

Board of Governors Minutes

Wednesday, April 30, 2025

8:00 a.m. – 12:00 p.m.

John and Bobbie Currie Executive Boardroom / MS Teams

Members:

John Kousinioris (Chair)
Misheck Mwaba (President and CEO)
Shannon Bowen-Smed
Dwayne Dubois
Louise Lee
Steven McLeod
Neil Yeates - *remote*

Kara Claypool
Ron Wallace
Indira Smith
Flora Mahdavi
Eddie Boy Argonza
Vitoria Bastos Bernardi -
remote

Advisors
Tas Rahim
Vaughn Ravenscroft
Michael Crowe
Lynn Connell - *regrets*
Suzie Johnson
Vicky Chio

Administrative Support:

Nicole Hryn

Guests:
David Roberts, Director
Marketing and Recruitment –
acting VP, Learner Experience
Brian Hinton, Director Finance –
joined at 8:45 am
Rosa Chan, Associate Director
Finance – *joined at 8:45 am*

Call to order

John Kousinioris called the meeting to order at 8:01 am.

John thanked Eddie Boy Argonza and Vitoria Bastos for their time on the Board of Governors as Student Representatives.

John thanked Vaughn Ravenscroft for his commitment to the College.

1.0 Review of agenda

Motion: THAT the Board of Governors approve the agenda.

Moved by: Louise Lee

Motion Carried: **BOG250430-01**

1.1 Declaration of conflict of interest – None

2.0 Consent Agenda Approval

Motion: THAT the Board of Governors approve the consent agenda

Moved by: Shannon Bowen-Smed

Motion Carried: **BOG250430-02**

3.0 In Camera – with President

The Board met in camera with Misheck Mwaba for 30 minutes.

4.0 Reports

4.1 President's Report to the Board

Misheck Mwaba provided an overview of the College Report to the Board. Areas highlighted were:

- Compliance Health Incorporation
- Government Funding update
- Block 40 update
- CIGan Leadership Conference
- AI Summit hosted by Seneca
- West Campus Land Blessing
- Attending meeting regarding the Expert Panel on Post-Secondary Institution Funding and Alberta's Competitiveness Engagement

5.0 Board Development- none

6.0 Audit and Risk Management Council

Dwayne Dubois provided an overview of the April 23, 2025, Audit and Risk Management Council meeting.

6.1 Operating and Capital Budget

Brian Hinton and Rosa Chan presented the 2025-2026 budget to the Board.

The Board was given an overview of the FY2026 budget, enrolment forecasts, measures to mitigate the risk of a deficit, risks impacting the budget, budgeted cash flow, and access to reserves projects. The College is required to submit a balanced budget.

Motion: THAT the Board of Governors approves the recommendation from the Audit and Risk Management Council and approves the 2025-2026 budget, 2-year forecast and Capital Plan as presented conditional on approval from Treasury Board and the Minister.

Moved by: Neil Yeates

Motion Carried: **BOG250430-03**

6.2 Risk Register Review

The Audit and Risk Management Council reviews the corporate risk report twice a year. The risk report is compiled from the updated risk register and provides the Board and ARM Council the opportunity to focus on the risks the College is currently facing. This report also provides updates on our insurance portfolio.

The risk order has changed, with the most significant change being that Enrollment risk is now the number one risk. The top 10 Strategic and Emerging risks in order:

Risk Number	Risk Name	Inherent Score	Inherent Rating	Residual Score	Residual Rating
1	Enrolment risk /// Potential decline or limited student enrolment (domestic and international)	25	High	20	High
2	Government relations risk /// Government decisions result in unfavorable outcomes for the College	16	High	15	High
3	Financial risk /// Uncertainty of funding due to decision making, political, and socio-economic factors	16	High	12	Significant
4	Competition risk /// Increased competition for students	16	High	12	Significant
5	Cyber and Fraud risk /// Cyber security breach/Fraud incidents pose significant risks to the College (including AI)	15	High	10	Significant
6	Technology risk /// Challenges associated with technology, deprecation, and digitization innovations or adoption of digital technologies	15	High	9	Moderate
7	Recruitment/Retention risk /// Challenges with recruitment/retention, especially in the areas of specialization (i.e. CEA) and leadership/management	12	Significant	8	Moderate
8	Job Actions risk /// Risk of job actions from unions	10	Significant	8	Moderate
9	Health and Safety risk /// Failure to address health and safety risks within our College can jeopardize the well-being of students, faculty, and staff	8	Moderate	4	Low
10	Project risk /// Grant committed projects not delivering the expected results	8	Moderate	4	Low

6.3 Compliance Legislation

Stakeholders at the College have completed the annual review and risk assessment of legislation and regulations that need to be complied with. More than 100 items of legislation were reviewed, some by more than one designation. However, the overall impact of these reviews resulted in minimal changes from the previous annual assessment.

Legislation that was reviewed for the first time (with reference to the Risk Assessment Matrix):

Legislation	2024	Comments
Tobacco, Smoking and Vaping Reduction Act	1A	Smoking and Vaping Bylaws have been reviewed and followed before.
Alberta Education Statutes Amendment Act	3A	The College has existing policies and procedures that will help mitigate any issues related to non-compliance.

There was no legislation that increased from the prior year (with reference to the Risk Assessment Matrix).

The risk scoring for the following pieces of legislation decreased from the prior year (with reference to the Risk Assessment Matrix):

Legislation	2024	2023	Comments
Education Act and Regulation	1C	2B	Significance downgraded, even though the likelihood of an event occurring has increased due to high school programming being offered in a post-secondary setting of which we may not be in control.

The following pieces of legislation were identified as not applicable anymore and will be removed from review as advised by the responsible officer(s)

Legislation
Alberta Health Care Insurance Act + Regulation
Election Finances and Contributions Disclosure Act + Regulation
Public Service Employee Relations Act

6.4 Modelling of reserves drawdown

Over the past eight years, Bow Valley College has accumulated a portfolio value of \$156,279K in its general investment funds as of June 2024. Due to disruptions in the international learner market and increased global trade instability, the College anticipates the necessity of accessing these investments in the coming years to finance strategic initiatives, corporate restructuring, and maintain ongoing operations.

The Audit and Risk Management Committee (ARMC) has requested this issue paper to discuss potential adjustments to investments in the foreseeable future.

7.0 Strategic Discussion

7.1 College Scorecard Update – none

7.2 Employee Check-In Survey Suzie Johnson presented the Board the Employee Survey Check-In Results.

On March 3, 2025, Bow Valley College launched its first Check-In Survey of the year as part of our commitment to employee engagement through the Exceptional Employee Experience foundation of the Launch | Advance | Evolve 2025–2030 strategic plan.

The primary purpose of the Employee Check-In Survey was to assess the emotional connection employees at Bow Valley College have with their work, their teams, and the college. A secondary but equally important purpose was to gather benchmark data for all subsequent surveys.

All full-time, part-time, and casual employees - 1,483 in total - were invited to participate in the voluntary and confidential survey, which was open from March 3 to March 21, 2025. Hosted on Microsoft Viva Glint, the survey was designed using industry best practices to ensure a secure and trustworthy experience for participants.

A total of 534 unique individuals completed the survey, representing a 36% response rate. In addition to the quantitative responses, employees provided 247 written comments, offering further insight into their experiences and perspectives.

Discussion took place regarding:

- Communicating tangible actions
- Empowering People Leaders
- Holding a Town Hall to discuss the results

8.0 Old Business - None

9.0 New Business

9.1 – Compliance Health Update

Louise Lee provided the Board with an update on Compliance Health.

Compliance Health (CH) continues to advance rapidly as an innovative, AI-driven compliance platform specifically designed to meet the complex needs of the healthcare sector.

Discussion took place regarding:

- Legal and Incorporation Status
- Business Model Update
- CEO Contract and HT Framework
- Strategic and Operational Roadmap

10.0 Board In-Camera Session

The Board met in Camera 30 minutes.

11.0 Adjournment

The meeting was adjourned at 11:30 am

12.0 Information

Next meeting:

Wednesday, May 14, 2025

8:00 a.m. – 12:00 p.m.

John and Bobbie Currie Executive Boardroom S7061

Board of Governors Retreat:

Dinner: Friday June 6, 2025 – 6:00 pm Venue 308

Meeting: Saturday, June 7, 2025

8:00 a.m. – 3:00 p.m.

Date	Item #	Action item	Assigned	Status
		New company business plan	M Crowe/T Rahim	
		Training/PD for the Board at following meetings	M Mwaba	
October 31, 2024	8.0	2025-2026 President and CEO Objectives	M Mwaba	In progress
October 31, 2024	10.1	Annual Report	V Chio	In progress