Goldwax, **THAT THE BOARD OF GOVERNORS, UNDER CLAUSE 9.01 OF BYLAW 10, DELEGATES TO THE EXECUTIVE COMMITTEE THE POWER TO AUTHORIZE THE AWARDING OF THE FOLLOWING CONTRACTS FOR THE PERIOD OF JUNE TO SEPTEMBER 2017.**

- i) Replacement of roof;**
- ii) Replacement of chillers**

The motion was adopted unanimously.

.14 Contract – Cleaning Services

Wai Bong Shum stated that the present cleaning services contract ends June 30, 2017. A public call for tenders was posted. Twelve companies picked up the bids. The selection committee met on May 23 and 29 and following their recommendations, four of the bidders achieved the minimum qualitative score of 70% and based on the quantitative evaluations, les Entreprises Fervel Inc. is the lowest conforming bidder.

It was moved by Diane Gauvin, seconded by Fiona Hanley, **THAT THE BOARD OF GOVERNORS AUTHORIZES THE COLLEGE TO AWARD A SERVICE CONTRACT:**

- I) FOR A THREE (3) YEAR CONTRACT WITH THE POSSIBILITY OF TWO (2) YEARLY EXTENSIONS;**
- II) TO LES ENTREPRISES FERVEL INC., FOR THE TOTAL AMOUNT OF \$5,219,303.14 EXCLUDING TAXES.**

The motion was adopted unanimously.

.15 Contract – Transportation Services (Coach Buses)

Wai Bong Shum presented this item. He stated that a public call for tenders was posted with a closing date of April 10, 2017 for the services of coach bus transportation. Ten companies picked up the tendering documents and six submitted bids. The Evaluation committee selected the company Autobus Fleur-de-Lys as the lowest conforming bidder.

It was moved by Anna Villalta, seconded by Michael Goldwax, **THAT THE BOARD OF GOVERNORS AUTHORIZES THE COLLEGE TO AWARD A SERVICE CONTRACT;**

- i) FOR A THREE (3) YEAR CONTRACT WITH THE POSSIBILITY OF TWO (2) YEARLY EXTENSIONS**

ii) **TO AUTOBUS FLEUR-DE-LYS FOR THE TOTAL AMOUNT OF \$361,608.35 EXCLUDING TAXES.**

The motion was adopted unanimously.

.16 Mandate – Report on Joint Call for Tenders

Wai Bong Shum presented this item. He stated that a number of the College's tenders are not processed in-house but are managed by public bodies such as the Centre collégial des services regroupés (CCSR). The advantage to this is that it translates into cost savings in the form of purchasing power for better discounts and a process which is secure, equitable and transparent. In accordance to Bylaw 10, the Director General has an obligation to report on all mandates given at the subsequent Executive and Board of Governors meeting depending on the potential value of the contract.

This item is for informational purposes only and no motion is required.

.17 Contract – Daycare Air Conditioning

Wai Bong Shum, presented this item. A call for tenders was posted to replace the rented window units with a centralized unit controlled by the HVAC command center. Seven companies picked up the tendering documents and three submitted bids. The evaluation committee selected the company Procova Inc. as the lowest conforming bidder.

It was moved by Michael Goldwax, seconded by Jamie Singerman, **THAT THE BOARD AUTHORIZES THE COLLEGE TO AWARD A CONSTRUCTION CONTRACT TO PROCOVA INC. IN THE AMOUNT OF \$214,000 EXCLUDING TAXES.**

The motion was adopted unanimously.

.18 Acquisition – Diagnostic Imaging Equipment

Wai Bong Shum presented this item. A call for prequalification tenders was posted with a closing date of May 17, 2017. The replacement of the diagnostic imaging equipment was necessary for reasons of pedagogical viability as the existing outdated equipment was over thirteen years old and no longer reflected actual clinical technology. Eleven companies picked up the tendering documents and three submitted bids. Following the recommendations of the selection committee, the lowest conforming bidder is General Electric.

It was moved by Michael Goldwax, seconded by Diane Gauvin, **THAT A CONTRACT FOR THE ACQUISITION OF DIAGNOSTIC IMAGING EQUIPMENT BE AWARDED TO GENERAL ELECTRIC IN THE AMOUNT OF \$1,313,116.88 EXCLUDING TAXES.**

The motion was adopted unanimously.

.19 Objectives of the Academic Dean 2017-18 (Article 12)

The Academic Dean presented her objectives that were developed in collaboration with the Director General and in consultation with College managers and Senate.

It was moved by Jamie Singerman, seconded by Sonya Branco, **THAT THE OBJECTIVES OF THE ACADEMIC DEAN FOR 2017-18 BE ADOPTED.**

The motion was adopted unanimously by those eligible to vote.

.20 Objectives of the Director General 2017-18 (Article 12)

The Director General presented a list of objectives for the coming academic year.

It was moved by Jamie Singerman, seconded by Steve Hatajlo, **THAT THE OBJECTIVES OF THE DIRECTOR GENERAL FOR 2017-18 BE ADOPTED.**

The motion was adopted unanimously by those eligible to vote.

.21 Evaluation of the Academic Dean 2016-17 (Article 12)

The Board Chair and Vice-Chair presented their evaluation.

It was moved by Anna Gagliardi, seconded by Steve Hatajlo, **THAT THE EVALUATION OF THE ACADEMIC DEAN FOR 2016-17 BE ACCEPTED.**

The motion was adopted unanimously by those eligible to vote.

.22 Evaluation of the Director General 2016-17 (Article 12)

The Board Chair and Vice-Chair presented their evaluation.

It was moved by Jamie Singerman, seconded by Steve Hatajlo, **THAT THE EVALUATION OF THE DIRECTOR GENERAL FOR 2016-17 BE ACCEPTED.**

The motion was adopted unanimously by those eligible to vote.

487.7 VARIA

487.8 DATE OF NEXT MEETING

The next regular meeting of the Board of Governors is scheduled for September 28, 2017.

487.9 ADJOURNMENT

The meeting adjourned at 10:10 p.m.

Signatures:

Sylvain Richard
Board Chair

Richard Fillion
Director General