

Open Meeting File 2015-11-26, approved January 28, 2016

IN ATTENDANCE**Board Members**

Graeme Bowbrick¹
Jane Butterfield, AFC Chair
Jason Carvalho¹
Kathy Denton, President (ex-officio)
Jeevan Khunkhun, CPC Chair
Nicole Liddell, HRC Chair
Marissa Martin
Jasmine Nicholsfigueiredo, Chair,
Education Council (ex-officio)
Monique Paulino
Dave Seaweed
Tom Spraggs, TSC Chair
Dave Teixeira
Shelley Williams, Board Chair

Administration

Thor Borgford, VP, Academic and Provost
Laureen Dailey, Executive Assistant to the President
Shelagh Donnelly, College Secretary; recording
Keith Ellis, Executive Director, Institutional Research and Strategic Implementation
Guangwei Ouyang, VP, International Education and Strategic Partnerships
Hazel Postma, Associate VP, Advancement and Alumni Relations
Vicki Shillington, Associate VP, Human Resources
Dave Taylor, Associate VP, Public Affairs
Tracey Szirth, VP, Administrative Services and CFO

Observers

Chris Maguire, DCFA
Ruab Waraich, DSU

Guest(s)

Tracy Ho

REGRETS**Board Member(s)**

Gerry Shinkewski, Vice Chair

Administration

n/a

Observer(s)

Ryan Cousineau, BCGEU

¹ late arrival

1. CALL TO ORDER AND CHAIR'S REMARKS

Board Chair Shelley Williams called the meeting to order at 5:08 p.m. She noted regrets and welcomed Mr. Dave Teixeira to his first Open Session Board meeting.

2. APPROVAL OF AGENDA/CONSENT AGENDA

It was moved by Tom Spraggs, seconded by Marissa Martin, and unanimously resolved:

32/2015 *THAT the Douglas College Board approve the agenda and approve/acknowledge the following items on the consent agenda:*

- 2.1 Minutes of the September 24, 2015 Open Session Board Meeting [approved]
- 2.2 Report: Douglas College Faculty Association (DCFA) [acknowledged]
- 2.3 Report: Douglas Students' Union (DSU) [acknowledged]
- 2.4 Reports: College President – October and November 2015 [acknowledged]
- 2.5 Correspondence, Reports and Invitations Extended to the Board [acknowledged]

3. PRESIDENT AND CEO'S REPORT

The President discussed highlights of her written report, including the Degree Quality Assessment Board (DQAB) site visit, which formed a component of the DQAB review of the College's proposed Bachelor of Social Work (BSW) degree. She also provided an update on the implementation of the *Degree Works* software program, designed to support students' abilities to develop and monitor their educational plans and success. She discussed the significance of this initiative in relation to the College's 2015 – 2020 Strategic Plan.

The President discussed her work with the provincial committee charged with recommending a common application process for students applying for admission to BC post-secondary institutions. She reported that the committee had now concluded its work and provided recommendations to the Minister of Advanced Education.

4. CHAIR, COMMITTEE AND LIAISON REPORTS AND RECOMMENDATIONS

4.1 Board Executive and Governance Committee (BEGC)

a) Chair's Report

The Board Chair reported on her participation, along with Kathy Denton, Jasmine Nicholsfigueiredo and Dave Seaweed, in the previous week's recognition ceremonies for recently retired employees. She discussed the recent Douglas College Foundation's *A Class Act* fundraiser, and thanked Marissa Martin, Jasmine Nicholsfigueiredo and Monique Paulino for having joined her at the event. Ms. Williams discussed the upcoming Winter graduation ceremonies, and encouraged members' participation.

Noting that the Open Session agenda identified resolutions approved by the College Board during its September and October 2015 Closed Session meetings, the Board Chair drew attention to the following.

- i. Board Approval of Use of Operating Surplus and Capital Reserves to Fund the Total \$9.3 Million Estimated Cost of Renovation, Renewal of the 0600/1600 Area of the New Westminster Campus
- ii. Board Approval of the Douglas College 2015-2020 Strategic Plan Inclusive of the Balanced Scorecard with Key Performance Indicators (KPIs) as presented October 17, 2015
- iii. Board Approval, Ratification of Committee Appointments Effective October 17, 2015
 - a) *Audit and Finance Committee (AFC)*:
Jane Butterfield, Jason Carvalho, Jeevan Khunkhun
 - b) *Campus Planning Committee (CPC)*:
Graeme Bowbrick, Jeevan Khunkhun, Gerry Shinkewski
 - c) *Human Resources Committee (HRC)*:
Nicole Liddell, Tom Spraggs, Dave Teixeira
 - d) *Technology Strategy Committee (TSC)*:
Jason Carvalho, Dave Seaweed, Dave Teixeira

4.2 Audit and Finance Committee (AFC)

a) Chair's Report

The Committee Chair discussed the AFC's meeting of the previous week. She reported on the Committee's consultation with internal auditor MNP (Meyers Norris Penny) following MNP's Fall 2015 audit of the College's expense claim processes. She discussed the auditor's recommendations for improvements, and management's commitment to implementing them.

The AFC Chair acknowledged management's provision, for the first time, of interim financial statements for the Committee's review. She reported that the Committee was satisfied with the statements received in November 2015, and looked forward to receiving interim financial statements on an ongoing basis.

The AFC Chair discussed the Committee's review of the most recent report from College Investment Fund manager Leith Wheeler. The report for the quarter ending September 30, 2015 reflected a deterioration in performance. Given the challenging market environment, the AFC Chair outlined the Committee's intent to (a) meet with Leith Wheeler representatives in January 2016 and also (b) closely monitor Fund performance.

The Committee Chair reported on the AFC's review of Enterprise Risk Management (ERM) feedback Board members provided during the October 2015 Board strategy retreat. She discussed the Committee's routine review of the President's expenses, and the AFC's findings that such expenses were reasonable. Lastly, she discussed the AFC's practice since 2008 of reviewing parking and cafeteria revenues. Ms. Butterfield reported that the Committee had concluded that risk levels were low and that management had matters under control. As such, the AFC had agreed to discontinue the two revenue reviews.

b) Quarterly Three-Year Financial Forecast to Government: Q2, 2015/16

The Committee Chair referred to the forecast contained in the agenda package. She reminded the Board of the challenges with government reporting deadlines, and noted that the report had already been submitted to government with her prior review and approval.

Tracey Szirth discussed the Q2 forecast and noted that the surplus had been reduced from \$2.3 to \$1.6M. She identified a number of factors, and reported that management would soon be reviewing Winter 2016 enrolments and its Q3 forecast. Discussion followed.

c) FTE (Full Time Equivalent) Reporting

- i. Fall 2015 Semester Credit FTEs
- ii. Summer 2015 Non-Credit FTEs

Tracey Szirth discussed the enrolment reports contained in the agenda package. She advised that, while enrolments in some areas remained soft, overall indications for the Winter 2016 semester were positive. She reported that Winter 2016 domestic enrolments could mitigate some of the Fall shortfalls, and that international enrolments may also increase.

Members discussed Douglas College's Post-Degree Diploma (PDD) offerings, and the impact of high admission criteria and high quality programming upon enrolment patterns. They discussed recruitment strategies, Training Group enrolments, and international tuition fee rates.

d) Consolidated 2016/17 Douglas College Budget

- i. Draft 2016/17 Consolidated Budget Guidelines
 - a. Advice from Education Council

Jane Butterfield noted the two stages in the budget process at which the Board turns to Education Council for its advice, and thanked Dr. Nicholsfigueiredo and Education Council for having concluded the first stage with its provision of advice on the budget guidelines.

- b. Recommendation from Management

Tracey Szirth reported that the guidelines contained in the agenda package were relatively unchanged from the prior year, and discussed minor revisions.

It was moved by Jane Butterfield, seconded by Marissa Martin, and unanimously resolved:

33/2015 *THAT the Douglas College Board approve the 2016/17 Budget Guidelines as presented November 26, 2015*

- ii. 2016/17 Consolidated Budget Timelines

Tracey Szirth discussed the budget timelines provided in the agenda package, and additional consultations that will occur. She highlighted plans to coordinate communications with three Board Committees: Audit and Finance, Campus Planning and the Technology Strategy Committee.

e) Audit and Finance Committee Terms of Reference (TOR): Annual Review

The Committee Chair discussed the AFC's review process, and the Board Chair reported on the BEGC's review and endorsement of the revised TOR, with one minor revision.

It was moved by Jane Butterfield, seconded by Jeevan Khunkhun, and unanimously resolved:

34/2015 *THAT the Douglas College Board approve the revised Audit and Finance Committee (AFC) Terms of Reference as presented November 26, 2015, with the agreed amendment.*

4.3 Campus Planning Committee (CPC)

a) Chair's Report

The Committee Chair discussed the CPC's review of capital projects over \$100,000. The Committee Chair reported that the Campus Master Planning (CMP) process was also well underway, and that management was hosting a visioning session in January 2016.

b) New Westminster Campus: 0600/1600 Renovations

Tracey Szirth reported that the New Westminster Campus (NWC) renovation approved at the Board's September meeting was now underway, with completion projected in time for the September 2016 semester. She reported on activity, and plans for exterior work to commence on February 1, 2016. She advised that internal work would commence immediately upon completion of the Winter 2016 semester.

c) Campus Planning Committee Terms of Reference (TOR): Annual Review

The Committee Chair discussed the CPC's annual review of its TOR, and the Board Chair reported on the BEGC's review and endorsement with two additional minor revisions.

It was moved by Jeevan Khunkhun, seconded by Monique Paulino, and unanimously resolved:

35/2015 *THAT the Douglas College Board approve the revised Campus Planning Committee (CPC) Terms of Reference with two edits as agreed November 26, 2015*

4.4 Human Resources Committee (HRC)

a) Chair's Report

The Committee Chair reported on the HRC's November meeting, and new membership. She discussed the Committee's satisfaction with the work done on the annual Compensation Philosophy and on positive government feedback.

The Committee Chair reported on work underway on the CEO evaluation process. She reported on the Committee's annual review of the CEO's compensation package, and advised that the College has no capacity to change the package. The Committee Chair also noted HRC review of an excluded compensation matter, to be considered in the Board's Closed Session meeting.

b) College Board Policy BP1009, Expense Reimbursements for Board Members: Annual Review

The Committee Chair reported that the HRC had concluded its annual review of the Board Policy contained in the agenda package. The HRC recommended that no revisions were required at this point.

c) Human Resources Committee Terms of Reference (TOR): Annual Review

The HRC Chair discussed the Committee's review of its TOR, and the Board Chair confirmed the BEGC's review and endorsement of the proposed revisions.

It was moved by Nicole Liddell, seconded by Dave Teixeira, and unanimously resolved:

36/2015 *THAT the Douglas College Board approve the revised Human Resources Committee (HRC) Terms of Reference as presented November 26, 2015*

4.5 Technology Strategy Committee (TSC)

a) Chair's Report

The Committee Chair reported on the TSC's November meeting, and discussed advancements: management's development of a technology scorecard and risk register, and intent to provide consistency of coding across reports provided the Committee.

He advised that, in reviewing effectiveness ratings and goals, the TSC found some goals ambitious. The TSC Chair discussed the Committee's recommendations to management, including a request for plans to achieve ratings. Lastly, the Committee Chair discussed the TSC's rescheduling of Spring meetings.

4.6 Education Council**a) Education Council Chair's September, October, and November 2015 Meeting Reports****b) Credential Recommendations: Diploma in Performing Arts (Music Technology)**

The Education Council Chair drew attention to her reports contained in the agenda package, and discussed the proposed new credential. Members discussed the inclusion of Business courses within the proposed new diploma.

It was moved by Jason Carvalho, seconded by Dave Seaweed, and unanimously resolved:

37/2015 *THAT the Douglas College Board approve the establishment of the credential Diploma in Performing Arts (Music Technology), effective August 01, 2016*

4.7 Douglas College Foundation**a) Board Liaison's Report**

Marissa Martin reported on the Foundation Board's November 2015 meeting.

5. NEXT MEETING AND ADJOURNMENT

There being no further business, the Chair adjourned the meeting at 5:56 p.m.

CHAIR

PRESIDENT