



# **DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY PUBLIC MEETING OF THE GOVERNANCE REVIEW COMMITTEE MINUTES**

Date: September 26, 2018

Location: Via Conference Call

Members Present: Michele James, Committee Chair  
Elizabeth Cowie  
Kevin Griffin  
Robert Lanc  
Paul Macklin, Chair of the Board  
Don Lovisa, President

Staff Present: Melissa Pringle, Corporate and Board Secretary

## **1. CALL TO ORDER**

With quorum present, the meeting was called to order at 5:31 p.m.

New Committee members Elizabeth Cowie and Robert Lanc were acknowledged.

## **2. ANNUAL REVIEW OF TERMS OF REFERENCE**

The Governance Review Committee reviewed its terms of reference.

## **3. INTRODUCTION OF GUESTS**

Jim Wilson was in attendance because pending confirmation of his Lieutenant-Governor-in-Council appointment, he is Vice-Chair of the Committee.

## **4. ADDITIONS/DELETIONS TO THE AGENDA**

As Governance Review Committee meetings are public, Governor Macklin requested the Committee discuss how members of the public are notified of the meetings.

**5. CONFLICT OF INTEREST DECLARATIONS**

None.

**6. PRESENTATIONS**

None.

**7. ACTIONS ARISING FROM PREVIOUS MINUTES/REGULAR RECURRING ITEMS**

None.

**8. DECISION ITEMS**

**8.1 Review of Board By-law No. 3**

President Lovisa presented proposed changes to Board By-law No. 3 related to College Council, noting feedback had been provided by College Council.

Discussion occurred regarding the proposed reduction in student representatives and the perception of reducing the student voice.

In response to discussion, the following amendments were made to the changes as proposed:

- Section 3.1 –the words ‘The College Council shall be composed of 15 members’ were deleted and replaced by the words ‘The College Council shall be composed of up to 17 members’.
- Section 3.1 – the words ‘Students – up to two representatives’ were deleted and replaced by the words ‘Students – up to four representatives’.
- Section 31 – the words ‘The Student Association selects the student representatives’ were deleted and replaced by the words ‘Durham College Students Inc. selects the student representative’.

Moved By Governor Cowie

Seconded By Governor Macklin

That the Governance Review Committee recommend to the Durham College Board of Governors:

“That based on Report GOV-2018-08, Board By-law No. 3, as amended, be further amended as outlined in Attachment 1 to this report.” CARRIED AS AMENDED

## **9. DISCUSSION ITEMS**

### **9.1 Annual Review of Skills Matrix**

President Lovisa presented the skills matrix and proposed the following changes, which were supported by the Committee:

- Deleting the category “Field to Fork” and adding the following categories:
  - Agriculture
  - Hospitality
  - Skilled Trades

The Committee also discussed geographic representation, noting with Governor Macklin leaving the Board next year there will be no representation from Northumberland. This was flagged as an area for consideration for the Nominating Committee when recruiting.

## **10. OTHER BUSINESS**

The Committee discussed the public nature of the Governance Review Committee meetings and inquired how the meetings were currently advertised. The Committee also questioned if it was a legal requirement to have the Governance Review Committee meetings open to the public

In response to questions, President Lovisa advised the meetings were not currently advertised and noted the Corporate and Board Secretary could facilitate the posting of the meeting dates on the website and ICE. Additionally, the Committee was advised there was no legal requirement to have the meetings open to the public; it is a provision in Board By-law No. 1.

## **11. MEETING CRITIQUE**

The Committee concurred the meeting flowed well despite being held by teleconference, there was good discussion and engagement, the agenda material and explanations provided by staff were clear and there was a willingness to be open to change.

**12. ADJOURNMENT**

Moved By Governor Macklin

Seconded By Governor Lanc

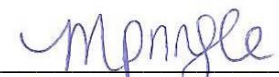
“That the September 26, 2018 meeting of the Governance Review Committee be adjourned.” CARRIED

The meeting adjourned at 6:07 p.m.



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Michele James  
Committee Chair



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Melissa Pringle  
Corporate and Board Secretary