

**MINUTES OF THE REGULAR MEETING OF THE  
DOUGLAS COLLEGE BOARD**

**Open Session**

**August 21, 2008**

**New Westminster Campus Boardroom**

*Open Meeting File No. 2008-08-21*

*Approved September 18, 2008*

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**ATTENDANCE**

Board Members: B. Clarke, C. Gibson, M. Hemmingsen, P. Kendrick, A. Kitching,  
A. MacGrotty, S. Meshwork (Ex-officio), M. Russell, A. Taylor, P. Wates,  
S. Witter (Ex-officio)  
Regrets: G. Bowbrick, C. Codrington  
Observers: DCFA Constituency Group Leader (CGL) S. Briggs;  
regrets from Acting BCGEU CGL C. Ellson and DSU CGL H. Chaudhry  
Administration: B. Barber, B. Jensen\*, J. Lindsay, K. Maynes, G. Ouyang, H. Postma C. Worsley  
regrets from M. Exmann  
Guests: W. Case, G. Lenahan\*, S. Mende, M. Steinbach  
Recording: S. Donnelly

\* absent for a portion of the meeting

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**1. CALL TO ORDER**

There being a quorum present, the Chair called the meeting to order at 6:50 p.m.

**2. APPROVAL OF AGENDA**

It was moved by Paul Wates, seconded by Ann Kitching and unanimously resolved:

24/2008 *THAT the agenda be approved as distributed.*

**3. WELCOME TO NEW BOARD MEMBER: Peter Kendrick**

**3.1 Oath of Office**

The Chair welcomed recent appointee Peter Kendrick to the College Board and, prior to inviting Mr. Kendrick to take the Oath of Office, reminded all in attendance of the importance of observing Board By-law 83-3(A2), *Conflict of Interest and Code of Conduct and Ethics*. Upon taking the Oath of Office, Peter Kendrick offered a brief self-introduction and accepted an offer of appointment to the Board's Finance Committee.

**4. APPROVAL OF MINUTES**

**4.1 APPROVAL OF MINUTES OF JUNE 19, 2008**

It was moved by Alysia MacGrotty, seconded by Paul Wates and unanimously resolved:

25/2008 *THAT the minutes be approved as distributed.*

**5. BUSINESS ARISING FROM MINUTES**

There was no business arising from the minutes of June 19, 2008.

**6. INFORMATION/COMMUNICATION****6.1.1 BCGEU**

The Chair conveyed regrets from Acting Constituency Group Leader Catherine Elson, who had conveyed an expectation that the BCGEU would once again have Constituency Group Leader representation at the College Board table by Fall 2008.

**6.1.2 DCFA**

Susan Briggs advised that she would resume submission of reports to the Board by October 2008. The Chair invited questions; there were none.

**6.1.3 DSU**

**6.1.3a) Report** – The Chair noted that DSU Treasurer Geoffery Lenahan had, shortly before the meeting, conveyed Constituency Group Leader Hassan Chaudhry's regrets.

**6.1.3b) Request: Letter of Agreement** – Introducing himself as the Treasurer of the Douglas Students' Union (DSU), Geoffrey Lenahan thanked Board members for the opportunity to speak. He reported that the DSU had been pushing its Receiver-Manager since February 2008 to be removed from such leadership and been rewarded, in that it had been able to present its latest audited financial statements at its March 12, 2008 Annual General Meeting. He stated that the DSU could have gone to court at that point to remove itself from receivership but that it realised it needed someone to run its accounting matters. Mr. Lenahan noted that, as of May 2008, the Receiver-Manager was there only to cut cheques and provide guidance on financial management; day-to-day operations have been left up to the students and staff.

Mr. Lenahan said that the DSU had moved forward more in the last four months than it had in the previous twenty-four; it had hired an employee with three years of Not-For-Profit experience to begin work on September 9, 2008. He reported that this person is working on her Level Five Accounting and that the Receiver-Manager has agreed to a contract for the University of Victoria to do the DSU payroll if the new employee hasn't attained Level Five standing by her start date.

Mr. Lenahan stated that was now time to remove the DSU from receivership as it is in compliance with the College and Institute Act. He advised that, if the College would not write a letter supporting such a removal, the DSU would apply to the courts. He expressed understanding of concerns the College may have with the DSU operating for itself for the first time in six years, and offered that this is not the College's business. Mr. Lenahan expressed his view that, should the matter end up in court, he was "sure that the school will yet again be reprimanded" for "meddling in affairs in which it has no business". Mr. Lenahan stated that he was not in attendance at this meeting to ask that the Board write a letter, but to inform and show the right decision to be made. He again thanked the Board for the opportunity to speak. Andrew Taylor thanked Geoffrey Lenahan, and invited questions. Acknowledging Mr. Lenahan's reference to processes to be followed, the Chair noted that clearly defined processes were outlined by the court. He affirmed that the Board has given and will continue to give consideration to the matters Mr. Lenahan mentioned, and advised that the Board would defer to the advice of its Finance committee. The Chair encouraged the DSU to engage in discussion of such matters with the Finance Committee as soon as possible in order to reach a consensus on the definition of compliance.

Advising Geoffrey Lenahan that his presentation was well received, the Chair confirmed that the Board would deliberate after receiving advice on the matter from its Finance Committee. He reiterated his encouragement that Mr. Lenahan, in the spirit he had mentioned, engage the Finance Committee in such discussions so that the Finance Committee could make a recommendation to the College Board.

## 7. REPORTS

### 7.1 BOARD CHAIR

**International Education** – The Chair reported that he had been honoured to participate in highly inspirational graduation ceremonies at Heilongjiang Institute of Science and Technology (HIST, which has 25,000 students in northern China) and the Shanghai Institute of Foreign Trade (SIFT). Andrew Taylor noted the graduates' successes – more than 70% of them hold positions of significance within Fortune 500 companies – and their alumni association's heartfelt appreciation of Douglas College. Andrew Taylor commended Guangwei Ouyang and all involved in the College's International Education programming, and Guangwei Ouyang in particular for achieving a 15% growth rate in his portfolio.

**BC Colleges and Institutes (BCCI) Board Chairs** – Mary Hemmingsen reported on the June 23, 2008 BCCI Presidents' and Chairs' meeting, during which Chairs focused on the June 2008 Government Letter of Expectations (GLE); the resulting collective response to the Minister was included in Board members' August 2008 agenda packages. Board Chairs also considered encouraging greater flexibility in the matter of senior administration compensation, particularly given demographic trends. Chairs recognised the value of meeting together on a regular basis and coordinating their actions across the system and with BCCI Presidents. Andrew Taylor noted the recent appointment of Advanced Education and Labour Market Development Deputy Minister Robin Ciceri.

**Board Membership Update** – In accordance with Board Resourcing and Development (BRDO) and Ministry timelines, the College will soon post a Notice of Position (NOP) for the Board vacancy that will be created when Cathie Gibson's term concludes on July 31, 2009.

### 7.2 EDUCATION COUNCIL

**7.2.1 Chair's Report** – Susan Meshwork noted her written report, which she provided in June since Education Council does not meet during July and August.

**7.2.2 Board Member Liaison Report** – Ann Kitching had no news to report.

### 7.3 PRESIDENT

**7.3.1 President's Perspective** – Susan Witter invited questions regarding her written report. There being none, she continued to the next item on the agenda.

**7.3.2 For Approval: Douglas College Accountability Plan and Report: 2008/09 – 2010/11** – Susan Witter provided background on the development and content of this draft annual report, which highlights objectives in terms of capacity, relevance and efficiencies, as well as challenges facing the College. She invited questions, leading to discussion of the tone of the introductory letter.

It was moved by Ann Kitching, seconded by Cathie Gibson and resolved by a vote of six in favour and two against:

26/2008

*THAT the College Board approve the Accountability Plan and Report: 2008/09 – 2010/11 for submission to the Ministry of Advanced Education and Labour Market Development.*

**7.3.3 Draft Document: President's 2008/09 Goals** – Susan Witter reviewed the document and invited suggestions for revisions prior to the final document being submitted to the Board in September 2008 for approval. Some suggestions were provided, and Andrew Taylor invited Board members to provide any additional feedback in a timely manner.

**7. REPORTS, cont'd****7.3 PRESIDENT, cont'd**

**7.3.4 Institutional Enrolment Plan: 2008/09** – This comprehensive report had already been submitted to the Ministry of Advanced Education and Labour Market Development and was provided for information purposes.

**8. BOARD COMMITTEES AND LIAISON****8.1 Finance Committee**

**8.1.1 Planned Activities** – Mary Hemmingsen and Paul Wates reported on the Finance Committee's work, which includes progress on proposed revisions to the committee's Terms of Reference (TOR). The committee has been endeavouring to meet with DSU Receiver-Manager Marne Jensen for an update on progress in terms of compliance.

**8.2 Human Resources Committee**

**8.2.1 Planned Activities** – This committee planned to meet the following week.

**8.3 Policy and By-Law Review Committee** – Ad hoc committee Chair Ann Kitching explained that the proposals tabled in June 2008 would be given further consideration by the Board at its September meeting, when all committee members would be in attendance.

**8.4 Douglas College Foundation Liaison** – Cathie Gibson reported that the Foundation's portfolio is now valued at \$10 million, up 8.5% from last year, and on its recent, well received Annual General Meeting. She encouraged all Board members to attend the upcoming *Class Act* and *Light the Lake* fundraisers. The Chair commended Hazel Postma for the Foundation's success.

**9. ANNOUNCEMENTS AND GENERAL INFORMATION**

The Chair noted the reports and media clippings included in Board members' packages.

**10. ISSUES ARISING FROM BOARD MEETING** – There were no such issues.

**11. BOARD MEMBERS' REPORTS**

Board members reported on recent activities. Mary Hemmingsen conveyed regrets for the September and November Board meetings, given an upcoming executive development program.

**12. DATE AND LOCATION OF NEXT MEETING**

The next meeting will be held at the New Westminster Campus, beginning at 6:00 p.m. on Thursday, September 18, 2008.

**13. ADJOURNMENT**

There being no further business, the meeting adjourned at 7:55 p.m.

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CHAIR

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PRESIDENT