

**Regular MINUTES
October 19, 2012
Terrace Campus, Waap Galts'ap**

Attendance: R. Witherly, Chair T. Euverman G. Randhawa
H. Pond G. Wesley A. Carlick (First Nations Council)
D. van Dyk T. Euverman R. Riesen (Education Council)
N. Collison K. Chrysler
L. Payjack-Mohler (Recording Secretary)

Regrets: B. Setso S. Pauls S. Foote

Presenter: Dr. Tom Thompson, President, Olds College

Staff members in attendance:

D. Henning, President & CEO
C. Sousa, Vice President, Finance & Administration
D. O'leary, Vice President, Institutional Advancement
S. LeBlanc, Vice President, People & Planning
B. Moore-Garcia, Vice President, Education & Student Services

Guests: Internal

Collaborative Administrative Team (CAT) members:

Ali McDougall, Executive Officer to the President
Dave Menzies, Employment Skills Access Program, Project Administrator
Denis Caron, Interim Dean, Trades
Irlanda Price, Manager, Student Services
Kerry Clarke, Director Ancillary Services
Lorrie Gowen, Manager Work Force Training
Phil Saunders, Director, Communications
Ruth Hidber, Controller

External Brian Downie, City of Terrace Liaison

CALL TO ORDER: 8:43 am.

The **OATH OF OFFICE** was conducted for:
Karen Chrysler, as incoming BCGEU Faculty representative.

ACKNOWLEDGEMENT:

Reto Riesen is acting representative for Education Council. The elections for Education Council Chair will occur at the Council next meeting on October 26th.

ADOPTION OF AGENDA:

On the motion made by D. van Dyk and seconded by G. Randhawa.

"That the agenda be adopted as presented."

MOTION CARRIED UNANIMOUSLY

ACCEPTANCE OF MINUTES

On the motion made by T. Euverman and seconded by G. Randhawa.

“That the Regular meeting minutes of September 21, 2012 be accepted as presented.”
MOTION CARRIED UNANIMOUSLY

BUSINESS ARISING FROM THE MINUTES:

None.

COMMITTEE REPORTS

EXECUTIVE COMMITTEE

- November 5th meeting of BC Colleges Chairs (BCCC) and John Yap, Minister of Advanced Education, Innovation and Technology in Vancouver
- H. Pond will attend in R. Witherly's place

ACTION: Send discussion topics to H. Pond to bring forward to the meeting.

EDUCATION COUNCIL (ED CO) (R. Riesen)

Nothing further to add to the circulated report, schedule 6.2.

FINANCE & AUDIT COMMITTEE (D. van Dyk)

- At the October 18th meeting reviewed:
- Quarter 1 and Quarter 2 reflect 6 months of costs and 2 months of students
- Projections have been reviewed as well
- Next meeting will be a dinner meeting, November 15th at 6:00 pm
- Meetings are open to all Board members

ACTION: Advise L. Payjack-Mohler (for reservations purposes), if you will attend the next committee meeting (November 15).

Discussion topics of November meeting:

- Review of 3rd quarter financials
- Monitoring reports

FIRST NATIONS COUNCIL REPORT (FNC) (A. Carlick) -verbal report

The last meeting included a:

- Presentation by Ann Marie Merkel and Denise Henning
- Suggestion to develop of a policy related to cultural training as part of the staff orientation

POLICY REVIEW COMMITTEE (PRC)

G. Wesley will speak to the draft policies in a subsequent session with Tom Thompson.

PRESIDENT'S REPORT & ORGANIZATIONAL PERFORMANCE

Monitoring report (D. Henning) Schedule 7.1a-c

Highlights

- Code of Conduct (Appendix A) is currently under review by NWCC employees
- Monitoring reports were summarized in detail
- There is only generative information available to show at this time.

Question: Critical Management Plan: inviting First Nations support, support for (ESL) and individuals of religion, related to those who are in need of assistance in times of trauma.

ACTION: Bring the suggestion to the Occupation Health & Safety Committee (OH&S) for the Critical Management Plan to include support for First Nations, English as a Second Language (ESL) and people of religion, who are in need of assistance in times of trauma.

Question: Is it possible, for ease of reading to have all data included within appendices?

Answer: The data will be included in the appendices and the related policy will be noted within each appendix.

ACTION: Change format in monitoring reports to note the related policy in each appendix and store data within appendices only.

The Collaborative Administrative Team (CAT) receives the reports at the same time as the Board to help identify any gaps.

On the motion made by T. Euverman and seconded by N. Collison:

“That the Monitoring Reports: General Executive Constraint (EL1), Staff Treatment (EL3), and, Flexible Innovation (E2) be accepted as presented.”

MOTION CARRIED UNANIMOUSLY

- The recent bomb threat was discussed
- There was a concern that the information was received through media outlets rather than a notification to the Board as a whole.
- The process of notification was summarized, updates were provided to the Executive Committee as information was available.

Concern:

- Gap in information being shared

Question: Is a policy required for this issue?

Answer: It was agreed that it will be on a case by case basis.

- The release of information will be to the entire Board on situations unless of particular confidential nature.
- When sent to the Executive Committee the question will be:
- Should this go to the entire Board?
- If it is decided to keep at the Executive level, a note indicating this: it has been purposely kept at that level.

STRATEGIC PLANNING UPDATE (D. Henning)

- Presentations of the Strategic Plan are currently in progress
- Union representatives and Administration are involved in the presentations.

CONSENT AGENDA.

No items.

A recess to the Regular meeting session was called at 9:56 am for an In-Camera meeting session.

The Regular meeting continued at 10: 30 am.

POLICY REVIEW SESSION (G. Wesley) report circulated at meeting

- Calling for members: one student representative and one Faculty/support representative
- Overview of the quadrants each indicate a block of policies
- Review of policies at Committee level is wordsmith and content, Board level is content based
- Revisions for Ends 4 & 5 were summarized from the report

On the motion made by H. Pond and seconded by D. van Dyk:

“That the Ends Policies: Ends 4 & Ends 5 be accepted as presented.”

MOTION CARRIED UNANIMOUSLY

- **Executive Limitations**

- Overall this section includes 13 policies,
- Revisions recommended:
- General Executive Limitations (EL 1) – removed the section following the first statement “The President/CEO will not cause or allow any practice, activity, decision or organizational circumstance which is either illegal, imprudent or in violation of generally accepted business and professional ethics.
- People Treatment(EL3) - change title from ‘People Treatment’ to ‘Staff treatment’

On the motion made by H. Pond and seconded by T. Euverman:

“That the Executive Limitations Policies: General Executive Constraint (EL1) & Staff Treatment (EL3) be accepted as presented.”

MOTION CARRIED UNANIMOUSLY

- **Governance Process**
- The index ‘cheat sheet’ (circulated at the meeting) was referenced
- Governance Process (GP) and Board-President Relationship (BP) are Board monitored
- Ends and Executive Limitations are President monitored

The Regular session was called to recess from 10:55 am to 1:23 pm.

- **Membership:** K. Chrysler agreed to join the Committee as the Faculty member.
- 1 Student representative and 1 community member position remains vacant.

TABLED: Governance Polices as additional revisions will be made by the Committee

- **Board-President Relationship (BP)**
- Each policy was summarized

Question: In Global Board-President Relationship (BP 1), is this a shared leadership approach (I.e. President Council)?

Answer: Yes, there are resources and these are identified. E.g. Finance & Audit Committee looks to the Controller and Vice-President of Finance & Administration as resources

Question: In Unity of Control (BP 2), item 3 (“Only the Board of Governors acting as a body can employ, terminate discipline, or change the conditions of employment of the President,”) is this contradictory?

Answer: No, this is not. There is a Terms of Reference for the Executive Committee. The details are brought to fruition within the Executive.

- President contracts, Executive cannot authorize or adopt without the Board.

ACTION: Topic #3 request to have the Policy Review Committee in the context of delegated authority.

- **Accountability to the President (BP 3):** summarized/reviewed No comments/revisions.
- **Delegation to the President (BP 4)**

Question: What does this ‘mean? Not sure what the accountability is. Number 1 is clear, number 2, number 3 – look at what the ends are they are very vague.

Answer: The President’s monitoring report includes the President’s interpretation; this is the match up.

Question: Are you suggesting we are inconsistent? What does reasonable interpretation mean?

Answer: It did fall into each monitoring report. Because it falls into the monitoring report then we decide at that time if it is reasonable interpretation.

ACTION: Revise the wording to be concise for the policy Delegation to the President (BP 4).

- **Monitoring President Performance (BP 5)**

Question: Is Section 1 in BP5 ("The purpose of monitoring is simply to determine the degree to which Boards policies are being fulfilled. Only information which does this will be considered to be monitoring.....") necessary?

Concern: (T. Thompson)

- Gaps left if not monitoring President's Performance and Compensation review.
- Prudent to pay more thought into developing a BP6 Policy: Administration of the Contract.
- Upon annual review there would consideration for compensation.
- There is a cap.

On the motion made by H. Pond and seconded by D. van Dyk:

"That the Board-President Relationship and Governance Process quadrants be re-tabled back to the Policy Review Committee."

MOTION CARRIED UNANIMOUSLY

ACTION: Board-President Relationship (BP) policies and Governance Process (GP) tabled to next Board meeting.

Concern: It is problematic when 5 weeks after we send out the policies for review, and only receive 2 responses.

Question: What is the best way to follow process wise? Sending to the Board prior to? Send them and promise to read them prior to the meeting? Or make our recommendations and bring them to the meeting?

Answer: Send out policies to the Board in advance.

ACTION: The revised Board-President Relationship (BP) policies will be sent out.

- The process is cumbersome but we need to recognize that we are preparing for the next 25 years, in futurizing this is very important work now.
- One Community member vacancy remains on the Policy Review Committee.

ADJOURNMENT

On the motion made by D. van Dyk:

The meeting be adjourned at 2:24 p.m.