

**Ontario Online Learning Consortium/
Consortium ontarien pour l'apprentissage en ligne
(the "Corporation")**

MINUTES of a meeting of the directors of the Corporation held at 180 Dundas Ave West, Toronto, on the 18th day of January 2017 beginning at 2:01 pm.

Directors Present:

Franco Vaccarino (Co-Chair)
Susan Savoie
Nick Baker
Maya Castle
Laurie Rancourt
Chris Evans
Michel Singh
Audrey Penner
Alison Flynn

By Teleconference:

Belinda Becker
Rhonda Lenton

Ex Officio Directors Present:

David Porter
Peter Gooch

Absent:

Judith Morris (Co-Chair)
Bill Summers
Matthieu Brennan

1. Approval of Agenda

F. Vaccarino proposed that the agenda be approved as provided. The agenda was approved.

MOVED: N. Baker

SECONDED: A. Flynn

CARRIED: F. Vaccarino

2. Declarations of Conflict of Interest

F. Vaccarino reminded Directors of their responsibility to identify any potential conflicts of interest. Several Directors noted involvement in the Research and

Innovation projects. D. Porter noted that the proposals would be approved in the aggregate reducing the potential conflict identified.

3. Approval of Minutes of Nov 30, 2016 (back-up)

F. Vaccarino proposed that the minutes of Nov 30, 2016 be approved.

Motion: "That the Board approves the Minutes of November 30, 2016 as provided"

MOVED: L. Rancourt

SECONDED: A. Flynn

CARRIED: F. Vaccarino

4. For Information

a. Financial Report for period ending December 31, 2016

Board members were provided with a detailed general ledger report up to December 31, 2016 for information purposes.

C. Evans joined the meeting at 2:08pm

5. Activity Update

a. Results of Research and Innovation Evaluation Process

D. Porter provided Board members with a complete summary of the review process that took place to adjudicate 135 submissions that were received as part of the Research and Innovation calls for proposals. Directors were reminded that there were 6 areas of focus and were provided with the statistics of proposals received in those areas. It was noted that the list of 45 recommended proposals were the result of an additional 1.1 million dollars of funding. This additional funding envelope was applied following the Board conversation on November 30 regarding the reprofiling of fiscal 16-17 funding as per item 5. b. Directors asked about the possibility of receiving a breakdown of funded projects and reviewing feedback from evaluators.

Motion: "*The Board of Directors approves the slate of Research and Innovation proposals that have been put forward for funding following the evaluation process*"

Moved: S. Savoie

Second: C. Evans

Moved: F. Vaccarino

b. Financial Proposal: recommendations for re-profiling of program development funds

D. Porter provided Board members with a review of the eCampusOntario recommendations for re-profiling of funding. It was noted that in some cases, MAESD approval is required. Directors were informed that eCampusOntario would submit this request to MAESD on January 31, 2017.

Directors asked about some of the projects that eCampusOntario is pursuing, including the xGenerator Environment and the Open Textbook Library. It was noted that it is eCampusOntario's goal to lower the risk for institutions to test new technology and systems by piloting infrastructure in the eCampusOntario environment. It was noted that the development of any tools or learning which come out of these pilot projects would be made available to all consortium members as a systemic resource. D. Porter noted that a number of the projects moving forward will be supported by the upcoming faculty secondments.

Motion: *"That the proposal for re-profiling of funds for eCampusOntario be taken forward for approval by the Ministry."*

Motion: C. Evans

Seconded: N. Baker

Moved: F. Vaccarino

c. Northern Concept Paper

D. Porter provided Directors with an overview of the Northern Project Concept Paper including statistics from the recent call for proposals process in which Northern institutions were awarded less than 2% of total funding. Directors discussed the current state of resources and capacity in the North and agreed that this project would provide an opportunity to assess the environment and take further action based on those findings. It was agreed that the first discovery phase would take place in the North: many directors saw potential for these results to have an impact on the whole system. It was agreed that the document would be renamed to "Capacity Building Project" to reflect this expanded scope. D. Porter noted that a revised version of the proposal would be distributed to the Board before the next meeting.

d. Draft Framework for Strategic Planning Process

Board members were provided with a list of six different approaches to strategic planning. D. Porter noted that Real-time and Alignment strategic planning processes are a good fit for the organization, and would include the following steps:

- Undertake active research in the field to align resources on current opportunities.
- Present the results of that research to the Board to discuss and evaluate.
- Board determines which opportunities to pursue and build strategy towards
- Share the results with consortium members at Fall AGM/Showcase event

Directors agreed with the process outlined and noted that the resources and networks currently available to eCampusOntario would be sufficient to guide the process making an outside consultant firm unnecessary. It was agreed that the Board would be provided with a Roadmap for the Strategic Plan at the March 9th meeting.

e. Proposal for Meeting Schedule 2017-18

D. Porter noted that the OOLC by-laws state that the Board is empowered to establish a regular meeting schedule. It was agreed that the 2017-18 Board schedule should be reduced to four regular meetings plus a Board retreat and that meetings should be aligned with major milestones for the organization. It was suggested that the Board retreat take place in June in order to better allow for high level planning.

Directors also discussed opportunities to use a consent agenda process to collapse routine Board agenda items. This would allow the Board more time for high level strategic planning and discussion.

6. Report from the Nominations Committee

a. Withdrawal of candidate

Directors learned that Jim Medeiros, public member candidate voted in on November 30, 2016, has withdrawn his nomination to serve on our Board due to concerns regarding workload. It was noted that the Finance and Audit Committee Terms of Reference may require a review by the Board to ensure that they are appropriate. It was agreed that the Board should aim to have the public member in place by the time the 2016-17 audit management letter is received.

7. Report from the Finance and Audit Committee

a. Update on 2016-17 Audit

Directors learned audit planning has started and that the Grant Thornton will be proposing an increase in fees to accompany an increase in scope and budget from eCampusOntario. Field work will start in February. It was noted that the Audit report is due to MAESD on June 30, 2017.

8. Other Business

Directors asked about progress related to the portal. It was noted that the Statement of Work process for Portal 2.0 has started and that the Portal Advisory Committee continues to meet on a regular basis to oversee the process. D. Porter reported that some work has started to assess how the portal is used by different stakeholder groups and how to best facilitate the student experience from search to fulfillment.

Directors asked about progress towards a co-location agreement with Orion. D. Porter reported that there have been construction delays that have impacted the first steps towards a formal agreement.

F. Vaccarino declared meeting adjourned at 3:35 pm

Respectfully submitted,



Franco Vaccarino, Co-Chair



David Porter, Secretary