

Open Meeting File 2017-01-26, approved March 30, 2017

IN ATTENDANCE**Board Members**

Jane Butterfield, AFC Chair
Jason Carvalho
Kathy Denton, President (ex-officio)
John Evans, HRC Chair
Robin Kaul¹
Jeevan Khunkhun, CPC Chair
Marissa Martin
Jasmine Nicholsfigueiredo, Chair,
Education Council (ex-officio)
Dave Seaweed
Gerry Shinkewski¹, Board Vice Chair
Wesley Snider
Tom Spraggs, Board Vice Chair
Eileen Stewart
Dave Teixeira, TSC Chair
Shelley Williams, Board Chair

Administration

Thor Borgford, VP Academic and Provost
Sarah Dench, Associate VP, Academic and Student Affairs
Shelagh Donnelly, College Secretary; recording
Keith Ellis, AVP, Institutional Effectiveness
Guangwei Ouyang, VP, International Education and Strategic Partnerships
Dave Taylor, Associate VP, Public Affairs
Vicki Shillington, AVP, Labour, Employment, and Human Rights
Tracey Szirth, VP, Administrative Services and CFO
Chris Worsley, Director, Finance

Observers

Len Millis for Erin Rozman, Douglas College Faculty Association (DCFA)
Monique Paulino, Douglas Students' Union (DSU)

Guests

Steven Beasley, DSU; Catherine Williams, Business Development

REGRETS

Board Members: n/a

Management: n/a

Observers: Ryan Cousineau, BC Government and Service Employees' Union (BCGEU)

¹ late arrival

1. CALL TO ORDER AND CHAIR'S REMARKS

There being a quorum present, Board Chair Shelley Williams called the meeting to order at 5:06 p.m.

2. APPROVAL OF AGENDA/CONSENT AGENDA

It was moved, seconded and unanimously resolved:

2017/0101 *THAT the Douglas College Board approve the agenda and approve/acknowledge the following items on the consent agenda:*

- 2.1 Minutes of the November 24, 2016 Open Session Board Meeting
- 2.2 Report: Douglas Students' Union (DSU)
- 2.3 Correspondence, Reports and Invitations Extended to the Board

3. PRESENTATION**3.1 Catherine Williams, Director, Business Development**

Catherine Williams discussed Business Development's role in helping graduates enter the job market with not only a superior academic background, but also practical skills and a network of business contacts gained through experiential learning and employment. Ms. Williams highlighted employment-focused events and undertakings, and invited and responded to questions.

4. PRESIDENT'S REPORT

4.1 Report on Operational and Strategic Matters

Kathy Denton discussed her written report included in the agenda package. She reported on Leanne Poon's appointment as Executive Director, Foundation and Alumni Relations, and the successful recruitment of two Associate Deans. Dr. Denton advised of the launch of a task force to review and improve the College's processes for handling conduct complaints. She also discussed her positive experience as a new member of the Degree Quality Assessment Board (DQAB).

5. CHAIR, COMMITTEE AND LIAISON REPORTS AND RECOMMENDATIONS

5.1 Board Executive and Governance Committee (BEGC)

a) Chair's Report

Shelley Williams discussed the Committee's January meeting. She advised that the Committee had reviewed the most recent Treasury Board directive, and determined that no changes were required to the Board's remuneration and expense policy. She also discussed the BEGC's recommendation that all committee self-evaluations be scheduled for the month of June. Board members concurred.

Ms. Williams noted suggestions from Jason Carvalho regarding the College's engagement in the technology sector. Dr. Denton confirmed that management would be discussing these issues at the upcoming Technology Strategy Committee (TSC) meetings.

Ms. Williams noted the College's role in co-hosting a recent overdose prevention forum, and commended management for their recent media article to address public misperceptions of international education. She also discussed Board members' participation in events and education sessions, including the Public Sector Board Governance Professional Development Forum.

b) Information: Board Decision Reached During November 2016 Closed Session Meeting

Ms. Williams drew attention to the Board's November 2016 approval of the Douglas College Total Compensation Philosophy, for submission to the Post-Secondary Employers' Association (PSEA).

c) College Board Succession Planning: Upcoming Elections by Students (Two Positions)

Shelagh Donnelly advised that the Registrar's Office planned to issue a call for nominations in mid-February, for election of two students to serve on the Board from September 2017 to August 2018.

5.2 Audit and Finance Committee (AFC)

a) Chair's Report

Jane Butterfield reported on the Committee's January meeting. She discussed the Committee's review of the audit plan for fiscal 2016/17 with external auditors from KMPG. She also discussed the Committee's review of internal audit follow up reports, noting that good progress continues to be made on past internal audit recommendations. Ms. Butterfield advised that the Committee was satisfied with its review of the College Board's budget year-to-date.

Ms. Butterfield reported on meetings with the College's investment advisor and investment manager. She noted that recent Fund performance has been strong, and is ahead of short and longer term benchmarks.

Ms. Butterfield reported on the Committee's review of the preliminary 2017/18 Douglas College consolidated budget. She advised that management would present the final budget for approval at the March 2017 Board meeting, following consultations with the Board, students, and employees.

b) Quarterly Three-Year Financial Forecast to Government: Q3, 2016/17

Ms. Butterfield and Tracey Szirth discussed the forecast contained in the agenda package. They noted that the forecasted surplus exceeds budget by \$2.2 million due to strong international enrolments. No concerns were raised by the Board.

**c) Notice of Intent:
Proposed Revisions to College Board By-Law B.GO07.05, *Fees and Charges for Instruction***

Ms. Butterfield discussed the notice of intent, provided in the agenda package, to revise College Board By-Law B.GO07.05, *Fees and Charges for Instruction*, effective September 1, 2017. She noted that the revised by-law includes a 2% increase to existing tuition rates and fees, and establishes tuition rates and fees for the new Hearing Instrument Practitioner Diploma program commencing in the Fall of 2017. Ms. Butterfield confirmed that, in reviewing the preliminary 2017/18 consolidated budget, the AFC discussed and supported the notice of intent. Ms. Szirth advised that the proposed revision to the by-law will be presented to the Board for approval in March 2017.

**d) Board Governance: Proposed Revision to College Board Policy B.GO01.15,
Douglas College Board Investment Policy**

Ms. Butterfield reported that the Committee had conducted its annual review of the Investment Policy with George & Bell, the College's investment advisor. She referred to the revised policy contained in the agenda package, and highlighted the recommended changes. Ms. Butterfield noted that an issue had been recently identified by the Committee, and that the AFC recommends deferring Board approval of the policy until the issue is resolved. A discussion ensued regarding the asset mix. Board members were encouraged to provide any additional feedback to Jane Butterfield and Tracey Szirth prior to the March Board meeting.

5.3 Campus Planning Committee (CPC): Chair's Report

Jeevan Khunkhun reported on the Committee's January meeting, which focused on the work required to complete the campus master plan in accordance with the Board's expectations. He advised that, subsequent to the meeting, management engaged a consultant to provide additional planning guidance. Mr. Khunkhun reported on the Committee's review of the capital items proposed for the 2017/18 budget. He also advised that further testing for site contamination will be done on the College's vacant New Westminster property. No questions arose.

5.4 Human Resources Committee (HRC): Chair's Report

John Evans reported on the Committee's January meeting. He discussed the Committee's review of a proposed general wage increase and economic stability dividend for non-management exempt employees, consistent with the increases provided to unionized employees. He noted the Committee's review and endorsement of a revised President and CEO job description that reflects a greater strategic focus. He also discussed plans to establish a comprehensive 360° assessment tool for the President this summer.

Mr. Evans reported on the Committee's discussions with management regarding the 2016 employee engagement survey, progress on the Human Resources strategic plan, and annual reporting under the Whistleblower Policy. He advised that no disclosures, investigations or claims were made under the policy in the past year, and discussed the HRC's review of processes for confidential submission of complaints.

5.5 Technology Strategy Committee (TSC) Chair's Report

Dave Teixeira reported on the Committee's November and January meetings. He discussed the TSC members' interest in meeting and hearing from experts on emerging trends, and noted the recent presentation to the Committee by the President of BCNET. Mr. Teixeira discussed the Committee's desire to focus its governance oversight on strategic and experiential issues, such as innovations that improve the College's learning and employment environments. He discussed the Committee's review of the outcomes from the October Board retreat, and anticipated incorporating the strategic and risk management issues into the Committee's Terms of Reference.

Mr. Teixeira reported on the Committee's review and endorsement of five technology project charters for inclusion in the proposed 2017/18 consolidated budget. He discussed the Committee's attention to risk management issues such as cyber security and ransomware, and noted the College's success. He also relayed management's advice that there is currently no cyber security insurance available to public institutions. Discussion ensued.

5.6 Education Council

a) Education Council Chair's Report: November, December 2016 and January 2017 Meetings

Jasmine Nicholsfigueiredo noted her reports in the agenda package. Dr. Nicholsfigueiredo also discussed the credential recommendations contained in the agenda package, and invited and responded to questions. Members discussed the significance of the Health Information Management diploma, and the nature of all the credential recommendations.

b) Credential Recommendation: Establishment of the Credential, Post-Baccalaureate Diploma in Health Information Management

It was moved, seconded and unanimously resolved:

2017/0102 *THAT the Douglas College Board approve the establishment of the credential, Post-Baccalaureate Diploma in Health Information Management, effective September 5, 2017*

c) Credential Recommendation: Establishment of the Credential, Diploma in Performing Arts – Foundation for Music Therapy Studies

It was moved, seconded and unanimously resolved:

2017/0103 *THAT the Douglas College Board approve the establishment of the credential, Diploma in Performing Arts – Foundation for Music Therapy Studies, effective September 5, 2017*

d) Credential Name Change Recommendation: Withdrawal of the Credential, Graduate Diploma in Physical Education and Establishment of the Credential, Graduate Diploma in Physical and Health Education

It was moved, seconded and unanimously resolved:

2017/0104 *THAT the Douglas College Board withdraw the credential, Graduate Diploma in Physical Education and establish the credential Graduate Diploma in Physical and Health Education, effective September 5, 2017*

e) Credential Name Change Recommendation: Withdrawal of the Credential, Light Warehouse Training Program and Establishment of the Credential, Warehouse Training Program,

It was moved, seconded and unanimously resolved:

2017/0105 *THAT the Douglas College Board withdraw the credential, Light Warehouse Training Program and establish the credential Warehouse Training Program, effective September 5, 2017*

5.7 Douglas College Foundation

a) Board Liaison Report

Marissa Martin advised that she had no additional information to report.

6. NEXT MEETING AND ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 6:05 p.m.

CHAIR

PRESIDENT