



## NORTHERN ALBERTA INSTITUTE OF TECHNOLOGY

### Minutes of the One hundred ninetieth regular meeting of the **Board of Governors**

Monday, May 31, 2010  
4:00 to 6:00 pm  
O102P Governors Boardroom

---

<b>Members Present:</b>	Doug Goss (Chair) Garnet Clark Vincent Frankiw Don Metz Trevor Zilm	Dr. Sam Shaw James Cumming Brent Hesje Mary O'Neill	Mel Benson Diane Brickner Ashif Mawji Leanne Telford
<b>Recorder:</b>	Corie Phillips		
<b>Others Present:</b>	Dr. Berry Calder Roxanna Stumbur Joe McFadyen Jon Hoffman	David Janzen Betty Anne Ross Jack Menduk	George Andrews Terry Sulyma Steve Reid
<b>Regrets:</b>	Randy McLeod Kevin Nabholz	Kerry Brown Timothy Jobs	Darcy Corcoran

---

#### 1. Call to Order

Doug Goss called the meeting to order at 4:02 pm. He welcomed Diane Brickner and Vincent Frankiw to the NAIT Board.

##### a) Approval of Agenda

***Moved by Brent Hesje that the agenda for the meeting be approved as presented.***

***Carried***

##### b) Approval of Minutes of January 18, 2010

***Moved by Mary O'Neill that the minutes of January 18, 2010 be approved as presented.***

***Carried***

##### c) Business Arising from Minutes

There was no business arising from the minutes.

## 2. President's Report

Dr. Sam Shaw referred to his report included in the agenda package and highlighted a number of key points, including the following:

- Apply Alberta (Alberta Post-Secondary Application System or APAS) is a new web-based application and transcript system that undergraduate applicants may use to apply to Alberta public post-secondary institutions.
- Phase One of NAIT's new Campus Community website was launched on February 5, 2010. Work continues on the expansion of site functionality and reach, as NAIT moves towards the creation of an online community that will allow staff, students, and the public to share ideas and discuss relevant topics.
- On April 28, 2010, NAIT's Emergency Preparedness Committee participated in its first tabletop exercise designed to test the effectiveness of related procedures and to determine the Committee's overall readiness.
- The JR Shaw School of Business has been accepted into membership of the Association for the Advancement of Collegiate Schools of Business (AACSB).
- The Ledcor Industrial Group has donated \$1.5 million toward an Applied Research Chair (ARC) in Oil Sands Environmental Sustainability.
- NAIT faculty researcher Dr. Ron Currie has been awarded a \$125,000 grant from the Natural Sciences and Engineering Research Council (NSERC) to develop technology that can analyze air quality more quickly.
- On April 27, 2010, the NAIT Gateway Mechanical Services Centre for Building Environment Technology officially opened, with the unveiling of a special plaque bearing the name of Bill Ohe, the founder of Gateway.
- On March 11, 2010, NAIT took home top honours as the Best Workplace for Working Parents, and was runner-up in several other categories including: Best Overall Workplace, Best Workplace for Millennials, Best Workplace for Training and Development, and Best Workplace for the Environmentally Conscious, at a gala event recognizing the best employers in the province.

Dr. Sam Shaw also provided an overview of the Risk Management Report noting the changes since the time of the last report, and advised that the budget issues will be dealt with during the In-Camera session.

***Moved by Dr. Sam Shaw that the President's Report be accepted for information.***

***Carried***

## 3. Committee Reports

### 3.1 Academic Council

- a) Minutes of January 25, 2010
- b) Minutes of March 16, 2010
- c) Minutes of April 9, 2010
- d) Minutes of April 16, 2010
- e) Minutes of April 27, 2010

Dr. Shaw provided an overview of the minutes.

***Moved by Dr. Sam Shaw that the minutes from the January 25, March 16, April 9, April 16, and April 27, 2010 Academic Council meetings be accepted for information.***

***Carried***

3.2 Campus Development Committee

- a) Minutes of the February 4, 2010 Meeting

***Moved by James Cumming that the minutes of the February 4, 2010 Campus Development Committee meeting be accepted for information.***

***Carried***

- b) Motion – Donor Recognition (Item 8(a) and 8(b) of the February 4, 2010 Minutes)

***Moved by James Cumming that the Board of Governors approve the addition of the following to NAIT's naming grids:***

**NAIT – Industrial Building for Industrial Heavy Equipment Program (A)**

GIFT LEVEL	NAMING OPPORTUNITY
\$ 83,700	Laboratory A102 (5 year term)

**NAIT Learning Resources Centre (U)**

GIFT LEVEL	NAMING OPPORTUNITY
\$75,000	Laboratory U131 (10 year term)

***Carried***

***Moved by James Cumming that the Board of Governors approve donor recognition as follows:***

**NAIT Spartan Centre For Instrumentation Technology (Y)**

- Interior laboratory signage (Y147; 10 year term) – Zedi Inc. (\$83,000 total donation - \$68,000 in-kind equipment, \$15,000 student awards)

**NAIT – Industrial Building for Industrial Heavy Equipment Program (A)**

- Laboratory (A102; 5 year term) – Liftboss Material Handling Group (\$83,700 evergreen lease of equipment)

**NAIT HP Centre For Professional and Continuing Education (Y)**

- Laboratory (WC122; 5 year term) – Medtronic of Canada (\$220,661 evergreen lease of equipment)

***Carried***

- c) Minutes of the Joint Campus Development Committee and Finance and Audit Committee Meeting of April 28, 2010

***Moved by James Cumming that the minutes of the April 28, 2010 Joint Campus Development Committee and Finance and Audit Committee meeting be accepted for information.***

***Carried***

- d) Centre for Applied Technologies – Design Development Report

James Cumming directed members to page 79 of the agenda package, which included a backgrounder and the first sixteen sections of the Centre for Applied Technologies Design Development Report. He advised that on April 28th, there was a joint meeting of the Campus Development Committee and the Finance & Audit Committee, at which time the two Committees received a comprehensive presentation from Stantec and Clark Builders in regards to this project. Both Committees are satisfied in regards to the scope, estimated cost, and schedule for the project. The report is ready to be submitted to the departments of Advanced Education & Technology and Infrastructure for their review and consideration. The completion of the Design Development Report fulfills our obligation to the government in regards to the planning process for this project.

***Moved by James Cumming that the Board of Governors:***

***Approve the Centre for Applied Technologies Design Development Report for submission to the departments of Advanced Education & Technology and Infrastructure for their review; and***

***That approval be requested from the Minister of Advanced Education & Technology and the Minister of Infrastructure, to proceed with construction in the 2010/11 fiscal year, in accordance with the schedule as presented in Section 13 of the Report, through the use of NAIT's Internally Restricted Net Assets; and***

***That government capital funding for the project commence in the 2011/12 fiscal year, as presented in the proposed cash flow in Section 15 of the Report.***

***Carried***

- e) Motion – Donor Recognition (Item 7(a) and 7(b) of the April 28, 2010 Minutes)

***Moved by James Cumming that the Board of Governors approve the following additions to NAIT's naming grids:***

**NAIT – Industrial Building (A)**

<b>GIFT LEVEL</b>	<b>NAMING OPPORTUNITY</b>
\$100,000	A102 Laboratory (10 year term)
\$100,000	A103 Laboratory (10 year term)
\$100,000	A104 Laboratory (10 year term)
\$100,000	A105 Laboratory (10 year term)
\$100,000	A107 Laboratory (10 year term)
\$100,000	A109 Laboratory (10 year term)
\$100,000	A111 Laboratory (10 year term)
\$100,000	A113 Laboratory (10 year term)
\$100,000	A114 Laboratory (10 year term)
\$100,000	A115 Laboratory (10 year term)
\$100,000	A120 Laboratory (10 year term)
\$100,000	A121 Classroom (10 year term)
\$ 50,000	A122 Classroom (10 year term)
\$100,000	A123 Laboratory (10 year term)
\$ 50,000	A124 Classroom (10 year term)
\$ 50,000	A130 Classroom (10 year term)
\$ 50,000	A134 Classroom (10 year term)
\$ 50,000	A135 Classroom (10 year term)
\$ 50,000	A136 Classroom (10 year term)
\$ 50,000	A137 Classroom (10 year term)
\$ 50,000	A138 Classroom (10 year term)
\$ 50,000	A139 Classroom (10 year term)
\$ 50,000	A145 Classroom (10 year term)
\$ 50,000	A146 Classroom (10 year term)
\$100,000	A147 Laboratory (10 year term)
\$100,000	A150 Laboratory (10 year term)
\$100,000	A150A Classroom (10 year term)
\$100,000	A155 Laboratory (10 year term)
\$100,000	A161 Laboratory (10 year term)
\$100,000	A162 Classroom (10 year term)
\$100,000	A162A Laboratory (10 year term)
\$100,000	A163 Classroom (10 year term)
\$100,000	A164 Classroom (10 year term)
\$100,000	A165 Laboratory (10 year term)
\$100,000	A165A Laboratory (10 year term)
\$100,000	A170 Laboratory (10 year term)
\$ 50,000	A171 Classroom (10 year term)
\$100,000	A172C Laboratory (10 year term)
\$100,000	A173 Laboratory (10 year term)
\$100,000	A173A Laboratory (10 year term)
\$100,000	A174 Laboratory (10 year term)
\$100,000	A174A Laboratory (10 year term)

\$ 50,000	A175 Classroom (10 year term)
\$100,000	A176 Laboratory (10 year term)
\$100,000	A177 Laboratory (10 year term)
\$100,000	A182 Laboratory (10 year term)
\$100,000	A184 Laboratory (10 year term)
\$100,000	A185 Laboratory (10 year term)
\$100,000	A186 Laboratory (10 year term)
\$100,000	A187 Laboratory (10 year term)
\$100,000	A188 Laboratory (10 year term)
\$100,000	A188A Laboratory (10 year term)
\$100,000	A188B Laboratory (10 year term)
\$100,000	A189 Laboratory (10 year term)
\$100,000	A190 Laboratory (10 year term)
\$500,000	A1X1 Wing (10 year term)
\$500,000	A1X2 Wing (10 year term)
\$500,000	A1X6 Wing (10 year term)
\$500,000	A1X7 Wing (10 year term)
\$500,000	A1X8 Wing (10 year term)
\$500,000	A1X10 Wing (10 year term)
\$500,000	A1X11 Wing (10 year term)
\$500,000	A1X13 Wing (10 year term)
\$500,000	A1X15 Wing (10 year term)
\$500,000	A1X16 Wing (10 year term)
\$ 50,000	A211A Classroom (10 year term)
	A163A Laboratory Service Room – delete from the previously approved naming grid, as this space is identified as a storage/service area.

**NAIT – Activities Centre (S)**

<b>GIFT LEVEL</b>	<b>NAMING OPPORTUNITY</b>
\$200,000	S212 Dressing Room (5 year term)

*Carried*

*Moved by James Cumming that the Board of Governors approve the following donor recognition:*

**NAIT Industrial Building for School of Applied Building Science (A)**

Prime Fasteners Ltd. (\$763,000 evergreen lease of equipment)

- Wing (A1X12; 10 year term) – Prime Fasteners Ltd.
- Laboratory (A163; 10 year term) – Dewalt
- Laboratory (A162; 10 year term) – Porter Cable

**NAIT Industrial Technical Building for School of Applied Building Science (V)**

Prime Fasteners Ltd. - continued

- Laboratory (V111; 10 year term) – Bosch
- Laboratory (V114; 10 year term) – Hitachi

**NAIT Engineering Technologies Annex (L)**

- Laboratory (L162; 3 year term) – Schlumberger Canada Ltd. (\$1,380,888 evergreen lease of Software)

**NAIT Learning Resources Centre (U)**

- Laboratory (U131; 10 year term) – Corus Entertainment (\$75,000 cash)

**NAIT HP Centre for Information and Communications Technology (W)**

- Classroom (WC212; 3 year term) – Insight Medical Imaging (\$500,000 in-kind services)

**NAIT Centre for Machinist Technology (N)**

- Classroom (N101; 5 year term) – Universe Machine Corporation (\$50,000 capital)

**NAIT Shell Manufacturing Centre (B)**

- Laboratory (B117; 10 year term) – Festo Inc. (\$610,000 in-kind equipment)

**NAIT Activities Centre (S)**

- Dressing Room (S212; 5 year term) – Oaks Hockey Alumni Association (\$200,000 total donation; \$150,000 student awards, \$35,000 community awards, \$15,000 capital)

*Carried*

3.3 Finance & Audit Committee

a) Minutes of May 11, 2010

***Moved by Garnet Clark that the minutes of the May 11, 2010 Finance & Audit Committee meeting be accepted for information.***

***Carried***

b) Financial Reports for the Nine Months Ending March 31, 2010

Garnet Clark directed members to page 165 of the agenda package, which provided the financial summary as well as the statements of financial position, operations and changes in net assets, and cash flow for the period ending March 31, 2010. The financial statements indicate that actual results are better than planned, due to the positive performance of NAIT's investment portfolio, and an increase in tuition revenue arising from increased enrolment. The financial performance in the current year will assist in addressing the 2010/11 year, which will be reviewed in more detail when the Budget and Business Plan are discussed during the In-Camera section of the meeting.

***Moved by Garnet Clark that the financial reports for the nine months ending March 31, 2010 be accepted for information.***

***Carried***

3.4 Foundation Trustees

a) Minutes of May 11, 2010

***Moved by Garnet Clark that the minutes of the May 11, 2010 Foundation Trustees meeting be accepted for information.***

***Carried***

3.5 Governance Committee

- a) Minutes of February 5, 2010
- b) Minutes of March 31, 2010
- c) Minutes of April 26, 2010

***Moved by Mel Benson that the minutes of the February 5, March 31, and April 26 meetings of the Governance Committee be accepted for information.***

***Carried***



d) Proposed Committee Membership

***Moved by Mel Benson that the appointments of Diane Brickner to Academic Council; Randy McLeod to the Governance Committee and Human Resources Committee; and Vincent Frankiw to the Campus Development Committee be approved by the Board of Governors.***

***Carried***

e) Board By-Laws

Mel Benson directed members to page 188 of the agenda package, which contains the backgrounder in regards to the revised Board Bylaws. The Governance Committee went through the revised Board Bylaws at their meeting on April 26<sup>th</sup>. Mr. Benson summarized the proposed changes as follows:

**Section 1** – Definitions have been updated and reflect current titles.

**Section III** – Composition of the Board and Roles and Responsibilities of the Board:

3.1 – Updated definitions have been highlighted in the package.

3.3.5 – Chairperson serves as ex officio member on all Board Committees.

3.4 – Provides for a Vice Chairperson of the Board to once again be put in place, as per past practice.

3.5.2 – A responsibility of the President is to have a secretary to the Board.

3.6.2 – Enhancement to the language regarding principles and best practices of good governance.

3.10 – Articulates the responsibility for the approval of collective agreements by the Board members. The tentative NASA agreement will be reviewed during the In-Camera section of the meeting.

**Section IV** – Board Meetings:

4.15 – New paragraph to recognize various perspectives of Board members and the expectation to act in the best interests of the Institute.

**Section V** – Committees of the Board and Academic Council

5.2 – Standing Committees of the Board – updated to be listed in alphabetical order; the reference to the Trustees of the Fairview College Foundation was removed, as the Foundation was transferred to Grande Prairie Regional College effective July 1, 2009.

5.17 – the reference to Academic Council is in alignment with the legislation.

***Moved by Mel Benson that the Board of Governors approve the revised Board Bylaws, effective commencing with the 2010/11 fiscal year.***

***Carried***

f) Policy IR 15 – NAIT Supported Small Enterprises

Mel Benson summarized the changes to the Policy.

***Moved by Mel Benson that the Board of Governors approve the revised NAIT Supported Small Enterprise Policy IR 15.0.***

***Carried***

3.6 Human Resources Committee

- a) Minutes of February 22, 2010
- b) Minutes of May 21, 2010

***Moved by Doug Goss that the minutes of the February 22 and May 21 Human Resources Committee meetings be accepted as information.***

***Carried***

c) 2010/11 Budget Challenge and Withdrawal of NASA Policy Grievance

Doug Goss directed members to page 215 of the agenda package and advised that the HR Committee has reviewed the chronology of events, the communication processes and messages for internal stakeholders, and the independent review by NAIT's legal counsel. NASA and the faculty have been included throughout the process and extensive consultation occurred. The HR Committee is satisfied that NAIT's President and Executive exceeded obligations and requirements as stipulated in the Post Secondary Learning Act and the NASA/NAIT collective agreement.

Doug Goss clarified that the grievance was filed against the Institute, and not against the President and the Executive as reported in the Edmonton Journal, and the newspaper has recently published a correction. He advised of his participation in the grievance meeting with representatives of NASA, and summarized that it was a very positive meeting, and that the strong relationship with NASA continues. At that meeting, Dr. Shaw delineated the extensive chronology of events and it is clear that there was consultation and openness of communication.

Mr. Goss noted that the grievance has been withdrawn by NASA, and the letter outlining this is included in the package, along with the letter from the NASA President to all faculty, which communicates the outcome of the hearing, the strong relationship that NASA has had with NAIT, and the resolution of this matter. He commented that it is his observation from participating in the hearing, that NASA and NAIT have enjoyed a very strong and long-term positive relationship. A current example of this is the tentative three-year agreement that was reached between the two parties, which will be considered later in the meeting during the In-Camera session. Subject to ratification by the Board, this would be the fourth 3-year collective agreement. This speaks to the strong relationship that NAIT's President has had with NASA during his 13 years at NAIT.

Doug Goss concluded by saying that NAIT's President and Executive have always enjoyed the full confidence of the Board of Governors, and this continues to be the case. They addressed some very difficult and emotional issues in good faith, exercising professional judgment in the circumstances. They are committed to a strong and enduring positive relationship with NASA, all other staff of NAIT, as well as other stakeholders, and they have taken a course of action that is in the best interest of NAIT.

***Moved by Doug Goss that the Board of Governors receive the documentation in regards to the 2010/11 Budget Challenge and Withdrawal of the NASA Policy Grievance as information.***

***Carried***

Doug Goss stated that the meeting will now be proceeding with the In-Camera items of the Board agenda. He referred to the relevant sections of the NAIT Board Bylaws in regards to the topics that will be covered:

- In regards to item 3.7(a) – the 2010/11 to 2013/14 Business Plan including the 2010/11 Budget – this is specified as being an In-Camera topic in section 4.6.4 of the Board Bylaws.
- In regards to item 3.7(b) – the NAIT and NASA Memorandum of Agreement and item 3.7(c) Management and Excluded Staff – these are specified as being In-Camera topics in section 4.6.1 of the Board Bylaws.

Doug Goss asked that all those present that are not members of the Board or the Executive to leave the room.

***Moved by Sam Shaw, that the Board of Governors meeting enter the In-Camera session.***

***Carried***

### 3.7 In-Camera

- a) 2010/11 to 2013/14 Business Plan, including 2010/11 Budget

Dr. Shaw and David Janzen gave a Powerpoint presentation, and responded to questions from Board members.

***Moved by Garnet Clark that the Board of Governors approve the following, as recommended by the Finance and Audit Committee:***

- ***Appropriation of \$18 million from 2009/10 Unrestricted Net Assets to Internally Restricted Net Assets, to address future financial challenges in programs, operations and equipment as applicable.***
- ***The 2010/11 Budget as presented within NAIT's 2010/11 to 2013/14 Business Plan, with the \$2.86 million deficit to be drawn from NAIT's Internally Restricted Net Assets, and the expectation that Administration will continue to work towards achieving a balanced budget throughout the year.***
- ***The 2010/11 - 2013/14 Business Plan.***

***Carried***

- b) Motion – NAIT and NASA Memorandum of Agreement (Item 4 of the May 21, 2010 Human Resources Committee Minutes).

***Moved by Garnet Clark that the Board of Governors approve the Memorandum of Agreement with the NAIT Academic Staff Association as presented.***

***Carried***

***Leanne Telford Abstained***

- c) Motion – Management and Excluded Staff (Item 6 of the May 21, 2010 Human Resources Committee Minutes)

***Moved by Garnet Clark that the Board of Governors approve the change to the Management and Excluded salary grids as presented.***

***Carried***

***Sam Shaw Abstained***

***Moved by Sam Shaw that the Board of Governors exit the In-Camera session.***

***Carried***

The attendees who were excused from the In-Camera session were welcomed back to the meeting for the remainder of the agenda items.

4. Schedule

The schedule is tentative pending the appointment of the new Chair, and it will be sent electronically to Board members and Assistants.

5. Correspondence

Included for information purposes only.

Board Member Contact List

Included for information purposes only, and it will be sent electronically to Board members and Assistants.

6. Next Board Meeting

Monday, October 4, 2010

O102P Governors Boardroom

7. Adjournment

***Moved by Sam Shaw that the meeting be adjourned at 5:50 pm.***

***Carried***

---

Corie Phillips, Recorder

---

Doug Goss, Chair