
NORTHWESTERN POLYTECHNIC
BOARD OF GOVERNORS

Board Meeting

Thursday, March 2, 2023

4:00pm – 7:00pm | NWP Executive Board Room E211



Members Present:

Mr. Brent Cage	Mr. Justin Kohlman	Mr. Lorne Radbourne
Ms. Shawna Miller	Ms. Tegan Martin-Drysdale	Ms. Brooklyn Broaders
Dr. Connie Korpan	Mr. Lydell Torgerson	Mr. Ron Wiebe
Dr. Johan Bolton	Ms. Heather Kerschbaumer	Mr. Roy Bjorklund
Mr. Andrew Pietsch	Ms. Angela Birnie-Browne	
Mr. Kevin Szakacs		

Resources:

Dr. Vanessa Sheane	Ms. Georgia Greenwood-Duncan	Ms. Sivagowry Lewis
Mr. Karl Germann		

1. Call to Order

Territory Acknowledgement: *We acknowledge the homeland of the many diverse First Nations and Métis people whose ancestors have walked this land since time immemorial. We are grateful to work, live and learn on the traditional territory of Treaty 8.*

1.1. Approval of March 2, 2023 2022 Agenda

Moved by Roy Bjorklund, seconded by Kevin Szakacs, that the agenda be approved.

1.2. Approval of December 15, 2022 Minutes

Amendments were made to item 4.8.2 motion as follows:

Moved by Lydell Torgerson, seconded by Ron Wiebe, that the Board of Governors received the Student Association's Audited Financial Statement for information.

Amendments were made to item 5.

Moved by Heather Kerschbaumer, seconded by Kevin Szakacs, that the amended minutes of December 15, 2022 meeting be accepted.

2. Declaration of Conflicts of Interest

No conflicts were declared.

3. NWP Executive Report

3.1. Office of the President and CEO

3.1.1. President and Executive Report.

The President presented his report to the Board and highlighted some key points particularly as it related to the recent provincial budget.

3.1.2. Risk Assessment

3.1.3 Strategic Enrollment Management Plan

V. Sheane and her team presented the SEM action plan that was created in conjunction with Deloitte and the method used to align the SEM plan with NWP's Strategic and Master Academic Plans. The intent of the SEM plan is to clearly map out a systematic approach to increasing NWP's student population. Timeframes and owner assigned task are associated with this plan and implementation should begin by the end of March 2023.

3.1.4 NWP Budget

K. Germann provided a detailed breakdown of the 2023/2024 budget and the budget assumptions aligned with the institution's Strategic Plan and Master Academic Plan. Forecasting for 24-25 and 25-26 assumes that costs in most areas will rise by 2%.

The revenues and expenses were revised to reflect the revenues and expenses more accurately in the existing Cost Centers. This was accomplished at the division level and the system level and assumes that NWP will have fully recovered from the negative impacts of COVID.

4. Chair and Committee Reports

4.1. Chair Report

The Vice Chair presented the Chairs report for the transition period. On January 23rd, the Presidents and Chairs met in Edmonton. Key items to consider are that the province feels they are aligning with the McKinnon report, the government hopes to develop a free speech report card for post-secondary and the ministry is very supportive of training doctors in rural communities.

4.2. Executive Committee

4.2.1. Chair Summary of the February 7, 2023 Meeting

4.2.2 Motion

Moved by Brent Cage, seconded by Kevin Szakacs that Board of Governors approve the Naming Policy as presented.

Carried
6057 / 2023

4.3. Academic Council

4.3.1. Minutes of the February 9th, 2023 Meeting.

4.3.2. Motion
Instructor Emeritus Nominees

Moved by Lorne Radbourne, seconded by Brent Cage that the Board of Governors approve the nominations of the following individuals for Faculty Emeritus awards: Mr. Tom Kaip and Ms. Tina Martel.

Carried
6058 / 2023

4.4. Human Resource Committee

4.4.1. Chair Summary of the February 7th, 2023 Meeting

The search for the VP of Corporate Services will commence shortly, once this position is filled the VP of External Relation will follow. The engagement survey results were discussed.

4.5. Governance and Development Committee

4.5.1. Chair Summary of the February 7th, 2023 Meeting

4.5.2. Motions

Moved by Lorne Radbourne, seconded by Heather Kerschbaumer that Board of Governors approve the Examination Policy as presented.

Carried
6059 / 2023

4.6. External Relations Committee

4.6.1. Did not meet

4.7. Finance Committee

4.7.1. Chair Summary of the February 8th, 2023 Meeting

4.7.2 Motions

4.7.2.1 Tuition Increase

Moved by Lydell Torgerson, seconded by Ron Wiebe that the Board of Governors approve the 2023-2024 Tuition and Fees as presented.

4.7.2.2 NWP Budget 2023-2024

Moved by Lydell Torgerson, seconded by Heather Kerschbaumer that Board of Governors approve the 2023-2024 NWP Budget as presented with permitting the President and Board Chair technical changes as needed.

4.7.2.3 RBC Line of Credit

Moved by Lydell Torgerson, seconded by Kevin Szakacs that Board of Governors approve NWP to obtain a Line of Credit from RBC in the amount of \$4 million.

4.7.2.4 Signing Authority (Board Chair)

Compliance with financial institutions requires that each signing officer confirms that they have the power and authority to sign the Agreement on behalf of the Customer (NWP) and to legally bind the customer. For example: RBC E-Form 60002 (2014/10)

ROYAL BANK OF CANADA

Recent changes in the position of Director, Financial Services Northwestern Polytechnic (NWP) have resulted in a required update of records of signing authority with the Royal Bank of Canada (RBC).

Moved by Lydell Torgerson, seconded by Ron Wiebe that the Board of Governors approves any two of the following to sign jointly on behalf of Northwestern Polytechnic (NWP) on accounts held at Royal Bank of Canada (RBC).

- Chair, Board of Governors, Shawna Miller
- President and CEO, Justin Kohlman
- Acting Vice-President, Corporate Services, Karl Germann
- Director, Financial Services, Dawn Sauve

Corporate Trading Resolution

Moved by Lydell Torgerson, seconded by Roy Bjorklund that the NWP Board of Governors approve the following amendments to the NWP Corporate Trading Signing Authority, effective March 2, 2023 for the Chair, Board of Governors.

- a) One or more accounts in the name of the Account Holder be open and maintained with RBC Dominion Securities Inc. and/or any of its affiliated companies (“RBC DS”) for the purpose of dealing in securities, commodities, financial or index future contracts and/or options on securities, commodities or financial or index future contracts, on a cash settlement or margin basis and may include short sales or uncovered writings; AND THAT*
- b) The Trading Officers set out below by name and their respective signatures (“the Trading Officers”) be and each is authorized to give orders or trading instructions to RBC DS, whether in writing or not, in respect of account dealings for, or on behalf of and in the name of the Account Holder, provided that, for greater certainty, any person who is designated as a Trading Officer, unless also designated as a Signing Officer (as defined below), shall not be authorized to give instructions in respect of matters referred to in c) below; AND THAT*
- c) Two (2) of the Signing Officers set out below by name and their respective signatures (the “Signing Officers”) are hereby authorized to: (i) execute and deliver for, on behalf of, and in the name of the Account Holder any and all agreements, consent letters of instruction or other documents as required by RBC DS for the establishment, reclassification or operation of any account; and (ii) withdraw for, on behalf of, and in the name of the Account Holder from any of its accounts any monies or securities contained in such accounts; AND THAT*
- d) RBC DS shall be entitled to act and rely upon the actions and instructions of the Trading Officers and the Signing Officers taken or given in accordance with this resolution without making or continuing any investigations or inquiries into the propriety of such actions, orders, and instructions; AND THAT*
- e) This resolution shall remain in full force and effect until written notice of revocation thereof has been filed by an authorized party of the Account Holder [the Secretary in the case of a corporation, the partners in the case of a partnership, members in the case of an investment club, associates in the case of an association or other authorized individuals in the case of any other similar organization] to the Manager of the Compliance Department at RBC DS.*

Trading Officers

Mr. Karl Germann, Acting Interim Vice President, Corporate Services
Mr. Justin Kohlman, President and CEO
Ms. Dawn Sauve, Director, Financial Services

Signing Officers

Mr. Karl Germann, Acting Interim Vice-President, Corporate Services
Mr. Justin Kohlman, President and CEO
Ms. Dawn Sauve, Director, Financial Services
Ms. Shawna Miller, Board Chair

4.7.2.5 Unrestricted and Restricted Reserve

That the Board of Governors seek permission from the Minister of Advanced Education to use \$3,581,000 of restricted and unrestricted reserves for capital improvements connected to the Campus Master Plan and the institution's Strategic Plan.

That the Board of Governors direct administration to bring forward a three-year reserve expenditure plan at the May Finance Committee meeting and the June 2023 Board meeting for consideration and possible approval.

**Carried
6060 / 2023**

4.8. Audit Committee

4.8.1. Chair Summary of the February 8th, 2023 Meeting

4.8.2. Motions

Moved by Lydell Torgerson, seconded by Ron Wiebe that Board of Governors approve the Fraud Policy as presented.

**Carried
6061/ 2023**

4.9. Alumni Foundation Board of Directors

4.9.1 Chair Summary of the January 19th, 2023 Meeting

A review of the fundraising donation acceptance, naming and endowment policies were conducted. The planning of fundraising strategies, the golf classic, awards, and President's Ball were also discussed.

5. In-Camera Session

Moved by Lorne Radbourne, seconded by Kevin Szakacs, that the Board of Governors move to an in-camera session at 6:15pm.

Moved by Ron Wiebe, seconded by Lorne Radbourne, that the Board of Governors exit the in-camera session at 6:37pm.

6. Next Board Meeting

The next NWP Board of Governors meeting will take place on June 1st, 2023 in Fairview.

7. Adjournment

Moved by Shawna Miller that the Board of Governors meeting be adjourned at 6:44 pm.