

Public Meeting Minutes

Board of Governors



May 29, 2025

4:00–8:00 pm

NorQuest Innovation Studio and Microsoft Teams

Attendance

Board Members:

1. Robert Heron, Board Chair
2. Anthony Tabacchi, Non-Academic Staff member
3. Ama Dogbefou, Student member (virtual)
4. Ashley Snape, Public member, Acting Human Resources Committee Chair
5. Brad Pickering, Public member
6. Chris Lavin, Public member, Finance and Audit Committee Chair
7. Jenny Adams, Public member
8. June Parham, Academic Staff member
9. Supriya James, Public member (virtual)
10. Carolyn Campbell, President and CEO (ex-officio, non-voting)

Regrets:

1. Dan Hugo, Board Vice Chair
2. Jennifer Cleall, Public member, Governance Committee Chair
3. Joette Decore, Public member
4. Tina Naqvi-Rota, Public member, Human Resources Committee Chair

Management:

1. Brad Arkison, NorQuest Vice President, Enrolment and Communications
2. Jill Matthew, NorQuest Vice President, Administration and CFO
3. Jackie Nelson, NorQuest Vice President, External Relations
4. Norma Schneider, NorQuest Vice President, Academic
5. Shauna Yohemas, NorQuest Vice President, People, Culture and Equity
6. Tony Kurian, NorQuest Associate Vice President, General Counsel
7. David Middagh, NorQuest Chief of Staff and Director of Strategy

NorQuest Guests:

1. Rhecy Reyes, 2025 NorQuest President's Medal Winner
2. Sheldon Smart, Director, Strategic Partnerships
3. Meredith Allan, Acting Director, Advancement
4. Ryan Drury, Manager, Campaign Planning and Giving
5. Dale Babich, Director, Financial Services and Controller
6. Trevor Morton, Director, Campus Services

Recorder: Veronica Duarte, NorQuest Senior Executive Associate, Board Coordinator

1. Opening

1.1 Quorum

R. Heron (the “Chair”) presided over the Board of Governors (the “Board”) meeting. With proper notice given and a quorum present, the Chair declared the meeting duly constituted.

1.2 Call to Order and Land Acknowledgement

The Chair called the meeting to order at 4:03 p.m. and commenced with a Treaty 6 Territory Acknowledgement.

1.3 Conflict of Interest

The Chair provided an opportunity for members to declare any conflicts of interest with the agenda items. It was noted that Internal Governors (A. Dogbefou, A. Tabacchi, and J. Parham) would not participate in the closed session for Public Board Members at the end of the meeting, as the discussion would focus on the President and CEO Employment Agreement and collective bargaining. This session is limited to Public Board Members due to the sensitive and confidential nature of the matters being considered.

1.4 Confidentiality

The Chair reminded the Board that all matters discussed in the meeting are confidential.

1.5 Chair’s Opening Comments

The Chair outlined the strategic direction and expectations for the meeting and shared that a new Minister of Advanced Education has been appointed. An update was also provided on the upcoming 1000 Women fundraising event.

1.6 Purpose Story

R. Reyes joined the meeting at 4:07 p.m. and was introduced by C. Campbell, President and CEO.

R. Reyes shared her personal journey and experiences as a NorQuest student, culminating in her selection as the 2025 President’s Medal Winner. The Board expressed their commendations and admiration for her achievements and the resilience demonstrated throughout her journey.

1.7 Approval of Consent Agenda

The Chair provided an overview of the items included in the consent agenda and reminded members to forward any potential Board member recommendations to the President and CEO. The Chair then invited questions from the Board.

A question was raised regarding the financial report contained in the consent agenda, specifically relating to budget constraints and the College's surplus. It was confirmed that key messages and follow-up communications around the budget would be provided to the Board following the meeting to address the inquiry.

MOTION

THAT the Board of Governors approve the consent agenda for May 29, 2025, as presented, including the approval of the March 6, 2025 Meeting Minutes and the updated Board Policy No. 07.

**Moved: J. Parham
Seconded: C. Lavin
CARRIED**

1.8 Approval of Agenda

There were no questions or comments raised regarding the agenda.

MOTION

THAT the Board approve the May 29, 2025 meeting agenda as presented.

**Moved: C. Lavin
Seconded: J. Adams
CARRIED**

2. Consent Agenda

The following items were provided to the Board as part of the consent agenda, items outlined as approved were addressed during agenda item 1.7 at the opening of the meeting.

- A. **Minutes – March 6, 2025 - Approved**
- B. Governance Committee Written Report
 - A. Board Attendance Record
 - B. Board Education and Discussion Schedule
- C. Updated Board Policy No. 07 - Approved**
- C. Finance & Audit Committee Written Report
 - A. 2024-25 Financial Report
- D. Human Resources Committee Written Report

3. Closed Session: Strategy And Discussion Items

3.1 NorQuest 2030 Comprehensive Capital Campaign

Guests, S. Smart, M. Allen, and R. Drury joined at 4:25 pm

J. Nelson provided an overview and introduced the guests, who presented an update on the capital campaign, including the timelines and the partnership with, external consultant, Vitreo.

The Board further reviewed the campaign structure, including the composition, membership, and reporting framework of the Campaign Cabinet to the Board.

The guests exited the meeting at 4:54 pm.

3.2 President and CEO Report

C. Campbell led a closed discussion with the Board focused on the College's performance, anticipated changes, external opportunities and threats, and potential adjustments to the College's strategy and risk management. Management provided context and support throughout the discussion.

The Board provided feedback, posed questions, and contributed to the dialogue.

3.3 NorQuest Learner Market

A. Dogbefou exited the meeting at 5:38 pm.

C. Campbell opened the item and presented a diagram outlining the draft learner and program mix, highlighting key areas of focus for the College and insights gained from the broader postsecondary landscape.

The Board engaged in discussion on the information presented.

4. Committee Business

4.1 Finance and Audit Committee Recommendations

D. Babich joined the meeting at 6:21 pm.

A. 2024-25 Consolidated Financial Statements

C. Lavin provided an overview of the Committee's activities related to the review of the financial statements, reiterating that the statements reflect a nine-month transition period due to the change in fiscal year-end.

J. Matthew noted that the audit concluded with no recommendations, and that the Finance team received commendations for their work throughout the process.

MOTION

THAT the Board of Governors approve the 2024-25 Consolidated Financial Statements.

**Moved: B. Pickering
Seconded: A. Tabacchi
CARRIED**

B. Appropriation of Net Assets

C. Lavin presented the second recommendation from the Finance and Audit Committee, which related to the appropriation of net assets. J. Matthew explained that the appropriation is intended to support future strategic investments, including the acquisition of new space and technology enhancements to advance institutional priorities.

MOTION

THAT the Board of Governors approve the appropriation of \$12.8M in new funding from the 2024-2025 surplus net assets from operations.

**Moved: C. Lavin
Seconded: J. Parham
CARRIED**

MOTION

THAT the Board of Governors approve the restricted capital plan, inclusive of the additional \$12.8M surplus net assets from operations, as presented in attachment A.

**Moved: B. Pickering
Seconded: J. Adams
CARRIED**

D. Babich exited the meeting at 6:39 pm.

5. Closed and In-Camera Sessions

5.1 In-Camera: Jasper Avenue Tower Lease Update

The Recorder exited the meeting at 6:41 p.m., but continued to track the attendance and departure of meeting participants. The Board, Management, and invited guests proceeded with an in-camera discussion following the Recorder's departure.

T. Morton joined the meeting at 6:41 p.m. to participate in the discussion.

Management and T. Morton exited the meeting at 7:13 pm.

The following details related to the motions outlined below were provided to the Recorder after the meeting by the Acting Human Resources Committee Chair and the Chair, for the purpose of official recording in the meeting minutes.

5.2 2024-2025 President and CEO Performance Status Report

The Board entered a closed session with C. Campbell to discuss the President and CEO Performance Status Report at 7:14 pm.

5.3 President and CEO Emergency Replacement Plan and Position Description

S. Yohemas joined the closed session at 7:25 pm.

The motion to approve the President and CEO Emergency Replacement Plan was not carried. It was confirmed that the plan will be revised and brought forward for consideration at the next Board meeting on June 25, 2025.

S. Yohemas exited the meeting at 7:30 p.m. to allow the Board to proceed with a meeting debrief and in-camera session with C. Campbell.

C. Campbell exited the meeting at 7:35 p.m., after which the Board held an in-camera session with Board members only.

6. Public Member Closed Sessions

The Board moved into a closed session for Public Board Members only. Internal Governors A. Tabacchi and J. Parham exited the meeting due to a structural conflict of interest and the confidential nature of the discussion items.

6.1 Collective Bargaining Update

C. Campbell and S. Yohemas joined the meeting at 7:35 p.m. to lead share a collective bargaining update.

6.2 President and CEO Succession Plan

S. Yohemas exited the meeting at 7:50 p.m. as the Board moved into a closed session with C. Campbell to discuss the President and CEO Succession Plan.

MOTION

THAT the Board of Governors accept the President & CEO Succession Plan as verbally presented.

**Moved: J. Adams
Seconded: C. Lavin
CARRIED**

C. Campbell exited the meeting at 7:56 pm. S. Yohemas joined the meeting at 7:56 pm to discuss the following agenda items:

6.3 President and CEO Compensation

MOTION

THAT the Board of Governors approve a 3% increase for the President & CEO retroactively effective April 1, 2025.

Moved: B. Pickering

Seconded: S. James

CARRIED

6.4 President and CEO Employment Agreement

MOTION

THAT the Board of Governors approve the President and CEO Employment Agreement at the May 29, 2025 meeting, with a revised base salary amount of [REDACTED] as recommended by the Human Resources Committee.

Moved: B. Pickering

Seconded: C. Lavin

CARRIED

Adjournment

There being no further business, the meeting was adjourned at 8:09 pm.



Robert Heron, Chair


T. Akers for

Veronica Duarte, Recorder