

Open Meeting File 2020-01-23 for approval March 19, 2020

IN ATTENDANCE**Board Members**

Ivanna Cikes, Education Council Chair (ex-officio)
Kathy Denton, President (ex-officio)
Adel Gamar, Board Vice Chair
Brian Haugen, TSC Chair, Board Vice Chair
Rebecca Jules, HRC Chair
Nikiel Lal
Dave Seaweed
Maureen Shaw
Eileen Stewart, BEGC Chair; Board Chair
Susan Todd, AFC Chair

Guests**Administration**

Jo-Anne Bilquist, College Secretary (Recorder)
Thor Borgford, VP Academic and Provost
Sarah Dench, AVP Academic and Student Affairs
Keith Ellis, AVP Institutional Effectiveness
Vivian Lee, Director, Finance
Brian Mackay, AVP Technology & CIO
Rebecca Maurer, AVP Human Resources
Guangwei Ouyang, VP International Education & Strategic Partnerships
Kayoko Takeuchi, VP Administrative Services and CFO
Dave Taylor, AVP Public Affairs

Observers

Ryan Cousineau, BCGEU
Jasmine Nicholsfigueiredo, Douglas College Faculty Association

REGRETS**Board Members**

Bobby Pawar
Jodie Wickens, CPC Chair

Observers:

Douglas Student's Union

1. CALL TO ORDER AND CHAIR'S REMARKS

There being a quorum present, Chair Eileen Stewart called the meeting to order at 5:00 pm.

Nikiel Lal acknowledged that we are meeting and working on the unceded and traditional territories of the Qayqayt First Nation and all Coast Salish peoples.

2. APPROVAL OF AGENDA/CONSENT AGENDA

It was moved, seconded and unanimously resolved:

2020/0101 *THAT the Douglas College Board approve the agenda and approve/acknowledge the following items on the consent agenda:*

- 2.1 Minutes of the November 21, 2019 Open Session Board Meeting
- 2.2 Resolutions Approved by the Board at the November 21, 2019
- 2.3 Correspondence, Reports and Invitations Extended to the Board

Chair Eileen Stewart encouraged Board members to attend a Graduation ceremony, if they haven't done so.

3. PRESIDENT'S REPORT**3.1 Report on Operational and Strategic Matters**

Kathy Denton referred to her written report in the agenda package, drawing attention to a format change to include a new section reporting on matters related to the Mandate Letter.

Kathy highlighted visits with groups within the College, including an event hosted by Marketing students with not-for-profit organizations, and an event in the Faculty of Science and Technology. She reported that Dave Seaweed did an outstanding job hosting Aboriginal Post Secondary Council meetings here at the College, noting that guests and Ministry attendees were pleased with the event. The College also hosted a Ministry announcement event at one of the Training Group locations. Kathy mentioned a visit by a Quality Assurance site panel, reviewing our processes and quality assurance mechanisms. She noted the visit went well, and the College is responding to the panel's recommendations.

With regard to the Mandate Letter, Kathy advised of a new program in computing science, which has been developed with funding from the Ministry, more details will follow in EdCo's report later in the agenda.

Additionally, Kathy reported that Rebecca Maurer will be leaving her role as VP Human Resources in mid-February, and advised the search process for a replacement begins next week. Board members expressed their appreciation to Rebecca. Kathy also commented on the successful Coat of Arms Unveiling Event held last week at the College, and attended by the Minister. Dave Taylor provided Board members with a short presentation outlining the event and the symbolism of the elements in the Coat of Arms.

4. CHAIR, COMMITTEE & LIAISON REPORTS, RECOMMENDATIONS

4.1 Board Executive and Governance Committee (BEGC)

a) Committee Report

Eileen referred to her report, inviting questions; none were raised. Eileen requested the College Secretary outline Board attendees to the upcoming conferences. Jo reported that Brian Haugen, Rebecca Jules and Eileen Stewart will be attending the AGB Conference in Washington DC in April, and Nikiel Lal, Dave Seaweed and Jodie Wickens will attend CICan in Montreal in May.

b) Succession Planning:

i. Board Committee Appointments

Eileen reiterated that with John Evans' term ending in December, and Telka Pesklevits' resignation from the Board in early January, vacancies were created on two of the Board Committees. Eileen had discussed these appointments with the candidates, and BEGC has also endorsed them.

It was moved, seconded and unanimously resolved:

2020/0102 *THAT the Douglas College Board approve the appointment of Jodie Wickens to the Human Resources Committee, and Nikiel Lal to the Technology Strategy Committee*

4.2 Audit and Finance Committee (AFC)

a) Committee Report

Susan Todd briefly summarized her report, as provided. She noted that KPMG is invited to each AFC meeting, and they decide whether they'll attend based on the content of the agenda. No questions were raised.

b) Quarterly Three-Year Financial Forecast to Government: Q2 2019/20

Susan advised the forecast, as presented, was reviewed by the Committee, and is on track to meet the budget outlined for the year.

c) Notice of Intent: Proposed Updates to Board By-Law B.GO07.05 – Tuition and Fees for Instruction

Susan reported that AFC discussed this item at length, and it will come to the Board for approval next meeting. Responding to a question about why tuitions would be raised when the College is carrying a surplus, Sue advised that the surplus is planned and budgeted for, with the funds used to increase programs and create new buildings that we must self-finance. Board members also discussed increases and services for International students.

d) Douglas College Investment Policy: Proposed Revision

Susan provided background information, reminding the Board of the decision to create a mortgage fund and an infrastructure fund, with managers for each. However, the fund manager agreement for the infrastructure portion would not meet compliance with standard contract terms at the College. Following guidance from the fund managers, AFC has decided to put funds into the mortgage class, which still allows for diversification. The proposed policy revision indicates adjustments to the asset mix.

It was moved, seconded and unanimously resolved:

2020/0103 *THAT the Douglas College Board approve the revised Douglas College Investment Policy A62, as presented January 23, 2020*

4.3 Human Resources Committee (HRC)**a) Committee Report**

Rebecca Jules reported that the Committee did not meet in January.

4.4 Campus Planning Committee (CPC)**a) Committee Report**

Maureen Shaw reviewed the report as presented, inviting questions from the Board; none were raised. Maureen commented on the tour of the newly renovated Library, indicating the space is expansive and welcoming. The Chair agreed, and encouraged members to visit.

b) Training Group Lease

Board members discussed the operating cost increases. Kayoko Takeuchi advised that the space is in a prime location, and that due diligence was done to ensure fair market rates.

It was moved, seconded and unanimously resolved:

2020/0104 *THAT the Douglas College Board approve the proposed 3 year renewable lease at the Kingsway, Burnaby property for the Training Group, effective April 1, 2020*

4.5 Technology Strategy Committee (TSC)**a) Committee Report**

Brian Haugen advised that the Committee did not meet in January.

4.6 Education Council**a) Education Council Chair's Reports: November, December 2019, and January 2020 Meetings**

Ivanna Cikes referred to the reports, as presented. She advised that Education Council's By-Law Committee has extended the deadline for their survey, with responses slowly coming in. She noted approval of program revisions and name changes at the January meeting. Board members discussed the issue of credential name changes and how they might impact people who received the earlier credential. Kathy Denton advised that changes, especially in certain fields, are quite common and the Registrar's Office does track all such adjustments. Board members also discussed International educational affiliations.

It was moved, seconded and unanimously resolved:

- 2020/0105** *THAT the Douglas College Board establish the credential Education Assistance and Inclusion Certificate effective September 2020, and withdraw the credential Classroom and Community Support Certificate effective September 2021*
- 2020/0106** *THAT the Douglas College Board withdraw the credentials Medical Office Assistant Online Certificate, and Legal Office Skills Online Certificate, effective immediately*
- 2020/0107** *THAT the Douglas College Board establish the credential Computing Science Diploma, effective September 2020*

b) Board Liaison's report

Nikiel Lal referred to his report included in the package, noting that Education Council meetings are productive with healthy discussion. No further questions were raised.

4.7 Douglas College Foundation

a) Board Liaison's Report

Kathy Denton advised that Kayoko Takeuchi also attends Foundation Board meetings. She reported that the Foundation Board are currently examining their committee structure to ensure alignment with governance best practice. She also noted healthy turnover in the Board's membership.

4.8 Honorary Fellow Committee

a) Board Liaison's Report

This report is deferred as the Committee does not meet again until Spring 2020.

4.9 Board Development Reporting

The Board Chair requested that members who have attended a learning opportunity relative to their Board role share three key takeaways from their experience.

Maureen reported on an ICD Boardroom Financial Essentials one-day session she attended, and Brian and Eileen shared information on an ICD Breakfast session they'd both taken in.

5. NEXT MEETING AND ADJOURNMENT

There being no further business, Eileen confirmed the next regular Board meeting on March 19, 2020. The meeting was adjourned at 6:00 pm.