

Open Meeting File 2015-05-21 approved June 18, 2015

IN ATTENDANCE**Board Members**

Aaron Bayes
Graeme Bowbrick
Jane Butterfield, AFC Chair
Jason Carvalho
Kathy Denton, President (ex-officio)
Todd Harper, Chair, Education Council (ex-officio)
Peter Kendrick, Vice Chair
Jeevan Khunkhun, CPC Chair
Katryna Koenig
Nicole Liddell¹, HRC Chair
Debbie Oster
Dave Seaweed
Gerry Shinkewski, Vice Chair
Tom Spraggs, TSC Chair
Shelley Williams, Board Chair

Administration

Thor Borgford, Interim VP, Academic and Provost
Lauren Dailey, Executive Assistant to the President
Shelagh Donnelly, College Secretary; recording
Keith Ellis, Director, Institutional Research and Planning
Blaine Jensen, VP, Educational Services
Guangwei Ouyang, VP, International Education and Strategic Partnerships
Hazel Postma, Associate VP, Advancement and External Relations
Vicki Shillington, Associate VP, Human Resources
Dave Taylor, Associate VP, Business Development and Strategic Communications
Tracey Szirth, VP, Finance and Administration
Chris Worsley, Director, Finance

Observers

Ryan Cousineau, BCGEU; Chris Maguire, DCFA; Ruab Waraich, DSU

Guests

Tracy Ho; Mary Hodder, College Registrar

REGRETS

Board Members – n/a

Administration – n/a

Observers – Erin Rozman, DCFA (represented by Chris Maguire)

¹ late arrival

1. CALL TO ORDER AND CHAIR'S REMARKS

There being a quorum present, Chair Shelley Williams called the meeting to order at 5:08 p.m.

2. APPROVAL OF AGENDA/CONSENT AGENDA

It was moved by Tom Spraggs, seconded by Katryna Koenig, and unanimously resolved:

12/2015 *THAT the Douglas College Board approve the agenda and approve/acknowledge the following items on the consent agenda:*

- 2.1 Minutes of the March 26, 2015 Open Session Board Meeting
- 2.2 Report: Douglas College Students' Union (DSU)
- 2.3 Reports: College President – April, May 2015
- 2.4 Correspondence, Reports and Upcoming Events
 - a) Government: Ministry of Advanced Education (AVED)
 - i. Correspondence: Minister Andrew Wilkinson – March 16, 2015; Ref. 99265
 - ii. Update: Post-Secondary Administrative Service Delivery Transformation (ASDT)
 - b) I-CARE Literacy Program: Volunteer Recognition Event and Supper
 - c) Summer Graduation Ceremonies

The Board Chair thanked all members planning to attend or represent the Board at the June 2015 graduation ceremonies.

3. BOARD EDUCATION: PRESENTATION**3.1 Mary Hodder, Douglas College Registrar**

Ms. Hodder provided insights on her past experiences, first impressions of Douglas College, and vision for the Registrar's Office. She outlined progress in responding to matters identified in the internal audit, and answered Board members' questions.

4. PRESIDENT'S REPORT: OPERATIONAL AND STRATEGIC MATTERS

The President discussed highlights of the report contained in the agenda package and noted two significant, recent announcements: the Accreditation Council of Business Schools and Programs (ACBSP) will formally accredit the Faculty of Commerce and Business Administration (CBA) in June 2015, and the College of Registered Nurses of British Columbia (CRNBC) has awarded the College's Bachelor of Science in Nursing (BSN) program accreditation extending to June 2021.

The President acknowledged the tremendous work of the administrators and faculty in CBA and Health Sciences. She also recognised the Training Group for its work in preparing a large number of grant proposals. The Board Chair commended all involved in the College's recent accreditations.

5. CHAIR, COMMITTEE AND LIAISON REPORTS AND RECOMMENDATIONS

5.1 Board Executive and Governance Committee (BEGC): Chair's Report

The Board Chair reported that the April 2015 employee recognition event was highly successful, and discussed Board participation in the College's upcoming presentation of the Honorary Fellow award to Wally Oppal, Q.C. She discussed Board representation at the College's June 2015 graduation ceremonies and alerted Board members to a few procedural changes the President and Registrar intend to introduce to graduation ceremonies.

The Chair reported that the Board's Summer 2015 orientation day for up to four new members was tentatively planned for August 18, and advised of Todd Harper's transition to the role of Education Council Vice Chair. On behalf of the Board, Ms. Williams thanked Dr. Harper for his contributions and looked forward to welcoming incoming Education Council Chair Jasmine Nicholsfigueiredo.

Recognising members' significant contributions of time and expertise, and seeking to enhance meeting efficiencies and effectiveness, the Board discussed two BEGC recommendations. Members agreed to eliminate February meetings and to adopt a practice in which, increasingly, Committees shall forward their recommendations directly for inclusion on Board agendas rather than first submitting them for BEGC consideration.

The Chair and Board congratulated Douglas Students' Union College Relations Coordinator Ruab Waraich on her recent re-election.

5.2 Audit and Finance Committee (AFC): Chair's Report

The Committee Chair discussed the AFC's recent meeting with the Portfolio Manager from Leith Wheeler Investment Counsel Ltd. She advised the Board of the College's positive investment returns and confirmed that the College remains in compliance with the *Douglas College Board Investment Policy*.

The Committee Chair reported that the AFC met with the College's internal auditor, MNP, and reviewed a report involving the Center for Educational and Information Technology. This report represented the final 2014-15 internal audit report.

The AFC Chair stated that the Committee reviewed management's first annual Compliance Report, confirming the College's compliance with legal and regulatory requirements. She noted one instance of non-compliance, related to review by the Risk Management Branch of the Ministry of Finance for modifications made to standard contract wording for indemnification. The Committee Chair also noted that management has developed an appropriate strategy to respond to future instances where such modifications are required.

Finally, the Chair reported that the AFC debriefed on the 2015-16 budget process, and she invited the Board and management to contribute their feedback on the process in preparation for the 2016-17 budget.

5.3 Campus Planning Committee (CPC)

a) Chair's Report

The Committee Chair reported on the CPC's review of an externally prepared space utilisation report, noting that the consultant commended (a) Dr. Keith Ellis for the accuracy and clarity of information provided, and (b) the College as a whole for its efficient use of space.

With capacity for enhanced utilisation limited to evening and weekend hours, the Committee anticipated reviewing two management proposals in the months ahead: a recommendation on selection of a consultant for development of a Campus Master Plan and a proposal for additional short term space efficiencies at the New Westminster Campus.

The Committee Chair reported on the CPC's review of capital planning and noted potential environmental concerns with the property across the street from the New Westminster Campus. The Committee Chair discussed the CPC's recommendation that management quantify the cost of remediating the property. A discussion ensued.

b) Five Year Capital Plan

Tracey Szirth discussed the Five Year Capital Plan contained in the agenda package. In considering the proposed Plan, members noted the need to revamp the document for future years, to incorporate the results of the campus master planning process.

It was moved by Jeevan Khunkhun, seconded by Gerry Shinkewski, and unanimously resolved:

13/2015 *THAT the Douglas College Board approve the Five Year Capital Plan: 2015/17 – 2020/21*

The Board Chair commended the Campus Planning Committee on progress achieved during its first year.

5.4 Human Resources Committee (HRC)

a) Chair's Report

The Committee Chair reported on the HRC's review of the College's Compensation Philosophy and its submission of the document to government after vetting and approval by Board members between Board meetings. She reported on development of a new CEO evaluation process, and expanded on the Committee's recent meeting.

b) Executive Compensation: 2014-15 Disclosure Statement

It was moved by Nicole Liddell, seconded by Gerry Shinkewski, and unanimously resolved:

14/2015 *THAT the Douglas College Board approve the Douglas College Statement of Executive Compensation presented May 21, 2015*

c) Summary of Negotiated Changes: Tentative Agreement Between Douglas College and the BC Government and Service Employees' Union (BCGEU)

The Board Chair reported that Dave Seaweed, as a member of the BCGEU, had identified to the Board Executive and Governance Committee (BEGC) a potential conflict of interest with respect to this agenda item. Graeme Bowbrick offered that, while the agenda item did not relate directly to the collective agreement impacting faculty members, there could be a perception that developments in relation to the staff collective agreement could have some impact on negotiations regarding the faculty collective agreement, and since many conflate perceived, potential and actual conflicts of interest, he chose out of an abundance of caution to remove himself from the Board meeting during consideration of this agenda item.

The Chair thanked both elected Board members for their approach to the matter, and they departed the meeting prior to discussion of the tentative agreement.

Vicki Shillington highlighted elements of the tentative agreement and, in the ensuing discussion, the Board Chair commended management on the outcome.

It was moved by Jason Carvalho, seconded by Nicole Liddell and resolved (with abstentions by Messrs. Bowbrick and Seaweed as noted above):

15/2015 *THAT the Douglas College Board approve the negotiated changes to the collective agreement between Douglas College and the BC Government and Service Employees' Union for the term of July 1, 2014 through June 30, 2019*

On conclusion of consideration of agenda item 5.4 c), the College Secretary invited Messrs. Bowbrick and Seaweed to rejoin the meeting.

5.5 Technology Strategy Committee (TSC)

a) Chair's Report

The Committee Chair reported on the constructive efforts of management and Board members, and on effective facilitation by AMBit Consulting as the Committee developed Terms of Reference and recommendations for Board consideration.

The Board Chair encouraged establishing practices to ensure that the Board's Audit and Finance Committee (AFC) and Technology Strategy Committee (TSC) not duplicate efforts.

Board Vice Chair Peter Kendrick applauded Board members Khunkhun and Spraggs for not only serving on two committees each, but for also developing and leading the Board's two new committees, Campus Planning and Technology Strategy. Board members joined Mr. Kendrick in expressing appreciation.

b) Committee Terms of Reference (TOR)

It was moved by Tom Spraggs, seconded by Jane Butterfield, and unanimously resolved:

16/2015 *THAT the Douglas College Board approve the proposed Technology Strategy Committee Terms of Reference*

c) College Intranet

The Committee Chair noted the proposal contained in the Board agenda package and advised of the Committee's support for the project. Given that the project required only a moderate expenditure, which was already included in the 2015-16 College Budget, the Board Chair recommended that, the Board treat the project proposal as an information item rather than a matter requiring Board approval. Members concurred.

The Board Chair thanked Mr. Spraggs and all Technology Strategy Committee members for their work.

5.6 Education Council

a) Chair, Education Council: March, April 2015 Meeting Report

The Education Council Chair invited questions and discussion of the two reports he provided in his agenda package; no questions arose. Dr. Harper noted that this meeting would be his last Board meeting as Education Council Chair due to his other work commitments in June. Members thanked Dr. Harper for his service on the Board, and looked forward to formally honouring him at the Board recognition evening in October 2015.

b) Credential Recommendation: Establishment of Post Degree Diploma in Global Banking and Economics

The Education Council Chair recommended the establishment of a Post Degree Diploma in Global Banking and Economics. Management reported on external consultation efforts to inform development of the credential. The Board encouraged continuous outreach with financial institutions and multinational businesses to ensure the credential remains current and relevant to the market. Discussion ensued.

It was moved by Gerry Shinkewski, seconded by Jason Carvalho and resolved, with Peter Kendrick's abstention:

18/2015 *THAT the Douglas College Board approve the establishment of the credential, Post Degree Diploma in Global Banking and Economics, effective September 1, 2015*

c) Credential Recommendations: Withdrawal of Two Computer Science and Information Systems Credentials and One Computing Science and Information Systems Credential; Establishment of Three Computing Studies and Information Systems Credentials

The Education Council Chair expanded on the proposal contained in the Board agenda package and noted revisions to effective dates. In the ensuing discussion, members encouraged exploration of programming that could provide in-demand credentials in business intelligence and data analytics.

It was moved by Debbie Oster, seconded by Aaron Bayes, and unanimously resolved:

19/2015 *THAT the Douglas College Board approve the withdrawal, effective May 21, 2015, of the credentials:*

- i. Computer Science and Information Systems Advanced Certificate – Data and Analytics,*
- ii. Computer Science and Information Systems Advanced Certificate – Web and Mobile Computing*

and approve the withdrawal, effective July 1, 2018, of the credential:

- iii. Computing Science and Information Systems Diploma*

and approve the establishment, effective May 21, 2015, of the credentials:

- a) Computing Studies and Information Systems Advanced Certificate – Data and Analytics,*
- b) Computing Studies and Information Systems Advanced Certificate – Web and Mobile Computing*
- c) Computing Studies and Information Systems Diploma*

5.7 Douglas College Foundation

a) Annual Report: Douglas College Board Bursaries and Scholarships

Hazel Postma thanked members for their personal contributions to the Foundation, and elaborated on the report contained in the agenda package. Members discussed an interest in ensuring alignment of award values with students' needs.

b) Liaison's Report

Aaron Bayes reported on the Foundation's funding successes and upcoming events.

6. NEXT MEETING AND ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 6:22 p.m.

CHAIR

PRESIDENT