

MINUTES OF THE 517th MEETING OF THE BOARD OF GOVERNORS OF DAWSON COLLEGE HELD ON WEDNESDAY SEPTEMBER 23 2021 AT 6:00 P.M. BY VIDEOCONFERENCE

PRESENT: Stéphane Beaudet Diane Gauvin Cynthia Martin
Alexandrah Cardona Michael Goldwax, Chair Alex McComber
Rob Cassidy Angie Gugliotti Kelly Ann Morel
Francesca Cuffaro Steve Hatajlo Émilie Richer
Daniela Diaz-Jimenez Nathalie Lachance Anna Villalta

REGRETS: Jamie Singerman

College Officers: Monique Magnan Pascahl Scott
François Paradis Wai Bong Shum
Glenys Ronnie

Chair of Senate: Marianne Pelton

Also Present: Leanne Bennett Claire Elliott Catherine LeBel
Isabelle Carrier Vittoria Fusco Anna Marczewska
Andréa Cole Heidi Gumbley Maeve Muldowney
Roch Ducharme Carmela Gumelli Mylène Saucier
Michael Duckett Max Jones Donna Varrica
Claire Elliott Ani Kotchounian Wilson Wong

Recording Secretary to the Board: Janet Pakulis

Agenda

517.1 ADOPTION OF THE AGENDA OF THE 517th MEETING

517.2 ADOPTION OF THE MINUTES OF THE 514th, 515th and 516th MEETINGS

517.3 CORRESPONDENCE & PRESENTATIONS

517.4 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

517.5 BUSINESS ARISING FROM THE MINUTES

- .1 Proposed Calendar of meetings Executive & Board 2021-22

517.6 NEW BUSINESS

- .1 Diagnostic Imaging Technology Program (142.H0) Revision
- .2 CRISPESH Action Plan 2021-22
- .3 Winter 2021 Graduates
 - .1 Diploma of College Studies
 - .2 Attestations
- .4 Annual Management Plan 2021-22
- .5 Graduate Appointments to the Board of Governors
- .6 Amendment to Microsoft Contract
- .7 Contract – Food Services 2021-23
- .8 Contract Amendment – Renovation of Washrooms G & H Wings
- .9 Report – Delegation of Signing Authority (Procurement Summer 2021)
- .10 Waterproofing of Building Foundation Walls
- .11 Long Term Financing – Régime d'emprunts

517.7 VARIA

517.8 DATE OF NEXT MEETING

517.9 ADJOURNMENT

The Chair, Michael Goldwax thanked everyone for their attendance and welcomed the following new Board members: Rob Cassidy, Academic Dean; Kelly-Ann Morel representing Dawson Professionals; Cynthia Martin representing Faculty; Daniela Diaz-Jimenez representing Students in a Technical program; Sean Smith representing Pre-U graduates; Michelle Carangi representing Technical program graduates and representing Parents, Nathalie Lachance and Angie Gugliotti.

517.1 ADOPTION OF THE AGENDA OF THE 517th MEETING

Mr. Goldwax requested that items 517.6.1 and 517.6.2 be addressed following the adoption of the Minutes and that the Recognition of Michele Smith be added under Varia.

It was moved by Francesca Cuffaro, seconded by Rob Cassidy, **THAT THE AMENDED AGENDA OF THE 517th MEETING BE ADOPTED.**

The motion was adopted unanimously.

517.2 ADOPTION OF THE MINUTES OF THE 514th MEETING

It was moved by Steve Hatajlo, seconded by Stéphane Beaudet, **THAT THE MINUTES OF THE 514th MEETING BE ADOPTED.**

The motion was adopted unanimously by those eligible to vote.

ADOPTION OF THE MINUTES OF THE 515th MEETING

It was moved by Steve Hatajlo, seconded by Alex McComber, **THAT THE MINUTES OF THE 515th MEETING BE ADOPTED.**

The motion was adopted unanimously by those eligible to vote.

ADOPTION OF THE MINUTES OF THE 516th MEETING

It was moved by Stéphane Beaudet, seconded by Francesca Cuffaro, **THAT THE MINUTES OF THE 516th MEETING BE ADOPTED.**

The motion was adopted unanimously by those eligible to vote.

517.3 CORRESPONDENCE & PRESENTATION

517.4 REPORTS

Report of the Executive Committee

The Chair of the Executive Committee, Diane Gauvin reported that the following resolutions were adopted at meetings of the Executive Committee:

Special meeting of the Executive Committee August 25, 2021

1. Donna Varrica was appointed Coordinator of Communications, in a replacement position, as of August 26, 2021 for the duration of the absence of the incumbent, Megan Ainscow.
2. A payment of \$223,148 excluding taxes to the Fédération des cégeps was approved for the 2021-22 membership fees, legal affairs and special projects of Dawson College.

Regular meeting of the Executive Committee September 2, 2021

1. The list of proposed College signing authorities was presented and approved.
2. A payment to Optilab, for MUHC hospital internships for the year 2020-21 in the amount of \$259,561 was approved.

Special meeting of the Executive Committee September 20, 2021

The mandates of both the pre-university graduate (Anna Gagliardi) and the technology graduate (Steve Hatajlo) came to an end last spring. As per Bylaw Number 1, Article 3.01 these members are appointed by resolution of the Board.

A notice appeared in The Gazette on Saturday, September 4, as well as postings on LinkedIn and Facebook and in an invitation to Parents' Night to parents of first year students. The College received 10 applications for the pre-university position and 3 applications for the technology position. The Executive Committee recommended the following: That Sean Smith be recommended to the Board as the pre-university program graduate; that Michelle Carangi be recommended to the Board as the technology program graduate.

.2 Report of the Chair of the Board

The Chair, Michael Goldwax reported that the Ministry renewed the three year mandates of Jamie Singerman representing Enterprise, Alex McComber representing the Socio-Economic Sector, as well as his own mandate representing the Socio-Economic sector. Mr. Goldwax stated that we are still waiting on the Ministry's appointment of a University representative.

.3 Report of the Director General

Diane Gauvin reported on the College's Covid procedures and directives and that vaccine passports are required for sports and para-academic activities. She was pleased to announce that the number of positive cases in the college is quite low.

Regarding the infrastructure project, the Dossier d'opportunité, is en route to the Conseil des ministres. Discussions are on-going.

The English-language cégeps, who are members of the Consortium of English Language Cégeps, Colleges and Universities of Quebec are preparing a brief to be presented at a Parliamentary Commission on Bill-96 which will be held at the beginning of October. The document is not yet final but will be distributed when ready. The brief will include the following: The consortium shares the objective of PL-96 to protect and promote the use French; that we disagree with the premise that the English colleges are a vector of Anglicisation and that the English cégeps were mandated to serve the English minority, but now we serve Quebec.

Ms. Gauvin also stated that our cap has been set at 7915 full-time students and it is fixed until 2029. She believes that this is not consistent with the spirit of the law.

.4 Report of the Academic Dean

Rob Cassidy, the new Academic Dean, introduced himself to Board members. He stated that it is quite exhilarating to see the energy of students and teachers on their return to campus. He reported that Facilities Management will be installing tents and picnic tables throughout the outdoor campus for students and all to enjoy. He also stated that enrolment numbers will be finalized after attendance verification and that our projections are quite accurate.

.5 Report of the Chair of Senate

The new Chair of Senate, Marianne Pelton introduced herself to Board members. She reported that Senate met on September 14, 2021 and at that meeting a motion was passed to recommend the revision of the Diagnostic Imaging Program matrix to the Board.

517.5 BUSINESS ARISING FROM THE MINUTES

.1 Proposed Calendar of Meetings – Executive & Board 2021-22

François Paradis, Director of Corporate Affairs stated that at the June 8, 2021 Board meeting a member proposed to move the June 7, 2022 meeting to a later date in order to give more time for the budget consultation process. Given the

strict timelines to work on the budget after its adoption, the Executive Committee recommended the new date of June 9, 2022.

It was moved by Steve Hatajlo, seconded by Nathalie Lachance, **THAT THE REVISED CALENDAR OF MEETINGS 2021-22 BE APPROVED.**

The motion was adopted unanimously.

517.6 NEW BUSINESS

.1 Diagnostic Imaging Technology Program (142.H0) Revision

Rob Cassidy introduced the item, and the team who worked on this revision, Madeleine Bazerghi, Heidi Gumbley and Vittoria Fusco. The matrix was approved at the February 2020 Board meeting, but following the start of the first cohort of students, the program received information from the Order of Medical Imaging Technologists that one of the competencies must be developed and assessed at the college using simulation equipment and not in a clinical setting. Thus the matrix was modified and brought to the Board.

It was moved by Francesca Cuffaro, seconded by Steve Hatajlo, **THAT THE REVISIONS TO THE DIAGNOSTIC IMAGING TECHNOLOGY PROGRAM (142.H0) BE ADOPTED BY THE BOARD OF GOVERNORS.**

The motion was adopted unanimously.

.2 CRISPESH Action Plan 2021-22

Roch Ducharme, the Director of CRISPESH (Centre de recherche pour l'inclusion des personnes en situation handicap), described what the centre's purpose is and presented the main goals of the Action Plan.

It was moved by Kelly Ann Morel, seconded by Alex McComber, **THAT THE BOARD OF GOVERNORS APPROVES THE CRISPESH ACTION PLAN 2021-22.**

The motion was adopted unanimously.

.3 Winter 2021 Graduates

.1 Diplomas of College Studies

Rob Cassidy presented this item and explained the process for the benefit of new members and stated that the Ministry awards the Diplomas of College Studies.

It was moved by Francesca Cuffaro, seconded by Steve Hatajlo, **THAT ALL SUPPORTING DOCUMENTS HAVING BEEN SUPPLIED AND VERIFIED, BE IT RESOLVED TO RECOMMEND TO THE MINISTER OF HIGHER EDUCATION TO AWARD A DIPLOMA OF COLLEGE STUDIES TO EACH OF THE 1713 STUDENTS WHOSE NAMES APPEAR ON THE ATTACHED REQUEST FOR CERTIFICATION.**

The motion was adopted unanimously.

.2 Attestations of College Studies

Rob Cassidy presented this item and stated that the College awards the Attestations of College Studies.

It was moved by Alex McComber, seconded by Francesca Cuffaro, **THAT ALL SUPPORTING DOCUMENTS HAVING BEEN SUPPLIED AND VERIFIED, BE IT RESOLVED THAT THE 74 STUDENTS WHOSE NAMES APPEAR ON THE ATTACHED REQUEST FOR CERTIFICATION BE AWARDED AN ATTESTATION OF COLLEGE STUDIES.**

The motion was adopted unanimously.

.4 Annual Management Plan 2021-22

Diane Gauvin explained the process on formulating the Annual Management and elaborated on the highlights, which include: Bill 96 and its impact; Quality Assurance Audit; Infrastructure Project; Student Success which encompasses Online Learning; Policy on Accessibility Services for Students; Work from Home Policy; Digital Transformation and Cybersecurity. Each sector will be involved in the implementation of the Annual Management Plan.

It was moved by Steve Hatajlo, seconded by Angie Gugliotti, **THAT THE ANNUAL MANAGEMENT PLAN FOR 2021-22 BE ADOPTED.**

The motion was adopted unanimously.

.5 Graduate Appointments to the Board of Governors

François Paradis stated that the mandates of both the pre-university graduate and the technology graduate came to an end. Ads were placed on various media outlets. Ten applications were received for the pre-university position and three for the technology position. At a special meeting of the Executive Committee on September 20, 2021 the Executive committee reviewed the applications and recommended two candidates. Questions were raised regarding the selection criteria used for the recommendation of Dawson graduates to the Board of Governors as well as whether or not the Executive Committee had a mandate to review candidate applications in the place of the Board. A member requested that the CVs of candidates be made available. It was suggested that the appointment process be reviewed in the future.

- i) It was moved by Stéphane Beaudet, seconded by Anna Villalta, **THAT SEAN SMITH BE APPOINTED TO THE BOARD AS THE PRE-UNIVERSITY PROGRAM GRADUATE MEMBER EFFECTIVE IMMEDIATELY.**

The motion was adopted with two against.

- ii) It was moved by Anna Villalta, seconded by Francesca Cuffaro, **THAT MICHELLE CARANGI BE APPOINTED TO THE BOARD AS THE TECHNOLOGY PROGRAM GRADUATE MEMBER EFFECTIVE IMMEDIATELY.**

The motion was adopted with two against.

517.6.6 Amendment to Microsoft Contract

François Paradis, Director of Information Systems and Technologies stated that In February 2021, the Board authorised a mandate to the *Centre d'Acquisitions Gouvernementales* (CAG) for a reseller of Microsoft products. The cost for Dawson was estimated at \$258,703 over the three-year duration. After analysis, A3 Security module was chosen to answer the new requirement for next generation anti-virus. This was already budgeted in 2021-22, to the amount of \$71,583, but without being tied to a specific product, it was decided to change our servers' licensing, traditionally purchased under the Campus Agreement, now transferring to the new mandate. According to our new projections, the total expenditures would total \$437,281, an increase of 69%.

It was moved by Kelly-Ann Morel, seconded by Michael Goldwax, **THAT THE APPROVED EXPENDITURES FOR THE 2021-24 MANDATE TO THE CENTRE D'ACQUISITIONS GOUVERNEMENTALES FOR MICROSOFT PRODUCTS BE REVISED TO \$437,261 EXCLUDING TAXES.**

The motion was adopted unanimously.

517.6.7 Contract – Food Services 2021-23

Wai Bong Shum, Director of Facilities Management stated that the food services contract with Chartwell's, a division of Groupe Compass, expired on June 30, 2021. They submitted a proposal in March for a new contract and an informal invitation was sent to a second food service provider, but their offer was deemed not profitable for the College.

It was moved by Anna Villalta, seconded by Alex McComber, **THAT THE CONTRACT FOR FOOD SERVICES BE AWARDED TO GROUP COMPASS (QUÉBEC) LTÉE FOR THE PERIOD OF JULY 1, 2021 TO JUNE 30, 2023, WITH A POSSIBLE EXTENSION OF A SEMESTER AS PER THE CONDITIONS IN THE CONTRACT.**

The motion was adopted unanimously.

517.6.8 Contract Amendment – Renovation of Washrooms G & H Wings

Wai Bong Shum stated that this renovation ran into unforeseeable expenditures projected at \$300,500, an increase of 20% of the original cost. If an increase is over 10% of the original contract, it must be re-submitted to the Board.

It was moved by Steve Hatajlo, seconded by Anna Villalta, **THAT THE BOARD OF GOVERNORS AUTHORIZES THE COLLEGE TO AMEND THE PLANIT CONTRACT FOR THE RENOVATION OF WASHROOMS G & H WINGS WITH AN INCREASE IN THE AMOUNT OF \$300,500 EXCLUDING TAXES.**

The motion was adopted unanimously.

517.6.9 Report – Delegation of Signing Authority (Procurement Summer 2021)

Wai Bong Shum presented an update to the renovation projects and purchases of goods that were delegated to the Director General for the period of June 9, 2021 to September 1, 2021.

For information only.

517.6.10 Waterproofing of Building Foundation Walls

Wai Bong Shum stated that a call for tenders was posted. Four companies picked up the tendering documents, two companies submitted bids, both met the bid requirements. The contract is awarded to the lowest confirming bidder.

It was moved by Stéphane Beaudet, seconded by Anna Villalta, **THAT THE CONTRACT FOR THE WATERPROOFING OF BUILDING FOUNDATION WALLS BE AWARDED TO CONSTRUCTION NCP IN THE AMOUNT OF \$429,650 EXCLUDING TAXES.**

The motion was adopted unanimously.

517.6.10 Long-Term Financing – Régime d'emprunts

Glenys Ronnie, Director of Finance stated that The *Ministère de l'Enseignement supérieur* finances long-term debt of colleges through the auspices of the *Fonds de financement* of the *Ministère des Finances*. As the College is a legal entity in its own right, the Board must mandate the *Ministre des Finances* as the Minister responsible for the *Fonds de financement* to negotiate long-term financing on its behalf.

Sur la proposition de Francesca Cuffaro, appuyé par Alex McComber,

1. **QU'un régime d'emprunts, valide jusqu'au 30 juin 2022, en vertu duquel l'Emprunteur peut, sous réserve des caractéristiques et limites énoncées ci-après, effectuer des emprunts à long terme auprès du ministre des Finances, à titre de responsable du Fonds de financement, pour un montant n'excédant pas 11 066 310,00 \$, soit institué;**
2. **QUE les emprunts à long terme effectués par l'Emprunteur en vertu du présent régime d'emprunts soient sujets aux caractéristiques et limites suivantes :**
 - a) **malgré les dispositions du paragraphe 1 ci-dessus, l'Emprunteur ne pourra, au cours de chacune des périodes de quinze mois s'étendant du 1^{er} avril au 30 juin et comprises dans la période visée au paragraphe 1, effectuer des emprunts qui auraient pour effet que le montant total approuvé pour l'Emprunteur, pour une telle période, par le Conseil du trésor au titre de la programmation des emprunts à long terme des collèges d'enseignement général et professionnel, soit dépassé;**
 - b) **l'Emprunteur ne pourra effectuer un emprunt à moins de bénéficier d'une subvention du gouvernement du Québec conforme aux normes établies par le Conseil du trésor, au titre de l'octroi ou de la promesse de subventions aux collèges**

d'enseignement général et professionnel, ainsi qu'aux termes et conditions déterminés par la Ministre et pourvoyant au paiement en capital et intérêt de l'emprunt concerné même si, par ailleurs, le paiement de cette subvention est sujet à ce que les sommes requises à cette fin soient votées annuellement par le Parlement;

- c) chaque emprunt ne pourra être effectué qu'en monnaie légale du Canada auprès du ministre des Finances, à titre de responsable du Fonds de financement;
 - d) le produit de chaque emprunt ne pourra servir, outre le paiement des frais inhérents à l'emprunt concerné, qu'aux fins suivantes :
 - i. le financement des dépenses d'investissement faites par l'Emprunteur aux termes d'un plan d'investissement approuvé par le gouvernement du Québec;
 - ii. le refinancement d'une partie ou de la totalité d'emprunts antérieurs venus à échéance; ou
 - iii. le remboursement d'emprunts bancaires contractés en attente du financement à long terme ou de refinancement.
3. QU'aux fins de déterminer le montant total auquel réfère le paragraphe 1 ci-dessus, il ne soit tenu compte que de la valeur nominale des emprunts effectués par l'Emprunteur;
4. QU'en plus des caractéristiques et limites énoncées précédemment, les emprunts comportent les caractéristiques suivantes :
- a) l'Emprunteur pourra contracter un ou plusieurs emprunts pendant toute la durée du régime d'emprunts jusqu'à concurrence du montant qui y est prévu, et ce, aux termes d'une seule et unique convention de prêt à conclure entre l'Emprunteur et le ministre des Finances, à titre de responsable du Fonds de financement;
 - b) chaque emprunt sera constaté par un billet fait à l'ordre du ministre des Finances, à titre de responsable du Fonds de financement;
 - c) le taux d'intérêt payable sur les emprunts sera établi selon les critères déterminés par le gouvernement en vertu du décret numéro 432-2018 du 28 mars 2018, tel que ce décret pourra être modifié ou remplacé de temps à autre; et
 - d) afin d'assurer le paiement à l'échéance du capital de chaque emprunt et des intérêts dus sur celui-ci, la créance que représente pour l'Emprunteur la subvention qui lui sera accordée par la Ministre, au nom du gouvernement du Québec, sera affectée d'une hypothèque mobilière sans dépossession en faveur du ministre des Finances, à titre de responsable du Fonds de financement.
5. QUE l'Emprunteur soit autorisé à payer, à même le produit de chaque emprunt contracté en vertu du présent régime, les frais d'émission et

les frais de gestion qui auront été convenus;

6. **QUE l'un ou l'autre des dirigeants suivants :**

Le [ou La] président [e] du Conseil d'administration;

Le [ou La] directeur [-trice] général [e]; ou

Le [ou La] vice-président [e] du Conseil d'administration;

de l'Emprunteur, pourvu qu'ils soient deux agissant conjointement, soit autorisé, au nom de l'Emprunteur, à signer la convention de prêt, les conventions d'hypothèque mobilière et les billets, à consentir à toute clause et garantie non substantiellement incompatible avec les dispositions des présentes, à livrer les billets, à apporter toutes les modifications à ces documents non substantiellement incompatibles avec les présentes ainsi qu'à poser tous les actes et à signer tous les documents, nécessaires ou utiles, pour donner plein effet aux présentes;

7. **QUE, dans la mesure où l'Emprunteur a déjà adopté une résolution instituant un régime d'emprunts pour les mêmes fins, la présente résolution remplace la résolution antérieure, sans pour autant affecter la validité des emprunts conclus sous son autorité avant la date du présent régime d'emprunts.**

The motion was adopted unanimously.

517.7 VARIA

.1 Recognition of Michelle Smith

Diane Gauvin would like to congratulate Michelle Smith, on behalf of the Board of Governors on being named Indigenous Vanier Scholar of McGill University. Michelle is a Faculty member of Cinema/Communications. She was involved in Indigenous Studies and Students. Congratulations.

517.8 DATE OF NEXT MEETING

The next regular meeting of the Board of Governors is scheduled for October 27, 2021.

517.9 ADJOURNMENT

The meeting adjourned at 8:28 p.m.

Signatures:

Michael Goldwax
Board Chair

François Paradis
Director, Corporate Affairs