



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

Date: January 21, 2019

Location: Via Conference Call

Members Present: Michele James, Committee Chair
Jim Wilson, Vice-Chair
Elizabeth Cowie
Kevin Griffin
Robert Lanc
Don Lovisa, President

Members Absent: Paul Macklin, Chair of the Board
Navleen Kaur

Staff Present: Melissa Pringle, Corporate and Board Secretary

1. CALL TO ORDER

With quorum present, the meeting was called to order at 5:30 p.m.

Governors James, Cowie, Griffin and Lanc joined by telephone.

Governor Wilson, President Lovisa and the Corporate and Board Secretary attended in-person in the DC Boardroom, A144.

2. INTRODUCTION OF GUESTS

None.

3. ADDITIONS/DELETIONS TO THE AGENDA

None.

4. CONFLICT OF INTEREST DECLARATIONS

None.

5. PRESENTATIONS

None.

6. ACTIONS ARISING FROM PREVIOUS MINUTES/REGULAR RECURRING ITEMS

None.

7. DECISION ITEMS

7.1 Post-Election Report - 2018-2019 Student Governor

President Lovisa presented the post-election report for the 2018-2019 student governor election.

The Committee questioned President Lovisa.

Moved By Governor Wilson

Seconded By Governor Griffin

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

“That Report GOV-2019-01 providing the post-election report for the 2018-2019 student governor election, be received for information.” CARRIED

7.2 Board Policies Due for Renewal

President Lovisa presented an overview of proposed edits to the board policies due for renewal.

The Committee suggested adding hyperlinks to the appropriate sections of By-law No. 1 as noted in Section 1.2 of the Board Members' Code of Conduct policy.

The Committee also discussed the 'effective date' section of its policies and questioned if the 'effective date' should reflect when the policy was original approved by the board and a 'revision date' be added to reflect when revisions are made.

Action: The Corporate and Board Secretary to review the dates of the board's policies to determine a best practice.

The Committee also discussed the joint board procedure on the appointment of co-populous members. A meeting is scheduled for February 6, 2019 with the UOIT President and Board Chair to discuss renewal of this procedure.

President Lovisa advised the UOIT Act provides for the appointment of six governors who are members of both the Durham College Board of Governors and the UOIT Board of Governors. In this tenure, the maximum number of co-populous members have been three as it is difficult to recruit and retain six individuals to actively serve as volunteers on two boards.

The Committee discuss the advantages and disadvantages of the current system of appointing co-populous members.

Moved By Governor Lanc

Seconded By Governor Griffin

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

“That based on Report GOV-2019-02, the following Board policies be approved as amended:

- Board Members Code of Conduct
- Entrepreneurial Activities and Subsidiaries
- General Executive Constraint
- Program Advisory Committees
- Programs of Instruction
- Student, Employee, Client, Visitor Treatment.” CARRIED

8. DISCUSSION ITEMS

8.1 Removing the "Other Business" Section of Agendas

It was reported a best practice in governance is to remove the “other business” section of an agenda. The use of this section encourages individuals to discuss items that are not under the purview of the committee or board, and to bring up items that require advanced participation in order to have a meaningful discussion.

If an individual wants to add an item to the agenda, it should be done under the “additions/deletions” section of the agenda.

Moved By Governor Lanc

Seconded By Governor Griffin

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

“That to comply with best practices in good governance, the ‘other business’ section be removed from all committee and board agendas effective immediately.” CARRIED

9. OTHER BUSINESS

None.

10. MEETING CRITIQUE

The Committee conducted a meeting critique, noting that despite being held by teleconference the meeting flowed well and attendees were engaged.


11. ADJOURNMENT

Moved By Governor Wilson

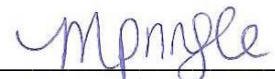
Seconded By Governor Griffin

“That the January 21, 2019 meeting of the Governance Review Committee be adjourned.” CARRIED

The meeting ended at 6:09 p.m.



Michele James
Committee Chair



Melissa Pringle
Corporate and Board Secretary