



DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY PUBLIC MEETING OF THE BOARD OF GOVERNORS AGENDA

Date: Wednesday, June 8, 2022, 6:00 p.m.

Location: Oshawa Campus, Gordon Willey Building, DC Boardroom, A144

When making decisions, the Board is encouraged to consider the College's values of collaboration, diversity & inclusion, excellence, innovation, integrity, respect, and social responsibility.

Pages

1. CALL TO ORDER
2. INTRODUCTION OF GUESTS
3. ADDITIONS/DELETIONS TO THE AGENDA
4. CONFLICT OF INTEREST DECLARATIONS
5. PRESENTATIONS
 - 5.1. Governance Review Project - V. Prince & A. Belozorovich
6. CHAIR'S REPORT
7. CO-POPULOUS GOVERNORS' REPORT
8. CONSENT AGENDA

The following items will be addressed through the Consent Agenda unless specifically removed for separate attention, by request.

Recommendation

That all items listed under the heading of consent agenda be adopted as recommended.

- 8.1. Approval of Public Minutes from the May 11, 2022, Board Meeting

5 - 11

Recommendation

That the public minutes of the Board of Governors meeting of May 11, 2022, be approved as presented.

8.2. President's Report - May to June 2, 2022 12 - 20

Recommendation

That Report BOG-2022-54, outlining the President's activities from May to June 2022, be received for information.

8.3. Report of the Governance Review Committee - May 31, 2022 21 - 21

Recommendation

That the report of the Governance Review Committee meeting of May 31, 2022, be received for information.

9. DECISION ITEMS

9.1. Governance Review Project: Board By-laws & Policies for Approval - K. Honey 22 - 330

Recommendation

Be it resolved as a special resolution that:

(a) the following by-laws and policies in the form circulated to the Board are hereby approved and adopted as by-laws and policies of the College:

1. By-law No. 1
 - 1a. Definitions Schedule
1. By-law No. 2 – Program Advisory Committees
2. By-law No. 3 – Advisory College Council
3. By-law No. 4 – Internal Governor Elections
4. Committee Terms of Reference Policy
5. Board-President Relations Policy
6. Assessing the President’s Performance Policy
7. Roles and Duties of Officers Policy
8. Whistleblowing Policy
9. Consent Agenda Policy
10. Governors’ Duties and Responsibilities Policy
11. Board Members Code of Conduct Policy
12. Mission Vision Values and Strategic Goals Policy
13. Recruitment and Reappointment of External Governors Policy
14. President Emeritus Policy

15. Student, Employee, Client, Visitor Treatment Policy
16. Financial Matters Policy
17. Integrated Risk Management Framework Policy

(b) the following policies are hereby repealed and of no further force or effect:

1. Programs of Instruction Policy
2. Entrepreneurial Activities and Subsidiaries Policy
3. Program Advisory Committees Policy
4. Roles of Chair and Vice-Chair of the Board Policy
5. Election of Chair and Vice-Chair of the Board Policy
6. Strategic Goals Policy
7. Board Job Description Policy
8. Principles of Governance Policy
9. Recruitment of External Governors Policy
10. Reappointment of External Governors Policy
11. Committee Principles Policy
12. Communication and Counsel to the Board Policy
13. Delegation to the President Policy
14. Emergency Executive Succession Policy
15. General Executive Constraint Policy
16. Presidents Job Description Policy

9.2. 2021-2022 Durham College Annual Report - P. Garrett 331 - 351

Recommendation

It is recommended to the Durham College Board of Governors:

That based on Report BOG-2020-61, the 2021-2022 Durham College annual report be approved.

10. DISCUSSION ITEMS

- 10.1. Quality Assurance and Comprehensive Program Review Summary - J. Choi 352 - 356
- 10.2. 2022-2027 New Program Development Plan - J. Choi 357 - 362

11. UPCOMING EVENTS

- Convocation - Tribute Communities Centre - June 13 to 17, 2022

12. MOVE TO IN-CAMERA SESSION

13. ADJOURNMENT



**DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY
BOARD OF GOVERNORS REGULAR MEETING
DRAFT PUBLIC SESSION MINUTES**

- Date: Wednesday, May 11, 2022
- Location: Oshawa Campus, Gordon Willey Building, DC Boardroom, A144
- Members Present: Kristi Honey, Chair of the Board
Lisa Allen (joined virtually)
Suzanne Beale
Elizabeth Cowie (entered at 6:16 p.m.)
Kelly Doyle
Gail Johnson Morris
Don Lovisa, President
Kenneth Michalko (entered at 6:05 p.m.)
Jerry Ouellette
Jennifer Powell
Gary Rose, Vice-Chair of the Board (joined virtually)
Dwight Townsend
Nathan Wilson
- Members Absent: Ian Ball
Ian Murray
Kunal Nagpal
- Staff Present: Peter Garrett, Mgr., Strategic Reporting and Government Relations
Tara Koski, Dean, Students
Barbara MacCheyne, Chief Financial Officer & VP, Administration
Elaine Popp, Executive Vice-President, Academic
Melissa Pringle, Corporate and Board Secretary
Janse Tolmie, AVP, IT Services

1. CALL TO ORDER

With quorum present, the Chair called the meeting to order at 6:00 p.m.

2. INTRODUCTION OF GUESTS

The Chief Financial Officer & VP, Administration, introduced the following guests:

- Stephanie Ball, Executive Dean, School of Justice & Emergency Services
- Rashmi Gupta, Director, Institutional Research and Planning
- Debbie Johnston, Dean, Centre for Professional and Part-Time Learning
- Japnishvinder Kaur, student, School of Justice & Emergency Services
- Tracey Marshall, part-time faculty, School of Justice & Emergency Services
- Joanne Spicer, Interim Associate Dean, School of Justice & Emergency Services

3. ADDITIONS/DELETIONS TO THE AGENDA

None.

4. CONFLICT OF INTEREST DECLARATIONS

None.

5. PRESENTATIONS

5.1 Tracey Marshall and Japnishvinder Kaur to Highlight the DC Youth Justice and Interventions Symposium on Human Trafficking Prevention

Joanne Spicer, Tracey Marshall, and Japnishvinder Kaur provided an overview of the recent Youth Justice and Interventions Symposium on Human Trafficking Prevention and spoke about the partnership with Victim Services of Durham Region and the far-reaching impact the conference had on the approximately 9,000 students that attended.

Governor Michalko entered the meeting.

The Board questioned the presenters.

Governor Cowie entered the meeting.

6. CHAIR'S REPORT

The Board received a report from the Chair on the following items:

- The Chair announced that Gary Rose was acclaimed as Chair of the Board, and Gail Johnson Morris was acclaimed as Vice-Chair of the Board for the 2022-2023 Board year.
- The Chair spoke about the success of the recent CIGan conference in Halifax and gave Governors who attended the conference an opportunity to provide comments.
- The Chair advised that the Indigenous Histories & Reconciliation Modules are posted on the Board portal as a result of the conversation at the last board meeting.
- The Chair reported that after approving an extension to the strategic plan at the last Board meeting, it was relaunched at the Employee Town Hall on May 3, 2022.
- The Chair stated that the Executive Committee reviewed the President's expense for gift cards purchased from the Foundry restaurant, a restaurant owned by the President's relative. The Committee expressed support for the purchase, given it is a low dollar value and a recognized local restaurant.

7. CO-POPULOUS GOVERNORS' REPORT

None.

8. CONSENT AGENDA

Moved By Governor Townsend

Seconded By Governor Beale

"That all items listed under the heading of consent agenda be adopted as recommended." CARRIED

8.1 Approval of the Public Minutes from the April 13, 2022, Board Meeting

That the public minutes of the Board of Governors meeting of April 13, 2022, be approved as presented.

8.2 President's Report - April to May 2022

That Report BOG-2022-41, outlining the President's activities from April to May 2022, be received for information.

8.3 Ratification of the Results of the Election for Chair and Vice-Chair of the Board

That the results of the election of Chair and Vice-Chair of the Board of Governors be ratified, and Gary Rose be declared as Chair and Gail Johnson Morris be declared as Vice-Chair for the 2022-2023 Board year.

9. DECISION ITEMS

9.1 New Program of Instruction: Human Rights Management for Professionals

The Executive Vice-President, Academic and Dean, Centre for Professional and Part-Time Learning, introduced a new program of instruction for approval, Human Rights Management for Professionals. Additionally, the Executive Vice-President, Academic, confirmed the College complied with all Minister's Binding Policy Directives for programs of instruction.

Further, the Dean, Centre for Professional and Part-Time Learning advised the Board that the proposed certificate consists of two new stackable micro-credentials in the area of human rights management and that the Centre for Professional and Part-Time Learning will pick up all courses in the program through OntarioLearn to avoid costs related to the development of the program and delivery. Also, the Dean, Centre for Professional and Part-Time Learning, provided an overview of how the new program would align with the current programming mix.

The Board questioned the Executive Vice-President, Academic, and the Dean, Centre for Professional and Part-Time Learning.

Moved By Governor Cowie

Seconded By Governor Doyle

"That in accordance with Report BOG-2022-42, the proposed Durham College Certificate program of instruction listed below be approved:

- Human Rights Management for Professionals." CARRIED

9.2 Strategies and Assistive Technologies for Learning Disabilities, Local College Certificate

The Executive Vice-President, Academic, and Dean, Centre for Professional and Part-Time Learning, introduced a new program of instruction for approval, Strategies and Assistive Technologies for Learning Disabilities. Additionally, the Executive Vice-President, Academic, confirmed the College complied with all Minister's Binding Policy Directives for programs of instruction.

Further, the Dean, Centre for Professional and Part-Time Learning, advised that the proposed new program comprises two Recognition of Achievement programs that stack to a Durham College Certificate and that all courses will be picked up from Ontario Learn to avoid any teaching costs for the program.

Moved By Governor Johnson Morris

Seconded By Governor Michalko

"That in accordance with Report BOG-2022-43, the proposed Durham College Certificate program of instruction listed below be approved:

- Strategies and Assistive Technologies for Learning Disabilities." CARRIED

9.3 2022-2023 Business Plan

The Manager, Strategic Reporting and Government Relations introduced the 2022-2023 Business Plan for approval and highlighted several key actions in the plan. Further, the Manager, Strategic Reporting and Government Relations, advised there were approximately 144 actions in the plan and that the plan places a strong emphasis on the College's social responsibility commitments.

The Board questioned the Manager, Strategic Reporting and Government Relations.

Moved By Governor Allen

Seconded By Governor Ouellette

"That based on Report BOG-2022-108, the 2022-2023 Business Plan, be approved." CARRIED

10. DISCUSSION ITEMS

10.1 Strategic Mandate Agreement 3: Year Two Evaluation (Final Report)

The Director, Institutional Research and Planning, presented the final year two evaluation for the Strategic Mandate Agreement and advised that the Ministry of Colleges and Universities provided institutions the opportunity to review and adjust the weightings as part of the year two evaluation process. Further, the Ministry provided Durham's targets for the 2022-2023 year, each weighing between 5% and 25%. Additionally, the Director, Institutional Research and Planning, advised the Ministry has indicated that the activation of performance-based funding will be delayed for an additional year and will assess the College sector's readiness for active in year four of the agreement.

The Board questioned the Director, Institutional Research and Planning.

10.2 Durham College & Ontario Tech University Academic Pathways Report for 2021-2022

The Director, Institutional Research and Planning, presented the Durham College and Ontario Tech University (OTU) Academic Pathways report for 2021-2022.

For the reporting year 2021-22:

- 1,782 students in their first year of studies at DC declared prior postsecondary experience at an Ontario institution other than DC.
- Of these 1,782 students, 384 students in their first year of studies at DC had prior OTU experience.
- Of these 384 students, 40.9 percent (157 students) declared their prior verified OTU experience on their admission application, while the remaining 227 did not declare their prior OTU experience.
- Of the 157 students who declared prior verified OTU postsecondary experience, 14.0 percent (22 students) were enrolled in one-year certificate programs, 49.0 percent (77 students) in diploma or advanced diploma programs, 34.4 percent (54 students) in graduate certificate programs, and 2.5 percent (4 students) in degree programs.

For the reporting year 2021-22:

- 654 students in their first year of studies at OTU declared prior postsecondary experience at an Ontario college.
- Of these 654 students, 403 students who started their studies at OTU had prior DC experience.
- Of these 403 students, 74.4 percent (300 students) declared their prior verified DC experience on their admission application, while the remaining 103 students did not declare their prior DC experience.
- Of the 300 students who declared prior DC experience, 77.0 percent (231 students) had graduated from DC, and 16.7 percent (50 students) were enrolled in an embedded program, while 6.3 percent (19 students) had partial experience. Of the 231 students who had graduated from DC, 76.7 percent (177 students) had graduated from diploma programs, 18.6 percent (43 students) had graduated from advanced diploma programs, 3.0 percent (7 students) had graduated from certificate programs, and 1.7 percent (4 students) had graduated from graduate certificate programs.

The Board questioned the Director, Institutional Research and Planning.

10.3 Update on the Work of the Innovation, Disruption & Catalyst Group

President Lovisa provided an update on the work of the Innovation, Disruption & Catalyst Group (IDCG) and spoke about the recent Hofstede cultural survey, the success of the *Share Your Story* campaign, the IDCG panel discussion at the Employee Town Hall, the procurement of an idea management platform, and the upcoming Think Tank events.

The Board questioned President Lovisa.

11. UPCOMING EVENTS

The Chair highlighted the following events:

- Governor Appreciation Event - June 10, 2022, from 5:30 p.m. to 8:00 p.m.
- Spring Convocation - June 13 to 17, 2022

12. MOVE TO IN-CAMERA SESSION

Durham College By-law No. 1. provides for the Board of Governors to address in-camera items that the Board deems confidential to the College.

Moved By Governor Johnson Morris

Seconded By Governor Powell

"That the Durham College Board of Governors move in-camera after a 10-minute recess." CARRIED

The Board recessed at 7:50 p.m. and reconvened in-camera at 8:00 p.m.

During the in-camera session, the Board discussed recommendations from its Standing Committees, received an update on the Board's Governance Review project, and discussed a draft response to Ontario Tech University regarding co-populous appointments.

12. ADJOURNMENT

With no further business, the meeting ended at 8:46 p.m.

Report Number: BOG-2022-54

To: Board of Governors

From: Don Lovisa, President

Date of Report: May 30, 2022

Date of Meeting: June 8, 2022

Subject: President's Report – May to June 2022

Purpose

The purpose of this report is to provide an update on the President's activities and significant college initiatives from May to June 2022.

1. Our Students

Durham College students win big at 2022 Virtual Skills Ontario Competition

Durham College (DC) is proud to share that eight students achieved victory at the 2022 Virtual Skills Ontario Competition on May 4, bringing home seven medals, including five gold, one silver and one bronze. Virtual for the second year in a row, the competition and Career Exploration Showcase welcomed thousands of elementary, secondary and post-secondary attendees to discover new skilled trade and technology careers, while students competed against one another in categories from numerous fields.



Durham College student entrepreneur 'brews up' a third-place finish at Ontario-wide pitch competition

DC [Journalism – Mass Media](#) student Andrew Neary took third place at the inaugural Ontario Colleges Incubator Network (OCIN) PitchIt Competition on May 3.



Andrew's first-ever pitch for his growing business, [Kettleboy Coffee](#), landed him a \$1,000 award to help grow his operation, plus a Shopify package valued at \$4,500 to expand his online services. OCIN PitchIt included eight high-achieving entrepreneur finalists from colleges across Ontario who presented their startups online to a panel of judges and a live audience.

Andrew credits the team at [FastStart](#) for his success, helping him with everything from developing a business model canvas to graphic design and videography.

Durham College Photography and Video Production program partners with Robert McLaughlin Gallery for student exhibition

DC's [Photography](#) and [Video Production](#) programs have partnered with the Robert McLaughlin Gallery (RMG) to produce a student-led exhibition of visual images captured throughout Durham Region. Currently [on display](#) at the RMG in the Thomas Bouckley Corridor, the collection is the cumulative work of 32 first-year students who were carefully selected from a pool of 79 submissions.



In this work-integrated learning (WIL) opportunity, students were asked to explore photovoice, a process in which participants capture their lived experience to share perspectives with others. The results displayed similar shared themes, such as dealing with the effects of COVID, empty streets and paths, and the perspectives of newcomers to Durham Region.

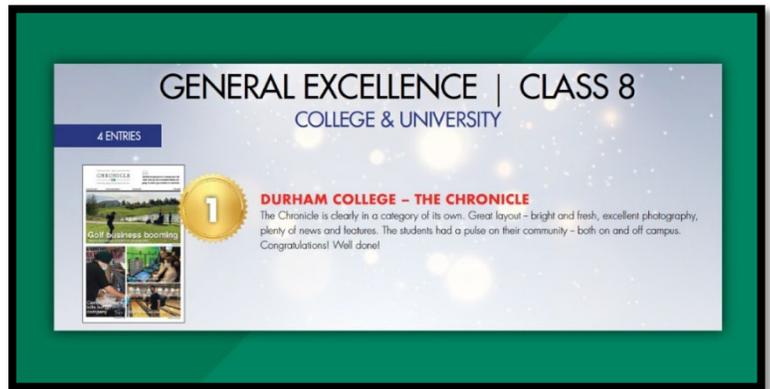
Visit the onsite student display at the RMG, available for viewing until June 12. You can also [view](#) the exhibition online. It features photographs from all 79 students who participated in the project.

DC journalism students lead the way at Better Newspaper Competition Awards

DC students and alumni from the **Journalism – Mass Media** program triumphed at this year’s Ontario Community Newspaper Association’s (OCNA) Better Newspapers Competition.

Every year, the member newspapers of OCNA compete for a chance to have their journalism work recognized as exemplary.

For the third consecutive year, DC’s student-produced newspaper, **The Chronicle**, has taken home first place in the General Excellence – College/University category. In recent years, the Chronicle has been praised for its fine photography and layout, as well as its ongoing professionalism, gripping storytelling skills and superb editorial work. The Chronicle also scored honourable mentions in the Best College/University Newspaper Website category.



DC students also enjoyed individual success at this year’s competition. Allaya Sue and Shaun McLeod, graduates of the **Journalism – Mass Media** program, took home first and third respectively in the Student Feature Writing category. The awards also recognized DC alumnus Chad Ingram, who placed second in the Premier Awards – Best Editorial, circulation under 9,999 category, writing for the Minden Times.

Durham College Game Art students “level up” at Ubisoft Toronto NEXT competition

Ryan Honey and William Marques, students of DC’s **Game-Art** program, were recently announced as finalists of Ubisoft Toronto NEXT, an annual competition designed to showcase the talents and help kickstart the careers of Ontario video game development students.



On May 12, Ryan and William took first place in 3D Art and second place in Technical Art, respectively. As the winner of the 3D Art category, Ryan has

secured an internship with Ubisoft's team in Toronto, where he'll further develop his professional skill set at one of the most recognizable names in the gaming industry.

During a [virtual ceremony](#) to announce the winners, Ubisoft lauded Ryan's [piece](#), which demonstrated his eye for composition and strong attention to detail. Judges also complimented William's [work](#), praising the variety of techniques he applied and referring to his work as a good show of innovation.

Now recently graduated, Ryan and William were able to further hone their skills through the work-integrated learning (WIL) experiences offered through MRC Studio. During their time as students, they gained valuable hands-on learning from working with clients like game studios, animation companies and technology partners, as they produced 3D art, technical art, and prototypes at a professional level.

Durham College continues to train Personal Support Workers through accelerated program

Following the success of DC's Personal Support Worker (PSW) Accelerated program in 2021, the college will launch a new intake beginning Monday, June 27 to continue to educate future healthcare workers. Similar to the 2021 intakes, tuition and ancillary fees for accepted students in the June 2022 intake will



be covered by the Ontario government, with students having the ability to graduate within six months with full PSW credentials.

The accelerated program is delivered in a hybrid model that combines remote learning with in-person laboratory classes and hands-on activities in care settings, providing important experiential learning opportunities to students. After three months, students will also participate in a paid work placement.

Students who are currently enrolled in the winter 2022 intake of the traditional PSW program, as well as those planning to enroll for fall 2022 are eligible to receive a \$2,000 bursary to support their studies.

2. Our People

Durham College sets record for STOP THE BLEED training

On May 12 and 13, DC partnered with Sunnybrook Health Sciences Centre's Centre for Injury Prevention to set the record for the number of individuals trained on how to STOP THE BLEED® in Canada. Hosted in advance of National STOP THE BLEED® Day, held annually on May 19, over 200 members of the DC community were taught life-saving skills that can help stop quick bleeding injuries.



With multiple sessions held at the Whitby and Oshawa campuses, DC has become the first post-secondary school in Ontario and the second in Canada to offer the STOP THE BLEED® to employees and students. Further to educating the campus community on how to respond to fast-bleeding wounds, the college has recently installed 30 STOP THE BLEED® cabinets around the Oshawa and Whitby campuses. These easily-identifiable cabinets are equipped with the medical supplies needed in a blood-loss emergency and also emit an alarm when opened, alerting Campus Security immediately.

3. Our Work

DC's Social Impact Hub leads the way with collaborative Collective Impact event

DC's Social Impact Hub was pleased to host community partners, researchers, faculty and students at the Collective Impact: Shared Vision for Social Innovation event on Thursday, May 12. Held virtually, the event welcomed 127 attendees from across Durham Region and beyond, offering the chance to share social innovation research and partnerships at DC,



identify challenges and opportunities for further collaboration and learn how to become involved in future initiatives.

Funded by the Social Sciences and Humanities Research Council of Canada and carried out in partnership with the Regional Municipality of Durham and the City of Oshawa, the event featured a presentation from Kiersten Allore-Engel, manager of community safety and well-being, the Regional Municipality of Durham, and a panel discussion involving community partners.



Following the presentations, attendees joined break-out sessions to further discuss the challenges and explore socially innovative potential solutions that could be leveraged in areas such as mental health and homelessness, supporting people with disabilities and victims of crime, experiences of racism, truth and reconciliation and more.

Following the presentations, attendees joined break-out sessions to further discuss the challenges and explore socially innovative potential solutions that could be leveraged in areas such as mental health and homelessness, supporting people with disabilities and victims of crime, experiences of racism, truth and reconciliation and more.

Durham College now accepting applications for compressed Early Childhood Education program

Following the Ontario and federal government's recent child-care announcement, DC is pleased to share it is accepting applications for a new **compressed Early Childhood Education (ECE) program**, with an intake beginning in July.



The tuition and ancillary fees for students accepted into the program will be fully covered, and students will be able to graduate with full credentials within 14 months; the standard ECE program at DC is two years in duration.

This opportunity is funded in partnership with the City of Toronto, The Region of Peel, The Region of Durham, The Region of Halton, the Province of Ontario and Government of Canada under the new Canada-Ontario Early Childhood Workforce Agreement, which provides one-time federal funding to support the retention and recruitment of a high-quality child care and early years workforce.

Over 14 consecutive months, DC's compressed ECE program will include approximately 1,645 hours of training offered through a hybrid model that combines synchronous and asynchronous delivery components as well as the opportunity to complete a practicum in a variety of settings.

RECEs play an integral role in promoting children's development from birth to age 12 within the following five domains: cognitive, social, emotional, language and physical. DC's dedicated faculty, enhanced curriculum and experiential learning opportunities will ensure students graduate well-prepared, with the career-ready skills they need to be successful.

4. Our Community

Durham College shares in \$4.2 million in research funding dedicated to COVID recovery

DC's Office of Research Services, Innovation and Entrepreneurship (ORSIE) is proud to announce that it will share in \$4.2 million of funding from the Natural Sciences and Engineering Research Council of Canada (NSERC). These

Applied Research and Technology Partnership grants (ARTP) will allow DC to act on three diverse projects that bolster the economy in a post-pandemic world, while working in collaboration with a number of esteemed industry partners and academic institutions.

With NSERC's grant of \$440,000 over two years, DC's plan utilizes the research capacity and resources of one of its applied research centres, the [Mixed Reality Capture Studio](#) (MRC Studio), to help lead SMEs to success following the hardship of the pandemic.





Over the next two years, DC will leverage existing technologies to benefit our industry partners. The team of researchers, experienced in sectors including video gaming, animation, film and television, as well as academia, will work together to develop solutions using mixed reality, virtual production, video gaming, and training simulation. This will achieve a series of objectives which also support

Durham Region’s Strategic Plan and Regional Recovery Framework and Action Plan, as well as the federal government’s Canadian Digital Adoption Program. These objectives include helping businesses reduce costs, anticipate customer needs, generate revenue streams, and more. SMEs who partner with DC can expect a number of benefits, ranging from expansion into new markets, developing new or improved products, processes, and services, and creating and maintaining jobs.

In addition to DC’s MRC Studio project, NSERC has approved funding of \$2 million for a collaborative project led by Sheridan College’s Screen Industries Research and Training Centre (SIRT) with the support of DC’s AI Hub and Mixed Reality Capture Studio, Cégep de Matane’s Centre de développement et de recherche en intelligence numérique (CDRIN) and the Cégep de Rivière-du-Loup’s Le Living Lab en innovation ouverte (LLio).

Led by Niagara College (NC), an ARTP grant of \$1,789,330 has also been allocated to fund a project dedicated to improving the quality assurance and control measures of Canadian small- and medium-sized breweries. With the support of DC, this partnership strives to boost the craft brewing industry and ultimately result in the launch of a Canada-wide Craft Brewer Quality program, designed to support brewers and train students countrywide.



5. Key Meetings Involving the President’s Office (May 12 to June 8)

- Support Staff Dialogue Session – May 12, 2022
- The Barrett Family Foundation Partner Day – May 16, 2022
- CIGan In-Person Board Meeting – May 17 – 18, 2022
- CIGan Leadership Institute VPs Meeting – May 19, 2022
- Faculty Dialogue Session – May 20, 2022

- Innovation and Disruption Catalyst Group (IDCG) Meeting – May 30, 2022
- IDCG Innovation Think Tank Sessions – June 2, 2022
- TeachingCity Oshawa Steering Committee Meeting – June 3, 2022
- DC Foundation Directors Meeting – June 7, 2022



**PUBLIC REPORT OF THE GOVERNANCE REVIEW COMMITTEE
TO THE DURHAM COLLEGE BOARD OF GOVERNORS FOR CONSIDERATION AT
ITS PUBLIC MEETING HELD ON JUNE 8, 2022**

BACKGROUND

The Governance Review Committee met by videoconference on May 31, 2022.

The Committee met without quorum; therefore, no decisions were made.

SUMMARY

1. President's Annual Compliance Report for 2021-2022

The Committee received the President's annual compliance report for 2021-2022 and questioned the President regarding the disclosure of non-compliance related to the College Council, the Section 28 attestation, and why other employee-related policies were not referenced in the disclosure.

The Committee is sharing this report with the Board for information.

2. Feedback on Committee Effectiveness Survey

The Committee Chair requested members to provide start/stop/continue feedback in the next couple of days and to think about the future role of the Governance Review Committee once the new corporate documents are approved.

The Committee discussed various ways the Committee could add value, such as focusing on meeting assessment tools, supporting high-performance, and providing oversight to suggestions submitted through the evaluation process. Following discussion, Governor Rose requested a holistic review of the Committee's roles be added to the Board's work plan for 2022-2023.

**Respectfully submitted,
Elizabeth Cowie, Chair, Governance Review Committee**

View all agenda material from this meeting by clicking [here](#).

Durham College - Policies & Bylaws Review

INDEX

General Notes Regarding Review of By-laws and Policies of Durham College:

BLG and Executive Committee reviewed the by-laws and policies for:

- *Not-for-Profit Corporations Act, 2010* (“**ONCA**”) compliance (ONCA came into force in October, 2021 and applies to the College).
- Consistency with *Ontario Colleges of Applied Arts and Technology Act, 2002* (“**OCAATA**”) and Minister’s Binding Policy Directives.
- Internal consistency, including creation of a new Definitions schedule to consolidate definitions from the different by-laws and policies (Definitions Schedule # 1A).
- Simplification, combining policies and provisions in by-laws that address the same matters (reducing number of documents from 29 to 19).
- Governance best practices and to reflect the College’s operational practice.
- Equity, Diversity and Inclusion comments (Recruitment and Reappointment of External Governors Policy #14).

Notes regarding specific changes to by-laws and policies:

Tab	Document	Additional Comments
1.	By-law No. 1	Moved definitions to Definitions Schedule (#1A below). Moved Officer roles and responsibilities to Roles and Duties of Officers Policy (previously Roles of Chair and Vice-Chair policy). Removed duplication and made provisions consistent (#8). Moved committee terms of reference to a Committee Terms of Reference policy (#5). President duties and responsibilities moved to Board-President Relations Policy (#6).
1a.	Definitions Schedule	Contains compiled and consistent list of definitions from by-laws and policies.
2.	By-law No. 2 – Program Advisory Committees	Combined with Program Advisory Committee Policy.
3.	By-law No. 3 – Advisory College Council	

Tab	Document	Additional Comments
4.	By-law No. 4 – Internal Governor Elections	
5.	Committee Terms of Reference Policy	New policy with terms of reference of committees which were extracted from By-law 1. This also incorporates the Committee Principles Policy.
6.	Board-President Relations Policy	New policy consolidating other “Delegation to the President”, “Executive Limitations”, “President Job Description”, “Emergency Executive Succession” and “Communication and Counsel to the Board” policies as well as President provisions from by-law.
7.	Assessing the President’s Performance Policy	
8.	Roles and Duties of Officers Policy	Replacing the Roles of Chair and Vice-Chair.
9.	Whistleblowing Policy	The definitions were not moved to the Definitions Schedule because they are only applicable to this policy and are quite lengthy. The procedure was combined with the policy. Revisions made in accordance with best practices.
10.	Consent Agenda Policy	New policy re consent agenda and decision making.
11.	Governors’ Duties and Responsibilities Policy	This subsumes the Board of Governors’ Orientation Policy, Principles of Governance, and Board Job Description.
12.	Board Members Code of Conduct Policy	
13.	Mission Vision Values and Strategic Goals Policy	Combined the Mission, Vision, and Values policy with the Strategic Goals Policy.
14.	Recruitment and Reappointment of External Governors Policy	Combined Recruitment of External Governors Policy and Reappointment of External Governors Policy.
15.	President Emeritus Policy	Combined policy and procedure.
16.	Student, Employee, Client, Visitor Treatment Policy	
17.	Financial Matters Policy	
18.	Integrated Risk Management Framework Policy	
19.	Programs of Instruction Policy	Repeal (repeats and may be inconsistent with Directive on Programs of Instructions).
20.	Entrepreneurial Activities and Subsidiaries Policy	Repeal (repeats and may be inconsistent with Directive on Entrepreneurial Activities).
21.	Program Advisory Committees Policy	Consolidated into By-law 2.
22.	Roles of Chair and Vice-Chair of the Board Policy	Replaced by Roles and Duties of Officers Policy.
23.	Election of Chair and Vice-Chair of the Board Policy	Consolidated into the Roles and Duties of Officers Policy.
24.	Strategic Goals Policy	Consolidated into Mission, Vision, and Values Policy.

Tab	Document	Additional Comments
25.	Board Job Description Policy	Consolidated into Governors' Duties and Responsibilities Policy.
26.	Principles of Governance Policy	Consolidated into Governors' Duties and Responsibilities Policy.
27.	Recruitment of External Governors Policy	Consolidated into Recruitment and Reappointment of External Governors Policy.
28.	Reappointment of External Governors Policy	Consolidated into Recruitment and Reappointment of External Governors Policy.
29.	Committee Principles Policy	Consolidated into Committee Terms of Reference Policy.
30.	Communication and Counsel to the Board Policy	Consolidated into Board-President Relations Policy.
31.	Delegation to the President Policy	Consolidated into Board-President Relations Policy.
32.	Emergency Executive Succession Policy	Consolidated into Board-President Relations Policy.
33.	General Executive Constraint Policy	Consolidated into Board-President Relations Policy.
34.	Presidents Job Description Policy	Consolidated into Board-President Relations Policy.

Substantive Part of Board Resolution Approving the Changes:

Be it resolved as a special resolution that:

(a) the following by-laws and policies in the form circulated to the Board are hereby approved and adopted as by-laws and policies of the College:

1.	By-law No. 1
1a.	Definitions Schedule
2.	By-law No. 2 – Program Advisory Committees
3.	By-law No. 3 – Advisory College Council
4.	By-law No. 4 – Internal Governor Elections
5.	Committee Terms of Reference Policy
6.	Board-President Relations Policy
7.	Assessing the President's Performance Policy
8.	Roles and Duties of Officers Policy
9.	Whistleblowing Policy
10.	Consent Agenda Policy
11.	Governors' Duties and Responsibilities Policy

12.	Board Members Code of Conduct Policy
13.	Mission Vision Values and Strategic Goals Policy
14.	Recruitment and Reappointment of External Governors Policy
15.	President Emeritus Policy
16.	Student, Employee, Client, Visitor Treatment Policy
17.	Financial Matters Policy
18.	Integrated Risk Management Framework Policy

(b) the following policies are hereby repealed and of no further force or effect:

1.	Programs of Instruction Policy
2.	Entrepreneurial Activities and Subsidiaries Policy
3.	Program Advisory Committees Policy
4.	Roles of Chair and Vice-Chair of the Board Policy
5.	Election of Chair and Vice-Chair of the Board Policy
6.	Strategic Goals Policy
7.	Board Job Description Policy
8.	Principles of Governance Policy
9.	Recruitment of External Governors Policy
10.	Reappointment of External Governors Policy
11.	Committee Principles Policy
12.	Communication and Counsel to the Board Policy
13.	Delegation to the President Policy
14.	Emergency Executive Succession Policy
15.	General Executive Constraint Policy
16.	Presidents Job Description Policy



DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BY-LAW NO. 1

General By-law

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DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BY-LAW NO. 1

A by-law relating generally to conduct of the affairs of The Durham College of Applied Arts and Technology pursuant to Regulation 34/03 under the *Ontario Colleges of Applied Arts and Technology Act, 2002*.

IT IS HEREBY ENACTED as a By-law of The Durham College of Applied Arts and Technology as follows:

1. INTERPRETATION

- 1.1 In this By-law, unless the context otherwise requires and other than as specifically defined in this By-law or the Definitions Schedule to this By-law, all terms contained in this By-law that are defined in OCAATA or ONCA shall have the meanings given to the terms in OCAATA or ONCA, words importing the singular shall include the plural and vice versa, references to persons shall include firms and corporations, words importing one gender shall include all genders, and headings are used for convenience of reference and do not affect the interpretation of this By-law. Any reference to a statute in this By-law includes, where the context requires, the statute and the regulations made under it, all as amended or replaced from time to time.
- 1.2 The Durham College of Applied Arts and Technology may also be known as Durham College.

2. REGISTERED OFFICE

The registered office of the College shall be in the City of Oshawa in the Regional Municipality of Durham in the Province of Ontario and at such place therein as the Governors may determine.

3. CORPORATE SEAL

The corporate seal of the College shall be in the form approved by the Board.

4. GOVERNANCE

- 4.1 The affairs of the College shall be managed by the Board.
- 4.2 The Board shall include an even number of not less than twelve (12) and not more than twenty (20) External Governors appointed as set out in Regulation to OCAATA.
- 4.3 Where the total number of External Governors to be appointed is twelve (12), four (4) of the External Governors shall be appointed by the Lieutenant Governor in Council. Where the total number of

External Governors to be appointed is fourteen (14) or sixteen (16), five (5) of the External Governors shall be appointed by the Lieutenant Governor in Council. Where the total number of External Governors to be appointed is eighteen (18), six (6) of the External Governors shall be appointed by the Lieutenant Governor in Council. Where the total number of External Governors to be appointed is twenty (20), seven (7) of the External Governors shall be appointed by the Lieutenant Governor in Council. The remaining External Governors to be appointed as set out in Regulation to OCAATA, shall be appointed by the Governors holding office at the time of the appointment. A Governor shall not participate in a vote of the Board relating to a renewal or extension of their appointment.

- 4.4 The President, by virtue of office, shall be a Governor and, unless otherwise specified, a member of all Board Committees.
- 4.5 One (1) Academic Staff Member, duly elected by Academic Staff Members in accordance with By-Law No. 4, shall be an Internal Governor for the term prescribed by the Board.
- 4.6 One (1) Administrative Staff Member, duly elected by the Administrative Staff Members in accordance with By-Law No. 4, shall be an Internal Governor for the term prescribed by the Board.
- 4.7 One (1) Support Staff Member, duly elected by the Support Staff Members in accordance with By-Law No. 4, shall be an Internal Governor for the term prescribed by the Board.
- 4.8 One (1) Student, duly elected by the Students in accordance with By-Law No. 4, shall be an Internal Governor for the term prescribed by the Board.
- 4.9 An Internal Governor ceases to be a Governor if they are no longer a member of the Constituency by which they were elected.
- 4.10 Every Governor shall be an individual who:
 - (a) is eighteen (18) or more years of age;
 - (b) is not an undischarged bankrupt;
 - (c) has not been found under the *Substitute Decisions Act, 1992* or under the *Mental Health Act* to be incapable of managing property;
 - (d) has not been found to be incapable by any court in Canada or elsewhere; and
 - (e) has not been declared an ineligible individual under the *Income Tax Act (Canada)*.

5. TERM OF OFFICE

- 5.1 A Governor appointed or elected, other than a Governor elected by the Students, shall hold office for a term not to exceed three (3) years and shall not serve for more than six (6) years consecutively but is eligible for reappointment or re-election, as the case may be, after two (2) years absence from the Board for successive terms not to exceed six (6) years.
- 5.2 A Governor seeking reappointment or re-election for a second term shall be subject to the Board's reappointment process or re-election by the relevant Constituency group whatever the case may be.
- 5.3 The term of office for a Student Governor shall be one (1) year, subject to re-election for a second year.
- 5.4 The term of appointment will coincide with the academic year, defined as September 1 of each year through to August 31 of the following year.

6. VACANCIES

- 6.1 Where a vacancy occurs among the External Governors, the vacancy shall be filled as prescribed by OCAATA.
- 6.2 Where a Governor vacancy occurs among the Internal Governors, the vacancy shall be filled as outlined in By-Law No. 4.
- 6.3 The term of an External Governor or an Internal Governor filling a vacancy shall:
 - (a) commence on the date of the appointment or election, as the case may be;
 - (b) subject to clause (c), be the same length as an External Governor or an Internal Governor, as applicable; and
 - (c) terminate on August 31 of the year in which the term ends.
- 6.4 It is the preference of the Board that any vacancy occurring mid-year remain vacant, with all appointments to start on September 1 of each year.

7. BOARD OFFICERS

The Officers shall be appointed by the Board and shall consist of the following:

- (a) Chair;
- (b) Vice-Chair;

- (c) President;
- (d) Board Secretary;
- (e) Treasurer; and
- (f) such other Officers as the Board may appoint in its discretion.

8. APPOINTMENT AND REMOVAL OF OFFICERS

- 8.1 The Board shall appoint a Board Secretary and Treasurer, who need not be Governors.
- 8.2 The Board may, subject to OCAATA and ONCA, establish duties of Officers and delegate Board powers to Officers who are Governors through By-laws, resolutions and policies of the Board.
- 8.3 The Board may remove any Officer by Ordinary Resolution at a meeting for which notice of the intention to present a motion for removal has been given to all Governors.

9. POWERS OF THE BOARD

The Board shall establish the overall goals, objectives and strategic direction of the College and shall, through its oversight and stewardship, ensure that the College operates efficiently and effectively.

10. INDEMNITIES TO GOVERNORS AND BOARD OFFICERS

- 10.1 Every Governor or Officer or former Governor or Officer or an individual who acts or acted at the request of the College as a director or officer, or in a similar capacity, of another entity, shall be indemnified and saved harmless out of the funds of the College from and against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by the individual in respect of any civil, criminal, administrative, investigative or other action or proceeding in which the individual is involved because of that association with the College or other entity.
- 10.2 The College may advance money to an individual referred to in subsection 10.1 for the costs, charges and expenses of an action or proceeding referred to in that subsection, but the individual shall repay the money if the individual does not fulfil the conditions set out in subsection 10.3.
- 10.3 The College shall not indemnify an individual under subsection 10.1 unless:
 - (a) the individual acted honestly and in good faith with a view to the best interests of the College or other entity, as the case may be; and

- (b) if the matter is a criminal or administrative proceeding that is enforceable by a monetary penalty, the individual had reasonable grounds for believing that his or her conduct was lawful.

11. PROTECTION OF GOVERNORS AND BOARD OFFICERS

Subject to subsection 10.3, no Governor or Officer shall be liable for:

- (a) any act, receipt, neglect or default of any other Governor, Officer, Committee member, or employee of the College;
- (b) any loss, damage or expense happening to the College through the insufficiency or deficiency of title to any property acquired by the College or for or on behalf of the College;
- (c) the insufficiency or deficiency of any security in or upon which any money of the College may be invested;
- (d) any loss or damage arising from the bankruptcy, insolvency or tortious act of any person including any person with whom any money, securities or other assets belonging to the College may be deposited;
- (e) any loss, conversion, misapplication or misappropriation of, or any damage resulting from any dealings with, any money, securities or other assets belonging to the College; or
- (f) any other loss, damage or misfortune whatever which may happen in the execution of their duties of their office;

unless the same shall happen by or through the Governor's or Officer's own willful neglect or default.

12. DELEGATION OF DUTIES OF BOARD OFFICERS

Except where provision is specifically made elsewhere in this By-law, the unwillingness or inability of any Officer to act, or for any other reason that the Board may deem sufficient, the Board may delegate all or any of the powers and responsibilities of such Officer to any other Officer or to any Governor for the time being.

13. REMOVAL OF A GOVERNOR

13.1 Grounds for Removal

The Board may remove a Governor, other than the President, or Governors appointed by the Lieutenant Governor in Council, from the Board before the expiration of their term if:

- (a) the Governor has failed to maintain the confidentiality of any and all information, discussions or proceedings at in-camera meetings of the Board or its Committees;
- (b) the Governor has failed to comply with the provisions of Section 19 – Conflict of Interest;
- (c) the Governor has not acted with honesty, in good faith and in the best interests of the College;
- (d) the Governor has knowingly failed to comply with OCAATA, ONCA, the Directives, Board policies, or any other College policies applicable to the Governor;
- (e) the Governor is absent for three (3) consecutive meetings of the Board or for more than 50 percent of the regular meetings of the Board in a twelve (12) month period, without permission from the Board;
- (f) the Governor has neglected or refused to participate on Board Committees or to contribute to effective discussion and decision-making at the Board;
- (g) the Governor is a Student Governor who is no longer in Good Academic Standing or who has received an academic integrity alert or student conduct violation on their student file;
or
- (h) the Governor has committed one of the following grounds of misconduct that in consequence would, if such Governor were to continue as a Governor, adversely affect the reputation or operations of the Board or of the College:
 - (i) harassment (including activities that would constitute harassment under College policies or applicable laws);
 - (ii) violence (including activities that would constitute violence under College policies or applicable laws);
 - (iii) conviction of a criminal offence;
 - (iv) conduct unbecoming of a Governor, including but not limited to improper use of authority or position, improper use of privileged or confidential information, and conduct that is deemed to be detrimental to or generally contrary to the mandate, interest and welfare of the College; or
 - (v) discrimination as defined under the Ontario Human Rights Code (including activities that would constitute

discrimination under other College policies or applicable laws).

13.2 With respect to any Governor appointed by the Lieutenant Governor in Council, if the Board believes that there exist reasons justifying the removal of the Governor from the Board, the Board may set those reasons out in a report to the Minister for referral to the Lieutenant Governor in Council.

13.3 Procedure for Removal

- (a) **External Governors.** Prior to the Board voting to remove a Board-appointed External Governor, the Chair or Vice-Chair shall discuss the matter with such Governor to explain why the removal is being considered and to seek a satisfactory explanation or solution to the alleged grounds for removal. If the discussions do not result in a satisfactory explanation or solution, the matter shall be brought to the Board at an in-camera meeting. The notice for such meeting shall specify the intention to pass an Ordinary Resolution removing such Governor and the grounds for removal. Such Governor shall be given an opportunity to respond to the grounds for removal by addressing the Board at such meeting, but shall not be present during discussion and shall have no right to vote on any resolution. A Governor may be removed by Ordinary Resolution of the Board at a meeting of the Board which has been convened and conducted in accordance with this provision.
- (b) **Student Governor.** Upon notification that a Student Governor is no longer in Good Academic Standing or has received an academic integrity alert or student conduct violation on their student file, the following actions shall be taken. The purpose of removal is to allow the student to focus time and effort on regaining Good Academic Standing:
 - (i) the Chair of the Board and the President shall notify the Student Governor in writing of the intention to remove them from the Board;
 - (ii) the Student shall be invited to provide input to the Chair and President, provided that, should the Student Governor not accept this invitation within ten (10) business days, this opportunity will be forfeit;
 - (iii) the Chair and President shall consider the input received by the Student Governor and shall notify the Student Governor of their recommendation; and

- (iv) should the recommendation be to remove the Student Governor, in an in-camera meeting, the Board may remove the Student Governor by passing an Ordinary Resolution, citing the reason.

13.4 **Review of Removal.** Within ten (10) days of the decision by the Board to remove a Governor, the Governance Review Committee shall review the decision. The review by the Governance Review Committee shall be limited to the following:

- (a) was the Governor removed for a reason established in this Section 13; and
- (b) was the procedure used to remove the Governor in compliance with this Section 13.

The review shall not include a review of whether the decision of the Board was correct.

The review process by the Governance Review Committee shall include a requirement that the Chair of the Board and the President sign a written attestation that the removal process was carried out in accordance with the By-laws. Upon its completion of the review, the Governance Review Committee shall issue a written report to the Board and the Governor who has been removed no later than thirty (30) days following the completion of the review.

14. REMUNERATION OF GOVERNORS

The Governors shall serve without remuneration, and no Governor shall directly or indirectly receive any profit from their position as such. However, a Governor may be paid reasonable expenses incurred by them in the performance of Board duties.

15. RULES OF ORDER

The conduct of meetings of the Board and its Committees shall be in accordance with "Robert's Rules of Order" except where said rules conflict with OCAATA, ONCA, the Directives or a By-law or policy of the College.

16. BOARD MEETINGS

16.1 Meetings of the Board shall be held in two parts: Public and In-Camera.

16.2 All Board meetings shall be considered open to members of the public. However, the following specific matters shall be considered as matters to be discussed at an in-camera session of the Board where only Governors and invited guests are permitted to attend:

- (a) Identification of a potential or perceived conflict of interest;

- (b) Consideration of sanctions against and removal of a Governor;
- (c) Student-specific issues;
- (d) Matters relating to an individual Governor or a prospective Governor;
- (e) Individual employee matters;
- (f) Donor-specific issues;
- (g) Any other matters where personal information about an individual will or may be revealed;
- (h) Human resource and labour relations matters including those pertaining to collective bargaining or terms of employment, including negotiations or potential negotiations;
- (i) Litigation or potential litigation including administrative tribunal matters;
- (j) Receipt of advice that is subject to solicitor-client privilege including communications necessary for that purpose;
- (k) The security of property of the College;
- (l) Contract matters including negotiations or disputes;
- (m) The acquisition, disposition, lease, exchange or expropriation of, or improvements to real or personal property, if the Board considers that disclosure might reasonably be expected to harm the interest of the College;
- (n) Reports from the Board's Committees where those Committee meetings are closed to the public;
- (o) Board, Committee and governor self-evaluation;
- (p) Other matters that, in the opinion of the majority of governors, the disclosure of which might be prejudicial to an individual or to the best interests of the College;
- (q) Whistleblowing reports; and
- (r) Consideration of whether an item is to be discussed in-camera.

16.3 Decisions taken at an in-camera meeting may, in the discretion of the Board, be reported at a subsequent public Board meeting.

16.4 Governors may consider or transact any business, including any special business, at any meeting of the Board.

17. FREQUENCY AND LOCATION OF MEETINGS

17.1 The Board shall meet at least six (6) times per year, unless otherwise determined by the Board.

17.2 The Board shall establish and cause to be provided to each Governor a schedule of meeting days and times for each Board year.

17.3 Meetings may be formally called by the Chair or Vice-Chair or by the President on the direction of the Chair or Vice-Chair.

17.4 Except as otherwise required by law, the Board may hold its meetings at such place or places as it may determine.

17.5 Meetings by Electronic Means.

(a) If all of the Governors present at or participating in a meeting consent, a meeting of the Board may be held by means of telephone, electronic or other such communication facilities as permit all persons participating in the meeting to communicate adequately and a Governor participating in such meeting by such means is deemed to be present at that meeting. Any such consent shall be effective whether given before or after the meeting to which it relates and may be given with respect to all meetings of the Board held while a Governor holds office. The Board Secretary shall ensure each particular meeting is handled in a secure fashion. Quorum shall be established in accordance with a process established by the Chair and implemented by the Board Secretary.

(b) A meeting of the Board or voting on a particular matter shall not be permitted by email, as this method of communication is not adequate. In instances requiring such immediate attention that it is not practical to convene a special meeting of the Board, the Executive Committee can act on behalf of the Board.

18. NOTICE OF BOARD MEETINGS

18.1 Notice of meetings of the Board shall be given to Governors as set out below and to the public in such a manner as may be determined by the Board. A list of meeting dates shall be made available through the College website.

18.2 Notice of all meetings of the Board shall be delivered or transmitted to each Governor or other person(s) entitled to notice of such meeting. However, no formal notice of any such meeting shall be necessary if all the Governors are present or if those absent waive

notice or otherwise signify in writing their consent to the meeting being held in their absence. Such waiver of notice or consent may be given either before or after the meeting. Notice of such meetings shall be mailed, delivered, telephoned, sent by facsimile transmission or emailed to each Governor not less than one (1) day prior to the meeting taking place. The Statutory Declaration of the Board Secretary or Chair that notice has been given pursuant to this By-law shall be sufficient and conclusive evidence of the giving of such notice.

- 18.3 No notice of meeting is required to be given to any Governor in respect of a meeting contained in a schedule of meetings which has been established in accordance with Section 17 – Frequency and Location of Meetings.
- 18.4 No error or omission in the giving of such notice for a meeting of the Board shall invalidate such meeting or invalidate or make void any proceeding taken or had at such meeting, and any Governor may at any time waive notice of such meeting and may ratify and approve of any or all proceedings taken or had thereat.

19. CONFLICT OF INTEREST

- 19.1 A conflict of interest arises when a Governor's private or personal interest may be in conflict with their official duties and responsibilities as a Governor. This could arise from an actual, potential or perceived conflict of interest of a financial or other nature. The Governors must comply with the Minister's Binding Policy Directive on Conflicts of Interest – the provisions of such Directive will govern to the extent of any conflict with the By-laws or policies of the College.
- 19.2 At the beginning of every Board meeting, the Chair of the Board is to ask and have recorded in the minutes whether any Governor has a conflict to declare in respect to any agenda item.
 - (a) When the agenda item arises in the open portion of the Board meeting, the Governor(s) with an actual conflict of interest may remain in the room for the duration of the discussion, but shall not participate in the discussion or vote on this item. The minutes are to record that the Governor(s) in conflict of interest remained in the room for the discussion and did not vote on this item. Should the matter occur in the in-camera portion of a meeting, the Governor should withdraw while the matter is being discussed or voted on and the minutes should reflect this.
 - (b) When the conflict of interest is perceived or potential, the Board will determine whether the Governor or Governors remain for the discussion and vote on agenda items. The minutes should reflect this action.

- 19.3 A Governor is to declare a conflict of interest at the earliest opportunity and, at the same time, should declare the general nature of the conflict. Where a conflict of interest is declared prior to a Board meeting, the declaration is to be made to the Chair of the Board and the Board is to be informed.
- 19.4 Where a Governor is unsure whether he or she is in conflict, the Governor is to raise the perceived potential conflict with the Board at the earliest opportunity, and the Board is to determine by Ordinary Resolution whether a conflict of interest exists. The said Governor must refrain from voting on whether or not a conflict of interest exists.
- 19.5 Where a conflict of interest is discovered after consideration of a matter, it is to be declared to the Board and appropriately recorded at the first opportunity. If the Board determines that involvement of said Governor influenced the decision of the matter, the Board is to re-examine the matter and may rescind, reconsider or confirm its decision.
- 19.6 Any Governor who perceives another Governor to be in conflict of interest in a matter under consideration is to raise this concern with the Chair of the Board at the earliest opportunity. The Chair, in turn, is to discuss the matter with the Governor who is perceived to be in conflict and, as appropriate, to hold further discussion with the reporting Governor. If the discussions do not lead to a resolution, the matter is to be brought to the Board and the Board is to determine by Ordinary Resolution whether a conflict of interest exists. The Governor perceived to be in conflict is to refrain from voting.
- 19.7 Where there has been a failure on the part of a Governor to comply with this framework, unless the failure is the result of a bona fide error in judgment, the Board is to:
- (a) issue a verbal reprimand; or
 - (b) issue a written reprimand; and/or
 - (c) request that a Governor resign; and/or
 - (d) remove the Governor through processes established in Section 13 herein.
- 19.8 All Internal Governors have a conflict of interest in respect to agenda items relating to the President's evaluation or performance review, compensation, perquisites and/or benefits. It should be noted, however, that this provision does not prevent the Chair from asking for their input as part of the general information-gathering process in preparing the President's evaluation.

20. QUORUM – BOARD MEETINGS

- 20.1 A quorum for a Board meeting is equal to the majority of the number of Governors.
- 20.2 When a Governor declares a conflict of interest, the quorum shall be a majority of the remaining Governors.
- 20.3 A Governor who participates in a Board meeting by electronic means shall be deemed to be present and shall count towards quorum.

21. VOTING

- 21.1 Decisions at any meeting of the Board shall be decided by Ordinary Resolution, except as otherwise required by law or this By-law.
- 21.2 A Governor may request a recorded vote, however, the results of how each Governor voted will not be recorded in the minutes.
- 21.3 A Governor may request their dissent be recorded in the minutes.
- 21.4 Voting by proxy is not permissible.
- 21.5 A declaration by the Chair that a motion has been carried and an entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of votes recorded in favour or against such resolution.

22. RECONSIDERATION

After any question has been decided, any Governor who voted in the majority may move for a reconsideration of the question, but no discussion on the main question shall be allowed unless the matter is reconsidered and there shall be no reconsideration unless:

- (a) Notice of the motion to reconsider is given either at a meeting of the Board or in the same manner as notice of a regular meeting of the Board is given, and such notice to reconsider is in any event given at least two (2) days before the meeting at which the motion to reconsider is to be presented; and
- (b) The Governors pass a Special Resolution in favour of such reconsideration.

23. MEETINGS OF MEMBERS

- 23.1 **Annual and Special Meetings:** For purposes of compliance with ONCA, the meeting of the Board at which the audited financial statements are received will be deemed to be the annual meeting of the members. The Board or the Chair or Vice-Chair shall have power to call at any time a special meeting of the members of the College. The provisions of Sections 16, 17, 18, 20, 21, and 22 of this By-law

shall apply to the annual meeting of the members, except as noted in Section 23.2.

- 23.2 **Notice:** Members shall be notified not less than ten (10) days prior to the time fixed for the holding of any such meeting; provided always that any meeting of members may be held for any purpose at any date and time and any place within Ontario without notice if all the members are present in person at the meeting or if all the absent members waive notice thereof or otherwise signify in writing their consent to such meeting being held in their absence. Such waiver of notice or consent may be given either before or after the meeting. No error or omission in giving notice of any annual or special meeting or any adjourned meeting, whether annual or special, of the members of the College shall invalidate such meeting or make void any proceedings taken thereat and any members may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat.

24. DELEGATIONS TO THE BOARD

- 24.1 Requests for an audience with the Board stating the nature of the delegation shall be made in writing to the Board Secretary, at least ten (10) business days prior to the next regular meeting of the Board. Upon receipt of the request, the Board Secretary shall confer with the President and Chair of the Board to determine whether or not the matter can be properly heard by the Board, or whether the matter should properly proceed by other means.
- 24.2 If it is determined by the Board Secretary after consultation with the President and Chair of the Board the request should not be heard by the Board, the requester may appeal the decision by submitting a written petition (maximum five pages) to the Executive Committee. The Executive Committee will determine if the request for an audience with the Board is approved and the decision of the Executive Committee is final.
- 24.3 Exceptions to the timeline may be made at the discretion of the Board Chair, or designate.
- 24.4 Delegations shall be heard at the next regular meeting of the Board, whenever possible.
- 24.5 Delegations of a confidential or sensitive nature involving students, employees or other identifiable individuals shall be heard during the in-camera portion of the meeting.
- 24.6 The Chair shall clarify the guidelines for hearing delegations as follows:

- (a) Delegations presented shall only relate to matters for which the audience with the Board was requested.
- (b) Delegations shall be limited to ten (10) minutes. An additional ten (10) minutes may be allowed for questions of clarification by Governors.
- (c) The protection of privacy of individuals shall be respected in accordance with the *Freedom of Information and Protection of Privacy Act*.
- (d) Questions to the delegation by Governors shall be limited to points of clarification. The Board shall not enter into debate during the clarification period.
- (e) Board debate, if required, on matters raised by the delegation shall take place following the presentation, or at the discretion of the Chair and Board. If additional information is required, the Board may request that the issue be debated at a subsequent meeting.
- (f) The delegation will be informed of any public decision of the Board.

25. COMMITTEES – GENERAL

The Board may establish Committees for such purposes and with such powers as the Board approves. The Board may abolish or amend the purposes or powers of any existing Committee. The Board shall appoint the members of such Committees who shall hold office at the pleasure of the Board. The Board may also remove members of Committees. The Chair and President shall be voting members on all Committees by virtue of their office, and the Board Secretary shall be a non-voting member on all Committees by virtue of their office unless otherwise provided for by By-law or Board policy.

26. ADJOURNMENTS

Any meeting of the Board or a Committee thereof may be adjourned at any time and from time to time, and such business may be transacted at such adjourned meeting as might have been transacted at the original meeting from which such adjournment took place. No notice shall be required of any such adjournment.

27. EXECUTION OF DOCUMENTS

27.1 Any two individuals holding the position of the Chair, Vice-Chair, President or Treasurer, or any person or persons from time to time designated by resolution of the Board may act as signing officers for the College for banking purposes.

- 27.2 The Chair, Vice-Chair, President or Treasurer, or any two of them, or any person or persons from time to time designated by resolution of the Board may transfer any and all shares, bonds or other securities standing in the name of the College in its individual or any other capacity or as trustee or otherwise, and may accept in the name and on behalf of the College, transfers of shares, bonds or other securities transferred to the College, and the Treasurer, Board Secretary or President of the College may affix the corporate seal to any such transfers or acceptances of transfer, and may make, execute and deliver under the corporate seal, any and all instruments in writing necessary or proper for such purposes, including the appointment of an attorney or attorneys to make or accept transfers of shares, bonds or other securities on the books of any company or corporation.
- 27.3 Notwithstanding any provisions to the contrary contained in the By-laws of the College, the Board may, at any time, by resolution, direct the manner in which, and the persons by whom, any particular instrument, contract or obligations of the College may or shall be executed.

28. FISCAL YEAR

Unless otherwise ordered by the Ministry the fiscal year of the College shall terminate on the 31st day of March in each year.

29. CHEQUES

All cheques, bills of exchange or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the College shall be signed by such Officer or Officers, agent or agents of the College, and in such manner as shall, from time to time, be determined by resolution of the Board and any one of such Officers or agents may alone endorse notes and cheques for deposit with the College's bankers for the credit of the College, or the same may be endorsed "for collection" or "for deposit" with the bankers of the College by using the College's rubber stamp for the purpose. Any one of such Officers or agents so appointed may arrange, settle, balance and certify all books and accounts between the College and the College's bankers and may receive all paid cheques and vouchers and sign all of the bank's forms or settlement of balances and release or verification slips.

30. DEPOSIT OF SECURITIES FOR SAFE KEEPING

The securities of the College shall be deposited for safekeeping with one or more banks, or other financial institutions to be selected by the Board. Any and all securities so deposited, may be withdrawn, only upon the written order of the College signed by such Officer or Officers, agent or agents of the College and in such manner, as shall be determined by resolution of the Board and such authority may be general or confined to specific instances.

The institutions which may be so selected as custodians of the Board shall be fully protected in acting in accordance with the directions of the Board and shall, in no event, be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.

31. BORROWING

The College may borrow as permitted by applicable law.

32. BUDGET APPROVAL

32.1 The Board shall approve the College's annual budget.

32.2 The Board shall not approve an annual budget prepared in respect of a fiscal year of the College that would provide for an accumulated deficit at the end of such fiscal year without the written approval of the Minister.

32.3 The Board shall not authorize any expenditures that are not within the financial limits set by the annual budget, without the written approval of the Minister.

33. AUDITORS

The Board shall appoint an auditor no later than four months prior to the end of the fiscal year, who shall be instructed to prepare for submission to the Board and the Ministry not later than the 15th day of June in each fiscal year, an audited financial statement for the preceding fiscal year.

34. BOARD POLICIES

The Board shall approve and implement policies which set out the processes and manner in which the Board fulfils its responsibilities.

35. AMENDMENTS

This By-law may be amended by Ordinary Resolution of the Board, provided that a Special Resolution is required to: (a) change the manner of giving notice to Governors; or (b) change the method of voting by Governors not in attendance at a meeting of the Board.

36. PUBLICATION OF MINUTES

All public minutes of the Board shall be open to examination during normal office hours of the College and shall be available to the public on the College's website.

37. PUBLICATION OF BY-LAW

This By-law shall be open to examination by the public during the normal office hours of the College and shall be available to the public on the College's website.

38. REPEAL OF PREVIOUS BY-LAW

By-law No. 1 of the Board of Durham College of Applied Arts and Technology, enacted on the 9th day of February, 2011, is hereby repealed.

39. FORCE AND EFFECT

This By-law shall come into force and take effect on the date it is approved by the Board.

Approved by the Board on the ____ day of _____, 2022.

Board Chair

Board Secretary



DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BY-LAW NO. 1

General By-law

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DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BY-LAW NO. 1

A by-law relating generally to conduct of the affairs ~~of the Board of Governors~~ of The Durham College of Applied Arts and Technology pursuant to Regulation 34/03 under the *Ontario Colleges of Applied Arts and Technology Act, 2002* ~~(the “Act”)~~.

IT IS HEREBY ENACTED as a ~~by~~By-law of ~~The~~Durham College of Applied Arts and Technology ~~(hereinafter referred to as the “College”)~~ as follows:

1. INTERPRETATION

1.1 In this ~~by~~By-law ~~and in all other by-laws of the College hereafter passed~~, unless the context otherwise requires ~~and other than as specifically defined in this By-law or the Definitions Schedule to this By-law~~, all terms contained in this By-law that are defined in OCAATA or ONCA shall have the meanings given to the terms in OCAATA or ONCA, words importing the singular ~~number or the masculine gender~~, shall include the plural ~~number or the feminine gender, as the case may be~~, and vice versa, references to persons shall include firms and corporations, words importing one gender shall include all genders, and headings are used for convenience of reference and do not affect the interpretation of this By-law. Any reference to a statute in this By-law includes, where the context requires, the statute and the regulations made under it, all as amended or replaced from time to time.

1.2 The Durham College of Applied Arts and Technology may also be known as Durham College.

~~In this by-law, “Minister” shall mean the Minister of Colleges and Universities (of the Government of Ontario from time to time or such other Minister of the Government of Ontario whose responsibilities include the administration of the Act).~~

2. ~~HEAD~~REGISTERED OFFICE

The ~~head~~registered office of the College shall be in the City of Oshawa in the Regional Municipality of Durham in the Province of Ontario and at such place therein as the Governors may determine.

3. CORPORATE SEAL

The corporate seal of the College shall be in the form approved by the Board ~~of Governors~~.

4. GOVERNANCE

- 4.1 The affairs of the College shall be managed by the Board ~~of Governors (hereinafter called the “Board”) which shall consist of such persons as are elected or appointed as Governors (hereinafter called the “Governors”) in accordance with the provisions of the Act, the Regulations of the Act, the “Minister’s Binding Policy Directives” and in accordance with this by law.~~
- 4.2 The Board shall include an even number of not less than twelve (12) and not more than twenty (20) ~~external members~~ External Governors appointed as set out in Regulation to ~~the Act~~ OCAATA.

- 4.3 ~~As~~Where the total number of ~~members~~External Governors to be appointed is twelve (12), four (4) of the ~~members~~External Governors shall be appointed by the Lieutenant Governor in Council. Where the total number of External Governors to be appointed is fourteen (14) or sixteen (16), five (5) of the External Governors shall be appointed by the Lieutenant Governor in Council. Where the total number of External Governors to be appointed is eighteen (18), six (6) of the External Governors shall be appointed by the Lieutenant Governor in Council. Where the total number of External Governors to be appointed is twenty (20), seven (7) of the External Governors shall be appointed by the Lieutenant Governor in Council. The remaining ~~members of the Board~~External Governors to be appointed as set out in Regulation to ~~the Act~~OCAATA, shall be appointed by the ~~members of the Board~~Governors holding office at the time of the appointment. A ~~member of the Board~~Governor shall not participate in a vote of the Board relating to a renewal or extension of ~~his or her~~their appointment.
- 4.4 The President ~~of the College~~, by virtue of office, shall be a ~~voting~~Governor and, unless otherwise specified, a member of ~~the~~all Board ~~and all Board~~ Committees.

~~4.5 The terms “academic staff”, “administrative staff”, “support staff”, and “student” shall have the meanings set out in By-Law No. 4, a by-law to regulate the election of Internal Governors (hereinafter called “By-Law No. 4”).~~

4.5 ~~4.6~~ One (1) ~~member of the College’s academic staff (faculty member)~~Academic Staff Member, duly elected by ~~the members of the academic staff,~~Academic Staff Members in accordance with By-Law No. 4, shall be ~~a voting member of the Board~~an Internal Governor for the term prescribed by the Board, ~~and identified as an internal member.~~

4.6 ~~4.7~~ One (1) ~~member of the College’s administrative staff~~Administrative Staff Member, duly elected by the ~~members of the administrative staff,~~Administrative Staff Members in accordance with By-Law No. 4, shall be ~~a voting member of the Board~~an Internal Governor for the term prescribed by the Board, ~~and identified as an internal member.~~

4.7 ~~4.8~~ One (1) ~~member of the College’s support staff~~Support Staff Member, duly elected by the ~~members of the support staff,~~Support Staff Members in accordance with By-Law No. 4, shall be ~~a voting member of the Board~~an Internal Governor for the term prescribed by the Board, ~~and identified as an internal member.~~

4.8 ~~4.9~~ One (1) ~~student~~Student, duly elected by the ~~students,~~Students in accordance with By-Law No. 4, shall be ~~a voting member of an~~

Internal Governor for the term prescribed by the Board, and identified as an internal member.

4.9 ~~4.10~~ An ~~-elected~~ Internal Governor ceases to be a ~~member of the Board~~ Governor if they are no longer a member of the ~~constituency~~ Constituency by which they were elected.

4.10 Every Governor shall be an individual who:

(a) is eighteen (18) or more years of age;

(b) is not an undischarged bankrupt;

(c) has not been found under the *Substitute Decisions Act, 1992* or under the *Mental Health Act* to be incapable of managing property;

(d) has not been found to be incapable by any court in Canada or elsewhere; and

(e) has not been declared an ineligible individual under the *Income Tax Act (Canada)*.

5. TERM OF OFFICE

5.1 A ~~member of the Board~~ Governor appointed or elected, other than a ~~member~~ Governor elected by the ~~students~~ Students, shall hold office for a term not to exceed three (3) years and shall not serve for more than six (6) years consecutively but is eligible for reappointment or re-election, as the case may be, after two (2) years absence from the Board for successive terms not to exceed six (6) years ~~in total~~.

5.2 A ~~member of the Board, other than a member elected by the students,~~ Governor seeking reappointment or re-election for a second term shall be subject to the Board's reappointment process or re-election by the relevant ~~constituency~~ Constituency group whatever the case may be.

5.3 The term of office for a Student Governor shall be one (1) year, subject to re-election for a second year.

5.4 The term of appointment will coincide with the academic year, defined as September 1 of each year through to August 31 of the following year.

6. VACANCIES

6.1 Where a ~~Governor~~ vacancy occurs among the ~~members appointed under Section 4.3~~ External Governors, the vacancy shall be filled as prescribed by ~~Regulation of the Act~~ OCAATA.

6.2 Where a Governor vacancy occurs among the ~~members elected under section 4.5 to 4.8~~ Internal Governors, the vacancy shall be filled as outlined in By-Law No. 4.

6.3 The term of an External Governor appointed under 6.1 or elected under Section 6.2 or an Internal Governor filling a vacancy shall:

(a) ~~a)~~ commence on the date of the appointment or election, as the case may be;

(b) ~~b)~~ subject to clause (c), be the same length as ~~a member appointed or elected~~ an External Governor or an Internal Governor, as applicable; and

(c) ~~c)~~ terminate on August 31 of the year in which the term ends.

6.4 It is the preference of the Board that any vacancy occurring mid-year remain vacant, with all appointments to start on September 1 of each year.

7. BOARD OFFICERS

The Officers shall be appointed by the Board and shall ~~have~~ consist of the following ~~Board Officers~~:

- (a) ~~a)~~ Chair;
- (b) ~~b)~~ Vice-Chair;
- (c) ~~c)~~ President;
- (d) ~~d)~~ Board Secretary; ~~and~~
- (e) ~~e)~~ Treasurer; and

~~8. ELECTION OF CHAIR AND VICE CHAIR~~

~~8.1 No later than the regular meeting of the Board in June of each year, the Board shall elect a Chair and Vice-Chair from its external members for the following year. The Board Secretary, as defined in Section 14, shall perform the duties of Chief Returning Officer and as such shall be responsible for the nomination process and for conducting the election. Following the election, the Chair and Vice-Chair will assume their responsibilities on the 1st of July each year. If the Board fails to appoint a Chair and Vice-Chair by July 1, the incumbents for whom no replacements have been appointed shall continue in office until their successors are appointed except in the case of a Chair or Vice-Chair whose term as Governor has expired.~~

~~The Chair and Vice-Chair are eligible for re-election.~~

~~If the Office of the Chair or Vice-Chair shall be or become vacant for any reason, the Board shall appoint a Governor from the external members to fill such vacancy.~~

- (f) such other Officers as the Board may appoint in its discretion.

8. ~~9.~~ APPOINTMENT AND REMOVAL OF OFFICERS

8.1 ~~9.1~~ The Board shall appoint a Board Secretary and Treasurer, who need not be Governors.

8.2 ~~9.2~~ The Board may ~~appoint such other Board Officers~~, subject to OCAATA and ONCA, establish ~~the~~ duties of ~~each~~ Officers and delegate Board powers to Officers who are Governors through

By-laws, resolutions and policies of ~~them at~~ the ~~time of~~
~~appointment~~Board.

8.3 ~~9.3~~—The Board may remove any ~~officer~~Officer by Ordinary
Resolution at a meeting for which notice of the intention to present
a motion for removal has been given to all Governors. ~~A two-third~~
~~(2/3) vote of members present is required to remove a Board~~
~~Officer.~~

9. ~~10.~~ **POWERS OF THE BOARD**

~~10.1~~ The Board shall establish the overall goals, objectives and strategic direction of the College and shall, through its oversight and stewardship, ensure that the College operates efficiently and effectively.

~~10.2~~ The Board shall oversee the affairs of the College in all things and make or cause to be made for the College in its name any kind of contract which the College may lawfully enter into and, save as hereinafter provided, generally exercise all such powers and do all such other acts and things as the College is authorized to exercise and do, as provided by the Act, Regulations of the Act, the Minister's Binding Policy Directives and any other applicable laws or regulations.

~~10.3~~ The Board may,

- ~~a) acquire by purchase, lease, deed, contract, grant or devise; or~~
- ~~b) sell, grant, convey, mortgage, pledge, lease or otherwise dispose of, any real property or any part thereof, or any interest therein, without the written approval of the Minister.~~
- ~~c) use of the proceeds from the sale or encumbrance of real property acquired with provincial funds with the approval of the Minister.~~

~~11.~~ **DUTIES OF THE CHAIR**

~~The Chair unless prohibited by law or Board policy shall:~~

- ~~a) when present, preside at all meetings of the Board;~~
- ~~b) together with the Board Secretary or other Board Officers appointed for the purpose, sign all by-laws of the College;~~
- ~~c) sign such contracts, documents or instruments in writing as require his or her signature;~~
- ~~d) on behalf of the Board, have primary supervisory responsibility for the President, together with an obligation to report to the Board and/or Executive Committee;~~
- ~~e) have such other powers and duties as may from time to time be assigned by the Board or as are incident to his or her office;~~
- ~~f) act generally as spokesperson for the Board.~~

~~12. DUTIES OF THE VICE-CHAIR~~

~~If the Chair is unwilling or unable to act, the Vice Chair shall perform all the duties and have all the powers of the Chair. If a Vice Chair (or such other Governor as the Board may from time to time appoint for the purpose) performs any such duty or exercises any such power, the unwillingness or inability of the Chair to act shall be presumed with reference thereto.~~

~~13. PRESIDENT~~

~~13.1 The Board shall appoint, suspend or remove the President of the College. The Board shall establish the terms of employment of the President.~~

~~13.2 The President has the power to appoint, classify, promote, suspend, transfer, reclassify or remove any employee, with the exception of those individuals with a direct reporting relationship to the President.~~

~~13.3 The President will recommend to the Board, appointments, classifications, promotions, suspensions, transfers, reclassification or removal of individuals with a direct reporting relationship to the President.~~

~~13.4 The President shall conform to all Board policies and all lawful direction given by the Board.~~

~~13.5 The President shall ensure that all academic, administrative and employment-related policies of the College support and fulfill the policies of the Board.~~

~~13.6 The President shall give to the Board all information requested regarding the affairs of the College, such information might be subject to the regulations of the *Freedom of Information and Protection of Privacy Act*.~~

~~14. BOARD SECRETARY~~

~~The Board Secretary shall:~~

~~14.1 be ex-officio clerk of the Board;~~

~~14.2 attend all meetings of the Board, including Committees, and record, or cause to be recorded, all facts and minutes of all proceedings in the books kept for that purpose;~~

~~14.3 give, or cause to be given, all notices required to be given to Governors and to the public;~~

~~14.4 be the custodian of the corporate seal of the College and of all books, papers, records, correspondence, contracts and other documents belonging to the College and relating to Board proceedings, which shall be delivered up subject to the *Freedom of Information and Protection of Privacy Act*;~~

~~14.5 perform, or cause to be performed, the duties of a Chief Returning Officer for the election of the Chair and Vice-Chair of the Board in accordance with Section 8 herein and for the election of Internal Board Members;~~

~~14.6 perform such other duties as may be determined from time to time by the Board.~~

~~15. TREASURER~~

~~The Treasurer, who shall be the College's Chief Financial Officer shall:~~

~~15.1 keep full and accurate accounts of all monies or bank accounts;~~

~~15.2 disburse the funds of the College, taking proper vouchers therefore and shall render to the Board at the regular meetings thereof, or whenever required by him or her, an account of all transactions and of the financial position of the College;~~

~~15.3 co-operate with the auditors of the College during any audit of the accounts of the College;~~

~~15.4 perform such other duties as may be determined by the President;~~

~~on behalf of the Board.~~

~~16.~~

10. INDEMNITIES TO GOVERNORS AND BOARD OFFICERS

10.1 ~~All Governors~~Every Governor or Officer or former Governor or Officer or an individual who acts or acted at the request of the College, Board Officers, and their heirs, executors and administrators, and estates, respectively as a director or officer, or in a similar capacity, of another entity, shall be indemnified and saved harmless, out of the funds of the College from and against:

~~16.1~~ all costs, charges and expenses ~~whatsoever which Governors or Board Officers sustain or incur in or about any, including an amount paid to settle an~~ action, suit or proceeding which is brought, commenced or prosecuted against them for or satisfy a judgment, reasonably incurred by the individual in respect of any ~~act~~civil, deed, matter or thing whatsoever made, done or permitted by them in or about the execution of the duties of their office, except such costs, charges or expenses as are occasioned by their own willful neglect or default; criminal, administrative, investigative or other action or proceeding in which the individual is involved because of that association with the College or other entity.

~~16.2~~ all other costs, charges and expenses which are sustained or incurred in or about, or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by their own willful neglect or default;

~~16.3~~ nothing in the by-law shall limit the right of any person entitled to indemnity to claim indemnity apart from the provision of this by-law to the extent permitted by the Act or law.

~~17.~~

10.2 The College may advance money to an individual referred to in subsection 10.1 for the costs, charges and expenses of an action or proceeding referred to in that subsection, but the individual shall repay the money if the individual does not fulfil the conditions set out in subsection 10.3.

10.3 The College shall not indemnify an individual under subsection 10.1 unless:

- (a) the individual acted honestly and in good faith with a view to the best interests of the College or other entity, as the case may be; and
- (b) if the matter is a criminal or administrative proceeding that is enforceable by a monetary penalty, the individual had reasonable grounds for believing that his or her conduct was lawful.

11. **PROTECTION OF GOVERNORS AND BOARD OFFICERS**

~~No~~Subject to subsection 10.3, no Governor or ~~Board~~ Officer shall be liable for:

- (a) ~~a) the acts, receipts, neglects~~any act, receipt, neglect or ~~defaults~~default of any other Governor, ~~Board~~ Officer, Committee member, or employee of the College;
- (b) ~~b)~~ any loss, damage or expense happening to the College through the insufficiency or deficiency of title to any property acquired by the College or for or on behalf of the College;
- (c) ~~e)~~ the insufficiency or deficiency of any security in or upon which any money of the College ~~shall~~may be invested;
- (d) ~~d)~~ any loss or damage arising from the bankruptcy, insolvency or tortious act of any person including any person with whom any money, securities or other assets belonging to the College may be deposited;
- (e) ~~e)~~ any loss, conversion, misapplication or misappropriation of, or any damage resulting from any dealings with, any money, securities or other assets belonging to the College; or
- (f) ~~f)~~ any other loss, damage or misfortune whatever which may happen in the execution of their duties of their office;

unless the same shall happen by or through the ~~Governors~~Governor's or ~~Board Officers~~Officer's own willful neglect or default.

12. ~~18.~~ **DELEGATION OF DUTIES OF BOARD OFFICERS**

Except where provision is specifically made elsewhere in this ~~by~~By-law, the unwillingness or inability of any ~~Board~~ Officer to act, or for any other reason that the Board may deem sufficient, the Board may delegate all or any of the powers and responsibilities of such ~~Board~~ Officer to any other ~~Board~~ Officer or to any Governor for the time being.

13. ~~19.~~ **REMOVAL OF A BOARD MEMBER GOVERNOR**

13.1 ~~19.1~~ **Grounds for Removal**

The Board may remove a Governor, other than the President, or ~~members of the Board~~ Governors appointed by the Lieutenant Governor in Council, from the Board before the expiration of ~~his or her~~ their term if:

- (a) ~~a)~~ the Governor has failed to maintain the confidentiality of any and all information, discussions or proceedings at in-camera meetings of the Board or its Committees;
- (b) ~~b)~~ the Governor has failed to comply with the provisions of Section ~~25~~ 19 – Conflict of Interest;
- (c) ~~c)~~ the Governor has not acted with honesty, in good faith and in the best interests of the College;
- (d) ~~d)~~ the Governor has knowingly failed to comply with ~~the Act, Regulations of the Act, or the Minister's Binding Policy~~ OCAATA, ONCA, the Directives, Board policies, or any other College policies applicable to the Governor;
- (e) ~~e)~~ the Governor is absent for three (3) consecutive meetings ~~of the Board~~ or for more than 50 percent of the regular meetings ~~of the Board~~ in a twelve (12) month period, without permission from the Board;
- (f) ~~f)~~ the Governor has neglected or refused to participate on Board Committees or to contribute to effective discussion and decision-making at the Board;
- (g) ~~g)~~ the Governor is a ~~student~~ Student Governor who is no longer in Good Academic Standing or who has received an academic integrity alert or student conduct violation on their student file ~~as the Board of Governors prioritizes academic success over Board participation~~; or
- (h) ~~h)~~ the Governor has committed one of the following grounds of misconduct that in consequence would, if such Governor were to continue as a ~~member of the Board~~ Governor, adversely affect the ~~image~~ reputation or operations of the Board or of the College ~~by means of~~:
 - (i) ~~i)~~ harassment (including activities that would constitute harassment under ~~legislation or~~ College ~~policy~~ policies or applicable laws);

- (ii) ~~ii)~~—violence (including activities that would constitute violence under ~~legislation or~~ College ~~policy~~policies or applicable laws);
- (iii) ~~iii)~~—conviction of a criminal offence;
- (iv) ~~iv)~~—conduct unbecoming of a ~~member of the Board~~Governor, including but not limited to improper use of authority or position, improper use of privileged or confidential information, and conduct that is deemed to be detrimental to or generally contrary to the mandate, interest and welfare of the College; or
- (v) ~~v)~~—discrimination as defined under the Ontario Human Rights Code (including activities that would constitute discrimination under other ~~legislation or~~ College ~~policy~~policies or applicable laws).

13.2 ~~19.2~~—With respect to any ~~member of the Board~~Governor appointed by the Lieutenant Governor in Council, if the ~~Board of Governors~~ believes that there exist reasons justifying the removal of the ~~member~~Governor from the Board, the Board may set those reasons out in a report to the Minister for referral to the Lieutenant Governor in Council.

13.3 ~~19.3~~ **Procedure for Removal**

- (a) ~~a)~~ **External Governors.** ~~Appointed by the Board of Governors~~ Prior to the ~~Board of Governors~~ voting to remove a ~~Governor~~ ~~Board~~-appointed ~~directly by the Durham College Board~~External Governor, the Chair or Vice-Chair shall discuss the matter with such Governor to explain why the removal is being considered and to seek a satisfactory explanation or solution to the alleged grounds for removal. If the discussions do not result in a satisfactory explanation or solution, the matter shall be brought to the Board at ~~an~~ in-camera meeting ~~which is closed to the public~~. The notice for such meeting shall specify the intention to pass ~~a resolution~~ an Ordinary Resolution removing such Governor and the grounds for removal. Such Governor shall be given an opportunity to respond to the grounds for removal by addressing the ~~Board of Governors~~ at such meeting, but shall not be present during discussion and shall have no right to vote on any resolution. A ~~resolution to remove a Governor shall not~~ may be ~~effective unless it is passed by two-thirds (2/3)~~ removed by Ordinary Resolution of the ~~votes cast~~Board at a meeting of the Board which has been convened and conducted in accordance with this provision. ~~Such Governor shall be clearly notified in writing by the Chair of the Board and the President of the decision of the Board of Governors. If the Board of Governors removes the~~

~~Governor the Chair of the Board and the President shall provide a written attestation that the removal process was carried out in accordance with this by-law.~~

(b) ~~b)~~ **Student Governor.** Upon notification that a ~~student governor~~Student Governor is no longer in Good Academic Standing or has received an academic integrity alert or student conduct violation on their student file, the following actions shall be taken. The purpose of removal is to allow the student to focus time and effort on regaining ~~good academic standing~~Good Academic Standing:

(i) ~~i.~~ the Chair of the Board and the President shall notify the ~~student~~Student Governor in writing of the intention to remove them from the Board.~~;~~

- (ii) ~~ii. The student~~ the Student shall be invited to provide input to the Chair and President; provided that, should the ~~student~~ Student Governor not accept this invitation within ten (10) business days, this opportunity will be forfeit~~;~~;
- (iii) ~~iii. The~~ the Chair and President shall consider the input received by the ~~student~~ Student Governor and shall notify the ~~student~~ Student Governor of their recommendation~~;~~ and
- (iv) ~~iv. Should~~ should the recommendation be to remove the ~~student~~ Student Governor, in an ~~in a camera meeting closed to the public~~, the Board ~~of Governors shall pass a resolution to~~ may remove the ~~student governor~~ Student Governor by passing an Ordinary Resolution, citing the reason.

13.4 ~~19.4—Appeal~~ Review of Removal

~~Any member, other than members.~~ Within ten (10) days of the ~~Board appointed~~ decision by the ~~Lieutenant Governor in Council, who is removed as~~ Board to remove a Governor ~~from~~, the ~~Board of Governors, may apply to the Minister to~~ Governance Review Committee shall review the decision ~~to remove the member from the Board of Governors.~~ The review by the Governance Review Committee shall be limited to ~~determining whether~~ the following:

- (a) was the reasons Governor removed for ~~the removal and the procedure followed were~~ a reason established in ~~compliance with this by-law.~~ Section 13; and
- (b) was the procedure used to remove the Governor in compliance with this Section 13.

The review shall not include a review of whether the decision of the Board was correct.

The review process by the Governance Review Committee shall include a requirement that the Chair of the Board and the President sign a written attestation that the removal process was carried out in accordance with the By-laws. Upon its completion of the review, the Governance Review Committee shall issue a written report to the Board and the Governor who has been removed no later than thirty (30) days following the completion of the review.

14. ~~20.—~~ REMUNERATION OF GOVERNORS

The Governors ~~of the College~~ shall serve without remuneration, and no Governor shall directly or indirectly receive any profit from ~~his or her~~their position as such. However, a Governor may be paid reasonable expenses incurred by ~~him or her~~them in the performance of Board duties.

15. ~~21.~~ RULES OF ORDER

The conduct of meetings of the Board and its Committees shall be in accordance with “Robert’s Rules of Order” except where said rules conflict with ~~the Act~~OCAATA, ONCA, the ~~Regulations of the Act, a Minister’s Binding Policy Directive~~Directives or a ~~by~~By-law or policy of the College.

16. ~~22.~~ BOARD MEETINGS

16.1 ~~22.1~~ Meetings of the Board shall be held in two parts: Public and In-Camera.

16.2 ~~22.2~~ All Board meetings shall be considered open to ~~all~~ members of the public. However, the following specific matters shall be considered as matters to be discussed at an in-camera session of the Board where only ~~Board members~~ Governors and invited guests are permitted to attend:

- (a) ~~a)~~ Identification of a potential or perceived conflict of interest;
- (b) ~~b)~~ Consideration of sanctions against and removal of a Governor;
- (c) ~~c)~~ Student-specific issues;
- (d) ~~d)~~ Matters relating to an individual ~~Board member~~ Governor or a prospective ~~Board member~~ Governor;
- (e) ~~e)~~ Individual employee matters;
- (f) ~~f)~~ Donor-specific issues;
- (g) ~~g)~~ Any other matters where personal information about an individual will or may be revealed;
- (h) ~~h)~~ Human resource and labour relations matters including those pertaining to collective bargaining or terms of employment, including negotiations or potential negotiations;
- (i) ~~i)~~ Litigation or potential litigation including administrative tribunal matters;
- (j) ~~j)~~ Receipt of advice that is subject to solicitor-client privilege including communications necessary for that purpose;
- (k) ~~k)~~ The security of property of the College;
- (l) ~~l)~~ Contract matters including negotiations or disputes;
- (m) ~~m)~~ The acquisition, disposition, lease, exchange or expropriation of, or improvements to real or personal property, if the Board considers that disclosure might reasonably be expected to harm the interest of the College;
- (n) ~~n)~~ Reports from the Board's Committees where those Committee meetings are closed to the public;
- (o) ~~o)~~ Board, Committee and governor self-evaluation;

(p) ~~p)~~ Other matters that, in the opinion of the majority of governors, the disclosure of which might be prejudicial to an individual or to the best interests of the College;

(q) Whistleblowing reports; and

(r) ~~q)~~ Consideration of whether an item is to be discussed in -camera.

16.3 Decisions taken at an in-camera meeting may, in the discretion of the Board, be reported at a subsequent public Board meeting.

16.4 ~~22.3~~ Governors may consider or transact any business, ~~either~~ including any special ~~or general~~ business, at any meeting of the Board.

17. ~~23.~~ **FREQUENCY AND LOCATION OF MEETINGS**

17.1 ~~23.1~~—The Board shall meet at least six (6) times per year, unless otherwise determined by the Board.

17.2 The Board shall establish and cause to be provided to each Governor a schedule of meeting days and times for each Board year.

17.3 Meetings may be formally called by the Chair or Vice-Chair or by the President on the direction of the Chair or Vice-Chair.

17.4 Except as otherwise required by law, the Board may hold its meetings at such place or places as it may determine.

17.5 ~~23.2~~—Meetings by Electronic Means

(a) If all of the Governors present at or participating in a meeting consent, a meeting of the Board may be held by means of telephone, electronic or other such communication facilities as permit all persons participating in the meeting to communicate ~~with each other simultaneously and instantaneously~~adequately and a Governor participating in such meeting by such means is deemed to be present at that meeting. Any such consent shall be effective whether given before or after the meeting to which it relates and may be given with respect to all meetings of the Board held while a Governor holds office. The Board Secretary shall ensure each particular meeting is handled in a secure fashion. Quorum shall be established ~~by a verbal roll call conducted~~in accordance with a process established by the Chair and implemented by the Board Secretary ~~at the beginning of each meeting.~~

(b) A meeting of the Board or voting on a particular matter shall not be permitted by email, as this method of communication is not ~~simultaneous or instantaneous~~adequate. In instances requiring such immediate attention that it is not practical to convene a special meeting of the Board, the Executive Committee can act on behalf of the Board.

18. ~~24.~~ **NOTICE OF BOARD MEETINGS**

18.1 ~~24.1~~—Notice of meetings of the Board shall be given to ~~members of the Board~~Governors as set out below and to the public in such a manner as may be determined by the Board. A list of meeting dates shall be made available through the College website.

18.2 ~~24.2~~—Notice of all meetings of the Board shall be delivered or transmitted to each Governor or other person(s) entitled to notice of such meeting. However, no formal notice of any such meeting shall be necessary if all the Governors are present or if those absent waive notice or otherwise signify in writing their consent to the meeting being held in their absence. Such waiver of notice or consent may be given either before or after the meeting. Notice of such meetings shall be mailed, delivered, telephoned, sent by facsimile transmission or emailed to each Governor not less than one (1) day prior to the meeting taking place. The Statutory Declaration of the Board Secretary or Chair that notice has been given pursuant to this ~~by~~By-law shall be sufficient and conclusive evidence of the giving of such notice.

18.3 ~~24.3~~—No notice of meeting is required to be given to any Governor in respect of a meeting contained in a schedule of meetings which has been established in accordance with Section ~~23~~17 – Frequency and Location of Meetings.

18.4 ~~24.4~~—No error or omission in the giving of such notice for a meeting of ~~Governor~~the Board shall invalidate such meeting or invalidate or make void any proceeding taken or had at such meeting, and any Governor may at any time waive notice of such meeting and may ratify and approve of any or all proceedings taken or had thereat.

19. ~~25~~-CONFLICT OF INTEREST

19.1 ~~25.1~~—A conflict of interest arises when a Governor's private or personal interest may be in conflict with ~~his or her~~their official duties and responsibilities as a ~~member of the Board~~Governor. This could arise from an actual, potential or perceived conflict of interest of a financial or other nature. The Governors must comply with the Minister's Binding Policy Directive on Conflicts of Interest – the provisions of such Directive will govern to the extent of any conflict with the By-laws or policies of the College.

19.2 ~~25.2~~—At the beginning of every Board meeting, the Chair of the Board is to ask and have recorded in the minutes whether any ~~member~~Governor has a conflict to declare in respect to any agenda item.

(a) ~~a)~~—When the agenda item arises in the open portion of the Board meeting, the ~~member~~Governor(s) with an actual conflict of interest may remain in the room for the duration of the discussion, but shall not participate in the discussion or vote on this item. The minutes are to record that the ~~member~~Governor(s) in conflict of interest remained in the room for the discussion and did not vote on this item. Should the matter occur in the in-camera portion of a meeting, the Governor should withdraw while the matter is

being discussed or voted on and the minutes should reflect this.

(b) ~~b)~~ When the conflict of interest is perceived or potential, the Board will determine whether the ~~member~~Governor or ~~members~~Governors remain for the discussion and vote on agenda items. The minutes should reflect this action.

19.3 ~~25.3~~ A Governor is to declare a conflict of interest at the earliest opportunity and, at the same time, should declare the general nature of the conflict. Where a conflict of interest is declared prior to a Board meeting, the declaration is to be made to the Chair of the Board and the Board is to be informed.

19.4 ~~25.4~~ Where a Governor is unsure whether he or she is in conflict, the Governor is to raise the perceived potential conflict with the Board at the earliest opportunity, and the Board is to determine by ~~majority vote~~Ordinary Resolution whether ~~or not~~ a conflict of interest exists. The said Governor must refrain from voting on whether or not a conflict of interest exists.

19.5 ~~25.5~~ Where a conflict of interest is discovered after consideration of a matter, it is to be declared to the Board and appropriately recorded at the first opportunity. If the Board determines that involvement of said Governor influenced the decision of the matter, the Board is to re-examine the matter and may rescind, reconsider or confirm its decision.

19.6 ~~25.6~~ Any Governor who perceives another ~~member~~Governor to be in conflict of interest in a matter under consideration is to raise this concern with the Chair of the Board at the earliest opportunity. The Chair, in turn, is to discuss the matter with the Governor who is perceived to be in conflict and, as appropriate, to hold further discussion with the reporting Governor. If the discussions do not lead to a resolution, the matter is to be brought to the Board and the Board is to determine by ~~majority vote~~Ordinary Resolution whether ~~or not~~ a conflict of interest exists. The ~~member~~Governor perceived to be in conflict is to refrain from voting.

19.7 ~~25.7~~ Where there has been a failure on the part of a Governor to comply with this framework ~~(as set out in the Minister's Binding Policy Directive, Governance and Accountability — Conflict of Interest)~~, unless the failure is the result of a bona fide error in judgment, the Board is to:

(a) ~~a)~~ issue a verbal reprimand; or

(b) ~~b)~~ issue a written reprimand; and/or

(c) ~~c)~~ request that a Governor resign; and/or

(d) ~~d)~~ remove the Governor through processes established in Section ~~49~~13 herein.

19.8 ~~25.8~~ All ~~internal staff governors~~ Internal Governors have a conflict of interest in respect to agenda items relating to the President's evaluation or performance review, compensation, perquisites and/or benefits. It should be noted, however, that this provision does not prevent the Chair from asking for their input as part of the general information-gathering process in preparing the President's evaluation.

20. ~~26~~ QUORUM – BOARD MEETINGS

20.1 ~~26.1~~ A quorum for a Board meeting is equal to the majority of the number of ~~Board members that is required under the Regulation of the Act, plus one~~ Governors.

20.2 ~~26.2~~ When a Governor declares a conflict of interest, the quorum shall be a majority of the remaining ~~members~~ Governors.

20.3 ~~26.3~~ A Governor who participates in a Board meeting by electronic means, shall be deemed to be present and shall count towards quorum.

21. ~~27~~ VOTING

21.1 ~~27.1~~ Decisions at any meeting of the Board shall be decided by a ~~majority vote~~ Ordinary Resolution, except as otherwise required by law or this ~~by~~ By-law.

21.2 ~~27.2~~ A Governor may request a recorded vote, however, the results of how each Governor voted will not be recorded in the minutes.

21.3 ~~27.3~~ A Governor may request their ~~objection~~ dissent be recorded in the minutes.

21.4 ~~27.4~~ Voting by proxy is not permissible.

21.5 ~~27.5~~ A declaration by the Chair that a motion has been carried and an entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of votes recorded in favour or against such resolution.

22. ~~28~~ RECONSIDERATION

After any question has been decided, any ~~Member~~ Governor who voted in the majority may move for a reconsideration of the question, but no discussion on the main question shall be allowed unless the matter is reconsidered and there shall be no reconsideration unless:

- (a) ~~28.1~~ Notice of the ~~Motion~~ motion to reconsider is given either at a meeting of the Board or in the same manner as notice of a regular meeting of the Board is given, and such notice to reconsider is in any event given at least two (2) days before the meeting at which the motion to reconsider is to be presented; and

- (b) ~~28.2 Two-thirds (2/3) of the Members present vote~~The
Governors pass a Special Resolution in favour of such
reconsideration.

23. MEETINGS OF MEMBERS

23.1 **Annual and Special Meetings:** For purposes of compliance with ONCA, the meeting of the Board at which the audited financial statements are received will be deemed to be the annual meeting of the members. The Board or the Chair or Vice-Chair shall have power to call at any time a special meeting of the members of the College. The provisions of Sections 16, 17, 18, 20, 21, and 22 of this By-law shall apply to the annual meeting of the members, except as noted in Section 23.2.

23.2 **Notice:** Members shall be notified not less than ten (10) days prior to the time fixed for the holding of any such meeting; provided always that any meeting of members may be held for any purpose at any date and time and any place within Ontario without notice if all the members are present in person at the meeting or if all the absent members waive notice thereof or otherwise signify in writing their consent to such meeting being held in their absence. Such waiver of notice or consent may be given either before or after the meeting. No error or omission in giving notice of any annual or special meeting or any adjourned meeting, whether annual or special, of the members of the College shall invalidate such meeting or make void any proceedings taken thereat and any members may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat.

24. ~~29~~ DELEGATIONS TO THE BOARD

24.1 ~~29.1~~ Requests for an audience with the Board stating the nature of the delegation shall be made in writing to the Board Secretary, at least ten (10) business days prior to the next regular meeting of the Board. Upon receipt of the request, the Board Secretary shall confer with the President and Chair of the Board to determine whether or not the matter can be properly heard by the Board, or whether the matter should properly proceed by other means.

24.2 ~~29.2~~ If it is determined by the Board Secretary after consultation with the President and Chair of the Board the request should not be heard by the Board, the requester may appeal the decision by submitting a written petition (maximum five pages) to the Executive Committee. The Executive Committee will determine if the request for an audience with the Board is approved and the decision of the Executive Committee is final.

24.3 ~~29.3~~ Exceptions to the timeline may be made at the discretion of the Board Chair, or designate.

24.4 ~~29.4~~ Delegations shall be heard at the next regular meeting of the Board, whenever possible.

24.5 ~~29.5~~ Delegations of a confidential or sensitive nature involving students, employees or other identifiable individuals shall be heard during the in-camera portion of the meeting.

24.6 ~~29.6~~ The Chair shall clarify the guidelines for hearing delegations as follows:

(a) ~~a)~~ Delegations presented shall only relate to matters for which the audience with the Board was requested.

(b) ~~b)~~ Delegations shall be limited to ten (10) minutes. An additional ten (10) minutes may be allowed for questions of clarification by ~~Board members~~ Governors.

(c) ~~c)~~ The protection of privacy of individuals shall be respected in accordance with the *Freedom of Information and Protection of Privacy Act*.

(d) ~~d)~~ Questions to the delegation by ~~Board members~~ Governors shall be limited to points of clarification. The Board shall not enter into debate during the clarification period.

- (e) ~~e)~~ Board debate, if required, on matters raised by the delegation shall take place following the presentation, or at the discretion of the Chair and Board. If additional information is required, the Board may request that the issue be debated at a subsequent meeting.
- (f) ~~f)~~ The delegation will be informed of any public decision of the Board.

25. ~~30~~ COMMITTEES – GENERAL

The Board may establish Committees ~~consisting of Governors and Officers~~ for such purposes and with such powers as the Board approves. The Board may abolish or amend the purposes or powers of any existing Committee. The Board shall appoint the members of such Committees who shall hold office at the pleasure of the Board. The Board may also remove members of Committees. The Chair and President shall be voting members on all ~~such~~ Committees by virtue of their office, and the Board Secretary shall be a non-voting member on all Committees by virtue of ~~his or her~~ their office unless otherwise provided for by ~~by-law~~.

~~30.1 — The Board may fill any vacancies occurring on such Committees.~~

~~30.2 — Minutes of the proceedings of any such Committee shall be kept in a book or books for that purpose, which shall always be open for inspection by any Governor. Minutes of the Governance Review Committee shall be open for inspection by members of the public.~~

~~30.3 — The Board shall receive an information report outlining recommended actions, as well as the minutes from such Committees for approval at the next regular Board meeting following the meeting of a Committee.~~

~~30.4 — Any such Committee so appointed may meet for the transaction of business, adjourn and, except as provided in this by-law or the resolution establishing the Committee, regulate its meetings as it thinks fit. Motions arising at any meeting of a Committee shall be decided by a majority of votes. In the case of an equality of votes, the Chair of the meeting shall have a second or casting vote.~~

~~30.5 — Section 25.0 Conflict of Interest applies to Committees.~~

~~31~~ QUORUM COMMITTEES

~~31.1—A quorum for each Committee consists of a simple majority of the voting members (half plus one).~~

~~31.2—Only Governors listed as members of the Committee may make motions and vote at Committee meetings.~~

~~31.3 — When a Governor declares a conflict of interest at a Committee meeting, the quorum shall be a majority of the remaining Governors.~~

~~32 — EXECUTIVE COMMITTEE~~

~~32.1 — Terms of Reference~~

~~There shall be an Executive Committee. Subject to the direction of the Board, the terms of reference of the Executive Committee are:~~

- ~~a) — To recommend to the Board the composition of a Presidential Search Committee, as required, to conduct a search and recommend the appointment of a President.~~
- ~~b) — To recommend the appointment and/or reappointment of a President, including the terms of employment of the President, to the Board, in-camera.~~
- ~~c) — To annually review the President's performance and report to the Board in-camera.~~
- ~~d) — To annually review and approve the salary changes for all staff reporting to the President and report thereon to the Board, in-camera, for informational purposes only.~~
- ~~e) — To review and approve College organizational changes affecting the senior leadership team and report thereon to the Board, for informational purposes only.~~
- ~~f) — To review and approve the expense accounts of the President.~~
- ~~g) — To review and approve the expense accounts of the members of the Board of Governors.~~
- ~~h) — To consider and recommend to the Board, the attendance of Board members at relevant, external educational functions.~~
- ~~i) — To annually conduct a formal review of the Board.~~
- ~~j) — To review all major legal actions, building plans and contractual arrangements and prepare recommendations for consideration by the Board.~~
- ~~k) — To recommend for approval by the Board, the conferring of the title "president emeritus".~~
- ~~l) — To consider matters and to direct action thereon, subject to Board approval at the next meeting of the Board.~~

- ~~m) — To act on behalf of the Board in any matter which may arise:
 - ~~i) — requiring such immediate attention that it is not practical to convene a special meeting of the Board; or~~
 - ~~ii) — during periods when a quorum of the Board cannot be obtained.~~~~
- ~~n) — To exercise the powers of the Board in respect of such matters as the Board may refer to it from time to time.~~

~~32.2 — Membership~~

~~The Chair of the Board of Governors, who will also be the Chair of the Executive Committee;~~

~~The Vice Chair of the Board of Governors, who will also be the Vice Chair of the Executive Committee;~~

~~The Chairs of each of the other three Committees;~~

~~The President;~~

~~The Board Secretary (non-voting)~~

~~32.3 — Meetings~~

~~Meetings shall be held as established by the schedule referred to in Section 23 or at the request of the Chair of the Executive Committee. All meetings will be held in-camera.~~

~~33. — AUDIT AND FINANCE COMMITTEE~~

~~33.1 — Terms of Reference~~

~~There shall be an Audit and Finance Committee. Subject to the direction of the Board, the terms of reference of the Audit and Finance Committee are:~~

- ~~a) — To oversee College financial practices, reporting processes, systems of internal control, and review appropriateness of existing College accounting policies; disclosures and reserves.~~
- ~~b) — To oversee the audit process, including recommendation of the independent auditor, reviewing of audit fees, audit scope of work, annual audited financial statements and~~

management letter.

- c) — ~~To review the annual operating and capital budgets and recommend approval to the Board.~~
- d) — ~~To monitor risk through the annual risk register and assessment of long term capital projects.~~
- e) — ~~To review proposed private public partnerships and regular progress reports of major projects.~~
- f) — ~~To investigate any financial matter brought to its attention by the Board Chair or President.~~
- g) — ~~To receive the annual Durham College investment report.~~

~~h) — To perform such other oversight functions as may be assigned to the Committee by the Board.~~

~~The Committee shall fulfill its responsibilities consistent with Board and institutional policy, financial literacy and the Canadian public sector accounting standards for government not for profit organizations (PSAB).~~

~~33.2 — Membership~~

~~The Chair of the Board;~~

~~A minimum of four (4) other Governors appointed by the Board;~~

~~The President;~~

~~The Treasurer (non-voting);~~

~~The Board Secretary (non-voting)~~

~~The Chair and Vice-Chair of the Committee will be appointed by the Board.~~

~~At least one voting member of the Committee shall have accounting or related financial experience.~~

~~33.3 — Meetings~~

~~Meetings shall be held a minimum of three (3) times per year, as established by the schedule referred to in Section 23 or at the request of the Chair of the Board, the Chair of the Committee, or at the direction of the Board. All meetings will be held in-camera.~~

~~34. — NOMINATING COMMITTEE~~

~~34.1 — Terms of Reference~~

~~There shall be a Nominating Committee. Subject to the direction of the Board, the terms of reference of the Nominating Committee are:~~

~~a) — To recommend to the Board the composition of committees~~

of the Board.

- b) ~~To conduct the election of a Chair and Vice-Chair of the Board and make recommendations to the Board on or before the final meeting of the Board in each year.~~

- c) ~~To solicit and review nominations to fill external Governor vacancies and to make recommendations to the Board regarding potential external candidates, based on current legislation, policy and Board by laws. When making its recommendations and nominations, the Committee shall consider the skills and expertise required by the Board of Governors and its Committees at that time.~~
- d) ~~To oversee the reappointment process for external Governors and recommend reappointments to the Board.~~
- e) ~~To oversee the implementation of the procedures set out in By-law No. 4, which regulates the election of Internal Governors.~~

~~34.2—Membership~~
~~The Chair of the By-law or Board of Governors; policy.~~

~~A minimum of four (4) other Governors appointed by the Board;
The President;
The Board Secretary (non-voting)~~

~~The Chair and Vice-Chair of the Committee will be appointed by the Board.~~

~~34.3—Meetings~~

~~Meetings shall be held a minimum of once (1) per year, as established by the schedule referred to in Section 23 or at the request of the Chair of the Board, the Chair of the Committee, or at the direction of the Board. All meetings will be held in-camera.~~

~~35.—GOVERNANCE REVIEW COMMITTEE~~

~~35.1—Terms of Reference~~

~~There shall be a Governance Review Committee. Subject to the direction of the Board, the terms of reference of the Governance Review Committee are:~~

- a) ~~To review current governance practice to ensure effective operation of the Board of Governors.~~
- b) ~~To confirm how the current governance policy structure is serving the College and explore ways to build on these strengths.~~
- c) ~~To assist the Board of Governors in fulfilling its governance~~

~~oversight responsibilities.~~

- ~~d) To develop strategies to assist new Governors to develop advanced governance knowledge.~~
- ~~e) To develop an effective communication mechanism for the flow of information between Committees and the Board.~~
- ~~f) To annually review the Durham College Board by laws.~~
- ~~g) To review Board policies pursuant to the established renewal schedule, or prior to the established date of renewal if changes are required to meet any new or amended legislative requirements.~~
- ~~h) To receive and review the President's annual compliance report.~~
- ~~i) To annually review the board skills matrix.~~

~~35.2 Membership~~

~~The Chair of the Board;~~

~~A minimum of four (4) other Governors appointed by the Board;~~

~~The President;~~

~~The Board Secretary (non-voting)~~

~~The Chair and Vice-Chair of the Committee will be appointed by the Board.~~

~~35.3 Meetings~~

~~Meetings shall be held a minimum of twice (2) per year, as established by the schedule referred to in Section 23 or at the request of the Chair of the Board, the Chair of the Committee, or at the direction of the Board.~~

~~All meetings will be held in public, unless an item meets the requirements for an in-Camera meeting under sub-section 22.2, at which time the Committee shall move in-camera.~~

~~36.~~

26. **ADJOURNMENTS**

Any meeting of the Board or a Committee thereof may be adjourned at any time and from time to time, and such business may be transacted at such adjourned meeting as might have been transacted at the original meeting from which such adjournment took place. No notice shall be required of any such adjournment.

| 27. ~~37.~~ EXECUTION OF DOCUMENTS

| 27.1 Any two individuals holding the position of the Chair, Vice-Chair,
| President or Treasurer, or any person or persons from time to time
| designated by resolution of the Board ~~of Governors~~ may act as
| signing officers for the College for banking purposes.

27.2 The Chair, Vice-Chair, President or Treasurer, or any two of them, or any person or persons from time to time designated by resolution of the Board ~~of Governors~~ may transfer any and all shares, bonds or other securities standing in the name of the College in its individual or any other capacity or as trustee or otherwise, and may accept in the name and on behalf of the College, transfers of shares, bonds or other securities transferred to the College, and the Treasurer, Board Secretary or President of the College may affix the corporate seal to any such transfers or acceptances of transfer, and may make, execute and deliver under the corporate seal, any and all instruments in writing necessary or proper for such purposes, including the appointment of an attorney or attorneys to make or accept transfers of shares, bonds or other securities on the books of any company or corporation.

27.3 Notwithstanding any provisions to the contrary contained in the ~~by~~By-laws of the College, the Board may, at any time, by resolution, direct the manner in which, and the persons by whom, any particular instrument, contract or obligations of the College may or shall be executed.

28. ~~38.~~ _____ **FISCAL** **YEAR**

Unless otherwise ordered by the Ministry the fiscal year of the College shall terminate on the 31st day of March in each year.

29. ~~39.~~ **CHEQUES**

All cheques, bills of exchange or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the College shall be signed by such ~~officer~~Officer or ~~officers~~Officers, agent or agents of the College, and in such manner as shall, from time to time, be determined by resolution of the Board and any one of such ~~officers~~Officers or agents may alone endorse notes and cheques for deposit with the College's bankers for the credit of the College, or the same may be endorsed "for collection" or "for deposit" with the bankers of the College by using the College's rubber stamp for the purpose. Any one of such ~~officers~~Officers or agents so appointed may arrange, settle, balance and certify all books and accounts between the College and the College's bankers and may receive all paid cheques and vouchers and sign all of the bank's forms or settlement of balances and release or verification slips.

30. ~~40.~~ **DEPOSIT OF SECURITIES FOR SAFE KEEPING**

The securities of the College shall be deposited for safekeeping with one or more banks, or other financial institutions to be selected by the Board. Any and all securities so deposited, may be withdrawn, only upon the written order of the College signed by such ~~officer~~Officer or ~~officers~~Officers, agent or agents of the College and in such manner, as shall be determined by resolution of the Board and such authority may be general or confined to specific instances. The institutions which may be so selected as custodians of the Board shall be fully protected in acting in accordance with the directions of the Board and shall, in no event, be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.

31. ~~41.~~ **BORROWING**

~~Subject to compliance with the Act, the Regulations of the Act, the Minister's Binding Policy Directives, and all laws and agreements which govern or bind the College, the Board is hereby authorized by resolution, to:~~

~~41.1—borrow money on the credit of the College in such amounts, on such terms and from such persons, firms or corporations, including chartered banks, as may be determined by resolution of the Board;~~

~~41.2—make, draw and endorse promissory notes or bills of exchange;~~

~~41.3—hypothecate, pledge, charge or mortgage all or part of the property of the College to secure any money so borrowed or for the fulfillment of the obligations incurred by it under any promissory note or bill of exchange signed, made, drawn or endorsed by it;~~

~~41.4—issue bonds, debentures and obligations on such terms and conditions as the Board may, by resolution, decide and pledge or sell such bonds, debentures and obligations for such sums and at such prices as the Board may, by resolution, decide, and mortgage, charge, hypothecate or pledge all or any part of the property of the College to secure any such bonds, debentures and obligations.~~

~~41.5—The Board may, by resolution, delegate to Officers of the Board, all~~

~~or any powers necessary for the purposes of borrowing and giving security by the College to such extent and in such manner, as the Board may determine.~~

The College may borrow as permitted by applicable law.

32. ~~42~~-BUDGET APPROVAL

32.1 ~~42.1~~ The Board shall approve the College's annual budget.

32.2 ~~42.2~~ The Board shall not approve an annual budget prepared in respect of a fiscal year of the College that would provide for an accumulated deficit at the end of such fiscal year without the written approval of the Minister.

32.3 ~~42.3~~ The Board shall not authorize any expenditures that are not within the financial limits set by the annual budget, without the written approval of the Minister.

33. ~~43~~-AUDITORS

The Board shall appoint an auditor no later than four months prior to the end of the fiscal year, who shall be instructed to prepare for submission to the Board and the Ministry not later than the 15th day of June in each fiscal year, an audited financial statement for the preceding fiscal year.

34. ~~44~~-BOARD POLICIES

The Board shall approve and implement policies which set out the processes and manner in which the Board fulfils its responsibilities.

35. ~~45~~-AMENDMENTS

This ~~by~~By-law may be amended by Ordinary Resolution of the Board, provided that a Special Resolution is required to: (a) change the manner of giving notice to Governors; or (b) change the method of voting by Governors not in attendance at a ~~regular~~ meeting of the Board ~~by a majority vote of the Board members present~~.

36. ~~46~~-PUBLICATION OF MINUTES

All public minutes of the Board shall be open to examination during normal office hours of the College and shall be available to the public on the _____ College's _____ website.

37. ~~47.~~ PUBLICATION OF BY-LAW

This ~~by~~By-law shall be open to examination by the public during the normal office hours of the College and shall be available to the public on the College's website.

38. ~~48.~~ REPEAL OF PREVIOUS BY-LAW

By-law No. 1 of the Board ~~of Governors~~ of Durham College of Applied Arts and Technology, enacted on the ~~139th~~ day of ~~June~~February, ~~2007~~2011, is hereby repealed.

39. ~~49.~~ FORCE AND EFFECT

This ~~by~~By-law shall come into force and take effect on the date it is ~~finally passed~~approved by the Board.

~~Enacted~~Approved by the Board ~~of Governors and sealed with the Corporate Seal~~ ~~this 9th~~on the ___ day of ~~February~~ _____, ~~2011~~2022.



Board Chair



Board Secretary

Document comparison by Workshare Compare on May 31, 2022 3:08:20 PM

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Document 1 ID	iManage://blg-mobility.imatege.work/documents/127499022/1
Description	#127499022v1<blg-mobility.imatege.work> - Durham College By-law No. 1 Consolidated
Document 2 ID	iManage://blg-mobility.imatege.work/documents/127499022/7
Description	#127499022v7<blg-mobility.imatege.work> - 1 - Durham College By-law No. 1 Consolidated
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Statistics:	
	Count
Insertions	459
Deletions	688
Moved from	3
Moved to	3
Style changes	0
Format changes	0
Total changes	1153

DEFINITIONS SCHEDULE TO BY-LAW NO. 1

Unless otherwise specified in a By-law or policy of the College, the following terms in a By-law or policy of the College shall have the following meanings:

1. **“Academic Staff Member”** means a person who is employed by the College as a teacher, counsellor or librarian.
2. **“Administrative Staff Member”** means a person who is employed by the College and who is not an Academic Staff Member, a Support Staff Member, or a Student.
3. **“Board”** means the Board of Governors of the College.
4. **“Business Day”** means Monday through Friday from 8:30 a.m. to 4:30 p.m. local time, excluding public holidays.
5. **“By-law”** means a by-law of the College.
6. **“Campaign Period”** means the defined period of time in which a Candidate or designate can undertake activities to promote a Candidate with the intent of winning the election.
7. **“Campaigning”** means activities undertaken by a Candidate or designate to promote a Candidate with the intent of winning the election.
8. **“Candidate Information Session”** means a mandatory information session hosted by the Chief Returning Officer for Candidates in a Student Governor election.
9. **“Candidate”** means an individual who has been informed by the Chief Returning Officer that their nomination has been accepted.
10. **“Chief Returning Officer”** means the individual responsible for administering an Internal Governor election or the election of the Chair or Vice-Chair.
11. **“College Community Members”** means Students, employees and contractors (an inclusive reference to all employees and contractors of the College without regard for position, function or other status of employment), Governors, volunteers, clients and visitors.

12. **“College Council”** means the advisory college council established pursuant to By-law No. 3 of the College to provide a forum for Employees and Students to be consulted and to provide input on significant College matters.
13. **“College”** means The Durham College of Applied Arts and Technology.
14. **“Committee”** means a committee established by the Board, but does not include the Advisory College Council or Program Advisory Committees.
15. **“Constituency”** means a defined group of voters entitled to elect a representative.
16. **“Directive”** means a Minister’s Binding Policy Directive issued under OCAATA.
17. **“Electoral Committee”** means a limited-term committee of the Board tasked with responding to specific complaints and appeals related to an election.
18. **“Employee”** means any person in the employ of the College without regard for position, function, or other status of employment.
19. **“External Governor”** means a Governor who is not an Internal Governor or the President.
20. **“External Member”** of a Program Advisory Committee means a member who is not a full-time or part-time employee or contractor of the College.
21. **“Good Academic Standing”** means a Student who is not on academic probation or suspension.
22. **“Governor”** means an individual elected or appointed as a governor of the College in accordance with the provisions of OCAATA, the Directives and the By-laws and includes any Internal Governor, any External Governor and the President.
23. **“Internal Governor”** means a Governor elected from the Student, Academic, Administrative or Support Staff groups.
24. **“Minister”** shall mean the Minister of Colleges and Universities (of the Government of Ontario from time to time or such other Minister of the Government of Ontario whose responsibilities include the administration of OCAATA), unless stated otherwise.
25. **“Nomination Form”** means the written form required to be completed in order to become a Candidate in a Chair, Vice-Chair, or Internal Governor election.
26. **“Nomination Period”** means the defined period of time in which Nomination Forms are accepted by the Chief Returning Officer.
27. **“Notice of Disqualification”** means a written notice issued by the Chief Returning Officer advising a Candidate that they have been disqualified.
28. **“Notice of Election”** means a written notice issued by the Chief Returning Officer advising of an upcoming Internal Governor election.

29. **“OCAATA”** means *Ontario Colleges of Applied Arts and Technology Act, 2002* and, where the context requires, includes Regulation 34/03 made under it, as amended from time to time.
30. **“Officer”** means an officer of the College as such term is defined in ONCA.
31. **“ONCA”** means the *Not-for-Profit Corporations Act, 2010* (Ontario) and, where the context requires, includes the regulations made under it, as amended from time to time.
32. **“Ordinary Resolution”** means a resolution that is passed at a meeting of Governors, with or without amendment, by at least a majority of the votes cast, or is consented to by each Governor;
33. **“Program of Instruction”** or **“program”** means a group of related courses leading to an Ontario College Certificate, Ontario College Diploma, Ontario College Advanced Diploma, Ontario College Graduate Certificate or an Ontario College Baccalaureate Degree or other document awarded by the Board of Governors.
34. **“Special Resolution”** means a resolution that is passed at a meeting of Governors, with or without amendment, by at least two-thirds of the votes cast, or consented to by each Governor.
35. **“Standing Committee”** means the Executive Committee, Nominating Committee, Audit and Finance Committee, or Governance Review Committee.
36. **“Student”** means an individual who is enrolled in a Program of Instruction at the College.
37. **“Support Staff Member”** means a person who is employed by the College as a member of the office, clerical, technical, health care, maintenance, building service, shipping, transportation, cafeteria or nursery staff.
38. **“Voters List”** means a list of eligible voters for a particular Constituency group.
39. **“Voting Period”** means the defined period of time in which votes can be cast.

DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BY-LAW NO. 2

Program Advisory Committees

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DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BY-LAW NO. 2

A by-law regarding Advisory Committees for Programs of Instruction, pursuant to the Minister's Binding Policy Directive on Framework for Programs of Instruction made under the *Ontario Colleges of Applied Arts and Technologies Act, 2002 (OCAAT Act)*.

In this By-law, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

IT IS HEREBY ENACTED as a by-law of Durham College of Applied Arts and Technology as follows:

1. ESTABLISHING COMMITTEES

- 1.1 The College shall establish Program Advisory Committees for all programs or clusters of related programs eligible for support under the provincial operating grant.
- 1.2 In the formative or developmental stages of programs, the College may establish a temporary ad-hoc Program Advisory Committee. When the program is established, the ad-hoc Program Advisory Committee shall be dissolved in favour of a permanent Program Advisory Committee.

2. MANDATE

The mandate of a Program Advisory Committee is to provide advice and recommendations on the following:

- 2.1 **Graduate skills** – Provide guidance on the competencies and skills required by graduates;
- 2.2 **Employment prospects** – Recommend and advise on student placements, including those in graduating classes for suitable part-time, summer or full-time permanent positions;
- 2.3 **Work Integrated Learning** – Suggest and support experiential educational opportunities in industry, including field placements, clinical experience, co-operative experiences, and study abroad opportunities;
- 2.4 **New program development** – Provide advice on opportunities to introduce new programs in response to the needs of a specific profession, industry or sector;
- 2.5 **Curriculum** – Provide content suggestions for inclusion in the program to maintain program relevancy and currency;

- 2.6 **Program review** – Participate in the program review process;
- 2.7 **Research** – Provide advice on integrating applied research into the curriculum and external research prospects;
- 2.8 **Technology** – Provide advice on technological trends and changes in industry;
- 2.9 **Strategic Plan** - Support the goals identified in the College strategic plan;
- 2.10 **Academic Plan** - Support the goals identified in the College academic plan;
- 2.11 **Community Engagement** – Promote and sustain effective relationships with local communities, businesses, industry and professional associations;
- 2.12 **Student awards** – Assist in the establishment of scholarships, bursaries and awards for Durham College students; and,
- 2.13 **Guest speakers** – Assist in identifying guest speakers for program courses and initiatives.

3. STRUCTURE AND MEMBERSHIP

3.1 Appointment of External Members (Voting except for Governors)

- (a) There shall be one Program Advisory Committee per Program of Instruction or, where determined by the Executive Vice-President, Academic of the College, the President or the Board, per cluster of Programs of Instruction. The Executive Vice-President, Academic of the College and the President shall be responsible for and shall have the authority to establish, amalgamate or dissolve Program Advisory Committees in accordance with the Minister's Binding Policy Directive on Framework for Programs of Instruction, provided that the Board may also establish, amalgamate or dissolve Program Advisory Committees at its discretion.
- (b) External Members shall be appointed to Program Advisory Committees by the Executive Vice-President, Academic of the College, based upon recommendations from the program's Executive Dean/Dean. The Executive Vice-President, Academic shall send out letters of appointment to new External Members and letters of appreciation to External Members whose terms have expired or who have resigned from a Program Advisory Committee. The Board may also appoint members to and remove members from Program Advisory Committees in its discretion.

3.2 External Member Composition

- (a) Each Program Advisory Committee will consist of a minimum of 8 and maximum of 10 External Members.
- (b) Reasonable efforts will be made to have at least one College graduate from the program as an External Member on the Program Advisory Committee for such program.
- (c) External Members are invited as individuals to represent their industries, and/or their professional standing within an industry. External Members are not considered spokespeople for their employers or companies.
- (d) A Program Advisory Committee shall not have more than one External Member employed by or having a more than 2% ownership stake in or director or officer position at an organization external to Durham College. Should an External Member not be able to attend a Program Advisory Committee meeting, a designate may be permitted to attend instead, on a case by case basis and with the prior permission of the Executive Dean/Dean.
- (e) The Executive Vice-President, Academic is responsible for ensuring the recruitment for any vacancies that occur on a Program Advisory Committee.

3.3 Review of Composition

The Executive Dean/Dean shall review the membership of each Program Advisory Committee annually and shall consider membership continuity when recommending changes.

3.4 Term of Office of External Members

- (a) The term of office for an External Member shall be three (3) years, renewable once at the discretion of the program's Executive Dean/Dean, for a total of six (6) consecutive years. Regular attendance and participation are expected.
- (b) An External Member is eligible for reappointment after two (2) years absence from the Program Advisory Committee.

3.5 Grounds for Removal

An External Member may be removed from a Program Advisory Committee at the discretion of the Program Advisory Committee Chair or the program's Executive Dean/Dean if the External member is absent for three (3) consecutive meetings.

3.6 Committee Chair

- (a) A Chair shall be appointed from the External Members of each Program Advisory Committee and shall be selected either by acclamation or majority vote.
- (b) The Chair shall serve a term of up to two years and is eligible for an additional term of up to two years.
- (c) If the position of Chair becomes vacant for any reason, the External Members shall appoint an External Member to fill the vacancy.
- (d) The Chair shall:
 - (i) Preside over all meetings with the support of the Executive Dean/Dean;
 - (ii) Provide leadership to the Program Advisory Committee and encourage the members to consider issues from a broad perspective;
 - (iii) Liaise with the program's Executive Dean/Dean to ensure that College procedures are followed and that issues requiring attention are addressed;
 - (iv) Liaise with the Durham College representative designated by the program's Executive Dean/Dean in the preparation of meeting schedules and agendas;
 - (v) Follow-up on action items as required;
 - (vi) Review minutes of meetings prior to distribution; and
 - (vii) Represent the Program Advisory Committee at College events and initiatives.

3.7 College Representation (Non-Voting)

- (a) The Executive Vice-President, Academic of the College, based on recommendations from the program's Executive Dean/Dean, shall make reasonable efforts to appoint the following additional non-voting members to each Program Advisory Committee:
 - (i) a Program Coordinator from the program or a program in the cluster of programs;
 - (ii) one additional faculty member from the program or a program in the cluster of programs;
 - (iii) a student representative from each program year; and

- (iv) a recorder.
- (b) The Executive Dean of a program to which a Program Advisory Committee relates shall be an ex-officio non-voting member of the Program Advisory Committee.
- (c) Other program or College staff may be invited to attend and participate as resources by the program's Executive Dean/Dean.

3.8 Durham College Employees

If an External Member accepts employment at the College (whether full time or part time), their Program Advisory Committee membership will cease.

4. COMMITTEE OPERATING GUIDELINES AND PROCEDURES

4.1 Frequency and Location of Meetings

- (a) All Program Advisory Committees shall will meet at least twice per academic year. New programs, programs under review, or programs undergoing major revisions may require more frequent meetings. Additional meetings shall be called by the Chair in consultation with the Executive Dean/Dean.
- (b) Meetings shall be held in a location (including by means of telephone, electronic or other such communication facilities) and at a time agreeable to a majority of committee members.
- (c) If two meetings per academic year are not held, the respective program's Executive Dean/Dean will consult with the Program Coordinator and Chair of the Committee to provide the Executive Vice-President, Academic with a rationale.

4.2 Meetings by Electronic Means

- (a) A meeting of a Program Advisory Committee may be held by means of telephone, electronic or other such communication facilities as permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, including by teleconference.
- (b) Quorum shall be confirmed by the recorder.

4.3 Decision Making

- (a) The Committee will arrive at decisions by consensus of the membership. In the event that a consensus cannot be reached, a decision may be made by a 2/3 majority of the votes cast.

- (b) The College representatives who are members of the Program Advisory Committee by virtue of Section 3.7(a) and 3.7(b) shall not be eligible to vote. The External Members appointed pursuant to Section 3.1 shall be eligible to vote, provided that any Governors appointed pursuant to Section 3.1, Section 3.7(a) or Section 3.7(b) shall not be eligible to vote.

4.4 Quorum

- (a) Quorum is defined as fifty percent (50%) of the number of External Members serving on the committee plus one.
- (b) Members who participate in a meeting by electronic means shall be deemed to be present and shall count towards quorum.
- (c) Non-voting members on a Program Advisory Committee shall not be counted in quorum.

4.5 Recorder

- (a) The Executive Dean/Dean will identify a non-voting member of each Program Advisory Committee to act as a recorder and provide clerical support for each meeting.
- (b) The recorder will have the following responsibilities:
 - (i) To notify committee members of meetings and distribute agendas;
 - (ii) To manage meeting logistics;
 - (iii) To record and distribute the minutes of each meeting;
 - (iv) To help co-ordinate tasks and activities for the Chair, committee members, or sub-committees;
 - (v) To act as secretary to the Program Advisory Committee and assist the Chair in ensuring effective meetings; and
 - (vi) To help arrange orientation for the chair and all committee members.

4.6 Meeting Minutes

Copies of all Program Advisory Committee minutes will be retained within the academic school according to the Common Records Schedule.

4.7 Responsibility and Governance

- (a) All Program Advisory Committees report to the Board.

- (b) A program's Executive Dean/Dean has overall responsibility for ensuring the effectiveness of a Program Advisory Committee.
- (c) College administration has a shared responsibility for implementing recommendations from Program Advisory Committees.

4.8 Board of Governors' Liaison

- (a) Governors may serve on a Program Advisory Committee as non-voting members. It is not mandatory that each Governor serves on a Program Advisory Committee, nor that each Program Advisory Committee has a Governor.
- (b) The Board Secretary will advise the Executive Vice-President, Academic and the program's Executive Dean/Dean of any Governor who wishes to serve on a Program Advisory Committee.

4.9 Oversight

- (a) The Executive Vice-President, Academic shall oversee the monitoring of Program Advisory Committees and shall report to the President any issues regarding the effectiveness of Program Advisory Committees and recommend amendments to this By-law as appropriate.
- (b) A report shall be provided to the Board at least annually. This report will include a summary of Program Advisory Committee membership, meeting frequency, meeting dates and recommendations.
- (c) Program Advisory Committees shall not have administrative or executive functions.
- (d) Program Advisory Committees shall not evaluate College Employees.
- (e) Program Advisory Committees shall comply with the Durham College Program Advisory Committee External Members Handbook.
- (f) The President shall ensure that Program Advisory Committees are involved in the development of new Programs of Instruction and the program review process.

5. CONSENT TO RELEASE INFORMATION

The *Freedom of Information and Protection of Individual Privacy Act* requires that consent be received in certain circumstances prior to disclosing personal information as defined in OCAATA. To protect the College, a signed 'Consent to Release Information' form shall be completed by every external Program Advisory Committee member. This form shall be kept

by the program's Executive Dean/Dean and disposed of one year after a member ceases to be a member of a Program Advisory Committee.

6. SPECIAL PURPOSE ADVISORY COMMITTEES

- 6.1 The Board or the College administration may create additional special purpose advisory committees to advise the College on specific issues related to community, college, student services, or needs.
- 6.2 Normally, these advisory committees will dissolve when their specific task is complete, and in any case, will be subject to annual review and renewal.
- 6.3 Each special purpose advisory committee will be provided with a mandate including a statement of the specific area or issue for which advice is being sought and the expected date of completion of the task. In the case of continuing committees, the specific terms of reference may be approved by the Board when appropriate, and will be subject to the membership, appointment and general operation guidelines set out for Program Advisory Committees.

7. FORCE AND EFFECT

- 7.1 By-Law No. 2 of the College, enacted on the 12th day of October, 2016, is hereby repealed.
- 7.2 This by-law shall come into force and take effect on the date it is finally passed by the Board.

Approved by the Board on the ____ day of _____, 2022.

Board Chair

Board Secretary

**~~DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY
BY-LAW NO. 2~~**

DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BY-LAW NO. 2

Program Advisory Committees

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DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BY-LAW NO. 2

A by-law regarding Advisory Committees for Programs of Instruction, pursuant to the Minister's Binding Policy Directive on Framework for Programs of Instruction made under the *Ontario Colleges of Applied Arts and Technologies Act, 2002 (OCAAT Act)*.

In this By-law, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

IT IS HEREBY ENACTED as a by-law of Durham College of Applied Arts and Technology (~~hereinafter referred to as the "College"~~) as follows:

1. **BACKGROUND ESTABLISHING COMMITTEES**

~~A policy directive from the Ministry of Colleges and Universities requires colleges to~~

1.1 The College shall establish Program Advisory Committees for all programs or clusters of related programs eligible for support under the provincial operating grant.

~~External to the College, committee members are a selection of exceptional leaders in their fields with a diversity of program-related experience and expertise who work collaboratively with our academic community to ensure curriculum quality as well as student and graduate success.~~

1.2 In the formative or developmental stages of programs, the College may establish ~~an~~ temporary ad-hoc Program Advisory Committee. When the program is established, the ad-hoc Program Advisory Committee shall be dissolved in favour of ~~an official Board of Governors'~~ a permanent Program Advisory Committee.

2. **MANDATE**

The mandate of a ~~Board of Governors'~~ Program Advisory Committee is to provide advice and recommendations on the following:

2.1 **• Graduate skills** – Provide guidance on the competencies and skills required by graduates;

2.2 **• Employment prospects** – Recommend and advise on student placements, including those in graduating classes for suitable part-time, summer or full-time permanent positions;

- 2.3 • **Work Integrated Learning** – Suggest and support experiential educational opportunities in industry, including field placements, clinical experience, co-operative experiences, and study abroad opportunities;
- 2.4 • **New program development** – Provide advice on opportunities to introduce new programs in response to the needs of a specific profession, industry or sector;

- 2.5 ♦ **Curriculum** – Provide content suggestions for inclusion in the program to maintain program relevancy and currency;
- 2.6 ♦ **Program review** – Participate in the program review process;
- 2.7 ♦ **Research** – Provide advice on integrating applied research into the curriculum and external research prospects;
- 2.8 ♦ **Technology** – Provide advice on ~~the~~ technological trends and changes in industry;
- 2.9 ♦ **Strategic Plan** - Support the goals identified in the College strategic plan;
- 2.10 **Academic Plan** - Support the goals identified in the College academic plan;
- 2.11 ♦ ~~Public relations~~ **Community Engagement** – Promote and sustain effective relationships with local communities, businesses, industry and professional associations;
- 2.12 ♦ **Student awards** – Assist in the establishment of scholarships, bursaries and awards for Durham College students; and,
- 2.13 ♦ **Guest speakers** – Assist in identifying guest speakers for program courses and initiatives.

3. STRUCTURE AND MEMBERSHIP

3.1 **Appointment of External Members (Voting except for Governors)**

- (a) There shall be one Program Advisory Committee per Program of Instruction or, where determined by the Executive Vice-President, Academic of the College, the President or the Board, per cluster of Programs of Instruction. The Executive Vice-President, Academic of the College and the President shall be responsible for and shall have the authority to establish, amalgamate or dissolve Program Advisory Committees in accordance with the Minister’s Binding Policy Directive on Framework for Programs of Instruction, provided that the Board may also establish, amalgamate or dissolve Program Advisory Committees at its discretion.
- (b) External Members shall be appointed to Program Advisory Committees by the Executive Vice-President, Academic of the College, based upon recommendations from the program’s Executive Dean/Dean. The Executive Vice-President, Academic shall send out letters of appointment to new External Members and letters of appreciation to External Members whose

terms have expired or who have resigned from a Program Advisory Committee. The Board may also appoint members to and remove members from Program Advisory Committees in its discretion.

3.2 ~~3.1~~ **External Member Composition**

- (a) Each Program Advisory Committee will consist of a minimum of 8 and maximum of 10 ~~external members~~ External Members.
- (b) ~~Every effort~~ Reasonable efforts will be made to have at least one College graduate from the program as an External Member on ~~a~~ the Program Advisory Committee for such program.
- (c) External ~~members~~ Members are invited as individuals to represent their industries, and/or their professional standing within an industry. External ~~members~~ Members are not considered spokespeople for their employers or companies.
- (d) A Program Advisory Committee shall not have more than one ~~representative from~~ External Member employed by or having a more than 2% ownership stake in or director or officer position at an organization external to Durham College. Should an ~~external member~~ External Member not be able to attend a Program Advisory Committee meeting, a designate may be permitted to attend instead, on a case by case basis and with the prior permission of the Executive Dean/Dean.
- (e) The ~~College~~ Executive Vice-President, Academic is responsible for ~~recruiting~~ ensuring the recruitment for any vacancies that occur on a Program Advisory Committee.

3.3 ~~3.2~~ **Review of Composition**

The Executive Dean/Dean shall review the membership of each Program Advisory Committee annually and shall consider membership continuity when recommending changes.

~~3.3~~ **Appointment of External Members**

~~Based upon recommendations from the program's Executive Dean/Dean, the Vice-President, Academic shall send out letters of appointment to new external members and letters of appreciation to external members whose terms have expired or who have resigned from a Program Advisory Committee.~~

3.4 **Term of Office of External Members**

- (a) The term of office for an ~~external member~~External Member shall be three (3) years, renewable once at the discretion of the program's Executive Dean/Dean, for a total of six (6) consecutive years. Regular attendance and participation are ~~strongly encouraged~~expected.
- (b) An ~~external member~~External Member is eligible for reappointment after two (2) years absence from the Program Advisory Committee.

3.5 Grounds for Removal

An ~~external member~~External Member may be removed from a Program Advisory Committee at the discretion of the Program Advisory Committee Chair ~~and/or~~ the program's Executive Dean/Dean, if the External member is absent for three (3) consecutive meetings.

3.6 Committee Chair

- (a) A Chair shall be appointed from the ~~external membership~~External Members of each Program Advisory Committee and shall be selected either by acclamation or ~~election~~majority vote.
- (b) The Chair shall serve a ~~one-year~~ term of up to two years and is eligible for ~~re-election~~an additional term of up to two years.
- (c) If the position of Chair becomes vacant for any reason, ~~a Program Advisory Committee~~the External Members shall appoint an ~~external member~~External Member to fill the vacancy.
- (d) The Chair shall:

 - (i) ~~a)~~ Preside over all meetings with the support of the Executive Dean/Dean;
 - (ii) ~~b)~~ Provide leadership to the Program Advisory Committee and encourage the members to consider issues from a broad perspective;

- (iii) ~~e)~~ Liaise with the program's Executive Dean/Dean to ensure that College procedures are followed and that issues requiring attention are addressed;
- (iv) ~~e)~~ Liaise with the Durham College representative designated by the program's Executive Dean/Dean in the preparation of meeting schedules and agendas;
- (v) ~~e)~~ Follow-up on action items as required;
- (vi) ~~f)~~ Review minutes of meetings prior to distribution; and,
- (vii) ~~g)~~ Represent the Program Advisory Committee ~~in communications with the~~ College events and initiatives.

3.7 College Representation (Non-Voting)

- (a) The ~~College~~ Executive Vice-President, Academic of the College, based on recommendations from the program's Executive Dean/Dean, shall make ~~every effort~~ reasonable efforts to ~~provide~~ appoint the following ~~representation as a resource for~~ additional non-voting members to each Program Advisory Committee:

- ~~• An Executive Dean/Dean~~

- (i) ~~• A~~ a Program Coordinator from the program or a program in the cluster of programs;
- (ii) ~~• One~~ one additional faculty member from the program or a program in the cluster of programs;
- (iii) ~~• A~~ a student representative from each program year; and
- (iv) ~~• A~~ a recorder.
- (b) The Executive Dean of a program to which a Program Advisory Committee relates shall be an ex-officio non-voting member of the Program Advisory Committee.
- (c) Other program or College staff may be invited to attend and participate as resources by the program's Executive Dean/Dean ~~acting in concert with the Program Advisory Committee Chair.~~



~~All College representatives are ex-officio and non-voting members of the Committee.~~

3.8 Durham College Employees

~~Durham College full-time, part-time, or contract employees are not eligible to be external members of a Program Advisory Committee.~~

If an ~~external member~~ External Member accepts employment at the College (including ~~whether full time or part-time instruction in the Centre for Professional and Part-Time Learning~~), their Program Advisory Committee ~~position~~ membership will be suspended ~~during~~ that ~~time~~ cease.

4. COMMITTEE OPERATING GUIDELINES AND PROCEDURES

4.1 Frequency and Location of Meetings

- (a) All Program Advisory Committees shall will meet at least twice per academic year. New programs, programs under review, or programs undergoing major revisions may require more frequent meetings. Additional meetings shall be called by the Chair in consultation with the Executive Dean/Dean.
- (b) Meetings shall be held in a location (including by means of telephone, electronic or other such communication facilities) and at a time agreeable to a majority of ~~Committee~~committee members.
- (c) If two meetings per academic year are not held, the respective program's Executive Dean/Dean will consult with the Program Coordinator and Chair of the Committee to provide the Executive Vice-President, Academic with a rationale.

4.2 Meetings by Electronic Means

- (a) A meeting of a Program Advisory Committee may be held by means of telephone, electronic or other such communication facilities as permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously:

~~A member participating by electronic means is deemed to be present at the meeting, including by teleconference.~~

- (b) Quorum shall be ~~established by a verbal roll call conducted~~confirmed by the recorder.

4.3 Decision Making

- (a) The Committee will arrive at decisions by consensus of the membership. In the event that a consensus cannot be reached, ~~this should be noted in the minutes and the matter forwarded to the Vice-President, Academic~~decision may be made by a 2/3 majority of the votes cast.

- (b) The College representatives who are ~~not~~ members of the Program Advisory Committee by virtue of Section 3.7(a) and 3.7(b) shall not be eligible to vote. The External Members appointed pursuant to Section 3.1 shall be eligible to

vote, provided that any Governors appointed pursuant to Section 3.1, Section 3.7(a) or Section 3.7(b) shall not be eligible to vote.

4.4 Quorum

- (a) Quorum is defined as fifty percent (50%) of the ~~current-external membership~~ number of External Members serving on the committee plus one.
- (b) Members who participate in a meeting by electronic means shall be deemed to be present and shall count towards quorum.
- (c) ~~College representatives~~ Non-voting members on a Program Advisory Committee shall not be counted in quorum.

4.5 Recorder

- (a) The Executive Dean/Dean will identify a ~~College representative~~ non-voting member of each Program Advisory Committee to act as a recorder and provide clerical support for each meeting.
- (b) The recorder will have the following responsibilities:
 - (i) • To notify committee members of meetings and distribute agendas;
 - (ii) • To manage meeting logistics;
 - (iii) • To record and distribute the minutes of each meeting;
 - (iv) • To help co-ordinate tasks and activities for the Chair, committee members, or sub-committees;
 - (v) • To act as ~~secretariat~~ secretary to the Program Advisory Committee and assist the Chair in ensuring effective meetings; and
 - (vi) • To help arrange orientation for the ~~Chair~~ chair and all committee members.

4.6 Meeting Minutes

Copies of all Program Advisory Committee minutes will be retained within the academic school according to the Common Records Schedule.

~~4.7~~ **Semi-Annual Report**

~~The Vice President, Academic shall provide a semi-annual report to the Durham College Board of Governors. The semi-annual report will include Program Advisory Committee membership, meeting frequency, meeting dates and recommendations, as well as confirmation of compliance with the Executive Limitations Policy on Program Advisory Committees.~~

4.7 ~~4.8~~ **Responsibility and Governance**

- (a) All Program Advisory Committees report to the ~~Durham College~~ Board ~~of Governors~~.
- (b) A program's Executive Dean/Dean has overall responsibility for ensuring the effectiveness of a Program Advisory Committee.
- (e) College ~~Administration~~administration has a shared responsibility for implementing ~~approved~~—recommendations from Program Advisory Committees.

4.8 ~~4.9~~ **Board of Governors' Liaison**

- (a) ~~Members of the Durham College Board of~~ Governors may serve on a Program Advisory Committee as non-voting members. It is not mandatory that each Governor serves on a Program Advisory Committee, nor that each Program Advisory Committee has a ~~Board liaison~~ Governor.
- (b) The ~~Corporate and~~ Board Secretary will advise the Executive Vice-President, Academic and the program's Executive Dean/Dean of any Governor who wishes to serve on a Program Advisory Committee.

4.9 **Oversight**

- (a) The Executive Vice-President, Academic shall oversee the monitoring of Program Advisory Committees and shall report to the President any issues regarding the effectiveness of Program Advisory Committees and recommend amendments to this By-law as appropriate.
- (b) A report shall be provided to the Board at least annually. This report will include a summary of Program Advisory Committee membership, meeting frequency, meeting dates and recommendations.
- (c) Program Advisory Committees shall not have administrative or executive functions.
- (d) Program Advisory Committees shall not evaluate College Employees.
- (e) Program Advisory Committees shall comply with the Durham College Program Advisory Committee External Members Handbook.
- (f) The President shall ensure that Program Advisory Committees are involved in the development of new Programs of Instruction and the program review process.

5. CONSENT TO RELEASE INFORMATION

The *Freedom of Information and Protection of Individual Privacy Act* requires that consent be received in certain circumstances prior to disclosing personal information as defined in ~~the Act~~ OCAATA. To protect the College, a signed 'Consent to Release Information' form shall be completed by every external Program Advisory Committee member. This form shall be kept by the program's Executive Dean/Dean and disposed of one year after a member ceases to be a member of a Program Advisory Committee.

6. ADDITIONAL SPECIAL PURPOSE ADVISORY COMMITTEES

- 6.1 The ~~Durham College~~ Board ~~of Governors~~ or the College ~~Administration~~administration may create additional special purpose ~~Advisory Committees~~advisory committees to advise the College on specific issues related to community, college, student services, or needs.
- 6.2 Normally, these ~~Advisory Committees~~advisory committees will dissolve when their specific task is complete, and in any case, will be subject to annual review and renewal.
- 6.3 Each special purpose ~~or ad-hoc Advisory Committee~~advisory committee will be provided with a ~~draft~~ mandate including a statement of the specific area or issue for which advice is being sought and the expected date of completion of the task. In the case of continuing committees, the specific terms of reference may be approved by the ~~Durham College Board of Governors~~ when appropriate, and will be subject to the membership, appointment and general operation guidelines set out for Program Advisory Committees.

7. **FORCE AND EFFECT**

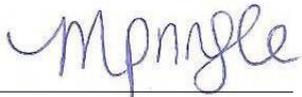
7.1 By-Law No. 2 of the ~~Durham College of Applied Arts and Technology~~, enacted on the ~~8¹²~~¹² day of ~~June 2011~~^{October, 2016}, is hereby repealed.

7.2 This by-law shall come into force and take effect on the date it is finally passed by the Board ~~of Governors~~.

~~Enacted~~^{Approved} by the Board ~~of Governors and sealed with the Corporate Seal this 12th~~^{on} the ___ day of ~~October~~, ~~2016~~²⁰²².



Board Chair



~~Corporate and Board Secretary~~

Board Secretary



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DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BY-LAW NO. 3

Advisory College Council

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DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BY-LAW NO. 3

Advisory College Council

A by-law regarding the establishment of a College Council pursuant to the Minister's Binding Policy Directive on Governance and Accountability made under the *Ontario Colleges of Applied Arts and Technologies Act, 2002*.

In this By-law, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

BE IT ENACTED AND IT IS HEREBY ENACTED as a By-law of Durham College of Applied Arts and Technology as follows:

1. Role of College Council

1.1 The College Council will be advisory to the President and will provide a vehicle for staff, faculty and students to be consulted and provide input on significant College matters, including:

- (a) strategic plan initiatives;
- (b) new operational policy; and
- (c) other operational matters of importance to the College.

1.2 In support of the College's vision and mission, the College Council will promote a collaborative culture, contribute positively to planning and decision-making processes, and provide a forum for stakeholder discussions and debate on strategic, policy, and procedural matters.

2. Terms of Reference

2.1 Council Membership

a) The College Council shall be composed of up to 17 members, composed of constituent groups, as follows:

- (i) The President of the College, who shall be a non-voting member and the Chair of the College Council;
- (ii) The Chief Administrative Officer who shall be a non-voting member;
- (iii) General Manager of Durham College Students Association;

- (iv) The following representatives, provided such representatives are not Internal Governors:
 - (1) Four Academic Staff Members;
 - (2) Four Support Staff Members;
 - (3) Two Administrative Staff Members; and
 - (4) Up to four Students;
- (b) Representatives are appointed as follows:
 - (i) The Academic Council selects the Academic Staff Member representatives who must be current members of the Academic Council;
 - (ii) The Support Staff Member union selects the Support Staff Member representatives;
 - (iii) The Chief Administrative Officer, in consultation with the President, selects the Administrative Staff Members following a call for candidates;
 - (iv) Durham College Students Association selects the Student representatives.
- (c) Each Academic Staff Member, Support Staff Member, and Administrative Staff Member representative shall serve a maximum three-year term. Each Student representative shall serve a one-year term.
- (d) The term of appointment for each Academic Staff Member, Support Staff Member, and Administrative Staff Member representative will coincide with the academic year, defined as September 1 of each year through to August 31 of the following year.
- (e) The term of appointment for each Student representative will align with the term of a director under Durham College Students Association by-laws¹.

2.2 Meetings

¹ As of the date of this By-law, the term of office for directors under Durham College Students Association's by-laws is May 1 of each year through to April 30 of the following year.

- a) The College Council will meet at least twice yearly with additional meetings, as required, at the call of the Chair. The agenda will be determined by the Chair.
- b) Consultation on new operational policy as well as other College Council issues may be conducted via email.

2.3 Quorum

A quorum for College Council is a simple majority of the current voting members, excluding vacancies.

2.4 Voting

Decisions will be made with a simple majority vote of the voting members.

2.5 Reporting and Deliverables

- (a) Agendas and minutes will be made available to the College community on the Info Centre for Employees (ICE) internal site.
- (b) A report from the College Council shall be included in the College's annual report.
- (c) The advice and counsel provided by the College Council will be taken under consideration in the final decision-making process by the President on strategic and operational initiatives.

2.6 Removal

A member of the College Council may be removed by: (a) a 2/3 majority vote cast on such question at a duly called meeting of the College Council; or (b) an Ordinary Resolution of the Board in its discretion.

3. Force and Effect

3.1 By-Law No. 3 of the Durham College of Applied Arts and Technology, enacted on the 8th day of June 2011, is hereby repealed.

3.2 This By-law shall come into force and take effect on the date it is finally passed.

Approved by the Board on the ____ day of _____, 2022.

Board Chair

Board Secretary



DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BY-LAW NO. 3

Advisory College Council

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DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BY-LAW NO. 3

Advisory College Council

A by-law regarding the establishment of a College Council pursuant to the Minister's Binding Policy Directive regarding Governance and Accountability made under the *Ontario Colleges of Applied Arts and Technologies Act, 2002* ~~(the "Act")~~.

In this By-law, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

BE IT ENACTED AND IT IS HEREBY ENACTED as a By-law of Durham College of Applied Arts and Technology ~~(hereinafter referred to as "the College")~~ as follows:

~~1. General~~

~~In accordance with the Ministry of Colleges and Universities' Minister's Binding Policy Directive regarding Governance and Accountability, the Board of Governors is to ensure that an advisory college council is established, the purpose of which is to provide a means for students and staff of the College to provide advice to the President on matters of importance to students and staff. The Board of Governors is to ensure that the structure, composition, terms of reference and procedures for the Council is established in by-law.~~

1. ~~2. Role of College Council~~

1.1 The College Council will be advisory to the President and will provide a vehicle for staff, faculty and students to be consulted and provide input on significant ~~college~~College matters, including:

- (a) •strategic plan initiatives;
- (b) •new operational policy; and
- (c) •other operational matters of importance to the College.

1.2 In support of ~~Durham~~the College's vision and mission, the College Council will promote a collaborative culture, contribute positively to planning and decision-making processes, and provide a forum for stakeholder discussions and debate on strategic, policy, and procedural matters.

2. ~~3.~~ Terms of Reference

2.1 ~~3.1~~ Council Membership

- a) The College Council shall be composed of up to 17 members, composed of constituent groups, as follows:

~~Chair:~~

- (i) • ~~Durham College~~ The President

~~Representative from of the Durham College Leadership Team;~~
who shall be a non-voting member and the Chair of the College Council;

- (ii) • The Chief Administrative Officer who shall be a non-voting member;

~~Representative from Durham College Students Inc.:~~

- (iii) • ~~General Manager~~ of Durham College Students Association;

~~Representatives from:~~

- (iv) • ~~Faculty — four~~ The following representatives • ~~Support staff — four, provided such~~ representatives • are not Internal Governors:

(1) Four Academic Staff Members;

(2) Four Support Staff Members;

(3) Two Administrative ~~— two — representatives~~ Staff Members; and

(4) • ~~Students — up~~ Up to four ~~representatives~~ Students;

- (b) ~~b)~~ Representatives are appointed as follows:

- (i) • The Academic Council selects the ~~faculty~~ Academic Staff Member representatives who must be current members of the Academic Council;

- (ii) • The ~~support staff~~Support Staff Member union selects the ~~support staff~~Support Staff Member representatives;
 - (iii) • The ~~college leadership selects the administrative representatives through~~Chief Administrative Officer, in consultation with the President, selects the Administrative Staff Members following a call for candidates;
 - (iv) • Durham College Students ~~Inc.~~Association selects the ~~student~~Student representatives.
- (c) ~~e)~~ Each ~~appointed~~Academic Staff Member, Support Staff Member, and Administrative Staff Member representative ~~from faculty, support staff, and administrative staff~~ shall serve a maximum three-year term. ~~Students~~Each Student representative shall serve a one-year term.
- (d) ~~d)~~ The term of appointment for ~~the faculty, support staff, and administrative representatives~~each Academic Staff Member, Support Staff Member, and Administrative Staff Member representative will coincide with the academic year, defined as September 1 of each year through to August 31 of the following year.
- (e) ~~e)~~ The term of appointment for ~~the student representatives~~each Student representative will align with ~~the term of a director under Durham College Student's Inc. by law that defines the term of office for its directors as May 1 of each year through to April 30 of the following year~~Students Association by-laws¹.

2.2 ~~3.2~~ Meetings

- a) The College Council will meet ~~three times~~at least twice yearly with additional meetings, as required, at the call of the Chair. The agenda will be determined by the Chair.
- b) Consultation on new operational policy as well as other College Council issues may be conducted via email.

2.3 ~~3.3~~ Quorum

A quorum for College Council is a simple majority of the current voting members, excluding vacancies.

¹ As of the date of this By-law, the term of office for directors under Durham College Students Association's by-laws is May 1 of each year through to April 30 of the following year.

2.4 Voting

Decisions will be made with a simple majority vote of the voting members.

2.5 ~~3.4~~ Reporting and Deliverables

(a) ~~a)~~ Agendas and minutes will be made available to the ~~Durham~~ College community on the Info Centre for Employees (ICE) internal site.

(b) ~~b)~~ A report from ~~this advisory~~the College Council shall be included in the College's annual report.

(c) ~~c)~~ The advice and counsel provided by the College Council will be taken under consideration in the final decision-making process by the President on strategic and operational initiatives.

2.6 Removal

A member of the College Council may be removed by: (a) a 2/3 majority vote cast on such question at a duly called meeting of the College Council; or (b) an Ordinary Resolution of the Board in its discretion.

3. ~~4.~~ Force and Effect

3.1 By-Law No. 3 of the Durham College of Applied Arts and Technology, enacted on the 58th day of ~~March 2008~~June 2011, is hereby repealed.

3.2 This By-law shall come into force and take effect on the date it is finally passed.

~~Enacted~~Approved by the Board ~~of Governors and sealed with the Corporate Seal this~~ 8th on the day of ~~June~~ , ~~2011~~2022.



Board Chair



Board Secretary

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DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BY-LAW NO. 4

Internal Governor Elections

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**DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY
BY-LAW NO. 4**

A by-law to regulate the election of Internal Governors pursuant to Ontario Regulation 34/03 under the *Ontario Colleges of Applied Arts and Technology Act, 2002*.

In this By-law, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

BE IT ENACTED AND IT IS HEREBY ENACTED as a by-law of The Durham College of Applied Arts and Technology as follows:

1. Principles

- 1.1 An election will be fair, transparent, accessible and provide for freedom of choice.
- 1.2 The term of appointment commences September 1 and concludes August 31 of the relevant years.
- 1.3 The Chief Returning Officer will ensure voting procedures are compliant with the customer service regulations of the *Accessibility for Ontarians with Disabilities Act*.

2. Election Governance

- 2.1 The Board will consult with College Council regarding any substantial amendments to this By-law.
- 2.2 The Nominating Committee of the Board will oversee the implementation of the procedures set out in this By-law.
- 2.3 The Board delegates authority to administer Internal Governor elections in accordance with this By-law to the Board Secretary, who will act as Chief Returning Officer.
- 2.4 The Board will establish an Electoral Committee to:
 - (a) Consider and respond to a complaint where the decision may affect the outcome of the election; and
 - (b) Consider and respond to appeals received in response to a Notice of Disqualification or a decision of the Chief Returning Officer.
- 2.5 The Electoral Committee will be comprised of the membership of the Nominating Committee, excluding any Governor who has a conflict of

interest or who is a member of the Constituency that is the subject of the complaint or appeal.

- 2.6 The Chair of the Nominating Committee will be the Chair of the Electoral Committee.
- 2.7 Quorum for a meeting of the Electoral Committee will be a simple majority of the members.
- 2.8 To ensure objectivity, the Board Secretary will not provide administrative support to the Electoral Committee.
 - (a) The Executive Assistant in the Office of the President or designate will provide administrative support to the Electoral Committee.
 - (b) The Electoral Committee is not required to hold regular meetings and will convene in-camera only if necessary to consider a complaint or appeal that has been received.
 - (c) The Electoral Committee will conduct its affairs following the principles of procedural fairness.

3. Notice of Election

- 3.1 The Chief Returning Officer will issue a Notice of Election a minimum of fifteen (15) Business Days prior to commencement of the Nomination Period.
- 3.2 The Notice of Election will:
 - (a) Identify the Constituency, Candidate eligibility requirements and the dates of the Nomination, Campaign and Voting Periods;
 - (b) Include an overview of the position;
 - (c) Be communicated electronically to the relevant Constituency; and
 - (d) Be posted on the College website.

4. Candidate Qualifications

- 4.1 To qualify as a Candidate in an Academic, Administrative or Support Staff election, a Candidate must be a permanent Employee at the College.
- 4.2 To qualify as a Candidate in a Student election, a Candidate must:
 - (a) be a Student;

- (b) be registered in at least 70% of the total number of credit courses or 66.6% of the total numbers of courses in a Ministry approved program;
 - (c) be in Good Academic Standing; and
 - (d) have no academic integrity alerts or student conduct violations on their student file.
- 4.3 A Candidate is only eligible to run in one of the Constituencies described in Ontario Regulation 34/03 to OCAATA. An individual's Constituency is determined through their main affiliation with the College as determined by the records of Human Resources or the Office of the Registrar.
- 4.4 An individual who does not meet the qualification criteria in Section 4.10 of By-law No. 1 is not qualified to be a Candidate.

5. Eligibility to Vote and Voters List

- 5.1 All permanent Employees, as determined by the records of Human Resources are eligible to vote in their Constituency as long as they remain an Employee of the College under the terms of the collective agreement for their Constituency or the administrative terms and conditions of employment during the Voting Period.
- 5.2 All Students, as determined by the records of the Office of the Registrar are eligible to vote as long as they remain a Student of the College during the Voting Period.
- 5.3 A Voters List will be prepared at the direction of the Chief Returning Officer three (3) Business Days prior to issuance of the Notice of Election.
- (a) The Voters List for a Student election is provided by the Office of the Registrar.
 - (b) The Voters List for an Academic, Administrative or Support Staff election is provided by Human Resources.
- 5.4 The Chief Returning Officer will make a Voters List available, in electronic format only, for viewing at all campuses during the Business Day upon issuance of the Notice of Election until the close of the Voting Period.
- 5.5 The purpose of the Voters List is:
- (a) To assist the Chief Returning Officer in confirming proposed Candidates and nominators are on the Voters List and are eligible to participate in the election.

- (b) To allow Constituents to confirm they are on the Voters List.
 - (c) To allow a Candidate to determine who is a member of their Constituency.
- 5.6 A Candidate can only view the Voters List and is not permitted to print or photograph the list.
- 5.7 Use of the Voters List for other purposes is prohibited.

6. Nominations and Nominations Period

- 6.1 The Nomination Period will be five (5) Business Days in duration.
- 6.2 Nomination forms will be available on the College website and in the Board office (Oshawa Campus, Gordon Willey Building, A140).
- 6.3 A completed Nomination Form must be delivered to the Chief Returning Officer by a proposed Candidate, who will present valid photo identification at the time of submission.
- 6.4 The Chief Returning Officer has the authority to reject a nomination if:
- (a) The proposed Candidate does not meet the eligibility requirements outlined in Section 5 of this By-law;
 - (b) All sections of the Nomination Form are not complete;
 - (c) The Nomination Form is not received by the end of the Business Day when the Nomination Period closes; or
 - (d) The information contained in the Nomination Form is incomplete or inaccurate.
- 6.5 If upon review of a Nomination Form, the Chief Returning Officer determines a Nomination Form is incomplete or inaccurate, a Candidate will have the opportunity to fix or correct a Nomination Form as long as it is re-submitted prior to the close of the Nomination Period.
- 6.6 The Chief Returning Officer will communicate acceptance or rejection of the nomination as soon as a determination is made or no later than 12:00 p.m. two (2) Business Days after the close of the Nomination Period.
- 6.7 The Chief Returning Officer will facilitate the posting of the names and other required and permitted information of all Candidates who submit such information within three (3) Business Days after the close of the Nomination Period on the College website.

- 6.8 All nominations are considered confidential until the close of the Nomination Period.
- 6.9 In the event that a Candidate advises the Chief Returning Officer of their desire to withdraw their nomination at least two (2) Business Days before the start of the Voting Period, the Chief Returning Officer will advise all other Candidates of the withdrawal. If time permits, the Candidate's name will be removed from the ballot.

7. Candidate Information Session (Mandatory)

- 7.1 All Candidates running for Student Governor must attend a Candidate Information Session hosted by the Chief Returning Officer in advance of the start of the Campaign Period. This date will be advertised on the College website and be communicated to all Candidates a minimum of two (2) Business Days in advance.
- 7.2 A Candidate who does not attend the Candidate Information Session, or who does not make alternate arrangements to meet with the Chief Returning Officer prior to the start of the Campaign Period, will be disqualified.

8. Campaigning and Campaign Period

- 8.1 The Campaign Period will commence no later than three (3) Business Days after the close of the Nomination Period and will be eight (8) Business Days in duration.
- 8.2 Campaigning outside of the Campaign Period is prohibited.
- 8.3 All Candidates must accurately represent themselves and their position, and will not engage in acts of defamation or destruction of other Candidate's Campaign materials.
- 8.4 All Candidates must comply with applicable College policies and procedures.
- 8.5 Physical Campaigning is restricted to public areas on-campus.
- 8.6 Campaigning is not permitted in the President's office, on-campus residence or in a classroom, lab, meeting room, study room or the Learning Commons.
- 8.7 The Chief Returning Officer shall provide guidelines on the use of posters, which may include designating a common area to display election materials.
- 8.8 Use of the College's digital signage is permitted. To access this medium, a Candidate must submit a formal request using the appropriate form:

<https://durhamcollege.ca/digitalsignage#submissionform>. All content must comply with the guidelines established by the Communications and Marketing Department and the Chief Returning Officer has the authority to reject any content contrary to College policies.

- 8.9 Use of personal social media platforms is permitted.
- 8.10 The use of College email, the Employee intranet (ICE) or Student intranet (MyCampus) by a Candidate for election purposes is prohibited, except as follows:
- (a) During the Campaign Period, the Chief Returning Officer will distribute two Candidate messages (maximum word count of 100 words per message) by College email, Employee intranet (ICE) or Student intranet (MyCampus).
 - (b) To be included in the distribution, a Candidate must provide the messages by the pre-determined deadline and the content will be reviewed and approved by the Chief Returning Officer.
 - (c) Messages will be sent in a group format to the appropriate distribution list and Candidates will not be given access to internal distribution lists.
- 8.11 The use of the College logo on campaign materials is prohibited.
- 8.12 All Campaign costs will be at the expense of the Candidate. Campaign expenditures will not exceed \$100 for any Candidate.
- 8.13 Proof of expenses (itemized receipts) must be retained by a Candidate and be made available to the Chief Returning Officer upon request until five (5) Business Days following the official announcement of election results or, if subject to a complaint, until ten (10) Business Days following the communication of a dispute or appeal ruling, whichever is later.
- 8.14 A Candidate is responsible for monitoring their own campaign materials to ensure compliance with this By-law and College policies.
- 8.15 All Campaign materials must be removed from all College campuses within one (1) Business Day following the close of the Campaign Period.
- 8.16 Notwithstanding Section 8, in order to respond to an extraordinary or an emergency situation, the Chief Returning Officer has the authority to implement changes to the types of Campaign activities that are permissible or contemplated by this By-law. Such changes will be communicated to all Candidates by email.

9. Voting and Voting Period

- 9.1 In the event that only one acceptable nomination is received by the Chief Returning Officer, the Candidate will be acclaimed and no election will be held.
- 9.2 In the event of an acclamation, the Chief Returning Officer will notify the Nominating Committee and the acclaimed Candidate within one (1) Business Day following the close of the Nomination Period. The name of the acclaimed Candidate will be communicated to the relevant Constituency within four (4) Business Days of the close of the Nomination Period.
- 9.3 In the event an election is required, the Voting Period will be five (5) Business Days in duration and will commence on the eleventh (11) Business Day following the close of the Nomination Period.
- 9.4 The Chief Returning Officer will promote the Voting Period to the relevant Constituency using communication channels appropriate to that group.
- 9.5 Voting will be conducted in a secure and confidential manner as determined by the Chief Returning Officer.
- 9.6 Each eligible voter will have one vote, and once a vote is cast, it cannot be changed.
- 9.7 In the event that any two Candidates receive an equal number of votes, the result will be determined by a coin toss conducted by the Chief Returning Officer in the presence of the two Candidates receiving the equal number of votes and the College President or designate.
- 9.8 The result of the election will be communicated to the Nominating Committee and all Candidates within one (1) Business Day following the close of the Voting Period.
- 9.9 The Chief Returning Officer will post on the College website, the names of all Candidates and the total number of votes received by each Candidate, and communicate the name of the successful Candidate to the relevant Constituency within four (4) Business Days following the close of the election.

10. Disqualification of a Candidate

- 10.1 A Candidate will be disqualified by the Chief Returning Officer if, in the case of a Student Governor election, the Candidate fails to attend the Candidate Information Session or fails to make alternative arrangements to meet with the Chief Returning Officer prior to the start of the Campaign Period.
- 10.2 A Candidate may be disqualified by the Chief Returning Officer if the Candidate violates this By-law, an applicable College policy or a decision of

the Chief Returning Officer whether or not a Candidate has received a prior written warning from the Chief Returning Officer.

- 10.3 If it is determined at the sole discretion of Chief Returning Officer there is satisfactory evidence to disqualify a Candidate, the Candidate will be issued a Notice of Disqualification, sent electronically to the email address provided on their respective Nomination Form.
- 10.4 A Candidate has two (2) Business Days from the date of the Notice of Disqualification to submit a written request to appeal the decision of the Chief Returning Officer to the Electoral Committee.
- 10.5 The date of the Notice of Disqualification is the date on which it is sent to the Candidate.
- 10.6 If a Candidate appeals the Notice of Disqualification to the Electoral Committee, the Candidate is permitted to participate in the Election until a decision of the Electoral Committee has been issued.
- 10.7 If a Candidate does not appeal the decision of the Chief Returning Officer or the decision of the Chief Returning Officer is upheld by the Electoral Committee, the Chief Returning Officer will post a Notice of Disqualification on the College website and remove the Candidate's photograph and personal statement.
- 10.8 Time permitting, the disqualified Candidate's name will be removed from the ballot.
- 10.9 Any votes received for a disqualified Candidate will be declared invalid. Individuals who voted for the disqualified Candidate will not have an opportunity to make an alternate choice.
- 10.10 Presence of a disqualified Candidate's name on the College website or ballot will not invalidate the election.

11. Complaints

- 11.1 The Chief Returning Officer has the authority to investigate and resolve a complaint by:
 - (a) Dismissing a complaint;
 - (b) Clarifying the rules for all Candidates;
 - (c) Issuing a warning to a Candidate;
 - (d) Mediating a dispute between two or more Candidates;

(e) Issuing a Notice of Disqualification to a Candidate.

- 11.2 All complaints must be received in writing and must indicate the details of the alleged violation of this By-law or applicable College policy. All available evidence supporting the complaint must also be attached.
- 11.3 If a complaint is specific to the policies or procedures related to the Nomination, Campaigning or Voting Periods, the complaint must be received no later than one (1) Business Day following the close of the applicable period.
- 11.4 The Chief Returning Officer will respond to the complainant within two (2) Business Days of receiving the complaint in writing.
- 11.5 The complainant has two (2) Business Days from the date of the Chief Returning Officer's decision to appeal. The date of the Chief Returning Officer's response is the date it is sent to the complainant.
- 11.6 Notwithstanding any other provision in Section 11, any complaint that may result in a change to an election outcome will be referred to the Electoral Committee for determination.

12. Appealing a Decision of the Chief Returning Officer

- 12.1 All appeals must be received in writing and must outline why the decision of the Chief Returning Officer should be reconsidered, and include supporting evidence.
- 12.2 A request for an appeal must be filed with the Executive Assistant in the Office of the President or designate within the prescribed timeframe who will forward the appeal to the Electoral Committee within one (1) Business Day.
- 12.3 The Electoral Committee will convene a meeting within two (2) Business Days of receiving the appeal to decide the matter and will issue a decision to the complainant within two (2) Business Days of the meeting convened for that purpose.
- 12.4 The Electoral Committee has the power to:
 - (a) Dismiss the appeal; or
 - (b) Allow the appeal and make any decision the Chief Returning Officer could have made as outlined in Section 11.1.
- 12.5 The decision of the Electoral Committee on the appeal is final.

13. Appealing a Decision of the Electoral Committee

- 13.1 Only a decision of the Electoral Committee made pursuant to Section 11.6 can be appealed.
- 13.2 All appeals must be received in writing and must outline why the decision of the Electoral Committee should be reconsidered, and any include any supporting evidence.
- 13.3 Within two (2) Business Days of receiving a decision of the Electoral Committee, an appeal may be filed with the Board Secretary who will forward it to the Board within two (2) Business Days.
- 13.4 The Board will convene a meeting within ten (10) Business Days of receiving the appeal to consider the matter, and once the Board decides on the matter, will communicate with the complainant within two (2) Business Days.
- 13.5 The Board has the power to:
 - (a) Dismiss the appeal; or
 - (b) Allow the appeal and make any decision it considers just and appropriate.
- 13.6 The decision of the Board on the appeal is final.

14. Continued Eligibility, Post-Election

- 14.1 A Student Governor must remain in Good Academic Standing and not receive any academic integrity or student conduct violations for the duration of their term of office.
- 14.2 A Student who graduates prior to the expiration of the student's term may remain a Student governor until August 31 in the year of their graduation.

15. Mid-Term Vacancies

- 15.1 If an Administrative Staff Member, Academic Staff Member or Support Staff Member is unable to finish their term of office, the vacancy will be filled according to Section 6 of By-law No. 1.
- 15.2 If a Student Governor is unable to finish their term of office, within one (1) month of the Board being notified:
 - (a) If eligible and willing, the Candidate with the second-most votes will be acclaimed as Governor.
 - (b) If the Candidate is either no longer eligible or not willing to serve as Governor, subject to section 15.2(c), a new election will be held.

- (c) If there are less than three (3) months to end of the term of office, the Student Governor position will remain vacant.

16. Reporting

The Chief Returning Officer will provide a post-election report identifying all the Candidates, the number of votes received for each Candidate, the number of invalid votes and the total number of votes to a public meeting of the Board.

17. Retention of Records

All Nomination Forms will be securely destroyed no sooner than five (5) Business Days after the announcement of the election results or the resolution of appeals, whichever is later. All other records related to the election will be retained according to the College's Common Records Schedule.

18. Force and Effect

18.1 By-Law No. 4 of the Durham College of Applied Arts and Technology, enacted on June 3, 2020 is hereby repealed.

18.2 This By-law shall come into force and take effect on the date it is finally passed.

Approved by the Board on the ____ day of _____, 2022.

Board Chair

Board Secretary

DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BY-LAW NO. 4

Internal Governor Elections

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DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY BY-LAW NO. 4

A by-law to regulate the election of Internal Governors pursuant to Ontario Regulation 34/03 under the *Ontario Colleges of Applied Arts and Technology Act, 2002* (~~“the Act”~~).

In this By-law, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

BE IT ENACTED AND IT IS HEREBY ENACTED as a by-law of ~~the~~The Durham College of Applied Arts and Technology (~~“Durham College”~~) as follows:

~~1. General~~

- ~~1.1. Durham College is committed to the principle of free and fair elections to be conducted in accordance with applicable legislation and applicable Durham College by-laws and policies.~~
- ~~1.2. Ontario Regulation 34/03 states that a Board of Governors of a College will include one Student, one Academic Staff Member, one Administrative Staff Member and one Support Staff Member, each of whom will be elected by the Students or by the relevant staff group.~~
- ~~1.3. Ontario Regulation 34/03 provides that no person will be a member of a College Board of Governors under clause (1) (c) of the regulation unless the person is duly elected in accordance with the procedures established by the Board after consultation with the Students and with the staff referenced in clause (1) (c) of the Act and set out in a by-law of the Board.~~
- ~~1.4. In keeping with Ontario Regulation 34/03, Durham College By-Law No. 1, Section 5, ‘Term of Office’ provides for Internal Governors (with the exception of a Student Governor) to serve a term of office determined by the Board, but not to exceed three years, renewable once, for a total service of six consecutive years. The term of office for a Student Governor will be one year, subject to re-election for a second year.~~

1. Principles

- 1.1 An election will be fair, transparent, accessible and provide for freedom of choice.
- 1.2 ~~1.5.~~ The term of appointment commences September 1 and concludes August 31 of the relevant years.

~~2. Definitions~~

~~Academic Staff Member~~

~~A person who is employed by Durham College as a teacher, counsellor or librarian.~~

~~Administrative Staff Member~~

~~A person who is employed by Durham College and who is not an Academic Staff Member, a Support Staff Member, or a Student.~~

Board

~~The Board of Governors of the Durham College of Applied Arts and Technology.~~

Business Day

~~Monday through Friday from 8:30 a.m. to 4:30 p.m. local time, excluding public holidays.~~

Campaigning

~~Activities undertaken by a Candidate or designate to promote a Candidate with the intent of winning the election.~~

Campaign Period

~~The defined period of time in which a Candidate or designate can undertake activities to promote a Candidate with the intent of winning the election.~~

Candidate

~~An individual who has been informed by the~~

~~1.3 The Chief Returning Officer that their nomination has been accepted.~~

Candidate Information Session

~~A mandatory information session hosted by the Chief Returning Officer for Candidates in a Student Governor Election.~~

Chief Returning Officer

~~The individual responsible for administering an Internal Governor election.~~

Constituency

~~A defined group of voters entitled to elect a representative.~~

College

~~Refers to the Durham College of Applied Arts and Technology.~~

College Council

~~A Council established pursuant to Durham College By-law No. 3 to provide a forum for Employees and Students to be consulted and to provide input on significant College matters.~~

Electoral Committee

~~A limited-term committee of the Board tasked with responding to specific complaints and appeals related to an election.~~

Employee

~~Any person in the employ of Durham College without regard for position, function, or other status of employment.~~

Good Academic Standing

~~A Student who is not on academic probation or suspension.~~

Internal Governor

~~A Governor elected from the Student, Academic, Administrative or Support Staff groups.~~

Nomination Form

~~The written form required to be completed in order to become a Candidate in a Student, Academic, Administrative or Support Staff election.~~

Nomination Period

~~The defined period of time in which Nomination Forms are accepted by the Chief Returning Officer.~~

Notice of Disqualification

~~A written notice issued by the Chief Returning Officer advising a Candidate that they have been disqualified.~~

Notice of Election

~~A written notice issued by the Chief Returning Officer advising of an upcoming Student, Academic, Administrative or Support Staff election.~~

Program of Instruction

~~A group of related courses leading to an Ontario College Certificate, Ontario College Diploma, Ontario College Advanced Diploma, Ontario College Graduate Certificate or an Ontario College Baccalaureate Degree or other document awarded by the Board of Governors.~~

Student

~~An individual who is enrolled in a Program of Instruction at Durham College, carrying a minimum course load of 50%.~~

Support Staff Member

~~A person who is employed by Durham College as a member of the office, clerical, technical, health care, maintenance, building service, shipping, transportation, cafeteria or nursery staff.~~

Voting Period

~~The defined period of time in which votes can be cast.~~

Voters List

~~A list of eligible voters for a particular Constituency group.~~

3. Principles

~~3.1. An election will be fair, transparent, accessible and provide for freedom of choice.~~

~~3.1.1. The Chief Returning Officer~~ will ensure voting procedures are compliant with the customer service regulations of the *Accessibility for Ontarians with Disabilities Act*.

2. 4. Election Governance

2.1 ~~4.1.~~ The Board will consult with College Council regarding any substantial amendments to this ~~by~~By-law.

2.2 ~~4.2.~~ The Nominating Committee of the Board will oversee the implementation of the procedures set out in this ~~by~~By-law.

2.3 ~~4.3.~~ The Board delegates authority to administer Internal Governor elections in accordance with this ~~by~~By-law to the ~~Corporate and~~ Board Secretary, who will act as Chief Returning Officer.

2.4 ~~4.4.~~ The Board will establish an Electoral Committee to:

(a) ~~4.4.1.~~ Consider and respond to a complaint where the decision may affect the outcome of the election; and

(b) ~~4.4.2.~~ Consider and respond to appeals received in response to a Notice of Disqualification or a decision of the Chief Returning Officer.

2.5 ~~4.5.~~ The Electoral Committee will be comprised of the membership of the Nominating Committee, excluding any Governor who has a conflict of interest or who is a member of the Constituency that is the subject of the complaint or appeal.

2.6 ~~4.6.~~ The Chair of the Nominating Committee will be the Chair of the Electoral Committee.

2.7 ~~4.7.~~ Quorum for a meeting of the Electoral Committee will be a simple majority of the members.

2.8 ~~4.8.~~ To ensure objectivity, the ~~Corporate and~~ Board Secretary will not provide administrative support to the Electoral Committee.

(a) ~~4.8.1.~~ The Executive Assistant in the Office of the President or designate will provide administrative support to the Electoral Committee.

(b) ~~4.8.2.~~ The Electoral Committee is not required to hold regular meetings and will convene in-camera only if necessary to consider a complaint or appeal that has been received.

(c) ~~4.8.3.~~ The Electoral Committee will conduct its affairs following [the principles of](#) procedural fairness.

3. ~~5.~~ Notice of Election

3.1 ~~5.1.~~ The Chief Returning Officer will issue a Notice of Election a minimum of fifteen (15) Business Days prior to commencement of the Nomination Period.

3.2 ~~5.2.~~ The Notice of Election will:

(a) ~~5.2.1.~~ Identify the Constituency, Candidate eligibility requirements and the dates of the Nomination, Campaign and Voting Periods;

(b) ~~5.2.2.~~ Include an overview of the position;

(c) ~~5.2.3.~~ Be communicated electronically to the relevant Constituency; and,

(d) ~~5.2.4.~~ Be posted on the ~~Durham~~ College website.

4. ~~6.~~ Candidate Qualifications

4.1 ~~6.1.~~ To qualify as a Candidate in an Academic, Administrative or Support Staff election, a Candidate must be a permanent Employee at ~~Durham~~the College.

4.2 ~~6.2.~~ To qualify as a Candidate in a Student election, a Candidate must :

(a) be a Student ~~who is~~;

(b) be registered in at least 70% of the total number of credit courses or 66.6% of the total numbers of courses in a Ministry approved program;

(c) be in Good Academic Standing; and ~~who has~~

(d) have no academic integrity alerts or student conduct violations on their student file.

4.3 ~~6.3.~~—A Candidate is only eligible to run in one of the ~~Constituency's~~Constituencies described in Ontario Regulation 34/03 to OCAATA. ~~6.3.1.~~—An individual's Constituency is determined through their main affiliation with ~~Durham~~the College as determined by the records of Human Resources or the Office of ~~Strategic Enrolment Services~~the Registrar.

~~6.4.~~—~~The following individuals are not qualified to be a Candidate:~~

4.4 ~~6.4.1.~~—An individual who ~~is less than 18 years of age;~~does not meet the qualification criteria in Section 4.10 of By-law No. 1 ~~is not qualified to be a Candidate.~~

~~6.4.2.~~—~~An individual who has been declared incapable by a court in Canada or in another country;~~

~~6.4.3.~~—~~An individual who has the status of bankruptcy.~~

5. ~~7.~~ Eligibility to Vote and Voters List

5.1 ~~7.1.~~—All permanent Employees, as determined by the records of Human Resources are eligible to vote in their Constituency as long as they remain an Employee of ~~Durham~~the College under the terms of the collective agreement for their Constituency or the administrative terms and conditions of employment during the Voting Period.

5.2 ~~7.2.~~ All Students, as determined by the records of the Office of ~~Strategic Enrolment Services~~ the Registrar are eligible to vote as long as they remain a Student of ~~Durham~~ the College during the Voting Period.

5.3 ~~7.3.~~ A Voters List will be prepared at the direction of the Chief Returning Officer three (3) Business Days prior to issuance of the Notice of Election.

(a) ~~7.3.1.~~ The Voters List for a Student election is provided by the Office of ~~Strategic Enrolment Services~~ the Registrar.

(b) ~~7.3.2.~~ The Voters List for an Academic, Administrative or Support Staff election is provided by Human Resources.

5.4 ~~7.4.~~ The Chief Returning Officer will make a Voters List available, in electronic format only, for viewing at all campuses ~~and the Pickering Learning Site~~ during the Business Day upon issuance of the Notice of Election until the close of the Voting Period.

5.5 ~~7.5.~~ The purpose of the Voters List is:

(a) ~~7.5.1.~~ To assist the Chief Returning Officer in confirming proposed Candidates and nominators are on the Voters List and are eligible to participate in the election.

(b) ~~7.5.2.~~ To allow Constituents to confirm they are on the Voters List.

(c) ~~7.5.3.~~ To allow a Candidate to determine who is a member of their Constituency.

5.6 ~~7.6.~~ A Candidate can only view the Voters List and is not permitted to print or photograph the list.

5.7 ~~7.7.~~ Use of the Voters List for other purposes is prohibited.

6. ~~8.~~ Nominations and Nominations Period

6.1 ~~8.1.~~ The Nomination Period will be five (5) Business Days in duration.

6.2 ~~8.2.~~ Nomination forms will be available on the ~~Durham~~ College website and in the Board ~~of Governors~~ office (Oshawa Campus, Gordon Willey Building, A140).

6.3 ~~8.3.~~ A completed Nomination Form must be delivered to the Chief Returning Officer ~~in person~~ by a proposed Candidate, who will present valid photo identification at the time of submission.

6.4 ~~8.4.~~ The Chief Returning Officer has the authority to reject a nomination if:

(a) ~~8.4.1.~~ The proposed Candidate does not meet the eligibility requirements outlined in Section ~~65~~ of this ~~by~~By-law;

(b) ~~8.4.2.~~ All sections of the Nomination Form are not complete;

(c) ~~8.4.3.~~ The Nomination Form is not received by the end of the Business Day when the Nomination Period closes; or

(d) ~~8.4.4.~~ The information contained in the Nomination Form is incomplete or inaccurate.

6.5 ~~8.5.~~ If upon review of a Nomination Form, the Chief Returning Officer determines a Nomination Form is incomplete or inaccurate, a Candidate will have the opportunity to fix or correct a Nomination Form as long as it is re-submitted prior to the close of the Nomination Period.

6.6 ~~8.6.~~ The Chief Returning Officer will communicate acceptance or rejection of the nomination as soon as a determination is made or no later than 12:00 p.m. two (2) Business Days after the close of the Nomination Period.

6.7 ~~8.7.~~ The Chief Returning Officer will facilitate the posting of the names, ~~photographs (optional) and personal statements (maximum word count of 100 words)~~ and other required and permitted information of all Candidates who submit ~~the required~~ such information within three (3) Business Days after the close of the Nomination Period on the ~~Durham~~ College website. ~~In lieu of a written personal statement, a 90-second video statement is permissible.~~

6.8 ~~8.8.~~ All nominations are considered confidential until the close of the Nomination Period.

6.9 ~~8.9.~~ In the event that a Candidate advises the Chief Returning Officer of their desire to withdraw their nomination at least two (2) Business Days before the start of the Voting Period, the Chief Returning Officer will advise all other Candidates of the withdrawal. If time permits, the Candidate's name will be removed from the ballot.

7. ~~9.~~ **Candidate Information Session (Mandatory)**

7.1 ~~9.1.~~ All Candidates running for Student Governor must attend a Candidate Information Session hosted by the Chief Returning Officer in advance of the start of the Campaign Period. This date will be advertised on the ~~Durham~~ College website and be communicated to all Candidates a minimum of two (2) Business Days in advance.

7.2 ~~9.2.~~ A Candidate who does not attend the Candidate Information Session, or who does not make alternate arrangements to meet with the Chief Returning Officer prior to the start of the Campaign Period, will be disqualified.

8. ~~10.~~ **Campaigning and Campaign Period**

8.1 ~~10.1.~~ The Campaign Period will commence no later than three (3) Business Days after the close of the Nomination Period and will be eight (8) Business Days in duration.

| 8.2 ~~10.2.~~ Campaigning outside of the Campaign Period is prohibited.

- 8.3 ~~10.3.~~ All Candidates must accurately represent themselves and their position, and will not engage in acts of defamation or destruction of other Candidate's Campaign materials.
- 8.4 ~~10.4.~~ All Candidates must comply with applicable ~~Durham~~ College policies and procedures.
- 8.5 ~~10.5.~~ Physical Campaigning is restricted to public areas on-campus.
- 8.6 ~~10.5.1.~~ Campaigning is not permitted in the President's office, on-campus residence or in a classroom, lab, meeting room, study room or the Learning Commons.
- 8.7 ~~10.6.~~ The Chief Returning Officer shall provide guidelines on the use of posters, which may include designating a common area to display election materials.
- 8.8 ~~10.7.~~ Use of ~~Durham~~the College's digital signage is permitted. To access this medium, a Candidate must submit a formal request using the appropriate form: <https://durhamcollege.ca/digitalsignage#submissionform>. All content must comply with the guidelines established by the Communications and Marketing Department and the Chief Returning Officer has the authority to reject any content contrary to ~~Durham~~ College policies.
- 8.9 ~~10.8.~~ Use of personal social media platforms is permitted.
- 8.10 ~~10.9.~~ The use of ~~Durham~~ College email, the Employee intranet (ICE) or Student intranet (MyCampus) by a Candidate for election purposes is prohibited, except as follows:
- (a) ~~10.9.1.~~ During the Campaign Period, the Chief Returning Officer will distribute two Candidate messages (maximum word count of 100 words per message) by ~~Durham~~ College email, Employee intranet (ICE) or Student intranet (MyCampus).
 - (b) ~~10.9.2.~~ To be included in the distribution, a Candidate must provide the messages by the pre-determined deadline and the content will be reviewed and approved by the Chief Returning Officer.
 - (c) ~~10.9.3.~~ Messages will be sent in a group format to the appropriate distribution list and Candidates will not be given access to internal distribution lists.
- 8.11 ~~10.10.~~ The use of the ~~Durham~~ College logo on campaign materials is prohibited.

8.12 ~~10.11.~~ All Campaign costs will be at the expense of the Candidate. Campaign expenditures will not exceed \$100 for any Candidate.

8.13 ~~10.11.1.~~ Proof of expenses (itemized receipts) must be retained by a Candidate and be made available to the Chief Returning Officer upon request until five (5) Business Days following the official announcement of election results or, if subject to a complaint, until ten (10) Business Days following the communication of a dispute or appeal ruling, whichever is later.

8.14 ~~10.12.~~ A Candidate is responsible for monitoring their own campaign materials to ensure compliance with this ~~by~~By-law and ~~Durham~~College policies.

8.15 ~~10.13.~~ All Campaign materials must be removed from all ~~Durham~~College campuses within one (1) Business ~~Days~~Day following the close of the Campaign Period.

8.16 ~~10.14.~~ Notwithstanding Section ~~108~~, in order to respond to an extraordinary or an emergency situation, the Chief Returning Officer has the authority to implement changes to the types of Campaign activities that are permissible or contemplated by this ~~by~~By-law. Such changes will be communicated to all Candidates by email.

9. ~~11.~~ Voting and Voting Period

9.1 ~~11.1.~~ In the event that only one acceptable nomination is received by the Chief Returning Officer, the Candidate will be acclaimed and no election will be held.

9.2 ~~11.2.~~ In the event of an acclamation, the Chief Returning Officer will notify the Nominating Committee and the acclaimed Candidate within one (1) Business Day following the close of the Nomination Period. The name of the acclaimed Candidate will be communicated to the relevant Constituency within four (4) Business Days of the close of the Nomination Period.

9.3 ~~11.3.~~ In the event an election is required, the Voting Period will be five (5) Business Days in duration and will commence on the eleventh (11) Business Day following the close of the Nomination Period.

9.4 ~~11.4.~~ The Chief Returning Officer will promote the Voting Period to the relevant Constituency using communication channels appropriate to that group.

- 9.5 ~~11.5.~~ Voting will be conducted in a secure and confidential manner as determined by the Chief Returning Officer.
- 9.6 ~~11.6.~~ Each eligible voter will have one vote, and once a vote is cast, it cannot be changed.
- 9.7 ~~11.7.~~ In the event that any two Candidates receive an equal number of votes, the result will be determined by a coin toss conducted by the Chief Returning Officer in the presence of the two Candidates receiving the equal number of votes and the ~~Durham~~ College President or designate.
- 9.8 ~~11.8.~~ The result of the election will be communicated to the Nominating Committee and all Candidates within one (1) Business Day following the close of the Voting Period.
- 9.9 ~~11.9.~~ The Chief Returning Officer will post on the ~~Durham~~ College website, the names of all Candidates and the total number of votes received by each Candidate, and communicate the name of the successful Candidate to the relevant Constituency within four (4) Business Days following the close of the election.

10. ~~12.~~ Disqualification of a Candidate

- 10.1 ~~12.1.~~ A Candidate will be disqualified by the Chief Returning Officer if:
- ~~12.1.1.~~ ~~—~~ In, in the case of a Student Governor election, the Candidate fails to attend the Candidate Information Session or fails to make alternative arrangements to meet with the Chief Returning Officer prior to the start of the Campaign Period.
- 10.2 ~~12.2.~~ A Candidate may be disqualified by the Chief Returning Officer if:
- ~~12.2.1.~~ ~~—~~ If a the Candidate violates this byBy-law, an applicable ~~Durham~~ College policy or a decision of the Chief Returning Officer whether or not a Candidate has received a prior written warning from the Chief Returning Officer.
- 10.3 ~~12.3.~~ If it is determined at the sole discretion of Chief Returning Officer there is satisfactory evidence to disqualify a Candidate, the Candidate will be issued a Notice of Disqualification, sent electronically to the email address provided on their respective Nomination Form.
- 10.4 ~~12.4.~~ A Candidate has two (2) Business Days from the date of the Notice of Disqualification to submit a written request to appeal the decision of the Chief Returning Officer to the Electoral Committee.

10.5 ~~12.5.~~ The date of the Notice of Disqualification is the date on which it is sent to the Candidate.

10.6 ~~12.6.~~ If a Candidate appeals the Notice of Disqualification to the Electoral Committee, the Candidate is permitted to participate in the Election until a decision of the Electoral Committee has been issued.

10.7 ~~12.7~~ If a Candidate does not appeal the decision of the Chief Returning Officer or the decision of the Chief Returning Officer is upheld by the Electoral Committee, the Chief Returning Officer will post a Notice of Disqualification on the ~~Durham~~ College website and remove the Candidate's photograph and personal statement.

10.8 ~~12.8~~ Time permitting, the disqualified Candidate's name will be removed from the ballot.

10.9 ~~12.8.1~~ Any votes received for a disqualified Candidate will be declared invalid. Individuals who voted for the disqualified Candidate will not have an opportunity to make an alternate choice.

10.10 ~~12.8.2~~ Presence of a disqualified Candidate's name on the ~~Durham~~ College website or ballot will not invalidate the election.

11. ~~13.~~ **Complaints**

11.1 ~~13.1~~ The Chief Returning Officer has the authority to investigate and resolve a complaint by:

(a) ~~13.1.1~~ Dismissing a complaint;

(b) ~~13.1.2~~ Clarifying the rules for all Candidates;

(c) ~~13.1.3~~ Issuing a warning to a Candidate;

(d) ~~13.1.4~~ Mediating a dispute between two or more Candidates;

(e) ~~13.1.5~~ Issuing a Notice of Disqualification to a Candidate.

11.2 ~~13.2~~ All complaints must be received in writing and must indicate the details of the alleged violation of this ~~by~~ By-law or applicable ~~Durham~~ College policy. All available evidence supporting the ~~compliant~~ complaint must also be attached.

11.3 ~~13.3~~ If a complaint is specific to the policies or procedures related to the Nomination, Campaigning or Voting Periods, the complaint must be received no later than one (1) Business Day following the close of the applicable period.

11.4 ~~13.4~~ The Chief Returning Officer will respond to the complainant within two (2) Business Days of receiving the complaint in writing.

11.5 ~~13.5~~ The complainant has two (2) Business Days from the date of the Chief Returning Officer's decision to appeal. ~~13.5.1~~ The date of the Chief Returning Officer's response is the date it is sent to the complainant.

11.6 ~~13.6~~ Notwithstanding any other provision in Section ~~13.11~~, any complaint that may result in a change to an election outcome will be referred to the Electoral Committee for determination.

12. ~~14.~~ **Appealing a Decision of the Chief Returning Officer**

12.1 ~~14.1~~ All appeals must be received in writing and must outline why the decision of the Chief Returning Officer should be reconsidered, and include supporting evidence.

12.2 ~~14.2~~ A request for an appeal must be filed with the Executive Assistant in the Office of the President or designate within the prescribed timeframe who will forward the appeal to the Electoral Committee within one (1) Business Day.

12.3 ~~14.3~~ The Electoral Committee will convene a meeting within two (2) Business Days of receiving the appeal to decide the matter and will issue a decision to the complainant within two (2) Business Days of the meeting convened for that purpose.

12.4 ~~14.4~~ The Electoral Committee has the power to:

(a) ~~14.4.1~~ Dismiss the appeal; or

(b) ~~14.4.2~~ Allow the appeal and make any decision the Chief Returning Officer could have made as outlined in Section ~~13.4~~ 11.1.

12.5 ~~14.5~~ The decision of the Electoral Committee on the appeal is final.

13. ~~15.~~ **Appealing a Decision of the Electoral Committee**

13.1 ~~15.1~~ Only a decision of the Electoral Committee made pursuant to Section ~~13.6~~ 11.6 can be appealed.

13.2 ~~15.2~~ All appeals must be received in writing and must outline why the decision of the Electoral Committee should be reconsidered, and any include any supporting evidence.

13.3 ~~15.3~~ Within two (2) Business Days of receiving a decision of the Electoral Committee, an appeal may be filed with the ~~Corporate and~~ Board

Secretary who will forward it to the Board ~~of Governors~~ within two (2) Business Days.

13.4 ~~15.4.~~ The Board ~~of Governors~~ will convene a meeting within ten (10) Business Days of receiving the appeal to consider the matter, and once the Board ~~of Governors~~ decides on the matter, will communicate with the complainant within two (2) Business Days.

13.5 ~~15.5.~~ The Board ~~of Governors~~ has the power to:

(a) ~~15.5.1.~~ Dismiss the appeal; or

(b) ~~15.5.2.~~ Allow the appeal and make any decision it considers just and appropriate.

13.6 ~~15.6.~~ The decision of the Board ~~of Governors~~ on the appeal is final.

14. ~~16.~~ Continued Eligibility, Post-Election

~~16.1.~~ ~~An elected Governor must remain a member of the Constituency by which they were elected throughout their term of office.~~

14.1 ~~16.2.~~ A Student Governor must remain in Good Academic Standing and not receive any academic integrity or student conduct violations for the duration of their term of office.

14.2 ~~16.3.~~ A Student who graduates prior to the expiration of the student's term may remain a ~~member of the Board~~ Student governor until August 31 in the year of their graduation.

15. ~~17.~~ Mid-Term Vacancies

15.1 ~~17.1.~~ If an Administrative Staff Member, Academic Staff Member or Support Staff Member is unable to finish their term of office, the vacancy will be filled according to Section 6 of By-law No. 1.

15.2 ~~17.2.~~ If a Student ~~Member~~ Governor is unable to finish their term of office, within one (1) month of the Board being notified:

(a) ~~17.2.1.~~ If eligible and willing, the Candidate with the second-most votes will be acclaimed as Governor.

(b) ~~17.2.2.~~ If the Candidate is either no longer eligible or not willing to serve as Governor, subject to ~~17.2.3.~~ section 15.2(c), a new election will be held.

(c) ~~17.2.3.~~ If there are less than three (3) months to end of the term of office, the Student ~~Member~~ Governor position will remain vacant.

16. ~~18.~~ Reporting

~~18.1.~~ The Chief Returning Officer will provide a post-election report identifying all the Candidates, the number of votes received for each Candidate, the number of invalid votes and the total number of votes to a public meeting of the Board ~~of Governors.~~

17. ~~19.~~ Retention of Records

~~19.1.~~ All Nomination Forms will be securely destroyed no sooner than five (5) Business Days after the announcement of the election results or the resolution of appeals, whichever is later. All other records related to the election will be retained according to ~~Durham~~the College's Common Records Schedule.

18. ~~20.~~ Force and Effect

18.1 By-Law No. 4 of the Durham College of Applied Arts and Technology, enacted on June 3, 2020 is hereby repealed.

18.2 This ~~by~~By-law ~~will~~shall come into force and take effect on the date it is finally passed.

Approved by the Board on the day of ~~Governors~~ at which time By-law No. 4 enacted February 10, 2016 is repealed , 2022.

~~Enacted by the Board of Governors and sealed with the Corporate Seal this 3rd day of June, 2020.~~



Melissa Pringle
Corporate and Board Secretary

Board Chair

Board Secretary

Document comparison by Workshare Compare on May 31, 2022 3:08:38 PM

Input:	
Document 1 ID	iManage://blg-mobility.imatech.com/documents/127499025/1
Description	#127499025v1<blg-mobility.imatech.com> - Durham College By-law No. 4
Document 2 ID	iManage://blg-mobility.imatech.com/documents/127499025/4
Description	#127499025v4<blg-mobility.imatech.com> - 4 - Durham College By-law No. 4
Rendering set	Standard

Legend:	
Insertion	
Deletion	
Moved from	
<u>Moved to</u>	
Style change	
Format change	
Moved deletion	
Inserted cell	
Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

Statistics:	
	Count
Insertions	251
Deletions	355
Moved from	4
Moved to	4
Style changes	0
Format changes	0
Total changes	614

Committee Terms of Reference

POLICY TYPE: Governance Process

EFFECTIVE DATE: April 2010

REVISION DATE: [June 2022]

RENEWAL DATE: [June 2025]

DEFINITIONS: In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Committee Principles

- 1.1 A Committee shall conduct its affairs in accordance with By-law No. 1 and College policies.
- 1.2 Subject to Section 2, except as specifically provided for in this By-law, a policy, or a resolution of the Board:
 - (a) a Committee cannot make a decision that binds the Board or the College, except as provided for in By-law No.1 and this policy;
 - (b) a Committee may not speak or act for the Board; and
 - (c) a Committee does not have authority over College Employees or operations.
- 1.3 The Board shall review and approve all actions taken at a Committee meeting and all recommendations made by a Committee.
- 1.4 The Board shall appoint the members of the Committees who shall hold office at the pleasure of the Board.
- 1.5 Every Governor shall be appointed to a minimum of one (1) Committee.
- 1.6 Internal Governors are permitted to serve as Vice-Chair of a Committee; however, an Internal Governor cannot be appointed as Chair of a Standing Committee as they cannot serve as a member of the Executive Committee.
- 1.7 Unless provided otherwise, the term of appointment to a Committee is one year and Committee members are eligible for re-election or re-appointment for additional terms.

- 1.8 The Chair and Vice-Chair of a Committee can serve successive one-year terms.
- 1.9 A Governor not appointed to a particular Committee can attend a meeting of another Committee as a guest, with the exception of Internal Governors who cannot attend a meeting of the Executive Committee. When attending as a guest, the Governor is permitted to sit at the table and participate in discussion, but is not entitled to vote on any matter.
- 1.10 Committees shall act in support of the College's mission, vision, values and strategic plan.

2. EXECUTIVE COMMITTEE

- 2.1 The Board shall establish an Executive Committee. Subject to Section 2.4 and the direction of the Board, the terms of reference of the Executive Committee are:
 - (a) To recommend to the Board the composition of a Presidential Search Committee, as required, to conduct a search and recommend the appointment of a President.
 - (b) To recommend the appointment and/or reappointment of a President, including the terms of employment of the President, to the Board.
 - (c) To annually review the President's performance.
 - (d) To annually review and approve the salary changes for all staff reporting to the President.
 - (e) To review and approve College organizational changes affecting the senior leadership team.
 - (f) To review and approve the expense accounts of the President.
 - (g) To review and approve the expense accounts of the Governors.
 - (h) To consider and recommend to the Board the attendance of Governors at relevant, external educational functions.
 - (i) To annually conduct a formal review of the Board.

- (j) To review all major legal actions and contractual arrangements and prepare recommendations for consideration by the Board.
- (k) To recommend for approval by the Board, the conferring of the title “president emeritus”.
- (l) To act on behalf of the Board in any matter which may arise, subject to Board approval at the next meeting of the Board:
 - (i) requiring such prompt attention that it is not practical to convene a special meeting of the Board; or
 - (ii) during periods when a quorum of the Board cannot be obtained.
- (m) To exercise the powers of the Board in respect of such matters as the Board may refer to it from time to time.
- (n) To conduct an annual Board Evaluation survey.

2.2 Membership

The membership of the Executive Committee shall consist of:

- (a) The Chair of the Board, who will also be the Chair of the Executive Committee;
- (b) The Vice-Chair of the Board, who will also be the Vice-Chair of the Executive Committee;
- (c) The Chairs of each of the Audit and Finance Committee, the Nominating Committee, and the Governance Review Committee; and
- (d) The President.

The Board Secretary shall be entitled to attend meetings of the Executive Committee and shall act as a resource of the Executive Committee.

2.3 Meetings

Meetings shall be held as established by the schedule referred to in Section 21 of By-law No. 1 or at the request of the Chair of the Executive Committee. All meetings will be held in-camera.

2.4 **Non-Delegable Matters**

The Executive Committee shall not have any of the following powers:

- (a) To appoint Governors.
- (b) To appoint the auditor of the College.
- (c) To issue debt obligations except as authorized by the Board.
- (d) To approve financial statements in place of the Board.
- (e) To adopt, amend or repeal By-laws.

3. **AUDIT AND FINANCE COMMITTEE**

3.1 The Board shall establish an Audit and Finance Committee. Subject to the direction of the Board, the terms of reference of the Audit and Finance Committee are:

- (a) To oversee College financial practices, reporting processes, systems of internal control, and review appropriateness of existing College accounting policies, disclosures and reserves.
- (b) To oversee the audit process, including recommending the independent auditor and reviewing: audit fees, audit scope of work, annual audited financial statements and management letter.
- (c) To review the annual operating and capital budgets.
- (d) To monitor risk through the annual risk register and assessment of long-term capital projects.
- (e) To review proposed private-public partnerships and regular progress reports of major projects.
- (f) To investigate any financial matter brought to its attention by the Board Chair or President.
- (g) To receive the annual College investment report.
- (h) To review the Schedule of Authorities Policy.

- (i) To perform such other oversight functions as may be assigned to the Committee by the Board.

The Committee shall fulfill its responsibilities consistent with Board and institutional policy, financial literacy and the Canadian public sector accounting standards for government not-for-profit organizations (PSAB).

3.2 Membership.

Subject to Section 3.3, the membership of the Audit and Finance Committee shall consist of:

- (a) The Chair of the Board;
- (b) A minimum of four (4) other Governors appointed by the Board; and
- (c) The President.

3.3 The Chair and Vice-Chair of the Committee will be appointed by the Board. At least one member of the Committee shall have accounting or related financial experience. A majority of the Audit and Finance Committee members must not be Officers or Employees of the College or of any of its affiliates.

3.4 The Board Secretary and Treasurer shall be entitled to attend meetings of the Audit and Finance Committee and shall act as resources of the Audit and Finance Committee.

3.5 The auditor of the College is entitled to notice of the time and place of any Audit and Finance Committee meeting.

3.6 Meetings

Meetings shall be held a minimum of five (5) times per year, as established by the schedule referred to in Section 21 of By-law No. 1 or at the request of the Chair of the Board, the Chair of the Committee, or at the direction of the Board. All meetings will be held in-camera.

4. NOMINATING COMMITTEE

4.1 The Board shall establish a Nominating Committee. Subject to the direction of the Board, the terms of reference of the Nominating Committee are:

- (a) To recommend to the Board the composition of the Committees following a review of the skill requirements for the Committees and their Chairs, Governor relevant experience, and preferences indicated in surveys.
- (b) To ensure the election of a Chair and Vice-Chair of the Board occurs in accordance with Roles and Duties of Officers Policy.
- (c) To solicit and review nominations to fill External Governor vacancies and to make recommendations to the Board regarding potential external candidates, based on current legislation, policies and By-laws. When making its recommendations and nominations, the Committee shall consider the skills and expertise required by the Board of Governors and its Committees at that time.
- (d) To oversee the reappointment process for External Governors and recommend reappointments to the Board.
- (e) To oversee the implementation of the procedures set out in By-law No. 4, which regulates the election of Internal Governors.
- (f) To support and monitor and the Board's mentorship program.
- (g) To annually review the Board skills matrix.

4.2 Membership

The membership of the Nominating Committee shall consist of

- (a) The Chair of the Board;
- (b) A minimum of four (4) other Governors appointed by the Board; and
- (c) The President.

4.3 The Chair and Vice-Chair of the Committee will be appointed by the Board.

4.4 The Board Secretary shall be entitled to attend meetings of the Nominating Committee and shall act as a resource of the Nominating Committee.

4.5 Meetings

Meetings shall be held a minimum of twice (2) per year, as established by the schedule referred to in Section 21 of By-law No. 1 or at the request of the Chair of the Board, the Chair of the Committee, or at the direction of the Board. All meetings will be held in-camera.

5. GOVERNANCE REVIEW COMMITTEE

5.1 The Board shall establish a Governance Review Committee. Subject to the direction of the Board, the terms of reference of the Governance Review Committee are:

- (a) To review current governance practice to ensure effective operation of the Board.
- (b) To confirm how the current governance policy structure is serving the College and explore ways to build on these strengths.
- (c) To assist the Board in fulfilling its governance oversight responsibilities.
- (d) To develop strategies to assist new Governors to develop advanced governance knowledge.
- (e) To develop an effective communication mechanism for the flow of information between Committees and the Board.
- (f) To review each By-law and each policy at least once every 5 years and more often where: (i) otherwise required by a review schedule prescribed in the policy, (ii) the By-law or policy is affected by new legislation, Directives or rules, or (iii) is otherwise appropriate.
- (g) To receive and review the President's annual compliance report.
- (h) To plan annual Board retreat.

5.2 Membership

- (a) The Chair of the Board;
- (b) A minimum of four (4) other Governors appointed by the Board; and

- (c) The President.
- 5.3 The Chair and Vice-Chair of the Committee will be appointed by the Board.
- 5.4 The Board Secretary shall be entitled to attend meetings of the Governance Review Committee and shall act as a resource of the Governance Review Committee.
- 5.5 Meetings
 - (a) Meetings shall be held a minimum of twice (2) per year or at the request of the Chair of the Board, the Chair of the Committee, or at the direction of the Board.
 - (b) All meetings will be held in public, unless a matter meets the requirements for an in-camera meeting under subsection 20.2 of By-law No. 1, at which time the Committee shall move in-camera.

6. General

- 6.1 The Board may fill any vacancies occurring on such Committees.
- 6.2 Minutes of the proceedings of any Committee shall be kept in a book or books for that purpose, which shall always be open for inspection by any Governor. Minutes of the Governance Review Committee shall be open for inspection by members of the public.
- 6.3 The Board shall receive an information report outlining recommended actions for approval at the next regular Board meeting following the meeting of a Committee.
- 6.4 Any Committee may meet for the transaction of business, adjourn and, except as provided in this By-law or the resolution establishing the Committee, regulate its meetings as it thinks fit. Motions arising at any meeting of a Committee shall be decided by a majority of votes cast. In the case of an equality of votes, the chair of the meeting shall have a second or casting vote.
- 6.5 Section 19 of By-law No. 1 (Conflict of Interest) applies to Committees.
- 6.6 Quorum:

- (a) A quorum for each Committee consists of a simple majority of the voting members (half plus one).
- (b) Only Governors listed as members of the Committee may make motions and vote at Committee meetings.
- (c) When a Governor declares a conflict of interest at a Committee meeting, the quorum shall be a majority of the remaining Governors.

7. Monitoring

As part of its annual self-evaluation, the Board will review the effectiveness of its Committees and recommend any changes to structure, format or policy to the Executive Committee.

8. Related legislation, Minister's Binding Policy Directives and other documents

- 8.1 Durham College By-law No. 1
- 8.2 Ministry's Binding Policy Directive – Governance and Accountability



~~BOARD OF GOVERNORS POLICY~~ Committee Terms of Reference

POLICY TYPE: Governance Process

~~**POLICY TITLE:** Committee Principles~~

EFFECTIVE DATE: April 2010

REVISION DATE: ~~February 2018~~ [June 2022]

RENEWAL DATE: ~~February 2021~~ [June 2025]

~~1. Background~~

~~1.1. In compliance with Durham College By-law No. 1, Section 30, the Board may, from time to time, establish committees consisting of Governors and officers of the Board for such purposes and with such powers as the Board approves.~~

~~1.2. This policy aligns with the principles of the Minister's Binding Policy Directive on Governance and Accountability, which requires a college board of governors to establish governance structures to enable the achievement of expected institutional outcomes with clear lines of communication and internal accountability.~~

~~2. Policy statements~~

~~2.1. As per Durham College By-law No. 1, the Board of Governors has established the following Committees: Executive, Audit and Finance, Governance Review and Nominating.~~

DEFINITIONS: In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Committee Principles

1.1 ~~2.2.~~ A committee ~~Committee~~ shall conduct its affairs in accordance with ~~Durham College~~ By-law No. 1, ~~Board and College policies.~~

1.2 Subject to Section 2, except as specifically provided for in this By-law, a policy and, or a resolution of the terms of reference approved for each committee. ~~Board:~~



~~2.3. Every committee shall keep minutes, which will be available for viewing by any Governor.~~

(a) ~~2.4. A committee~~ a Committee cannot make a decision that binds the Board ~~of Governors, and or the Board of Governors~~ shall approve all actions taken at a Committee meeting and all recommendations made by a Committee College, except as provided for in ~~Durham College~~ By-law No.1, and this policy;

(b) ~~2.5. A committee~~ a Committee may not speak or act for the Board ~~of Governors except when formally given such authority, or as provided for in By-law No. 1. Such authority will be carefully stated in order not to conflict with authority delegated to the Chair of the Board of Governors.; and~~

(c) ~~2.6. A committee~~ a Committee does not have authority over College ~~employees~~ Employees or operations.

1.3 The Board shall review and approve all actions taken at a Committee meeting and all recommendations made by a Committee.

1.4 ~~2.7. The Board of Governors~~ shall appoint the members of the ~~committees~~ Committees who shall hold office at the pleasure of the Board.

1.5 ~~2.8. Every Governor shall be appointed to a minimum of one (1) committee~~ Committee.

1.6 ~~2.9. Internal Governors are permitted to serve as Vice-Chair of a committee~~ Committee; however, an Internal Governor cannot be appointed as Chair of a Standing Committee as they cannot serve as a member of the Executive Committee.

1.7 ~~2.10. The~~ Unless provided otherwise, the term of appointment to a ~~committee~~ Committee is one- year; ~~however, successive one-year and Committee members are eligible for re-election or re-appointment for additional terms can be served.~~

1.8 ~~2.11. The Chair and Vice-Chair of a committee~~ Committee can serve successive one-year terms.

1.9 ~~2.12. A Governor not appointed to a particular committee~~ Committee can attend a meeting of another ~~committee~~ Committee as a guest, with the exception of Internal Governors who cannot attend a meeting of the Executive Committee. When attending as a guest, the Governor is permitted to sit at the table and participate in discussion, but is not entitled to vote on any matter.



~~3. Monitoring~~

~~3.1. The Board has delegated authority for recommending the composition of committees of the Board to the Nominating Committee. The Nominating Committee will conduct an annual Standing Committee survey to determine Governor's preferences for appointment.~~

~~3.2. As part of its annual self evaluation, the Board will review the effectiveness of its Committees and recommend any changes to structure, format or policy to the Governance Review Committee.~~

~~4. Related legislation, Minister's Binding Policy Directives and other documents~~

~~• Durham College By-law No. 1~~

~~Ministry's Binding Policy Directive Governance and Accountability~~

1.10 Committees shall act in support of the College's mission, vision, values and strategic plan.

2. ~~4.~~ EXECUTIVE COMMITTEE

2.1 ~~4.1 Terms of Reference. There~~ The Board shall ~~be~~ establish an Executive Committee. Subject to Section 2.4 and the direction of the Board, the terms of reference of the Executive Committee are:

- (a) To recommend to the Board the composition of a Presidential Search Committee, as required, to conduct a search and recommend the appointment of a President.
- (b) To recommend the appointment and/or reappointment of a President, including the terms of employment of the President, to the Board, ~~in-camera.~~
- (c) To annually review the President's performance ~~and report to the Board in-camera.~~
- (d) To annually review and approve the salary changes for all staff reporting to the President ~~and report thereon to the Board, in-camera, for informational purposes only.~~



- (e) To review and approve College organizational changes affecting the senior leadership team ~~and report thereon to the Board, for informational purposes only.~~
- (f) To review and approve the expense accounts of the President.
- (g) To review and approve the expense accounts of the Governors ~~of Governors.~~
- (h) To consider and recommend to the Board, the attendance of Governors at relevant, external educational functions.
- (i) To annually conduct a formal review of the Board.
- (j) To review all major legal actions, ~~building plans~~ and contractual arrangements and prepare recommendations for consideration by the Board.
- (k) To recommend for approval by the Board, the conferring of the title “president emeritus”.
- (l) To ~~consider matters and to direct action thereon~~ act on behalf of the Board in any matter which may arise, subject to Board approval at the next meeting of the Board;
- ~~(m) To act on behalf of the Board in any matter which may arise:~~
 - (i) requiring such ~~immediate~~ prompt attention that it is not practical to convene a special meeting of the Board; or
 - (ii) during periods when a quorum of the Board cannot be obtained.
- (m) ~~(n)~~ To exercise the powers of the Board in respect of such matters as the Board may refer to it from time to time.
- (n) To conduct an annual Board Evaluation survey.

2.2 ~~4.2~~ Membership

The membership of the Executive Committee shall consist of:



- (a) The Chair of the Board ~~of Governors~~, who will also be the Chair of the Executive Committee;
- (b) The Vice-Chair of the Board ~~of Governors~~, who will also be the Vice-Chair of the Executive Committee;
- (c) The Chairs of each of the ~~other three Committees~~ Audit and Finance Committee, the Nominating Committee, and the Governance Review Committee; and
- (d) The President;
- ~~(e) The Board Secretary (non-voting) shall be entitled to attend meetings of the Executive Committee and shall act as a resource of the Executive Committee.~~

2.3 ~~4.3~~ **Meetings**

Meetings shall be held as established by the schedule referred to in Section ~~23~~ 21 of By-law No. 1 or at the request of the Chair of the Executive Committee. All meetings will be held in-camera.

2.4 **Non-Delegable Matters**

The Executive Committee shall not have any of the following powers:

- (a) To appoint Governors.
- (b) To appoint the auditor of the College.
- (c) To issue debt obligations except as authorized by the Board.
- (d) To approve financial statements in place of the Board.
- (e) To adopt, amend or repeal By-laws.

3. ~~2.~~ **AUDIT AND FINANCE COMMITTEE**

3.1 ~~2.1 Terms of Reference. There~~ The Board shall ~~be~~ establish an Audit and Finance Committee. Subject to the direction of the Board, the terms of reference of the Audit and Finance Committee are:

- (a) To oversee College financial practices, reporting processes, systems of internal control, and review appropriateness of



existing College accounting policies, disclosures and reserves.

- (b) To oversee the audit process, including **recommendation of recommending** the independent auditor; **and** reviewing **of** audit fees, audit scope of work, annual audited financial statements and management letter.
- (c) To review the annual operating and capital budgets **and recommend approval to the Board**.
- (d) To monitor risk through the annual risk register and assessment of long-term capital projects.
- (e) To review proposed private-public partnerships and regular progress reports of major projects.
- (f) To investigate any financial matter brought to its attention by the Board Chair or President.
- (g) To receive the annual **Durham** College investment report.
- (h) To review the Schedule of Authorities Policy.
- (i) ~~(h)~~ To perform such other oversight functions as may be assigned to the Committee by the Board.

The Committee shall fulfill its responsibilities consistent with Board and institutional policy, financial literacy and the Canadian public sector accounting standards for government not-for-profit organizations (PSAB).

3.2 ~~2.2~~ Membership.

Subject to Section 3.3, the membership of the Audit and Finance Committee shall consist of:

- (a) The Chair of the Board;
- (b) A minimum of four (4) other Governors appointed by the Board; and
- (c) The President;
- ~~(d) The Treasurer (non-voting);~~



~~(e) The Board Secretary (non-voting)~~

3.3 ~~(f)~~ The Chair and Vice-Chair of the Committee will be appointed by the Board. ~~(g)~~ At least one **voting** member of the Committee shall have accounting or related financial experience. A majority of the Audit and Finance Committee members must not be Officers or Employees of the College or of any of its affiliates.

3.4 The Board Secretary and Treasurer shall be entitled to attend meetings of the Audit and Finance Committee and shall act as resources of the Audit and Finance Committee.

3.5 The auditor of the College is entitled to notice of the time and place of any Audit and Finance Committee meeting.

3.6 ~~2.3~~ Meetings

Meetings shall be held a minimum of **three five (35)** times per year, as established by the schedule referred to in Section ~~23~~**21** of By-law No. 1 or at the request of the Chair of the Board, the Chair of the Committee, or at the direction of the Board. All meetings will be held in-camera.

4. ~~3.~~ NOMINATING COMMITTEE

4.1 ~~3.1 Terms of Reference. There~~ The Board shall ~~be~~ **establish** a Nominating Committee. Subject to the direction of the Board, the terms of reference of the Nominating Committee are:

(a) To recommend to the Board the composition of **committees of the Board** the Committees following a review of the skill requirements for the Committees and their Chairs, Governor relevant experience, and preferences indicated in surveys.

(b) To **conduct** ensure the election of a Chair and Vice-Chair of the Board ~~and make recommendations to the Board on or before the final meeting of the Board in each year~~ occurs in accordance with Roles and Duties of Officers Policy.

(c) To solicit and review nominations to fill **external** External Governor vacancies and to make recommendations to the Board regarding potential external candidates, based on current legislation, ~~policy~~ policies and ~~Board by~~ By-laws. When making its recommendations and nominations, the Committee shall consider the skills and expertise required by the Board of Governors and its Committees at that time.



- (d) To oversee the reappointment process for ~~external~~ External Governors and recommend reappointments to the Board.
- (e) To oversee the implementation of the procedures set out in By-law No. 4, which regulates the election of Internal Governors.
- (f) To support and monitor and the Board's mentorship program.
- (g) To annually review the Board skills matrix.

4.2 ~~3.2~~ Membership

The membership of the Nominating Committee shall consist of

- (a) The Chair of the Board ~~of Governors~~;
- (b) A minimum of four (4) other Governors appointed by the Board; and
- (c) The President;
- ~~(d) The Board Secretary (non-voting)~~

4.3 ~~(e)~~ The Chair and Vice-Chair of the Committee will be appointed by the Board.

4.4 The Board Secretary shall be entitled to attend meetings of the Nominating Committee and shall act as a resource of the Nominating Committee.

4.5 ~~3.3~~ Meetings

Meetings shall be held a minimum of ~~once~~ twice (12) per year, as established by the schedule referred to in Section ~~23~~ 21 of By-law No. 1 or at the request of the Chair of the Board, the Chair of the Committee, or at the direction of the Board. All meetings will be held in-camera.

5. ~~4.~~ GOVERNANCE REVIEW COMMITTEE

5.1 ~~4.1 Terms of Reference. There~~ The Board shall ~~be~~ establish a Governance Review Committee. Subject to the direction of the Board, the terms of reference of the Governance Review Committee are:



- (a) To review current governance practice to ensure effective operation of the Board ~~of Governors~~.
- (b) To confirm how the current governance policy structure is serving the College and explore ways to build on these strengths.
- (c) To assist the Board ~~of Governors~~ in fulfilling its governance oversight responsibilities.
- (d) To develop strategies to assist new Governors to develop advanced governance knowledge.
- (e) To develop an effective communication mechanism for the flow of information between Committees and the Board.
- (f) To ~~annually review the Durham College Board by-laws~~ review each By-law and each policy at least once every 5 years and more often where: (i) otherwise required by a review schedule prescribed in the policy, (ii) the By-law or policy is affected by new legislation, Directives or rules, or (iii) is otherwise appropriate.
- ~~(g) To review Board policies pursuant to the established renewal schedule, or prior to the established date of renewal if changes are required to meet any new or amended legislative requirements.~~
- (g) ~~(h)~~ To receive and review the President's annual compliance report.
- (h) ~~(i) To annually review the board skills matrix. To plan annual Board retreat.~~

5.2 ~~4.2~~ Membership

- (a) The Chair of the Board;
- (b) A minimum of four (4) other Governors appointed by the Board; and
- (c) The President; ;
- ~~(d) The Board Secretary (non-voting)~~



5.3 ~~(e)~~ The Chair and Vice-Chair of the Committee will be appointed by the Board.

5.4 The Board Secretary shall be entitled to attend meetings of the Governance Review Committee and shall act as a resource of the Governance Review Committee.

5.5 ~~4.3~~ Meetings

(a) Meetings shall be held a minimum of twice (2) per year, ~~as established by the schedule referred to in Section 23~~ or at the request of the Chair of the Board, the Chair of the Committee, or at the direction of the Board.

(b) All meetings will be held in public, unless ~~an item of a matter~~ meets the requirements for an in-~~Camera~~ camera meeting under sub-section ~~22.2~~ 20.2 of By-law No. 1, at which time the Committee shall move in-camera.

(c)

6. General

6.1 The Board may fill any vacancies occurring on such Committees.

6.2 Minutes of the proceedings of any Committee shall be kept in a book or books for that purpose, which shall always be open for inspection by any Governor. Minutes of the Governance Review Committee shall be open for inspection by members of the public.

6.3 The Board shall receive an information report outlining recommended actions for approval at the next regular Board meeting following the meeting of a Committee.

6.4 Any Committee may meet for the transaction of business, adjourn and, except as provided in this By-law or the resolution establishing the Committee, regulate its meetings as it thinks fit. Motions arising at any meeting of a Committee shall be decided by a majority of votes cast. In the case of an equality of votes, the chair of the meeting shall have a second or casting vote.

6.5 Section 19 of By-law No. 1 (Conflict of Interest) applies to Committees.

6.6 Quorum:

(a) A quorum for each Committee consists of a simple majority of the voting members (half plus one).



- (b) Only Governors listed as members of the Committee may make motions and vote at Committee meetings.
- (c) When a Governor declares a conflict of interest at a Committee meeting, the quorum shall be a majority of the remaining Governors.

7. Monitoring

As part of its annual self-evaluation, the Board will review the effectiveness of its Committees and recommend any changes to structure, format or policy to the Executive Committee.

8. Related legislation, Minister's Binding Policy Directives and other documents

8.1 Durham College By-law No. 1

8.2 Ministry's Binding Policy Directive – Governance and Accountability

Document comparison by Workshare Compare on May 31, 2022 3:08:43 PM

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Board-President Relationship Policy

POLICY TYPE:	Board-President Relationship
EFFECTIVE DATE:	[June 2022]
REVISION DATE:	N/A
RENEWAL DATE:	[June 2022]
DEFINITIONS:	In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Oversight of the President

The Board selects and supervises the President, including:

- 1.1 developing and approving the President's job description and terms of employment;
- 1.2 where necessary, undertaking a recruitment process and selecting the President;
- 1.3 reviewing and approving the President's annual performance goals;
- 1.4 evaluating the President's performance, and determining the President's compensation; and
- 1.5 ensuring succession planning is in place for the President.

2. Delegation to the President

To the extent permitted by applicable law and subject to the By-laws, Board resolutions, and Board policies, including this policy and the "Executive Limitations" policies:

- 2.1 the Board delegates authority for implementation of the College vision, strategic directions, and overall goals and outcomes to the President, including authority to establish practices, make all decisions, take all actions and develop all activities on behalf of the College, provided that such authority is consistent with reasonable interpretations of the Board's "Outcomes" policies; and
- 2.2 the President has the power to employ, appoint, classify, promote, suspend, transfer, reclassify or remove any employee, with the exception of those employees with a direct reporting relationship to the President.

3. Executive Limitations

The President shall not cause or knowingly permit any practice, activity, decision or organizational circumstance that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

4. General Responsibilities of the President

- 4.1 The President is the chief executive officer of the College and the single official link to the Board, responsible for the overall leadership and management of the College. The President is accountable directly to the Board.
- 4.2 The President is responsible for developing the College's strategic direction with Board participation and approval.
- 4.3 The President is responsible for providing leadership for the implementation of the College's strategic directions as approved by the Board.
- 4.4 The President is responsible for developing external relationships required to secure College funding, strategic partnerships, government approvals, and College recognition that are essential to the operation and advancement of the College.
- 4.5 The President is responsible for all phases of the operation and administration of the College including the appointment, promotion and termination of College employees, except as provided for in By-law No. 1.
- 4.6 The President is responsible for recommending the establishment of, changes to, and/or elimination of programs to the Board.
- 4.7 The President is responsible for acting in the best interests of the College in securing and promoting its education, community, administrative and financial objectives.
- 4.8 The President is responsible for establishing, monitoring, amending and implementing all academic, administrative, and employment-related policies of the College, subject to constraints set out in Section 2.
- 4.9 The President will represent the College professionally, ethically and responsibly.
- 4.10 The President will conform to all Board policies and all lawful direction given by the Board or the Chair of the Board.
- 4.11 The President will participate in mutually agreed upon professional development goals.

- 4.12 The President will recommend to the Board appointments, classifications, promotions, suspensions, transfers, reclassification or removal of individuals with a direct reporting relationship to the President.
- 4.13 The President will ensure that all academic, administrative and employment-related policies of the College support and fulfill the policies of the Board.
- 4.14 The President or their designate will provide all information reasonably requested by any Governor regarding the affairs of the College to such Governor. The Board may pass a resolution from time to time to require that specific records relating to meetings of the Board or Committees or otherwise to the affairs of the College must be made readily available to Governors, whether through the online Board portal or other means.

5. Communication and Counsel to the Board

The President shall:

- 5.1 Submit monitoring data requested by the Board in a timely, accurate and understandable fashion, to facilitate the monitoring of compliance with Board policies;
- 5.2 Inform the Board of relevant trends, major program initiatives, anticipated adverse media coverage, significant external and internal changes, particularly in the assumptions upon which any Board policy or other significant decision has been established;
- 5.3 Advise the Board when the President believes the Board has failed to comply with its governance processes, Board policy, legislation, or any other situation detrimental to the working relationship between the Board and the President;
- 5.4 Communicate information to the Board in a concise, understandable, accurate and timely format;
- 5.5 Report promptly on any non-compliance with any Board policy;
- 5.6 Provide mechanisms for official Board communications to the College and broader community.

6. President Succession

6.1 President's Role in Emergency Succession Planning

To assist the Board in the execution of their duties, the President will ensure at least two (2) senior members of the College leadership team are familiar with Board and presidential issues and processes, and capable as functioning effectively as Acting President on an interim basis until the President can resume his/her duties or a new President is appointed. The President shall notify the Board of the Acting President candidates on an annual basis.

6.2 **Emergency Permanent Loss of Service**

- (a) The Board shall appoint an Acting President within five (5) business days of the permanent loss of service of the existing President.
- (b) The Board is not limited to the Acting President candidates identified by the President.
- (c) The Board will formally communicate with Employees within 48 hours of the permanent loss of service of the existing President apprising them of the situation and the intended course of action.
- (d) Where it is necessary to search for a new President, the Executive Committee shall convene within ten (10) business days to recommend to the Board the composition of a Presidential Search Committee, to conduct a search and recommend the appointment of a President.

6.3 **Emergency Temporary Loss of Service**

- (a) When the President has a planned absence due to vacation or another approved leave defined by the *Employment Standards Act*, and the appointment of an Acting President is necessary, an Acting President will be appointed by the President from among the Acting President candidates provided by the President to the Board. The Board Chair and Vice-Chair will be apprised of the appointment by email.
- (b) If the President has a planned absence in excess of 30 Business Days, the President will make a recommendation to the Board of Governors concerning who should be appointed Acting President in advance of the absence.

6.4 **Delegation of Authority to Acting President**

The Acting President shall be delegated the authority specified in Section 2 for the duration of the absence or leave of the President, until a new Acting President is appointed by the President or the Board, or until a new President is appointed by the Board. The Board may appoint another individual as the Acting President at any time.

6.5 **Planned Departure of President**

Upon the notification of the planned departure of the President, the Chair of the Board shall coordinate the recruitment and selection of a new President with the Executive Committee and the Board as necessary or desirable.

7. Monitoring

- 7.1 Monitoring of the President's performance is included in the policy "Assessing the President's Performance".
- 7.2 The President will report on the College's succession plan on an annual basis.
- 7.3 As part of its annual evaluation of the President's performance, the Board will evaluate the nature, quality, and timeliness of communication and counsel available to the Board from the President.

8. Related legislation, Minister's Binding Policy Directives and other documents

- 8.1 Durham College By-law No. 1
- 8.2 All Outcomes Policies
- 8.3 All Executive Limitations Policies
- 8.4 Policy on Assessing the President's Performance
- 8.5 Ministry's Binding Policy Directive – Governance and Accountability
- 8.6 Resource Document – Board-President Relations

~~BOARD OF GOVERNORS POLICY~~

Board-President Relationship Policy

POLICY TYPE: Board-President Relationship

~~**POLICY TITLE:**~~ ~~Delegation to the President~~

EFFECTIVE DATE: ~~February 2010~~ [June 2022]

REVISION DATE: ~~February 2018~~ N/A

RENEWAL DATE: ~~February 2024~~ [June 2022]

DEFINITIONS: In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. ~~Background~~Oversight of the President

~~1.1. The Board of Governors is responsible for setting the College vision, strategic directions, and overall goals and outcomes within the context of the appropriate laws, government policy, and local need.~~

~~1.2. This policy aligns with the Minister's Binding Policy Directive – Governance and Accountability and Board-President Relations.~~

The Board selects and supervises the President, including:

1.1 developing and approving the President's job description and terms of employment;

1.2 where necessary, undertaking a recruitment process and selecting the President;

1.3 reviewing and approving the President's annual performance goals;

1.4 evaluating the President's performance, and determining the President's compensation; and

1.5 ensuring succession planning is in place for the President.

2. ~~Policy statements~~ Delegation to the President

To the extent permitted by applicable law and subject to the By-laws, Board resolutions, and Board policies, including this policy and the “Executive Limitations” policies:

2.1 ~~2.1. The~~ the Board ~~of Governors~~ delegates authority for implementation of the College vision, strategic directions, and overall goals and outcomes to the President.

~~2.2. The President is delegated, including~~ authority to establish practices, make all decisions, take all actions and develop all activities on behalf of the College, ~~as long as they are~~ provided that such authority is consistent with reasonable ~~interpretation~~ interpretations of the Board’s “Outcomes” policies; and

2.2 the President has the power to employ, appoint, classify, promote, suspend, transfer, reclassify or remove any employee, with the exception of those employees with a direct reporting relationship to the President.

~~2.3. The President’s authority to act is constrained by the Board’s ‘Executive Limitations’ polices, requiring the President to act within acceptable boundaries of prudence, ethics and legality.~~

3. Executive Limitations

The President shall not cause or knowingly permit any practice, activity, decision or organizational circumstance that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

4. General Responsibilities of the President

4.1 The President is the chief executive officer of the College and the single official link to the Board, responsible for the overall leadership and management of the College. The President is accountable directly to the Board.

4.2 The President is responsible for developing the College’s strategic direction with Board participation and approval.

4.3 The President is responsible for providing leadership for the implementation of the College’s strategic directions as approved by the Board.

4.4 The President is responsible for developing external relationships required to secure College funding, strategic partnerships, government approvals, and

College recognition that are essential to the operation and advancement of the College.

- 4.5 The President is responsible for all phases of the operation and administration of the College including the appointment, promotion and termination of College employees, except as provided for in By-law No. 1.
- 4.6 The President is responsible for recommending the establishment of, changes to, and/or elimination of programs to the Board.
- 4.7 The President is responsible for acting in the best interests of the College in securing and promoting its education, community, administrative and financial objectives.
- 4.8 The President is responsible for establishing, monitoring, amending and implementing all academic, administrative, and employment-related policies of the College, subject to constraints set out in Section 2.
- 4.9 The President will represent the College professionally, ethically and responsibly.
- 4.10 The President will conform to all Board policies and all lawful direction given by the Board or the Chair of the Board.
- 4.11 The President will participate in mutually agreed upon professional development goals.
- 4.12 The President will recommend to the Board appointments, classifications, promotions, suspensions, transfers, reclassification or removal of individuals with a direct reporting relationship to the President.
- 4.13 The President will ensure that all academic, administrative and employment-related policies of the College support and fulfill the policies of the Board.
- 4.14 The President or their designate will provide all information reasonably requested by any Governor regarding the affairs of the College to such Governor. The Board may pass a resolution from time to time to require that specific records relating to meetings of the Board or Committees or otherwise to the affairs of the College must be made readily available to Governors, whether through the online Board portal or other means.

5. Communication and Counsel to the Board

The President shall:

- 5.1 Submit monitoring data requested by the Board in a timely, accurate and understandable fashion, to facilitate the monitoring of compliance with Board policies;
- 5.2 Inform the Board of relevant trends, major program initiatives, anticipated adverse media coverage, significant external and internal changes, particularly in the assumptions upon which any Board policy or other significant decision has been established;
- 5.3 Advise the Board when the President believes the Board has failed to comply with its governance processes, Board policy, legislation, or any other situation detrimental to the working relationship between the Board and the President;
- 5.4 Communicate information to the Board in a concise, understandable, accurate and timely format;
- 5.5 Report promptly on any non-compliance with any Board policy;
- 5.6 Provide mechanisms for official Board communications to the College and broader community.

6. President Succession

6.1 President's Role in Emergency Succession Planning

To assist the Board in the execution of their duties, the President will ensure at least two (2) senior members of the College leadership team are familiar with Board and presidential issues and processes, and capable as functioning effectively as Acting President on an interim basis until the President can resume his/her duties or a new President is appointed. The President shall notify the Board of the Acting President candidates on an annual basis.

6.2 Emergency Permanent Loss of Service

- (a) The Board shall appoint an Acting President within five (5) business days of the permanent loss of service of the existing President.
- (b) The Board is not limited to the Acting President candidates identified by the President.
- (c) The Board will formally communicate with Employees within 48 hours of the permanent loss of service of the existing President apprising them of the situation and the intended course of action.
- (d) Where it is necessary to search for a new President, the Executive Committee shall convene within ten (10) business days to recommend

to the Board the composition of a Presidential Search Committee, to conduct a search and recommend the appointment of a President.

6.3 Emergency Temporary Loss of Service

- (a) ~~2.4.~~ When the President has a planned absence due to vacation or another approved leave defined by the *Employment Standards Act*, and the appointment of an Acting President is necessary, an Acting President will be appointed ~~as deemed appropriate by the Office of~~ by the President. ~~In this case, from among the Acting President candidates provided by the President is delegated all authority typically conferred to the President~~ Board.2.5. The Board Chair and Vice-Chair will be apprised of the appointment by email.
- (b) If the President is the sole employee has a planned absence in excess of 30 Business Days, the ~~Board and as such~~ President will make a recommendation to the Board of Governors ~~cannot direct another College employee to act. Any authority that is delegated to a College employee is done exclusively through the~~ concerning who should be appointed Acting President in advance of the absence.

~~2.6. Only decisions made by resolution of the Board of Governors are binding on the President.~~

6.4 **Delegation of Authority to Acting President**

The Acting President shall be delegated the authority specified in Section 2 for the duration of the absence or leave of the President, until a new Acting President is appointed by the President or the Board, or until a new President is appointed by the Board. The Board may appoint another individual as the Acting President at any time.

6.5 **Planned Departure of President**

Upon the notification of the planned departure of the President, the Chair of the Board shall coordinate the recruitment and selection of a new President with the Executive Committee and the Board as necessary or desirable.

7. **3. Monitoring**

~~3.1. This policy is monitored through Executive Limitations which constrain the President to act within acceptable boundaries of prudence, ethics and legality.~~

7.1 Monitoring of the President's performance is included in the policy "Assessing the President's Performance".

7.2 The President will report on the College's succession plan on an annual basis.

7.3 As part of its annual evaluation of the President's performance, the Board will evaluate the nature, quality, and timeliness of communication and counsel available to the Board from the President.

8. **4.—Related legislation, Minister's Binding Policy Directives and other documents**

8.1 ~~•~~Durham College By-law No. 1

8.2

8.3 All Outcomes Policies

8.4 All Executive Limitations Policies

8.5 Policy on Assessing the President's Performance

8.6 Ministry's Binding Policy Directive – Governance and Accountability

8.7 Resource Document – Board-President Relations

Document comparison by Workshare Compare on May 31, 2022 3:37:40 PM

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Description	#127499030v6<blg-mobility.imatege.work> - 6 - Durham College Board-President Relationship Policy
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Assessing the President's Performance Policy

POLICY TYPE:	Board-President Relationship
EFFECTIVE DATE:	April 2009
REVISION DATE:	[June 2022]
RENEWAL DATE:	[June 2025]
DEFINITIONS:	In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Policy statements

- 1.1. The Board of Governors is responsible for assessing the performance of the President.
- 1.2. Responsibility for the annual review of the President's performance is delegated to the Executive Committee and as such the Chair of the Board will ensure that Governors have an opportunity to provide input to the Executive Committee as part of this process.
- 1.3. The performance of the President will be formally reviewed and evaluated on completion of six months in office, and based on the fiscal year thereafter.
- 1.4. The Board will use the following criteria when evaluating the annual performance of the President:
 - a. Compliance with the nature and limits set by the Board-President Relationship Policy, the Board's 'Outcomes' policies and the Board's 'Executive Limitations' policies;
 - b. Compliance with the nature and limits set by the strategic plan (vision, mission and values), the Board work plan and annual business plan;
 - c. The demonstration of the College's values of integrity and transparency, respect, equal access and inclusion, personal and team accountability and collaboration, both internally and externally;
 - d. The submission of timely Board reports on relevant issues and annual compliance report confirming all legislative and executive limitations have been met;
 - e. The delivery of a balanced budget;

- f. The substantial completion of the business plan objectives;
 - g. The strategic advancement of the College; and,
 - h. The degree to which the College is represented in a professional, ethical and responsible manner.
- 1.5. The performance assessment tools available to the Board may include, but are not limited to:
- a. An annual feedback survey completed by members of the Board;
 - b. A 360 degree survey conducted with external stakeholders at the end of the President's first year of service and as appropriate thereafter;
 - c. An employee engagement report provided every three years;
 - d. Annual compliance report;
 - e. Annual financial and risk performance reports;
 - f. Regular Board monitoring reports;
 - g. Informal appraisal through Board meeting discussions;
 - h. Regular feedback between the Board Chair, Board Vice-Chair and President on organizational issues and results;
 - i. Observation of leadership behaviours;
- 1.6. Following the annual evaluation of the President's performance, the Executive Committee shall make a recommendation to the Board with respect to the President's performance.

2. Monitoring

- 2.1. The President shall provide the Board a mid-year summary of progress against the established criteria outlined in Section 1.4 in November of each year.
- 2.2. The President shall provide the Board a year-end summary of progress against the established criteria outlined in Section 1.4 in March of each year.

3. Related legislation, Minister's Binding Policy Directives and other documents

- Durham College By-law No. 1
- Ministry's Binding Policy Directive - Governance and Accountability
- Resource Document - Board-President Relations

~~BOARD OF GOVERNORS POLICY~~

Assessing the President's Performance Policy

POLICY TYPE: Board-President Relationship

~~**POLICY TITLE:** Assessing the President's Performance~~

EFFECTIVE DATE: April 2009

REVISION DATE: ~~February 2018~~ **[June 2022]**

RENEWAL DATE: ~~February 2024~~ **[June 2025]**

DEFINITIONS: In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

~~1. Background~~

- ~~1.1. The relationship between a college board of governors and a college president is critical to a college's success. The Board, accountable for the overall direction and operation of the college, hires a president as its chief executive officer and delegates the authority and responsibility for managing the ongoing affairs of the College; the implementation of Board-approved policies; and the provision of the leadership required to achieve the College's strategic objectives.~~
- ~~1.2. Assessment of the President's performance is one mechanism the Board uses to ensure its accountability by verifying that the specified outcomes for the College are being achieved within the parameters of the defined 'Outcomes' policies and in accordance with 'Executive Limitations' policies.~~
- ~~1.3. The annual performance review provides a formal opportunity to assess and record achievement of goals, establish action plans and make performance adjustments as necessary.~~
- ~~1.4. This policy aligns with the Minister's Binding Policy Directive on Governance and Accountability and Board-President Relations, the framework provided by College Employer Council and Durham College By-law No. 1.~~

1. ~~2.~~ **Policy statements**

1.1. ~~2.1.~~ The Board of Governors is ~~solely~~ responsible for assessing the performance of the President.

1.2. ~~2.2. As per By-law No. 1, responsibility~~ Responsibility for the annual review of the President's performance is delegated to the Executive Committee and as such the Chair of the Board will ensure that ~~members of the Board~~ Governors have an opportunity to provide input to the Executive Committee as part of this process.

1.3. ~~2.3.~~ The performance of the ~~College~~ President will be formally reviewed and evaluated on completion of six months in office, and based on the fiscal year thereafter.

1.4. ~~2.4.~~ The Board ~~of Governors~~ will use the following criteria when evaluating the annual performance of the President:

- a. Compliance with the nature and limits set by [the Board-President Relationship Policy](#), the Board's 'Outcomes' policies and [the Board's 'Executive Limitations' policies](#);
- b. Compliance with the nature and limits set by the strategic plan (vision, mission and values), the ~~board~~[Board](#) work plan and annual business plan;
- c. The demonstration of the College's values of integrity and transparency, respect, equal access and inclusion, personal and team accountability and collaboration, both internally and externally;
- d. The submission of timely Board reports on relevant issues and annual compliance report confirming all legislative and executive limitations have been met;
- e. The ~~delivering~~[delivery](#) of a balanced budget;
- f. The substantial completion of the business plan objectives;
- g. The strategic advancement of the College; and,
- h. The degree to which the College is represented in a professional, ethical and responsible manner.

1.5. ~~2.5.~~ The performance assessment tools available to the Board may include, but are not limited to:

- a. An annual feedback survey completed by members of the Board;
- b. A 360 degree survey conducted with external stakeholders at the end of the President's first year of service and ~~every three years~~ [as appropriate](#) thereafter;
- c. An employee engagement report provided every three years;
- d. Annual compliance report;
- e. Annual financial and risk performance reports;
- f. Regular Board monitoring reports;
- g. Informal appraisal through Board meeting discussions;
- h. Regular feedback between the Board [Chair, Board Vice-Chair](#) and President on organizational issues and results;
- i. Observation of leadership behaviours;

1.6. ~~2.6.~~ Following the annual evaluation of the President's performance, the Executive Committee shall make a recommendation to the Board ~~of Governors~~ with respect to the President's performance.

2. ~~3.~~ **Monitoring**

2.1. ~~3.1.~~ The President shall provide the Board ~~of Governors~~ a mid-year summary of progress against the established criteria outlined in Section ~~2.4~~1.4 in November of each ~~Board~~ year.

2.2. ~~3.2.~~ The President shall provide the Board ~~of Governors~~ a year-end summary of progress against the established criteria outlined in Section ~~2.4~~1.4 in March of each ~~Board~~ year.

3. ~~4.~~ **Related legislation, Minister's Binding Policy Directives and other documents**

- Durham College By-law No. 1
- Ministry's Binding Policy Directive - Governance and Accountability
- ~~Ministry's Binding Policy Directive~~ Resource Document - Board-President Relations

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Roles and Duties of Officers Policy

POLICY TYPE:	Governance Process
REVISION DATE:	[June 2022]
RENEWAL DATE:	[June 2025]
DEFINITIONS:	In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Chair

- 1.1 The Chair of the Board of Governors is responsible for assuring the fulfillment of the Board's process, through leadership, openness and transparency, modeling of good governance and invitation for full Board participation.
- 1.2 The Chair of the Board, unless required otherwise by law or by By-law or policy shall:
 - (a) when present, preside at all meetings of the Board and ensure parliamentary procedure is followed;
 - (b) together with the Board Secretary or other Officers appointed for the purpose, sign all By-laws of the College;
 - (c) sign such contracts, documents or instruments in writing as require their signature;
 - (d) have such other powers and duties as may from time to time be assigned by the Board or as are incident to their office;
 - (e) act generally as spokesperson for the Board;
 - (f) prepare, in collaboration with the President, the Board agenda;
 - (g) ensure ongoing feedback and annual performance reviews of the President based on objective criteria related to efficiency, effectiveness, and attainment of goals are conducted;
 - (h) assist the President to secure strategic partnerships and College funding essential to the operation and advancement of the College, supporting the President as required, through a collegial partnership;
 - (i) foster teamwork among Governors, solve problems and resolve conflict;

- (j) ensure that the Minister's Binding Policy Directive on Conflict of Interest is followed;
- (k) support and counsel the President as required;
- (l) represent the Board by attending College Employer Council Board meetings; and
- (m) have such other powers and duties as may from time to time be assigned by the Board or as are incident to their office.

1.3 Due to the heavy demands by both Durham College and Ontario Tech University on co-populous governors serving the College and university contemporaneously, and to enable the Chair to devote their attention, energy and commitment to the College, the Chair shall be excluded from contemporaneous co-populous service.

2. Vice-Chair

- 2.1 The Vice-Chair of the Board shall, in the absence, inability or refusal of the Chair to act, perform all of the duties and have all of the powers of the Chair. In the absence of the Chair and the Vice-Chair, the Board shall by Ordinary Resolution appoint a temporary chair to perform such duties and exercise such powers. If a Vice-Chair (or such other Governor as the Board may from time to time appoint for the purpose) performs any such duty or exercises any such power, the unwillingness or inability of the Chair to act shall be presumed with reference thereto.
- 2.2 The Vice-Chair shall serve as an ex-officio director of the Durham College Foundation board.
- 2.3 For the reasons set out in Section 1.3, it is recommended but not required that the Vice-Chair be excluded from contemporaneous co-populous service.

3. Board Secretary

The Board Secretary shall:

- 3.1 be ex-officio clerk of the Board;
- 3.2 attend all meetings of the Board and of Committees, including in-camera meetings, and record, or cause to be recorded, all minutes of all proceedings in the books kept for that purpose, including through electronic means;
- 3.3 give, or cause to be given, all notices required to be given to Governors and to the public;

- 3.4 be the custodian of the corporate seal of the College and of all books, papers, records, correspondence, contracts and other documents belonging to the College and relating to Board proceedings, including electronic records;
- 3.5 perform, or cause to be performed, the duties of a Chief Returning Officer for the election of the Chair and Vice-Chair of the Board and for the election of Internal Governors; and
- 3.6 perform such other duties as may be determined from time to time by the Board.

4. Treasurer

The Treasurer, who shall be the College's Chief Financial Officer shall:

- 4.1 keep full and accurate accounts of all monies or bank accounts;
- 4.2 disburse the funds of the College, taking proper vouchers therefor and render to the Board at the regular meetings thereof, or whenever required by the Board, an account of all transactions and of the financial position of the College;
- 4.3 co-operate with the auditors of the College during any audit of the accounts of the College; and
- 4.4 perform such other duties as may be determined by the Board or the President.

5. Election of Chair and Vice-Chair

5.1 Terms and Eligibility

- (a) Only External Governors are eligible to be elected as Chair and Vice-Chair of the Board.
- (b) The term of office for the positions of Chair and Vice-Chair is up to two years, effective July 1 of each year.
- (c) The Chair and Vice-Chair are eligible for re-election.
- (d) If the office of the Chair or Vice-Chair shall be or become vacant for any reason, the Board shall appoint an External Governor to fill such a vacancy. Such Governor shall formally agree to the appointment.
- (e) Desirable attributes of a Chair and Vice-Chair include:
 - (i) Proven leadership skills;
 - (ii) Excellent strategic and facilitation skills;
 - (iii) Proven ability to influence and achieve consensus;

- (iv) Proven ability to act impartially and without bias, and display tact and diplomacy;
 - (v) Effective communication skills;
 - (vi) Political acuity;
 - (vii) The time to continue the legacy of building strong relationships between the College and stakeholders;
 - (viii) Proven ability to establish trusted advisor relationships with the President and other Governors; and
 - (ix) Governance experience.
- (f) It is desirable, but not necessary for a Chair to have served as Vice-Chair.
 - (g) All Governors are eligible to nominate Candidates and vote on the Chair and Vice-Chair elections.

5.2 Election Date

- (a) No later than the regular meeting of the Board in June of each year, the Board shall elect a Chair and Vice-Chair.
- (b) It is recommended that elections take place in early spring to inform the planning for the following Board year, including appointments to Standing Committees.

5.3 Nominations and Election Process

- (a) Potential Candidates for the office of Chair and Vice-Chair must be nominated by another Governor. A Governor cannot nominate themselves.
- (b) The Board delegates responsibility for conducting the election of Chair and Vice-Chair of the Board to the Nominating Committee.
- (c) The Board Secretary shall perform the duties of Chief Returning Officer for the election.
- ~~(d)~~ If the Board fails to elect the Chair or Vice-Chair by July 1, the incumbents for whom no replacements have been elected shall continue in office until their successors are elected except in the case of a Chair or Vice-Chair whose term as Governor has expired.
- (e) Following the close of the election, the Chair of the Nominating Committee will report back to the Board at its next regular meeting, announcing the outcome of the election.

5.4 Procedure

- (a) The Chief Returning Officer shall email all Governors a minimum of three (3) Business Days prior to the commencement of the Nomination Period, outlining the policy on the election of Chair and Vice-Chair of the Board and providing a copy of the Nomination Form.
- (b) The Nomination Period shall be four (4) Business Days in duration (Monday to Thursday).
- (c) Completed Nomination Forms shall be returned to the Chief Returning Officer.
- (d) The Chief Returning Officer shall confirm with all nominees their willingness to stand for election.
- (e) To be declared a Candidate, written confirmation of a nominee's willingness to stand for election must be received by the Chief Returning Officer within one (1) Business Day of the close of the Nomination Period (by the end of Business Day on Friday).
- (f) Elections will be conducted electronically via a secure and confidential voting application. Each eligible voter will have one vote.
- (g) The duration of the Voting Period shall be two (2) Business Days.
- (h) Following the close of the election process, the Chair of the Nominating Committee will report back to the Board at its next regular meeting, announcing the outcome of the election.

6. Monitoring

Monitoring of this policy is achieved through regular feedback at Board meetings; via the annual Board survey and review; and by means of progress and achievement of identified Board goals and objectives.

7. Related legislation, Minister's Binding Policy Directives and other documents

- 7.1 Durham College By-law No. 1
- 7.2 Joint Procedure – Ontario Tech University and DC – Co-populous Governance
- 7.3 Minister's Binding Policy Directive – Governance and Accountability
- 7.4 Board – President Relations Resource Document
- 7.5 Ontario Colleges of Applied Arts and Technology Act, 2002

~~BOARD OF GOVERNORS POLICY~~

Roles and Duties of Officers Policy

POLICY TYPE: Governance Process
~~POLICY TITLE:~~ ~~Roles of Chair and Vice-Chair of the Board~~
~~EFFECTIVE DATE:~~ ~~May 2010~~
REVISION DATE: ~~September 2019~~ [June 2022]
RENEWAL DATE: ~~April 2021~~ [June 2025]

DEFINITIONS: In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. ~~Background~~ Chair

- ~~1.1. Minister's Binding Policy Directive – Governance and Accountability – Board – President Relations outlines the key Board Chair responsibilities.~~
- ~~1.2. This policy aligns with Durham College By-law No. 1, section 11 – Duties of the Chair; and section 12 – Duties of the Vice-Chair, which states “In the absence or inability or refusal of the Chair to act, the Vice-Chair shall perform all the duties and have all the powers of the Chair.~~

2. ~~Policy statements~~

- 1.1 ~~2.1.~~ The Chair of the Board of Governors is responsible for assuring the fulfillment of the Board's process, through leadership, openness and transparency, modeling of good governance and invitation for full Board participation.
- 1.2 ~~2.2.~~ The Chair of the Board, unless required otherwise by law or by By-law or policy shall:
- (a) ~~2.2.1. Preside over~~ when present, preside at all meetings of the ~~Executive Committee and Board, ensuring and ensure~~ parliamentary procedure is followed.;
- ~~2.2.2. Prepare, in collaboration with the President, the Board agenda.~~

(b) ~~2.2.3. Together~~together with the Board Secretary or other ~~Board officers~~Officers appointed for the purpose, sign all ~~by~~By-laws of the College.;

(c) ~~2.2.4. Sign~~sign such contracts, documents or instruments in writing as require ~~his or her~~their signature.;

~~2.2.5. On behalf of the Board, have primary leadership responsibility for the President, together with an obligation to report to the Board and/or Executive Committee.~~

(d) have such other powers and duties as may from time to time be assigned by the Board or as are incident to their office;

(e) act generally as spokesperson for the Board;

(f) prepare, in collaboration with the President, the Board agenda;

(g) ~~2.2.6. Ensure~~ensure ongoing feedback and annual performance reviews of the President based on objective criteria related to efficiency, effectiveness, and attainment of goals are conducted.;

~~2.2.7. Ensure an annual review of the Board's performance based on self-evaluation of Board functioning and effectiveness is completed.~~

(h) ~~2.2.8. Assist~~assist the President to secure strategic partnerships and College funding essential to the operation and advancement of the College, supporting the President as required, through a collegial partnership.;

(i) ~~2.2.9. Foster~~foster teamwork among ~~Board members~~Governors, solve problems and resolve conflict.;

(j) ~~2.2.10. Ensure~~ensure that the Minister's Binding Policy Directive on Conflict of Interest is followed.;

~~2.2.11. Act as spokesperson for the Board, representing and speaking on behalf of the Board when official representation is required.~~

(k) ~~2.2.12. Support~~support and counsel the President as required.;

(l) ~~2.2.13. Represent~~represent the Board by attending College Employer Council Board meetings.;

(m) ~~2.2.14. Have~~have such other powers and duties as may from time to time be assigned by the Board or as are incident to ~~his or her~~their office.

~~2.3. The Vice Chair of the Board shall:~~

~~2.1. 2.2. 2.3. 2.3.1. In the absence, inability or refusal of the Chair to act, perform all of the duties and have all of the powers of the Chair.~~

~~2.3.2. Represent the Board by serving as an ex-officio director of the Durham College Foundation Board.~~

1.3 ~~2.4.~~ Due to the heavy demands by both Durham College and UOIT Ontario Tech University on co-populous governors serving the ~~college~~College and university contemporaneously, and to enable the Chair to devote ~~his or her~~their attention, energy and commitment to the College, the Chair shall be excluded from contemporaneous co-populous service.

2. Vice-Chair

2.1 The Vice-Chair of the Board shall, in the absence, inability or refusal of the Chair to act, perform all of the duties and have all of the powers of the Chair. In the absence of the Chair and the Vice-Chair, the Board shall by Ordinary Resolution appoint a temporary chair to perform such duties and exercise such powers. If a Vice-Chair (or such other Governor as the Board may from time to time appoint for the purpose) performs any such duty or exercises any such power, the unwillingness or inability of the Chair to act shall be presumed with reference thereto.

2.2 The Vice-Chair shall serve as an ex-officio director of the Durham College Foundation board.

2.3 For the ~~same~~ reasons set out in Section 1.3, it is recommended but not required that the Vice-~~chair~~Chair be excluded from contemporaneous co-populous service.

3. Monitoring Board Secretary

~~Monitoring of this policy is achieved through regular feedback at Board meetings; via the annual Board survey and review; and by means of progress and achievement of identified Board goals and objectives.~~

4. ~~Related legislation, Minister's Binding Policy Directives and other documents~~

The Board Secretary shall:

3.1 be ex-officio clerk of the Board;

3.2 attend all meetings of the Board and of Committees, including in-camera meetings, and record, or cause to be recorded, all minutes of all proceedings in the books kept for that purpose, including through electronic means;

3.3 give, or cause to be given, all notices required to be given to Governors and to the public;

- 3.4 be the custodian of the corporate seal of the College and of all books, papers, records, correspondence, contracts and other documents belonging to the College and relating to Board proceedings, including electronic records;
- 3.5 ~~• Durham College By-law No. 1 – Duties~~ perform, or cause to be performed, the duties of a Chief Returning Officer for the election of the Chair, and Duties of the Vice-Chair of the Board and for the election of Internal Governors; and

~~• Joint Procedure – UOIT and DC – Co-populous Governance~~

- 3.6 perform such other duties as may be determined from time to time by the Board.

4. Treasurer

The Treasurer, who shall be the College’s Chief Financial Officer shall:

- 4.1 keep full and accurate accounts of all monies or bank accounts;
- 4.2 disburse the funds of the College, taking proper vouchers therefor and render to the Board at the regular meetings thereof, or whenever required by the Board, an account of all transactions and of the financial position of the College;
- 4.3 co-operate with the auditors of the College during any audit of the accounts of the College; and
- 4.4 ~~• Minister’s Binding Policy Directive – Governance and Accountability~~ –perform such other duties as may be determined by the Board –or the President–Relations.

~~1. Background~~

~~1.1. — Ontario Regulation 34/03 Section 5(2) states the Board of Governors shall, in accordance with its by-laws, annually or every two years elect a Chair and Vice-Chair from among its members appointed under subsection 4(2) and the Chair and Vice-Chair are eligible for re-election.~~

~~1.2. — This policy aligns with Durham College By-law No. 1, Section 8:~~

5. Election of Chair and Vice-Chair:

~~2. Policy statements~~

~~2.1.~~

5.1 **Terms and Eligibility**

- (a) ~~2.1.1.~~ Only External Governors are eligible to be elected as Chair and Vice-Chair of the Board.
- (b) ~~2.1.2.~~ The term of office for the positions of Chair and Vice-Chair is ~~one year~~up to two years, effective July 1 of each year.
- (c) ~~2.1.3.~~ The Chair and Vice-Chair are eligible for re-election.
- (d) ~~2.1.4.~~ If the office of the Chair or Vice-Chair shall be or become vacant for any reason, the Board ~~of Governors~~ shall appoint an External Governor to fill such a vacancy. Such Governor shall formally agree to the appointment.
- (e) ~~2.1.5.~~ Desirable attributes of a Chair and Vice-Chair include:

 - (i) ~~•~~ Proven leadership skills;
 - (ii) ~~•~~ Excellent strategic and facilitation skills;
 - (iii) ~~•~~ Proven ability to influence and achieve consensus;
 - (iv) ~~•~~ Proven ability to act impartially and without bias, and display tact and diplomacy;
 - (v) ~~•~~ Effective communication skills;
 - (vi) ~~•~~ Political acuity;
 - (vii) ~~•~~ The time to continue the legacy of building strong relationships between the College and stakeholders;
 - (viii) ~~•~~ Proven ability to establish trusted advisor relationships with the President and other ~~board members~~Governors; and
 - (ix) ~~•~~ Governance experience.
- (f) ~~2.1.6.~~ It is desirable, but not necessary for a Chair to have served as Vice-Chair.
- (g) ~~2.1.7.~~ All Governors are eligible to nominate Candidates and ~~participate in~~vote on the ~~electoral process~~Chair and Vice-Chair elections.

5.2 ~~2.2.~~ **Election Date**

(a) ~~2.2.1.~~ No later than the regular meeting of the Board in June of each year, the Board ~~of Governors~~ shall elect a Chair and Vice-Chair ~~from its external members~~.

(b) ~~2.2.2.~~ It is recommended that elections take place in early spring to inform the planning for the following Board year, including appointments to Standing Committees.

5.3 ~~2.3.~~ **Nominations and Election Process**

(a) ~~2.3.1.~~ Potential ~~candidates~~ Candidates for the office of Chair and Vice-Chair must be nominated by another Governor. A Governor cannot nominate ~~his/herself~~ themselves.

(b) ~~2.3.2.~~ The Board ~~of Governors~~ delegates responsibility for conducting the election of Chair and Vice-Chair of the Board to the Nominating Committee.

(c) ~~2.3.3.~~ The Board Secretary shall perform the duties of ~~chief returning officer~~ Chief Returning Officer for the election.

(d) ~~2.3.4.~~ If the Board ~~of Governors~~ fails to ~~appoint any or all of such officers~~ select the Chair or Vice-Chair by July 1, the incumbents for whom no replacements have been ~~appointed~~ delected shall continue in office until their successors are ~~appointed~~ delected except in the case of a Chair or Vice-Chair whose term as ~~governor~~ Governor has expired.

(e) ~~2.3.5.~~ Following the close of the election, the Chair of the Nominating Committee will report back to the Board ~~of Governors~~ at its next regular meeting, announcing the outcome of the election.

~~3. Monitoring~~

~~3.1.1. — The Nominating Committee shall have responsibility for annually monitoring the implementation of the policy and shall make any recommendations for revision to the policy to the Governance Review Committee.~~

~~4. Related legislation, Minister's Binding Policy Directives and other documents~~

- ~~• Durham College By-Law No. 1~~
- ~~• Ontario Colleges of Applied Arts and Technology Act, 2002~~
- ~~• Policy on Roles of Chair and Vice-Chair of the Board~~
- ~~• Procedure for Election of Chair and Vice-Chair of the Board~~

5.4 **1. Procedure**

- (a) ~~1.1.~~ The ~~Board Secretary~~Chief Returning Officer shall email all ~~members of the Board~~Governors a minimum of three (3) ~~business days~~Business Days prior to the commencement of the Nomination Period, outlining the policy on the ~~Election~~election of Chair and Vice-Chair of the Board and providing a copy of the Nomination Form.
- (b) ~~1.2.~~ The Nomination Period shall be four (4) ~~business days~~Business Days in duration (Monday to Thursday).
- (c) ~~1.3.~~ Completed Nomination Forms shall be returned to the ~~Board Secretary who will perform the duties of chief returning officer for the election process~~Chief Returning Officer.
- (d) ~~1.4.~~ The ~~Board Secretary~~Chief Returning Officer shall confirm with all nominees their willingness to stand for election.
- (e) ~~1.5.~~ To be declared a Candidate, written confirmation of a nominee's willingness to stand for election must be received by the ~~Board Secretary~~Chief Returning Officer within one (1) ~~business day~~Business Day of the close of the Nomination Period (by the end of ~~business day~~Business Day on Friday).
- (f) ~~1.6.~~ Elections will be conducted electronically via a secure and confidential voting application. Each eligible voter will have one vote.
- (g) ~~1.7.~~ The duration of the Voting Period shall be two (2) ~~business days~~Business Days.
- (h) ~~1.8.~~ Following the close of the election process, the Chair of the Nominating Committee will report back to the Board at its next regular meeting, announcing the outcome of the election.

6. Monitoring

Monitoring of this policy is achieved through regular feedback at Board meetings; via the annual Board survey and review; and by means of progress and achievement of identified Board goals and objectives.

7. ~~2.~~ Related legislation, Minister's Binding Policy Directives and other documents

7.1 Durham College By-law No. 1

7.2 Joint Procedure – Ontario Tech University and DC – Co-populous Governance

7.3 [Minister's Binding Policy Directive – Governance and Accountability](#)

7.4 ~~• Policy on Election of Chair and Vice Chair of the Board~~ [– President Relations Resource Document](#)

~~• Nomination Forms (for chair and vice chair)~~

7.5 [Ontario Colleges of Applied Arts and Technology Act, 2002](#)

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Whistleblowing Policy

POLICY TYPE:	Executive Limitations
EFFECTIVE DATE:	March 2008
REVISION DATE:	[June 2022]
RENEWAL DATE:	[June 2025]
DEFINITIONS:	In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Definitions

For the purposes of this Policy:

1.1. “**Misconduct**” means:

- 2.1.1. conduct that constitutes a criminal offence;
- 2.1.2. negligent, improper or gross mismanagement of any College or public funds;
- 2.1.3. fraudulent financial reporting;
- 2.1.4. forgery or alteration of documents;
- 2.1.5. a serious, wilful and flagrant breach of the By-Laws, College policies or any other applicable law; or
- 2.1.6. conduct that is causing or caused a substantial and specific danger to the environment or public health and safety.

1.2. “**Whistleblowing**” means the release or disclosure of information that is evidence of Misconduct and “to blow the whistle” means to disclose or release such information.

2. Whistleblowing

Any College Community Member (the “**Whistleblower**”) may blow the whistle if he or she has an honest belief that:

- 2.1. another College Community Member (the “**Offending Person**”) has engaged in Misconduct;

- 2.2. the information disclosed or released through Whistleblowing is true and materially accurate;
- 2.3. the Whistleblowing is in the public interest; and
- 2.4. there is no confidential internal policy or mechanism available to otherwise raise or address the issue sought to be raised through Whistleblowing.

3. Administrative Guidelines

- 3.1. In order to blow the whistle, the Whistleblower may file, in confidence, a written complaint, report or disclosure with the Office of the President or in the event of a conflict of interest, to the Chair of the Board, or in the event of conflict of interest of the Chair, to Associate Vice President, Human Resources.
- 3.2. To the maximum extent possible, the identity of the Whistleblower shall remain confidential (but not anonymous) to those persons directly involved in applying this policy, unless the issue requires investigation by law enforcement. The College will accept reports under this policy on an anonymous basis. The College will not tolerate any attempt by a Community Member to identify an individual who reports in good faith on a confidential and anonymous basis in accordance with this policy.
- 3.3. The Office of the President and/or Board Chair shall receive, determine, investigate using the relevant investigative procedure, and resolve, where appropriate, all Whistleblowing made under this policy, provided that anonymous Whistleblowing will only be acted upon if the evidence collected during the preliminary investigation indicates that the Whistleblowing is made in accordance with this policy. The President and Chair may delegate the investigative process to a member of staff or external appointee to complete on their behalf.
- 3.4. In the event an internal solution is not desirable and, depending on the nature of the Whistleblowing, the matter may be referred to the Ministry or other external agency commission, tribunal and/or legal process for resolution.
- 3.5. No College Community Member shall harass or reprise in any way or discriminate against any Whistleblower who blows the whistle in accordance with this policy, or any College Community Member who seeks advice about whistleblowing in good faith, who cooperates in any subsequent investigation under this policy, or who otherwise acts in compliance with this policy. A College Community Member who has reasonable grounds for believing they have suffered a reprisal in contravention of this policy is entitled to make a complaint to the College.
- 3.6. No College Community Member shall obstruct anyone involved in an investigation of wrongdoing or reprisal. Any person who destroys, alters, falsifies, or conceals a document or other thing they know or ought to know is likely relevant to the investigation of wrongdoing or reprisal is subject to disciplinary measures, including suspension or dismissal.

- 3.7. No Whistleblower shall blow the whistle in bad faith, including with respect to individual concerns, appeals, complaints, grievances, or issues associated with matters such as but not limited to: academic appeals, student or employee conduct, harassment, discrimination, accessibility, copyright, intellectual property, individual health or safety, management or employee performance, or provisions contained in collective agreements or legal statute, prior to exhausting the prescribed procedures under the applicable College policies.
- 3.8. Any Whistleblower who blows the whistle in bad faith or knowingly provides false or materially inaccurate information, may be subject to disciplinary actions, including reprimand, suspension, demotion, exclusion, expulsion or termination.
- 3.9. The President shall ensure the Board receives an annual report on all Whistleblowing complaints.

4. Whistleblower Process

- 4.1. All concerns should be forwarded to the Office of the President or to the Chair of the Board in a sealed envelope, or by electronic mail addressed directly to the president or the Chair of the of the Board and marked confidential.
- 4.2. If the individual wishes to verbally discuss any matter, this request should be indicated in the submission. In order to facilitate such a discussion, the individual shall include a telephone number at which they can be contacted.
- 4.3. Once the complaint is filed, the investigator shall make a detailed written record of the submission.
- 4.4. Upon receipt of a complaint the President or person designated by the President, or the Board Chair (dependent on the nature of the complaint), will undertake a review of the complaint to complete an assessment of the nature and extent of the complaint; establish substance to the complaint; and determine appropriate investigative process.
- 4.5. A complaint may be rejected or combined with another complaint if at the time of filing of such, a substantially similar complaint is currently under investigation.
- 4.6. The President, or designate, or the Board Chair, shall contact the Whistleblower following the preliminary review to advise if the investigation will proceed.
- 4.7. Periodic reports will be provided to the appropriate parties as the investigation progresses, ensuring compliance with the monitoring components of the Whistleblowing Policy.
- 4.8. Upon completion of the investigation a formal report will be completed that will propose, where necessary, solutions to resolve the disclosed improper activities. These recommendations may include civil or criminal proceedings, if sufficient evidence is present.

4.9. The complaint/investigation will be formally closed. The Office of the President and/or Office of the Board will retain the Whistleblowing records per the approved corporate records schedule.

5. Related legislation, Minister's Binding Policy Directives and other documents

Freedom of Information and Protection of Privacy Act

~~BOARD OF GOVERNORS POLICY~~

Whistleblowing Policy

POLICY TYPE:	Executive Limitations
POLICY TITLE:	General Executive Constraint—Whistle-Blowing Policy
EFFECTIVE DATE:	March 2008
REVISION DATE:	April 2017 [June 2022]
RENEWAL DATE:	April 2021 [June 2025]
<u>DEFINITIONS:</u>	<u>In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.</u>

~~1. Background~~

~~Durham College will conduct its operations and develop policies and practices consistent with all legal statutes and professional requirements established by public policy and the Ontario Colleges of Applied Arts and Technology Act (2002), Regulation 34/03 and the binding policy directives of the Ministry of Advanced Skills Development. All information gathered during the whistle blowing process is protected under the Freedom of Information and Protection of Privacy Act.~~

1. ~~2. Definitions~~

~~2.1. College Community Members~~

~~Any member of the Durham College community, including, without limitation, any of the following:~~

~~2.1.1. Any person who is an employee of the College;~~

~~2.1.2. Any person who is an appointee (including a volunteer board member) of the College;~~

~~2.1.3. Students, visiting scholars and any other persons while they are acting on behalf of or at the request of the College;~~

~~2.1.4. Any person who is a student or employee of the University of Ontario Institute Technology and providing services to or receiving services from Durham College;~~

~~2.2. Whistle Blowing~~

~~2.2.1. As defined in this policy whistle blowing is the release or disclosure of information that is evidence of improper activity or a violation of law.~~

~~2.2.2. Whistle blowing is not individual concerns, appeals, complaints or grievances, which shall be dealt with through internal operational policy; and is not intended to circumvent normal internal process.~~

~~3. For the purposes of this Policy **statements** :~~

1.1. "Misconduct" means:

2.1.1. conduct that constitutes a criminal offence;

~~2.1.2. Any member of the College community will have the right to raise concerns or file a complaint where there is an honest belief that the College or its members are engaged in serious misconduct, wrongdoing, or illegal activity and there is no confidential internal policy or mechanism available to raise issues of a public concern that constitute: a criminal offense; negligent, improper or gross mismanagement of any College or public funds;~~

2.1.3. fraudulent financial reporting;

2.1.4. forgery or alteration of documents;

2.1.5. a serious, willful, wilful and flagrant breach of federal, provincial, or municipal statute or college policy or procedure, and/or the By-Laws, College policies or any other applicable law; or

2.1.6. conduct that is causing or caused a substantial and specific danger to the environment or public health and safety.

1.2. "Whistleblowing" means the release or disclosure of information that is evidence of Misconduct and "to blow the whistle" means to disclose or release such information.

2. Whistleblowing

~~3.1. If any member of the Any College Community reasonably knows Member (the "Whistleblower") may blow the whistle if he or she has reason to believe an honest belief that the:~~

2.1. another College, or a member of the College is engaged in activity covered by this policy, he/she Community Member (the "Offending Person") has engaged in Misconduct;

2.2. the information disclosed or released through Whistleblowing is true and materially accurate;

2.3. the Whistleblowing is in the public interest; and

2.4. there is no confidential internal policy or mechanism available to otherwise raise or address the issue sought to be raised through Whistleblowing.

3. Administrative Guidelines

3.1. In order to blow the whistle, the Whistleblower may file, in confidence, a written complaint, report or disclosure with the Office of the President or in the event of a conflict of interest, to the Chair of the Board, or in the event of ~~Governors~~ conflict of interest of the Chair, to Associate Vice President, Human Resources. If

3.2. To the ~~member of the College wishes to~~ maximum extent possible, the identity of the Whistleblower shall remain confidential (but not anonymous) to those persons directly involved in applying this policy, unless the ~~written communication should clearly indicate~~ issue requires investigation by law enforcement. The College will accept reports under this policy on an anonymous basis. The College will not tolerate any attempt by a Community Member to identify an individual who reports in good faith on a confidential and anonymous basis in accordance with this ~~wish for anonymity~~ policy.

3.3. ~~3.2.~~ The Office of the President and/or Board Chair shall receive, determine, investigate using the relevant investigative procedure, and resolve, where appropriate, all ~~legitimate complaints/disclosures as defined by~~ Whistleblowing made under this policy, provided that anonymous Whistleblowing will only be acted upon if the evidence collected during the preliminary investigation indicates that the Whistleblowing is made in accordance with this policy. The President and Chair may delegate the investigative process to a member of staff or external appointee to complete on ~~his/her/their~~ behalf. ~~Anonymous allegations will only be acted upon if the evidence collected during the preliminary investigation indicates the disclosure can be properly investigated and is in the public interest.~~

3.4. ~~3.3.~~ In the event an internal solution is not ~~available~~ desirable and, depending on the nature of the ~~complaint/disclosure~~ Whistleblowing, the matter may be referred to the ~~Minister's Office~~ Ministry or other external agency commission, tribunal and/or legal process for resolution.

3.5. No College Community Member shall harass or reprise in any way or discriminate against any Whistleblower who blows the whistle in accordance with this policy, or any College Community Member who seeks advice about whistleblowing in good faith, who cooperates in any subsequent investigation under this policy, or who otherwise acts in compliance with this policy. A College Community Member who has reasonable grounds for believing they have suffered a reprisal in contravention of this policy is entitled to make a complaint to the College.

3.6. No College Community Member shall obstruct anyone involved in an investigation of wrongdoing or reprisal. Any person who destroys, alters, falsifies, or conceals a document or other thing they know or ought to know is likely relevant to the investigation of wrongdoing or reprisal is subject to disciplinary measures, including suspension or dismissal.

3.7. No Whistleblower shall blow the whistle in bad faith, including with respect to individual concerns, appeals, complaints, grievances, or issues associated with matters such as but not limited to: academic appeals, student or employee conduct, harassment, discrimination, accessibility, copyright, intellectual property, individual health or safety, management or employee performance, or provisions contained in collective agreements or legal statute, prior to exhausting the prescribed procedures under the applicable College policies.

3.8. ~~3.4. The College will not retaliate against any employee or student who in good faith, makes a complaint/disclosure or raises a concern in accordance with this policy, or discloses information to an external agency/body against the College or any employee of the College on the basis of a reasonable and honest belief that the information is true and in the public interest. An employee or student is protected from retaliation in accordance with this Whistle Blower Policy if the complaint/disclosure is made in good faith and is not knowingly false or materially inaccurate. If a person makes a complaint/disclosure under this policy~~ Any Whistleblower who blows the whistle in bad faith or knowingly provides false or materially inaccurate information, ~~they shall~~ may be subject to disciplinary ~~sanctions~~ actions, including reprimand, suspension, demotion, exclusion, expulsion or termination.

3.9. ~~3.5. The President shall ensure the Board receives an annual report on all whistle blowing~~ Whistleblowing complaints.

~~4. Monitoring~~

~~4.1. The President will provide an annual report on all whistle blowing complaints.~~

~~4.2. All whistle blowing reports will be presented in-camera.~~

~~5. Related legislation, Minister's Binding Policy Directives and other documents~~

- ~~• Freedom of Information and Protection of Privacy Act~~

Board Procedure

~~PROCEDURE TITLE: Executive Limitations~~

~~POLICY TYPE & TITLE: General Executive Constraint Whistle Blowing Policy~~

~~EFFECTIVE DATE: January 9, 2013~~

~~RENEWAL DATE: January 1, 2017~~

4. Whistleblower Process

- 4.1. ~~1.~~ All concerns should be forwarded to the Office of the President or to the Chair of the Board ~~of Governors~~ in a sealed envelope, or by electronic mail addressed directly to the president or the Chair of the of the Board ~~of Governors~~ and marked confidential.
- 4.2. ~~2.~~ If the individual wishes to verbally discuss any matter, this request should be indicated in the submission. In order to facilitate such a discussion, the individual shall include a telephone number at which ~~he or she~~ they can be contacted.
- 4.3. ~~3.~~ Once the complaint is filed, the investigator shall make a detailed written record of the submission.
- 4.4. ~~4.~~ Upon receipt of a complaint the President or person designated by the President, or the Board Chair (dependent on the nature of the complaint), will undertake a review of the complaint to complete an assessment of the nature and extent of the complaint; establish substance to the complaint; and determine appropriate investigative process.
- 4.5. ~~5.~~ A complaint may be rejected or combined with another complaint if at the time of filing of such, a substantially similar complaint is currently under investigation.
- 4.6. ~~6.~~ The President, or designate, or the Board Chair, shall contact the ~~whistleblower~~ Whistleblower following the preliminary review to advise if the investigation will proceed.
- 4.7. ~~7.~~ Periodic reports will be provided to the appropriate parties as the investigation progresses, ensuring compliance with the monitoring components of the ~~Whistle Blowing~~ Whistleblowing Policy.
- 4.8. ~~8.~~ Upon completion of the investigation a formal report will be completed that will propose, where necessary, solutions to resolve the disclosed improper activities. These recommendations may include civil or criminal proceedings, if sufficient evidence is present.

4.9. ~~9.~~ The complaint/investigation will be formally closed. The Office of the President and/or Office of the Board ~~of Governors~~ will retain the ~~whistle blowing~~ Whistleblowing records per the approved corporate records schedule.

4.10.

5. Related legislation, Minister's Binding Policy Directives and other documents

Freedom of Information and Protection of Privacy Act

Document comparison by Workshare Compare on May 31, 2022 3:32:26 PM

Input:	
Document 1 ID	iManage://blg-mobility.imatech.com/documents/127499013/1
Description	#127499013v1<blg-mobility.imatech.com> - Durham College Whistle Blowing Policy
Document 2 ID	iManage://blg-mobility.imatech.com/documents/127499013/4
Description	#127499013v4<blg-mobility.imatech.com> - 9 - Durham College Whistleblowing Policy
Rendering set	Standard

Legend:	
<u>Insertion</u>	
Deletion	
Moved from	
<u>Moved to</u>	
Style change	
Format change	
Moved deletion	
Inserted cell	
Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

Statistics:	
	Count
Insertions	97
Deletions	88
Moved from	5
Moved to	5
Style changes	0
Format changes	0
Total changes	195

Consent Agenda Policy

POLICY TYPE:	Governance Process
EFFECTIVE DATE:	[June 2022]
REVISION DATE:	N/A
RENEWAL DATE:	[June 2025]
DEFINITIONS:	In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Purpose

- 1.1 To ensure efficiency and effectiveness of Board meetings.
- 1.2 To provide an efficient process for approval of regular or routine issues that come before the Board or matters where no debate is anticipated.
- 1.3 To avoid duplicating work that has been delegated and diligently completed by committees while ensuring appropriate oversight by the Board.

2. Content of Agenda

- 2.1 The agenda for Board meetings will distinguish between the following types of matters:
 - (a) Decision;
 - (b) Discussion; and
 - (c) Information.
- 2.2 Only decision items will require a motion, seconder and a vote.
- 2.3 Items requiring a decision that are expected to require no discussion or debate may, at the Chair's option, be placed on the agenda under the heading "consent agenda".
- 2.4 Materials and motions proposed to be dealt with under the consent agenda portion of the agenda shall be clearly identified as falling under the consent agenda in the meeting packages. Governors should review the consent agenda items prior to the meeting on the

Consent Agenda Policy

expectation that no discussion will take place during the Board meeting.

3. Approval of Agenda

- 3.1 The agenda will be approved by the Board at the beginning of each meeting.
- 3.2 Governors may request that matters be added, deleted or that the order of items be moved and the Chair shall make a decision on each such request. Any such decision may be subject to challenge and reversed by the Board.
- 3.3 Items may be moved out of the consent agenda section at the request of any Governor prior to approval of the agenda. No motion or vote of the Board is required with respect to a request to move an item out of the consent agenda.
- 3.4 Where a Governor requests that an item be moved out of the consent agenda section, the Chair shall decide where to place that item on the agenda.
- 3.5 Where only one item in a committee report does not qualify as a consent agenda item or is requested to be moved, that item shall be moved out of the consent agenda and the rest of the items in the report shall remain in the consent agenda.
- 3.6 Approval of the agenda by the Board constitutes approval of each of the items listed under the consent agenda portion of the meeting. No separate vote to approve the consent agenda portion is required.

4. Minutes

Minutes of the meeting will include the full text of resolutions adopted under the consent agenda portion of the meeting.

Governors' Duties and Responsibilities Policy

POLICY TYPE:	Governance Process
EFFECTIVE DATE:	May 2010
REVISION DATE:	[June 2022]
RENEWAL DATE:	[June 2025]
DEFINITIONS:	In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Board and Governor Duties and Responsibilities

1.1 The duties of the Board shall include, but are not limited to:

- (a) Establishing governance structures to enable the achievement of expected institutional outcomes with clear lines of communication and internal accountability including written governing policies, which, at the broadest levels, address:
 - (i) Outcomes: Mission, Vision and Values and Priorities for Action;
 - (ii) Executive Limitations: Establishment of prudent and ethical authority within which all executive activity and decisions shall take place;
 - (iii) Governance Process: Establishment of Board governance model, process, and self-evaluation; and
 - (iv) Board-Staff Relationship: Delegation of authority and means of communication and monitoring;
- (b) Setting the College vision, strategic direction and overall goals and outcomes within the context of appropriate laws, government policies and local needs.
- (c) Approving the College's strategic plan, annual business plan, budget, and annual report.
- (d) Reviewing the risk appetite of the College through the Integrated Risk Management Framework; receiving the annual risk register.
- (e) Approving Programs of Instruction.

- (f) Hiring the President and delegating to the President accountability for the performance and operation of the College.
 - (g) Approving any changes to the President’s contract of employment, changes in compensation levels, including annual merit pay, and changes in perquisite amounts.
 - (h) Conducting periodic discussion of process improvements.
 - (i) Establishing the annual work plan and “goals” of the Board.
 - (j) Meeting regularly and conducting its meeting in accordance with the By-laws and policies of the College.
 - (k) Making governance training available to each Governor through the College Centre of Board Excellence and other professional development opportunities as they arise.
 - (l) Providing training and resources to ensure each Governor develops an understanding of the College’s vision, mission and values, mandate and policy governance approach.
 - (m) Advocating in the interest of the College, locally, regionally, nationally and internationally.
- 1.2 A Governor is deemed to have consented to decisions made by the Board in their absence unless the Governor submits a dissent to the College.
- 1.3 Each Governor shall:
- (a) Regularly attend and actively participating in Board and Standing Committee meetings.
 - (b) Annually serve on a minimum of one Standing Committee.
 - (c) Participate in Board special events and professional development opportunities, including the College Centre of Board Excellence Program.

2. Orientation

- 2.1 The Board shall provide a formal orientation program at the start of every Board year (September), including written materials, for all incoming Governors that focuses on:
- (a) the role of the Board;
 - (b) the role and responsibilities of individual Governors;

- (c) the history and development of the College;
 - (d) the College's strategic mandate agreement, strategic plan and other strategic documents;
 - (e) an overview of the College's programs, services, budget, business plan, KPI, annual report and facilities;
 - (f) the college system;
 - (g) the current governance model of the Board.
- 2.2 The annual orientation program will be open to all Governors.
- 2.3 The Board may provide a second orientation opportunity intended for new or early-term Governors to be held in the second quarter of every Board year. This additional orientation opportunity will be open to all Governors.
- 2.4 The Board will work to match a mentor to each incoming Governor during their first year of service; however, the mentorship may continue unofficially thereafter. A mentor will provide support for the new Governor and provide information on routine Board processes.
- 2.5 Each Governor is expected to:
- (a) develop an understanding of the college sector, scope and mandate of the College, the education and service needs of the populations it serves, and the Board's governance approach; and
 - (b) participate in the orientation program.
- 2.6 Governors are encouraged to:
- (a) participate at regional, provincial and national orientation programs and conferences;
 - (b) participate in the professional development series offered through the College Centre for Board Excellence and the good governance session and board orientation session offered at the Higher Education Summit; and
 - (c) attend the Board's *Learn More* series to learn more about a topic of interest specific to the College.
- 2.7 Each Governor will be provided with a copy of the *Manual for Effective College Governance* prepared by the College Centre for Board Excellence.

3. Monitoring

- 3.1 The Board will review and, if appropriate, approve the College's strategic plan, annual business plan, budget and annual report.
- 3.2 The Board will review performance measures, including the results of the provincial key performance indicator survey.
- 3.3 The Board will monitor compliance with the 'Executive Limitations' policies through the annual compliance report from the President.
- 3.4 The Board will assess the effectiveness of the Board with respect to governance and accountability through the annual Board Evaluation Survey.

4. Related legislation, Minister's Binding Policy Directives and other documents

- 4.1 Ontario Regulation 34/03
- 4.2 Durham College By-law No. 1
- 4.3 Ministry's Binding Policy Directive – Governance and Accountability

~~BOARD OF GOVERNORS POLICY~~

Governors' Duties and Responsibilities Policy

POLICY TYPE:	Governance Process
POLICY TITLE:	Board of Governors' Orientation
EFFECTIVE DATE:	May 2010
REVISION DATE:	May 2019 [June 2022]
RENEWAL DATE:	May 2022 [June 2025]
<u>DEFINITIONS:</u>	<u>In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.</u>

~~1. Background~~

~~The Ministry of Training, Colleges and Universities Protocol for Board Nominations and Appointments, requires colleges to ensure that new members participate in the Colleges Ontario orientation sessions and to provide a college-based induction and ongoing development activities for board members.~~

~~2. Policy statements~~

~~2.1. Each Governor is expected to develop an understanding of the college sector, scope and mandate of Durham College, the education and service needs of the populations it serves, and the Board's policy governance approach.~~

~~2.2. The Board shall provide a formal orientation program at the start of every Board year (September), including written materials, for all incoming Governors that focuses on:~~

- ~~a) the role of the Board;~~
- ~~b) the role and responsibilities of individual Board members;~~
- ~~c) the history and development of the College;~~
- ~~d) the College's strategic mandate agreement, strategic plan and other strategic documents;~~
- ~~e) an overview of the College's programs, services, budget, business plan, KPI, annual report and facilities;~~

- ~~f) the college system;~~
- ~~g) the current Policy Governance model.~~

~~2.3. Every incoming Governor is expected to participate in the orientation program.~~

~~2.4. The annual orientation program will be open to all Governors.~~

~~2.5. The Board may provide a second orientation opportunity intended for new or early term Governors to be held in the second quarter of every Board year. This additional orientation opportunity will be open to all Governors.~~

~~2.6. Governors will be encouraged to participate at regional, provincial and national orientation programs and conferences.~~

~~2.7. Governors will be encouraged to participate in the professional development series offered through the College Centre for Board Excellence and the good governance session and board orientation session offered at the Higher Education Summit.~~

~~2.8. Every Governor will be provided with a copy of the *Manual for Effective College Governance* prepared by the College Centre for Board Excellence.~~

~~2.9. Governors are encouraged to attend the Board's *Learn More* series scheduled before regular Board meetings to learn more about a topic of interest specific to the College.~~

~~2.10. The Board will work to match a mentor to each incoming Governor during their first year of service; however, the mentorship may continue unofficially thereafter. A mentor will provide support for the new Governor and provide information on routine Board processes.~~

~~3. Monitoring~~

~~The Board will annually evaluate its orientation program, at a minimum through feedback from the annual performance survey. The Chair of the Board will present the annual survey to the Executive Committee for input and approval. The annual survey shall be issued to all Board members by June of each year.~~

~~POLICY TYPE: Governance Process
POLICY TITLE: Board Job Description
EFFECTIVE DATE: May 2010
REVISION DATE: April 2017
RENEWAL DATE: April 2021~~

~~1.— Background~~

~~The Board Job Description and the Board Members' Code of Conduct are closely linked. The Board Job Description identifies the expectations of a governor, while the Code of Conduct describes how these responsibilities shall be performed.~~

~~1.1.— Applicable Legislation~~

~~1.1.1.— Ontario Regulation 34/03~~

~~a) Section 8, outlines Board responsibilities for submitting a strategic plan, business plan and annual report; and approval and submission of a balanced budget.~~

~~b) Section 10, states a Board of Governors may approve allowances for Board members for travelling and living expenses incurred by members while engaged in the business of the Board, but members shall otherwise not be remunerated by the Board for undertaking the responsibilities of the Board.~~

~~1.1.2.— Durham College By-law No. 1, Powers of the Board
Durham College By-law No. 1, Section 10 describes the powers of the Board.~~

~~2.— Policy statements~~

~~2.1.— The Board is accountable to the students of Durham College of Applied Arts and Technology, the government of Ontario and the communities the College serves by ensuring that the College is effectively and appropriately managed to achieve its established mandate. The primary role of the Board is one of governance and the board shall comply with the laws of the land and the by-laws of the College, so as to fulfill all legal and fiduciary responsibilities.~~

~~2.2.— A governor is liable for decisions made by the Board in his or her absence.~~

~~2.3.—~~

1. [Board and Governor Duties and Responsibilities](#)

1.1 The duties of the Board, ~~acting in the best interest of the College,~~ shall include, but are not limited to:

(a) ~~2.3.1~~—Establishing governance structures to enable the achievement of expected institutional outcomes with clear lines of communication and internal accountability including written governing policies, which, at the broadest levels, address:

(i) ~~a)~~—Outcomes: Mission, Vision and Values and Priorities for Action;

(ii) ~~b)~~ Executive Limitations: Establishment of prudent and ethical authority within which all executive activity and decisions shall take place;

(iii) ~~e)~~ Governance Process: Establishment of Board governance model, process, and self-evaluation; and

(iv) ~~d)~~ Board-Staff Relationship: Delegation of authority and means of communication and monitoring;

(b) ~~2.3.2~~ Setting the College vision, strategic direction and overall goals and outcomes within the context of appropriate laws, government policies and local needs.

(c) ~~2.3.3~~ Approving the College's strategic plan, annual business plan, budget, and annual report.

(d) ~~2.3.4~~ Reviewing the risk appetite of the College through the Integrated Risk Management Framework; receiving the annual risk register.

(e) ~~2.3.5~~ Approving ~~programs~~ Programs of ~~instruction~~ Instruction.

(f) ~~2.3.6~~ Hiring the ~~Chief Executive Officer (President)~~ and delegating to the President accountability for the performance and operation of the College.

~~2.3.7 Monitoring and evaluating the College's and the President's performance annually against the attainment of stated College goals, objectives and Board policies.~~

~~2.3.8~~

(g) Approving any changes to the President's contract of employment, changes in compensation levels, including annual merit pay, and changes in perquisite amounts.

~~2.3.9 Regularly assessing the effectiveness of the Board with respect to governance and individual performance to ensure attainment of efficiency, effectiveness and goals.~~

~~2.3.10~~

(h) Conducting periodic discussion of process improvements.

(i) ~~2.3.11~~ Establishing the annual work plan and "goals" of the Board.

~~2.3.12 Regularly attending and actively participating in Board and Standing Committee meetings.~~

~~2.3.13 Annually serving on a minimum of one Standing Committee.~~

~~2.3.14 Participating in Board special events and professional~~

~~development opportunities, including~~

- (j) ~~Meeting regularly and conducting its meeting in accordance with the By-laws and policies of the College.~~
- (k) ~~Making governance training available to each Governor through the College Centre of Board Excellence Program.~~

~~2.3.15 — Advocating in the interest of the College, collectively and individually, locally, regionally, nationally and internationally.~~

~~3. — Monitoring~~

~~3.1. — The Board will monitor this policy through compliance with the established annual work plan, business plan and budget.~~

~~3.2. — The Board will receive regular feedback by conducting a meeting critique at each standing committee and regular Board meeting.~~

~~3.3. — The Board will conduct an annual self-assessment of individual performance, which includes components of the Board Job Description. The annual survey is issued to all board members by June of each year.~~

~~4. — Related legislation, Minister's Binding Policy Directives and other documents and other professional development opportunities as they arise.~~

- ~~• — Board Members Code of Conduct~~
- ~~• — Durham College By-law No. 1~~
- ~~• — Minister's Binding Policy Directive — Governance and Accountability — Resource Document on Board-President Relations~~
- ~~• — Ontario Regulation 34/03~~

~~POLICY TYPE: — Governance Process~~

~~POLICY TITLE: — Principles of Governance~~

~~EFFECTIVE DATE: — February 2010~~

~~REVISION DATE: February 2018~~

~~RENEWAL DATE: February 2021~~

~~1. — Background~~

~~1.1. — The Board of Governors oversees the direction and management of a College so that it carries out its mandate and objectives effectively. Under the Ontario Colleges of Applied Arts and Technology Act, the objects of the Colleges is to offer a comprehensive program of career-oriented, post-secondary education and training to assist individuals in finding and keeping employment, to meet the needs of employers and the changing work environment, and to support the economic and social development of local and diverse communities.~~

~~1.2. — According to the Ministry's Binding Policy Directive on Governance and Accountability, the board of governors of a college is~~

~~to govern effectively and is accountable to the citizens of Ontario for the successful achievement of its mandate. Good governance requires that policies, processes, and structures be put in place to promote effective operation of the college and to allow it to fulfill its mandate and meet its objectives. Essential elements include organizational integrity, financial management, communication with stakeholders and clients, collecting and reporting of information, and good management practices.~~

~~2.— Policy statements~~

~~It is believed that following well-accepted principles of good governance reduces risk and generates greater long-term value for the institution and its stakeholders.~~

~~2.1.— The Board of Governors has adopted a policy governance approach to governance of the College.~~

~~2.2.— The Board of Governors is accountable to the students, employers, and communities the College serves by ensuring the College is effectively and appropriately managed to achieve its established mandate and to provide needed services.~~

~~2.3.— The Board of Governors will establish governance structures to enable the achievement of expected institutional outcomes with clear lines of communication and internal accountability.~~

~~2.4.— The Board of Governors will set the College vision, strategic direction, and overall goals and outcomes of the College within the context of appropriate laws, government policy, and local need.~~

~~2.5.— The Board of Governors will provide~~

(l) Providing training and resources to ensure each Governor develops an understanding of the College's vision, mission and values, mandate and policy governance approach.

~~2.6.— The Board of Governors will make governance training available to each Governor through the College Centre of Board Excellence and other professional development opportunities as they arise.~~

~~2.7.— The Board of Governors will meet regularly and will conduct its meeting in accordance with the by-laws of~~

(m) Advocating in the interest of the College, locally, regionally, nationally and internationally.

1.2 A Governor is deemed to have consented to decisions made by the Board in their absence unless the Governor submits a dissent to the College.

1.3 Each Governor shall:

(a) Regularly attend and actively participating in Board and Standing Committee meetings.

(b) Annually serve on a minimum of one Standing Committee.

- (c) Participate in Board special events and professional development opportunities, including the College Centre of Board Excellence Program.

2. Orientation

2.1 The Board shall provide a formal orientation program at the start of every Board year (September), including written materials, for all incoming Governors that focuses on:

- (a) the role of the Board;
- (b) the role and responsibilities of individual Governors;
- (c) the history and development of the College;
- (d) the College's strategic mandate agreement, strategic plan and other strategic documents;
- (e) an overview of the College's programs, services, budget, business plan, KPI, annual report and facilities;
- (f) the college system;
- (g) the current governance model of the Board.

2.2 The annual orientation program will be open to all Governors.

2.3 The Board may provide a second orientation opportunity intended for new or early-term Governors to be held in the second quarter of every Board year. This additional orientation opportunity will be open to all Governors.

2.4 The Board will work to match a mentor to each incoming Governor during their first year of service; however, the mentorship may continue unofficially thereafter. A mentor will provide support for the new Governor and provide information on routine Board processes.

2.5 Each Governor is expected to:

- (a) develop an understanding of the college sector, scope and mandate of the College, the education and service needs of the populations it serves, and the Board's governance approach; and
- (b) participate in the orientation program.

2.6 Governors are encouraged to:

- (a) participate at regional, provincial and national orientation programs and conferences;
- (b) participate in the professional development series offered through the College Centre for Board Excellence and the good governance session and board orientation session offered at the Higher Education Summit; and
- (c) attend the Board's *Learn More* series to learn more about a topic of interest specific to the College.

2.7 Each Governor will be provided with a copy of the *Manual for Effective College Governance* prepared by the College Centre for Board Excellence.

3. ~~3.~~ **Monitoring**

3.1 ~~3.1.~~ The Board ~~of Governors~~ will review and, if appropriate, approve the College's strategic plan, annual business plan, budget and annual report.

3.2 ~~3.2.~~ The Board ~~of Governors~~ will review performance measures, including the results of the ~~Provincial~~provincial key performance indicator survey.

3.3 ~~3.3.~~ The Board ~~of Governors~~ will ~~ensure~~monitor compliance with the 'Executive Limitations' policies, through the annual compliance report from the President.

3.4 ~~3.4.~~ The Board ~~of Governors~~ will assess the effectiveness of the Board with respect to governance and accountability through the annual Board ~~effectiveness survey~~Evaluation Survey.

~~3.5. The Board of Governors has delegated the responsibility of governance oversight to the Governance Review Committee.~~

~~4.~~

4. **Related legislation, Minister's Binding Policy Directives and other documents**

4.1 [Ontario Regulation 34/03](#)

4.2 ~~•~~ Durham College By-law No. 1

4.3 ~~•~~ Ministry's Binding Policy Directive – Governance and Accountability

Document comparison by Workshare Compare on May 31, 2022 3:09:11 PM

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Governor Code of Conduct

POLICY TYPE:	Governance Process
EFFECTIVE DATE:	May 2010
REVISION DATE:	[June 2022]
RENEWAL DATE:	[June 2025]
DEFINITIONS:	In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Policy statements

- 1.1. Each Governor will exhibit ethical and professional conduct at meetings of the Board and at any other place that may reflect on the Board as a whole.
- 1.2. Accordingly, the Board and each individual Governor, if applicable, shall:
 - 1.2.1. Comply with the fiduciary duties of a Governor to act honestly, in good faith and in the best interest of the College.
 - 1.2.2. Ensure respect of roles and respect for democratic processes, and respect decisions of the Board as a whole.
 - 1.2.3. Comply with the Minister's Binding Policy Directive on Conflict of Interest in particular and the common law duty regarding conflict of interest in general, acting in the utmost good faith in the interests of the College and the communities it is to serve, without regard to personal or financial interests or other benefit.
 - 1.2.4. Comply with the principle that authority is vested in the Board and individual Governors have no authority to direct the resources or affairs of the College.
 - 1.2.5. Cultivate a sense of group responsibility, utilizing the experience and expertise of individual Governors to enhance the function of the Board as a whole.
 - 1.2.6. Respect the strengths and differences of others, encouraging productive contribution of all viewpoints and sharing of information in frank and open discussion.
 - 1.2.7. Maintain confidentiality of privileged or confidential information a Governor gained in their capacity as a Governor.

- 1.2.8. Recognize the Board Chair and any other person appointed by the Board for such purpose as the spokesperson who will communicate Board stated positions and decisions, represent and speak on behalf of the Board when official representation is required.
- 1.2.9. Comply with all College policies applicable to Governors, including supporting the mission, vision, and values of the College, as well as the By-laws, and the Minister's Binding Policy Directives.

2. Monitoring

The Board will conduct an annual self-assessment of their performance which includes components of the Code of Conduct. The annual survey is issued to all Governors by June of each year.

3. Related legislation, Minister's Binding Policy Directives and other documents

- 3.1. Minister's Binding Policy Directive – Conflict of Interest
- 3.2. Student, Employee, Client and Visitor Treatment Policy
- 3.3. Ontario Regulation 34/03
- 3.4. Durham College By-law No. 1



Governor Code of Conduct

BOARD POLICY

POLICY TYPE: Governance Process
POLICY TITLE: ~~Board Members' Code of Conduct~~

EFFECTIVE DATE: May 2010
REVISION DATE: ~~February 2019~~ June 2022
RENEWAL DATE: ~~February 2022~~ June 2025

1. Background

~~The Board Job Description and the Board Members' Code of Conduct are closely linked. The Board Job Description identifies the expectations of the Governor and the Code of Conduct describes how these responsibilities should be performed.~~

1.1. Applicable Legislation

1.1.1. Conflict of Interest

~~The purpose of the Minister's Binding Policy Directive on Conflict of Interest is to enable a college board of governors to assist an individual board member in determining when his or her membership on the board has the potential to be used for personal or private benefit, financial or otherwise; and is intended to protect the integrity and ethical standards of college boards and, as importantly, protect the integrity of a board member who may face a conflict of interest.~~

1.1.2. Breach of Conduct

~~Ontario Regulation 34/03 Subsection 6 states every board of governors shall establish a by-law that sets out the reasons for removing a member from the board and the procedure that is to be followed in removing such a member.~~

1.2. Durham College By-law No. 1

~~a) Section 10 outlines the Powers~~

DEFINITIONS: In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do

in the Definitions Schedule to By-law No. 1 of the
BoardCollege.

~~b) Section 19 aligns with this regulation and states the grounds for removal of
a member of the Board, in consideration of potential misconduct.~~

~~c) Section 25 defines and outlines procedures regarding Conflict of Interest.~~

Page 1 of 2

1. ~~2.~~ Policy statements

1.1. ~~2.1.~~ Each ~~member of the Board of Governors~~ Governor will exhibit ethical and professional conduct at meetings of the Board ~~of Governors~~ and at any other place that may reflect on the Board as a whole.

~~2.2.~~

1.2. Accordingly, the Board, and each individual Governor, if applicable, shall:

1.2.1. ~~2.2.1.~~ Comply with the fiduciary duties of a Governor ~~of the College~~, to act honestly, in good faith and in the best interest of the College.

~~2.2.2.~~

1.2.2. Ensure respect of roles and respect for democratic processes, and respect decisions of the Board as a whole.

~~2.2.3.~~

1.2.3. Comply with the Minister's Binding Policy Directive on Conflict of Interest in particular and the common law duty regarding conflict of interest in general, acting in the utmost good faith in the interests of the College and the communities it is to serve, without regard to personal or financial interests or other benefit.

~~2.2.4.~~

1.2.4. Comply with the ~~policy relating to Board President~~ Relationship principle that ~~recognizes~~ authority is vested in the Board and individual Governors have no authority to direct the resources or affairs of the College.

1.2.5. ~~2.2.5.~~ Cultivate a sense of group responsibility, utilizing the experience and expertise of individual Governors to enhance the function of the Board as a whole.

1.2.6. ~~2.2.6.~~ Respect the strengths and differences of others, encouraging productive contribution of all viewpoints and sharing of information in frank and open discussion.

1.2.7. ~~2.2.7.~~ Maintain confidentiality of privileged or confidential information.

~~2.2.8~~ a Governor gained in their capacity as a Governor.

1.2.8. Recognize the Board ~~chair~~ Chair and any other person appointed by the Board for such purpose as the spokesperson who will communicate

Board stated positions and decisions, represent and speak on behalf of the Board when official representation is required.

1.2.9. Comply with all College policies applicable to Governors, including supporting the mission, vision, and values of the College, as well as the By-laws, and the Minister's Binding Policy Directives.

2. ~~3.~~ **Monitoring**

The Board ~~of Governors~~ will conduct an annual self-assessment of their performance which includes components of the Code of Conduct. The annual survey is issued to all ~~Board members~~ Governors by June of each year.

3. ~~4.~~ **Related legislation, Minister's Binding Policy Directives and other documents**

~~• DC-UOIT Joint Board Procedure Appointment of Co-Populous Members~~

3.1. • Minister's Binding Policy Directive – Conflict of Interest

3.2. • Student, Employee, Client and Visitor Treatment Policy

Page 2 of 2

3.3. Ontario Regulation 34/03

3.4. Durham College By-law No. 1

Page 4 of 6

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Format changes	0
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Mission, Vision, Values, and Strategic Goals Policy

POLICY TYPE:	Outcomes
EFFECTIVE DATE:	June 2020
REVISION DATE:	[June 2022]
RENEWAL DATE:	[June 2025]
DEFINITIONS:	In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Mission, Vision, and Values

All actions and decisions made by the College shall align with its mission, vision, and values. The College shall consistently and regularly derive methods of engaging with Students, Employees, and community stakeholders in the development, evaluation, and communication of its mission, vision, and values. The College shall regularly monitor its success in incorporating its mission, vision, and values in its actions and decisions.

1.1 Mission

Together, we're leading the way.

1.2 Vision

Inspiring learners to create success for themselves and their communities through the best in innovative and transformative education.

1.3 Values

Our values drive our organizational culture and our behaviour in delivering our vision and mission. We value:

- (a) Collaboration
- (b) Diversity & Inclusion
- (c) Excellence
- (d) Innovation
- (e) Integrity
- (f) Respect

- (g) Social Responsibility

2. Strategic Goals

- 2.1 All actions and decisions made by the College shall be undertaken with these statements as its primary focus in the context of the mission, vision, and values.
- 2.2 The College shall consistently and regularly derive methods of engaging with Students, Employees, and community stakeholders to ensure that it is meeting its strategic goals as set out below, and shall regularly monitor its successes in the achievement of these goals.

2.3 Our Students

Goal: To educate and inspire students to realize success in their careers and community.

We will:

- (a) Deliver high-quality programs that reflect labour markets and are responsive to emerging economies.
- (b) Provide exceptional learning experiences that create opportunities for students to build resilience, competence, personal capacity and life-enhancing skills.
- (c) Foster the development of durable skills that are transferable across all industries and workplaces.
- (d) Champion experiential learning, global engagement and applied research opportunities.
- (e) Cultivate relationships with students that extend beyond graduation.
- (f) Advocate for the necessity and value of life-long learning.

2.4 Our People

Goal: To invest in our employees and empower them to be entrepreneurial, innovative and strategic.

We will:

- (a) Attract and retain individuals who are highly qualified, creative and collaborative.
- (b) Foster a culture where all employees are inspired to exemplify our mission, vision and values.

- (c) Ensure a positive and inclusive work environment that is diverse, respectful and representative of our community.
- (d) Develop and implement strategies and practices that support the health and wellness of our employees.
- (e) Leverage the expertise of our employees to make meaningful contributions to student learning and the community.
- (f) Provide professional development and global outreach opportunities that enhance the skills and knowledge of our employees.

2.5 **Our Work**

Goal: to be a leader in teaching and learning while responsibly managing resources, ensuring good governance and strategically investing in the future.

We will:

- (a) Foster an environment that inspires idea generation, bold leadership and purposeful innovation that are consistent with the evolution of work.
- (b) Lead the development of transformational programs, services and systems that enhance the student experience.
- (c) Be at the forefront of evolving teaching, learning and applied research practices.
- (d) Reimagine and grow our facilities to be more flexible, accessible and progressive.
- (e) Optimize resources and processes in all aspects of our business.

2.6 **Our Community**

Goal: to drive the economic, social and environmental success of our community, locally and globally.

We will:

- (a) Establish and strengthen meaningful partnerships with industry, government, community and alumni to ensure our programs are leading-edge.
- (b) Expand volunteer opportunities for employees and students to gain a deeper connection to our community.

- (c) Leverage and grow our positive impact on the community to help it prosper and diversify.
- (d) Respect our community by leading environmental stewardship and building social inclusion, while contributing to economic success.
- (e) Strengthen our relationships with Indigenous communities.

3. Monitoring

The President will present an annual report to the Board demonstrating the College's commitment and achievements related to the vision, mission, values and strategic goals.

~~BOARD OF GOVERNORS POLICY~~

Mission, Vision, Values, and Strategic Goals Policy

POLICY TYPE: Outcomes
~~POLICY TITLE:~~ ~~Mission, Vision, and Values~~
EFFECTIVE DATE: June 2020
REVISION DATE: [June 2022]
RENEWAL DATE: [June 20232025]

DEFINITIONS: In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. ~~Background~~ Mission, Vision, and Values

~~The Minister's binding policy directive on Governance and Accountability provides, among other responsibilities, for the Board of Governors to set the College vision. In 2007, the Durham College Board of Governors adopted a policy governance approach to governance of the College. This approach provides a powerful and effective framework for structuring Board governance processes, clearly articulating outcomes and processes to achieve those outcomes. It places the Board in control of the organization, but at a very broad level. The College's mission, vision, and values statements are clear and concise declarations that will guide Durham College's future.~~

~~2. Policy statements~~

All actions and decisions made by the College shall ~~be undertaken~~ align with ~~these statements as its primary focus, including, but not limited to, the development of strategic plans~~ its mission, vision, and goals ~~values~~. The College shall consistently and regularly derive methods of engaging with ~~students, employees~~ Students, Employees, and community stakeholders in the development, evaluation, and communication of its mission, vision, and values.

The College shall regularly monitor its success in incorporating its mission, vision, and values in its actions and decisions.

1.1 ~~2.1.~~ **Mission**

Together, we ~~are~~re leading the way.

1.2 ~~2.2.~~ **Vision**

Inspiring learners to create success for themselves and their communities through the best in innovative and transformative education.

1.3 ~~2.3.~~ Values

Our values drive our organizational culture and our behaviour in delivering our vision and mission. We value:

- (a) • Collaboration
- (b) • Diversity & Inclusion
- (c) • Excellence
- (d) • Innovation
- (e) • Integrity
- (f) • Respect
- (g) • Social Responsibility

~~3.~~ **Monitoring**

~~The President will present an annual report demonstrating the College's commitment and achievements related to the vision statement and mission statement.~~

~~POLICY TYPE: Outcomes~~

~~POLICY TITLE: _____~~

2. **Strategic Goals**

~~EFFECTIVE DATE: June 2020~~

~~RENEWAL DATE: June 2023~~

~~1.~~ Background

~~The Minister's binding policy directive on Governance and Accountability provides, among other responsibilities, for the Board of Governors to set the College's strategic directions, and overall goals and outcomes. In 2007, the Durham College Board of Governors adopted a policy governance approach to governance of the College. This approach provides a powerful and effective framework for structuring~~

~~Board governance processes, clearly articulating outcomes and processes to achieve those outcomes. It places the Board in control of the organization, but at a very broad level. The College's strategic goals are clear and concise declarations that will guide Durham College's future.~~

~~2. Policy statements~~

2.1 All actions and decisions made by the College shall be undertaken with these statements as its primary focus in the context of the mission, vision, and values.

2.2 The College shall consistently and regularly derive methods of engaging with ~~students, employees~~Students, Employees, and community stakeholders to ensure that it is meeting its strategic goals as set out below, and shall regularly monitor its successes in the achievement of these goals.

2.3 ~~2.1.~~ **Our Students**

Goal: To educate and inspire students to realize success in their careers and community.

We will:

- (a) ~~•~~ Deliver high-quality programs that reflect labour markets and are responsive to emerging economies.
- (b) ~~•~~ Provide exceptional learning experiences that create opportunities for students to build resilience, competence, personal capacity and life-enhancing skills.

~~•~~

(c) Foster the development of durable skills that are transferable across all industries and workplaces.

(d) ~~•~~ Champion experiential learning, global engagement and applied research opportunities.

(e) ~~•~~ Cultivate relationships with students that extend beyond graduation.

(f) ~~•~~ Advocate for the necessity and value of life-long learning.

2.4 ~~2.2.~~ **Our People**

Goal: To invest in our employees and empower them to be

entrepreneurial, innovative and strategic.

We will:

- (a) • Attract and retain individuals who are highly qualified, creative and collaborative.
- (b) • Foster a culture where all employees are inspired to exemplify our mission, vision and values.
- (c) • Ensure a positive and inclusive work environment that is diverse, respectful and representative of our community.
- (d) • Develop and implement strategies and practices that support the health and wellness of our employees.
- (e) • Leverage the expertise of our employees to make meaningful contributions to student learning and the community.
- (f) • Provide professional development and global outreach opportunities that enhance the skills and knowledge of our employees.

2.5 ~~2.3.~~ **Our Work**

Goal: to be a leader in teaching and learning while responsibly managing resources, ensuring good governance and strategically investing in the future.

We will:

- (a) • Foster an environment that inspires idea generation, bold leadership and purposeful innovation that are consistent with the evolution of work.
- (b) • Lead the development of transformational programs, services and systems that enhance the student experience.
- (c) • Be at the forefront of evolving teaching, learning and applied research practices.
- (d) • Reimagine and grow our facilities to be more flexible, accessible and progressive.

- (e) • Optimize resources and processes in all aspects of our business.

2.6 ~~2.4.~~ **Our Community**

Goal: to drive the economic, social and environmental success of our community, locally and globally.

We will:

- (a) • Establish and strengthen meaningful partnerships with industry, government, community and alumni to ensure our programs are leading-edge.
- (b) • Expand volunteer opportunities for employees and students to gain a deeper connection to our community.
- (c) • Leverage and grow our positive impact on the community to help it prosper and diversify.
- (d) • Respect our community by leading environmental stewardship and building social inclusion, while contributing to economic success.
- (e) • Strengthen our relationships with Indigenous communities.

3. ~~3.~~ **Monitoring**

The President will present an annual report [to the Board](#) demonstrating the College's commitment and achievements related to the ~~Strategic Goals~~[vision, mission, values and strategic goals](#).

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Format changes	0
Total changes	124

Recruitment and Reappointment of External Governors Policy

POLICY TYPE:	Governance Process
EFFECTIVE DATE:	November 2008
REVISION DATE:	[June 2022]
RENEWAL DATE:	[June 2025]
DEFINITIONS:	In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Policy statements

- 1.1. Candidates shall be assessed based on the protocol established by the Ministry of Colleges and Universities, including diversity, ability to support the strategic direction of the College, probity, openness, and transparency.
- 1.2. The College is committed to having the diverse populations it serves reflected in the Board composition and will strive to ensure diverse representation.
- 1.3. The College is committed to a Board composition with experiential diversity and will strive for representation in the following sectors as they align with our academic offerings: agriculture, arts/entertainment/recreation, business, community services, education, energy, finance/investment/accounting, government, health services, hospitality, law, science and technology, and skilled trades.
- 1.4. Potential new candidates may be introduced by current Governors; however, all candidates will be subject to the full recruitment process.
- 1.5. No External Governor shall be an employee or a student of a college of applied arts and technology.
- 1.6. The oversight of the appointment and reappointment process of External Governors is delegated to the Nominating Committee, which shall be responsible for recommending to the Board the appointment of External Governors, and nominations for Lieutenant Governor in Council appointments. The Nominating Committee shall consult with the Executive Committee in respect of the appointment and reappointment process.
- 1.7. The Board Secretary shall support the work of the Nominating Committee by coordinating the administrative functions of the recruitment process, such as posting the advertisement where appropriate, collecting resumes, scheduling interviews, and conducting reference checks. The Board Secretary shall also

support the work of the Nominating Committee by coordinating administrative functions of the reappointment process, such as contacting Governors to determine intent to seek reappointment and facilitating the collection of feedback.

- 1.8. Applications of candidates submitted after the recruitment deadline may not be accepted.
- 1.9. The Nominating Committee is not required to accept any candidate who applies for a particular vacancy and reserves the right to re-issue a vacancy notice if no suitable candidate is found.
- 1.10. The reappointment of External Governors appointed by the Lieutenant Governor in Council shall be overseen directly by the Public Appointments Secretariat through the Ministry; however, these Governors will be required to participate in the Board's reappointment process as outlined in Section 3.
- 1.11. A Governor shall not participate in a vote of the Board relating to a renewal or extension of their appointment.

2. Recruitment Procedures

2.1. Skills Analysis

- 2.1.1. The Board will utilize a skills matrix to identify ongoing professional development needs and any deficiencies in representation that would complement the College's strategic direction and balance the overall characteristics of the Board.

2.2. Recruitment Process

- 2.2.1. When a vacancy occurs, the Nominating Committee shall determine the focus of the recruitment based on the skills matrix and may review and update the language in the communications plan.
- 2.2.2. The vacancy may be advertised using any method deemed appropriate by the Board Secretary, with guidance from the Nominating Committee.
- 2.2.3. Interested individuals may be required to complete a nomination form and submit a current cover letter and resume.

2.3. Interview Process

- 2.3.1. Upon the close of the recruitment period, the Nominating Committee shall review the applications received and determine a short-list of candidates to interview.

- 2.3.2. Based on the direction of the Nominating Committee, the Board Secretary shall invite potential candidates to attend an interview.
- 2.3.3. The Nominating Committee shall determine the format of the interview.
- 2.3.4. To ensure fairness, all candidates will be asked the same interview questions and will be scored using an evaluation matrix.
- 2.3.5. Candidates being considered for an appointment may be requested to provide a minimum of two references relevant to the skills and competencies being sought.
- 2.3.6. The Nominating Committee will consider the interview results and make a recommendation to the Board for an appointment.

2.4. Appointment

- 2.4.1. The Board is the final authority to appoint an External Governor (other than External Governors appointed by the Lieutenant Governor in Council) for a term not to exceed three years and shall submit in confidence to the Public Appointment Secretariat through the Ministry all recommendations for a Lieutenant Governor in Council appointment.
- 2.4.2. Once appointed, the Board Secretary shall notify the successful individuals(s) and will make the necessary arrangements for onboarding and orientation.
- 2.4.3. The Board Secretary shall notify candidates who are not successful in the interview process.
- 2.4.4. For a vacancy to be filled by a Lieutenant Governor in Council appointee, the paperwork required by the Public Appointment Secretariat shall be completed.

3. Process for Reappointment

- 3.1. The Board Secretary shall contact a Governor eligible for reappointment no later than October 31 in the final year of their term to determine if the Governor wishes to seek reappointment.
- 3.2. The Chair of the Nominating Committee will initiate a confidential process to receive feedback from the Board on the performance of the Governor seeking reappointment.
- 3.3. The feedback received concerning the performance of a Governor will be reviewed and assessed against the established protocol, and if appropriate, a

recommendation on reappointment will be brought to the Nominating Committee.

- 3.4. As part of the feedback process, the Chair of the Nominating Committee may seek input and initiate discussions with the Chair of the Board and College President.
- 3.5. If the reappointment of a Governor is supported by the Nominating Committee, the recommendation to reappoint will be forwarded to the Board of Governors for consideration and approval.
- 3.6. If the Nominating Committee does not support the reappointment of a Governor, the Chair of the Nominating Committee will advise the Governor of this decision.
- 3.7. If requested by a Governor, feedback from the Chair of the Board regarding the areas of strengths and weakness will be provided in confidence to the Governor seeking reappointment.
- 3.8. If a Governor chooses to pursue reappointment in the absence of a recommendation by the Nominating Committee he or she may make written application to the Board of Governors through the Chair of the Board.
- 3.9. The Board will consider the written submission of the Governor at an in-camera session and hear a report from the Chair of the Nominating Committee. The Governor seeking reappointment shall not attend the in-camera session.
- 3.10. The Chair of the Board shall issue to the Governor in writing, a final decision of the Board regarding the reappointment.
- 3.11. There shall be no further right of appeal.

4. Monitoring

- 4.1. The monitoring of this policy is achieved through the oversight of the appointment process as delegated to the Nominating Committee through the application of the Protocol for Board Nominations and Appointments.
- 4.2. Monitoring of Governor performance shall be achieved through the annual Board Effectiveness Survey.

5. Related legislation, Minister's Binding Policy Directives and other documents

- By-law No. 1
- Ontario Regulation 34/03 to OCAATA
- Protocol for Board Nominations and Appointments

~~BOARD OF GOVERNORS POLICY~~

Recruitment and Reappointment of External Governors Policy

POLICY TYPE: Governance Process

~~**POLICY TITLE:** Recruitment of External Governors~~

~~**ESTABLISHED**~~

~~**EFFECTIVE DATE:** November 2008~~

~~**REVISION DATE:** ~~October 2020~~ **[June 2022]**~~

~~**RENEWAL DATE:** ~~October 2023~~ **[June 2025]**~~

~~**DEFINITIONS:** In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.~~

~~1. Background~~

- ~~1.1. The Board of Governors oversees the direction and management of a College so that it carries out its mandate and objectives effectively. Under the Ontario Colleges of Applied Arts and Technology Act, the objects of the Colleges are to offer a comprehensive program of career-oriented, postsecondary education and training to assist individuals in finding and keeping employment, to meet the needs of employers and the changing work environment, and to support the economic and social development of their local and diverse communities.~~
- ~~1.2. As established by the Ministry of Colleges and Universities, the Protocol for Board Nominations and Appointments provides a framework to support the Board of Governors in meeting its obligations to students and employers in Ontario and as specified under the Ontario Colleges of Applied Arts and Technology Act.~~
- ~~1.3. The composition of a College Board of Governors is governed by O. Reg. 34/03 under the Ontario Colleges of Applied Arts and Technology Act.~~
- ~~1.4. Durham College By-law No. 1 establishes the composition of the Durham College Board of Governors, being 12 directly-appointed members, 4 internal members (one student, one academic staff member, one administrative staff member and one support staff member), and the president of the College.~~

1. ~~2.~~ Policy statements

- ~~2.1. The single, overriding principle for nominations and appointments is that all Board appointments and nominees for appointments are merit-based, and only qualified and experienced individuals with the necessary skills and knowledge will be considered for nomination.~~

- 1.1. ~~2.2. With merit as a precondition, candidates~~ Candidates shall be assessed based on the protocol established by the Ministry of Colleges and Universities, including diversity, ability to support the strategic direction of the College, probity, openness, and transparency.
- 1.2. ~~2.3. Durham~~ The College (DC) is committed to having the diverse populations it serves reflected in the Board composition and will strive to ensure ~~demographic and cognitive diversity among its members~~ diverse representation.
- 1.3. ~~2.4. DG~~ The College is committed to a Board composition with experiential diversity and will strive for representation in the following sectors as they align with our academic offerings: agriculture, arts/entertainment/recreation, business, community services, education, energy, finance/investment/accounting, government, health services, hospitality, law, science and technology, and skilled trades.
- 1.4. ~~2.5.~~ Potential new candidates may be introduced by current Governors; however, all candidates will be subject to the full recruitment process.
- 1.5. ~~2.6.~~ No ~~directly-appointed member~~ External Governor shall be an employee or a student of a college of applied arts and technology.
- 1.6. ~~2.7.~~ The oversight of the appointment and reappointment process of ~~external~~ External Governors is delegated to the Nominating Committee, which shall be responsible for recommending to the Board ~~of Governors~~ the appointment of ~~external~~ External Governors, and nominations for Lieutenant Governor in Council appointments. The Nominating Committee shall consult with the Executive Committee in respect of the appointment and reappointment process.
- 1.7. ~~2.8.~~ The ~~Corporate and~~ Board Secretary shall support the work of the Nominating Committee by coordinating the administrative functions of the recruitment process, such as posting the advertisement where appropriate, collecting resumes, scheduling interviews, and conducting reference checks. The Board Secretary shall also support the work of the Nominating Committee by coordinating administrative functions of the reappointment process, such as contacting Governors to determine intent to seek reappointment and facilitating the collection of feedback.
- 1.8. ~~2.9.~~ Applications of candidates submitted after the recruitment deadline may not be accepted.

1.9. ~~2.10.~~ The Nominating Committee is not required to accept any candidate who applies for a particular vacancy and reserves the right to re-issue a vacancy notice if no suitable candidate is found.

1.10. The reappointment of External Governors appointed by the Lieutenant Governor in Council shall be overseen directly by the Public Appointments Secretariat through the Ministry; however, these Governors will be required to participate in the Board's reappointment process as outlined in Section 3.

1.11. A Governor shall not participate in a vote of the Board relating to a renewal or extension of their appointment.

2. ~~3.~~ Recruitment Procedures

2.1. ~~3.1.~~ Skills Analysis

2.1.1. ~~3.1.1.~~ The Board will utilize a skills matrix to identify ongoing professional development needs and any deficiencies in representation that would complement the College's strategic direction and balance the overall characteristics of the Board.

2.2. ~~3.2.~~ Recruitment Process

- 2.2.1. ~~3.2.1.~~ When a vacancy occurs, the Nominating Committee shall determine the focus of the recruitment based on the skills matrix and may review and update the language in the communications plan.
- 2.2.2. ~~3.2.2.~~ The vacancy may be advertised using any method deemed appropriate by the ~~Corporate and~~ Board Secretary, with guidance from the Nominating Committee.
- 2.2.3. ~~3.2.3.~~ Interested individuals ~~will~~may be required to complete a nomination form and submit a current cover letter and resume.

2.3. ~~3.3.~~ Interview Process

- 2.3.1. ~~3.3.1.~~ Upon the close of the recruitment period, the Nominating Committee shall review the applications received and determine a short-list of candidates to interview.
- 2.3.2. ~~3.3.2.~~ Based on the direction of the Nominating Committee, the ~~Corporate and~~ Board Secretary shall invite potential candidates to attend an interview.
- 2.3.3. ~~3.3.3.~~ The Nominating Committee shall determine the format of the interview.
- 2.3.4. ~~3.3.4.~~ To ensure fairness, all candidates will be asked the same interview questions and will be scored using an evaluation matrix.
- 2.3.5. ~~3.3.5.~~ Candidates being considered for an appointment may be requested to provide a minimum of two references relevant to the skills and competencies being sought.
- 2.3.6. ~~3.3.6.~~ The Nominating Committee will consider the interview results and make a recommendation to the Board ~~of Governors~~ for an appointment.

2.4. ~~3.4.~~ Appointment

- 2.4.1. ~~3.4.1.~~ The Board ~~of Governors~~ is the final authority to appoint an ~~external~~External Governor (other than External Governors appointed by the Lieutenant Governor in Council) for a term not to exceed three years and shall submit in confidence to the Public Appointment Secretariat through the Ministry ~~of Colleges and Universities~~ all recommendations for a Lieutenant Governor in

Council appointment.

2.4.2. ~~3.4.2.~~ Once appointed, the ~~Corporate and~~ Board Secretary shall notify the successful individuals(s) and will make the necessary arrangements for onboarding and orientation.

2.4.3. ~~3.4.3.~~ The ~~Corporate and~~ Board Secretary shall notify candidates who are not successful in the interview process.

2.4.4. ~~3.4.4.~~ For a vacancy to be filled by a Lieutenant Governor in Council appointee, the paperwork required by the Public Appointment Secretariat shall be completed.

~~4. Monitoring~~

~~4.1. The monitoring of this policy is achieved through the oversight of the appointment process as delegated to the Nominating Committee through the application of the Protocol for Board Nominations and Appointments.~~

~~5. Related legislation, Minister's Binding Policy Directives and other documents~~

- ~~• Ontario Regulation 34/03~~
- ~~• Ministry Binding Policy Directive: Protocol for Board Nominations and Appointments~~

~~POLICY TYPE: Governance Process~~

~~POLICY TITLE: Reappointment of External Governors~~

~~ESTABLISHED DATE: June 2012~~

~~REVISION DATE: October 2020~~

~~RENEWAL DATE: October 2023~~

~~6. Background~~

~~1.5. The Board of Governors oversees the direction and management of a college so that it carries out its mandate and objectives effectively. Under the Ontario Colleges of Applied Arts and Technology Act, the objects of the colleges are to offer a comprehensive program of career-oriented, postsecondary education and training to assist individuals in finding and keeping employment, to meet the needs of employers and the changing work environment, and to support the economic and social development of their local and diverse communities.~~

~~1.6. As established by the Ministry of Colleges and Universities, the Protocol for Board Nominations and Appointments provides a framework to support the~~

~~Board of Governors in meeting its obligations to students and employers in Ontario and as specified under the Ontario Colleges of Applied Arts and Technology Act.~~

~~1.7. The composition of a College Board of Governors is governed by O. Reg. 34/03 under the Ontario Colleges of Applied Arts and Technology Act.~~

~~1.8. Durham College By-law No. 1 establishes the composition of the Durham College Board of Governors, being 12 directly appointed members, 4 internal members (one student, one academic staff member, one administrative staff member and one support staff member) and the president of the College.~~

~~7. Policy statements~~

~~2.11. The single, overriding principle for nominations and appointments is that all Board appointments and nominees for appointments are merit-based and only qualified and experienced individuals with the necessary skills and knowledge will be considered for nomination.~~

~~2.12. With merit as a precondition, candidates shall be assessed based on the protocol established by the Ministry of Colleges and Universities including, diversity, ability to support the strategic direction of the college, probity, openness and transparency.~~

~~2.13. Durham College (DC) is committed to having the diverse population it serves reflected in the Board composition and will strive to ensure demographic and cognitive diversity among its members.~~

~~2.14. DC is committed to a Board composition with experiential diversity and will strive for representation in the following sectors as they align with our academic offerings: agriculture, arts/entertainment/recreation, business, community services, education, energy, finance/investment/accounting, government, health services, hospitality, law, science and technology, and skilled trades.~~

~~2.15. The oversight of the reappointment process of external Governors is delegated to the Nominating Committee, which shall be responsible for recommending to the Board of Governors the reappointment of directly appointed external Governors, and nominations for Lieutenant Governor in Council appointments.~~

~~2.16. The reappointment of external Governors appointed by the Lieutenant Governor in Council shall be overseen directly by the Public Appointments Secretariat through the Ministry of Colleges and Universities; however, these Governors will be required to participate in the Board's reappointment process as outlined in Section 3.~~

~~2.17. The Corporate and Board Secretary shall support the work of the Nominating Committee by coordinating the administrative functions of the reappointment process, such as contacting Governors to determine intent to seek reappointment and facilitating the collection of feedback.~~

~~2.18. A member of the Board shall not participate in a vote of the Board relating to a renewal or extension of his or her appointment.~~

3. ~~8.~~ **Process for Reappointment**

- 3.1. The ~~Corporate and~~ Board Secretary shall contact a Governor eligible for reappointment no later than October 31 in the final year of their term to determine if the Governor wishes to seek reappointment.
- 3.2. The Chair of the Nominating Committee will initiate a confidential process to receive feedback from the Board on the performance of the Governor seeking reappointment.
- 3.3. The feedback received concerning the performance of a Governor will be reviewed and assessed against the established protocol, and if appropriate, a recommendation on reappointment will be brought to the Nominating Committee.
- 3.4. As part of the feedback process, the Chair of the Nominating Committee may seek input and initiate discussions with the Chair of the Board and College President.
- 3.5. If the reappointment of a Governor is supported by the Nominating Committee, the recommendation to reappoint will be forwarded to the Board of Governors for consideration and approval.
- 3.6. If the Nominating Committee does not support the reappointment of a Governor, the Chair of the Nominating Committee will advise the Governor of this decision.
- 3.7. If requested by a Governor, feedback from the Chair of the Board regarding the areas of strengths and weakness will be provided in confidence to the Governor seeking reappointment.
- 3.8. If a Governor chooses to pursue reappointment in the absence of a recommendation by the Nominating Committee he or she may make written application to the Board of Governors through the Chair of the Board.
- 3.9. The Board will consider the written submission of the Governor at an in-camera session and hear a report from the Chair of the Nominating Committee. The Governor seeking reappointment shall not attend the in-camera session.
- 3.10. The Chair of the Board shall issue to the Governor in writing, a final decision of the Board regarding the reappointment.
- 3.11. There shall be no further right of appeal.

4. ~~9.~~ **Monitoring**

- 4.1. The monitoring of this policy is achieved through the oversight of the appointment process as delegated to the Nominating Committee ~~and~~ through the application of the Protocol for Board Nominations and Appointments.
- 4.2. Monitoring of Governor performance shall be achieved through the annual Board Effectiveness Survey.

5. ~~10.~~ Related legislation, Minister's Binding Policy Directives and other documents

- ~~Policy on Recruitment of External Governors~~
- ~~Durham College~~ ~~By-Law~~ law No. 1
- Ontario Regulation 34/03 to OCAATA
- ~~Ministry Binding Policy Directive:~~ Protocol for Board Nominations and Appointments

Document comparison by Workshare Compare on May 31, 2022 3:22:23 PM

Input:	
Document 1 ID	iManage://blg-mobility.imatege.work/documents/127499007/1
Description	#127499007v1<blg-mobility.imatege.work> - Durham College Recruitment of External Governors Policy
Document 2 ID	iManage://blg-mobility.imatege.work/documents/127499007/4
Description	#127499007v4<blg-mobility.imatege.work> - 14 - Durham College Recruitment and Reappointment of External Governors Policy
Rendering set	Standard

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Format changes	0

Total changes	202
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President Emeritus Policy

POLICY TYPE:	Board-President Relationship
EFFECTIVE DATE:	November 2006
REVISION DATE:	[June 2022]
RENEWAL DATE:	[June 2025]
DEFINITIONS:	In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Background

The designation “emeritus” is conferred on an individual upon their retirement or conclusion of a long period of service to consider recognizing outstanding contributions. It has been the custom to recognize former Durham College Presidents for their outstanding service to the College and surrounding community.

2. Policy statements

- 2.1. At the discretion of the Board, former Durham College Presidents who have served more than five (5) years as President may be designated as “President Emeritus.”
- 2.2. The Board will consider overall performance and specific contributions to the College, the college system, and the community.
- 2.3. The “emeritus” title is honorific; it represents no entitlement to authority, rights, privileges, or resources.
- 2.4. Notwithstanding any other element of this policy, the Board retains the authority to decline or withdraw the “emeritus” title without cause.

3. Procedure

- 3.1. Upon notification of the serving President’s intention not to seek a subsequent term, to retire, or to otherwise conclude their employment as President of the College, and prior to their retirement/end date, the Executive Committee will review the President’s performance during all terms of their presidency and their contributions to the College, the college system and the community.
- 3.2. The Executive Committee may seek input from and will consider unsolicited submissions from the College, college system, and community representatives during the review conducted under Section 3.1.

- 3.3. The Executive Committee will inform the Board of the outcome of the review and, if appropriate, recommend approval by the Board of the granting of the title "President Emeritus."
- 3.4. The Chair of the Board will inform the President of this honour upon approval by the Board.
- 3.5. Where possible, the Executive Committee will conduct its review and make its recommendation to the Board at least four months prior to the President's retirement/end date.
- 3.6. Where possible, the title of President Emeritus will be granted at the first convocation ceremony following the President's retirement/end date.

~~BOARD OF GOVERNORS POLICY~~

President Emeritus Policy

POLICY TYPE: Board-President Relationship

~~POLICY TITLE:~~ ~~President Emeritus~~

EFFECTIVE DATE: November 2006

REVISION DATE: [June 20202022]

RENEWAL DATE: [June 20232025]

DEFINITIONS: In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Background

The designation “emeritus” is conferred on an individual upon their retirement or conclusion of a long period of service to ~~recognize~~consider recognizing outstanding contributions. It has been the custom to recognize former Durham College Presidents for their outstanding service to the College and surrounding community.

2. Policy statements

- 2.1. At the discretion of the Board, former Durham College Presidents who have served more than five (5) years as President may be designated as “President Emeritus.”
- 2.2. The Board will consider overall performance and specific contributions to ~~Durham~~the College, the college system, and the community.
- 2.3. The “emeritus” title is honorific; it represents no entitlement to authority, rights, privileges, or resources.
- 2.4. Notwithstanding any other element of this policy, the Board ~~of Governors~~ retains the authority to decline or withdraw the “emeritus” title without cause.

~~BOARD PROCEDURE~~

~~PROCEDURE TITLE: President Emeritus~~

~~POLICY TYPE & TITLE: Board-President Relationship – President Emeritus~~

~~EFFECTIVE DATE: June 2020~~

~~RENEWAL DATE: June 2023~~

3. Procedure

- 3.1. ~~4.~~ Upon notification of the serving President's intention not to seek a subsequent term, to retire, or to otherwise conclude ~~his or her~~their employment as President of ~~Durham~~the College, and prior to ~~his or her~~their retirement/end date, the Executive Committee will review the President's performance during all terms of ~~his or her~~their presidency and ~~his or her~~their contributions to the College, the college system and the community.
- 3.2. ~~•~~ The Executive Committee may seek input from and will consider unsolicited submissions from the College, college system, and community representatives during ~~this~~the review conducted under Section 3.1.
- 3.3. ~~2.~~ The Executive Committee will inform the Board of the outcome of the review and, if appropriate, recommend approval by the Board of the granting of the title "President Emeritus."
- 3.4. ~~3.~~ The Chair of the Board will inform the President of this honour upon approval by the Board.
- 3.5. ~~4.~~ Where possible, the Executive Committee will conduct its review and make its recommendation to the Board at least four months prior to the President's retirement/end date.
- 3.6. ~~5.~~ Where possible, the title of President Emeritus will be granted at the first convocation ceremony following the President's retirement/end date.

Document comparison by Workshare Compare on May 31, 2022 3:09:48 PM

Input:	
Document 1 ID	iManage://blg-mobility.imatege.work/documents/127498996/1
Description	#127498996v1<blg-mobility.imatege.work> - Durham College President Emeritus Policy
Document 2 ID	iManage://blg-mobility.imatege.work/documents/127498996/4
Description	#127498996v4<blg-mobility.imatege.work> - 15 - Durham College President Emeritus Policy
Rendering set	Standard

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Insertions	23
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Moved to	0
Style changes	0
Format changes	0
Total changes	49

Student, Employee, Client and Visitor Treatment Policy

POLICY TYPE:	Executive Limitations
EFFECTIVE DATE:	March 2008
REVISION DATE:	[June 2022]
RENEWAL DATE:	[June 2025]
DEFINITIONS:	In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Policy statements

This policy establishes conditions for the President's interaction with College Community Members.

- 1.1. With respect to interactions with the College Community Members, the President will not cause or knowingly permit conditions, procedures or decisions that do not uphold the College vision, mission and values.
- 1.2. The President will promote the safety and security of College Community Members on all Durham College campuses and learning sites.
- 1.3. The President will uphold Board policies and applicable provincial statutes, including the *Ontario Human Rights Code*, and will not cause or knowingly permit conditions that are in violation of those policies and statutes.
- 1.4. When communicating with College Community Members the President shall ensure that the College's means of communication shall meet their needs and comply with the regulations of the *Accessibility for Ontarians with Disabilities Act*.

2. Monitoring

The President will verify in writing on an annual basis that they have not caused or knowingly permitted any practice, activity, decision or organizational circumstances that is unlawful, imprudent or in violation of commonly accepted business and professional ethics.

~~BOARD OF GOVERNORS POLICY~~

Student, Employee, Client and Visitor Treatment Policy

POLICY TYPE: Executive Limitations

~~POLICY TITLE:~~ ~~Student, Employee, Client and Visitor Treatment~~

EFFECTIVE DATE: March 2008

REVISION DATE: ~~February 2019~~ **[June 2022]**

RENEWAL DATE: ~~February 2022~~ **[June 2025]**

DEFINITIONS: In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

~~1. Background~~

~~Students, employees (an inclusive reference to all employees of the College individuals working on behalf of Durham College without regard for position, function or other status of employment), clients and visitors are entitled to an environment that maintains the rights afforded to them by the Ontario Human Rights Code, and the Accessibility for Ontarians with Disabilities Act (AODA).~~

1. ~~2. Policy statements~~

This policy establishes conditions for the President's interaction with ~~students or potential students, employees clients and visitors~~ College Community Members.

1.1. ~~2.1.~~ With respect to interactions with the ~~above stakeholders~~ College Community Members, the President will not cause or knowingly permit conditions, procedures or decisions that do not uphold the College vision, mission and values.

1.2. ~~2.2.~~ The President will promote the ~~College vision and values and neither cause nor knowingly permit conditions, procedures, or decisions which are contrary to the College vision, mission and values.~~

~~2.3.~~ ~~The President will promote the~~ safety and security of ~~students, employees, clients and visitors~~ College Community Members on all Durham College campuses and learning sites.

1.3. ~~2.4.~~ The President will uphold Board policies and applicable provincial statutes ~~and Board policies, including the Ontario Human Rights Code,~~ and will not cause or knowingly permit conditions that are in violation of those policies and statutes ~~and policies.~~

1.4. ~~2.5.~~ When communicating with ~~students, employees, clients and visitors~~ College Community Members the President shall ensure that the College's means of communication shall meet ~~the~~ their needs ~~of its service groups~~ and comply with the regulations of ~~AODA~~ the Accessibility for Ontarians with Disabilities Act.

2. ~~3.~~ **Monitoring**

The President will verify in writing on an annual basis that ~~he/she has~~ they have not caused or knowingly permitted any practice, activity, decision or organizational circumstances that is unlawful, imprudent or in violation of commonly accepted business and professional ethics.

~~4.~~ **Related legislation, Minister's Binding Policy Directives and other documents**

- ~~•~~ ~~Board Members Code of Conduct Policy~~

Document comparison by Workshare Compare on May 31, 2022 3:19:42 PM

Input:	
Document 1 ID	iManage://blg-mobility.imatege.work/documents/127499012/1
Description	#127499012v1<blg-mobility.imatege.work> - Durham College Student, Employee, Client, Visitor Treatment Policy
Document 2 ID	iManage://blg-mobility.imatege.work/documents/127499012/4
Description	#127499012v4<blg-mobility.imatege.work> - 16 - Durham College Student, Employee, Client, Visitor Treatment Policy
Rendering set	Standard

Legend:	
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Deletion	
Moved from	
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Style change	
Format change	
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Split/Merged cell	
Padding cell	

Statistics:	
	Count
Insertions	20
Deletions	33
Moved from	2
Moved to	2
Style changes	0
Format changes	0

Total changes	57
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Financial Matters Policy

POLICY TYPE:	Executive Limitations
EFFECTIVE DATE:	March 2008
REVISION DATE:	[June 2022]
RENEWAL DATE:	[June 2025]
DEFINITIONS:	In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Policy statements

The following limitations are intended to provide the administration of the College with guidelines to set financial plans.

1.1. Financial Planning

- 1.1.1. The President shall develop an annual business plan that includes operational outcomes for the coming year within the context of the strategic plan, and the resources allocated for the year in the annual budget.
- 1.1.2. The business plan shall be submitted to the Board for approval no later than June of each year.
- 1.1.3. The President shall submit the approved business plan to the Ministry in accordance with policy directives and operating procedures issued under OCAATA and the Directive on Governance and Accountability Framework.
- 1.1.4. The annual budget:
 - a) Shall be in compliance with applicable regulations and policy directives issued under OCAATA;
 - b) Shall not have expenditures greater than revenues unless the Board has specifically directed otherwise;
 - c) Shall provide the Board with a consolidated presentation of expected revenues and expenditures for the year;
 - d) Shall only be materially amended in-year with Board approval, except where in-year initiatives generate new revenue.

1.1.5. The College is to safeguard the funds it receives by exercising due diligence to satisfy itself of the financial soundness of the institution it utilizes for banking and investment purposes.

1.1.6. The Board shall approve an investment policy to guide its investment activities.

1.2. **Financial Reporting**

1.2.1. The President shall develop an annual report, including a copy of the audited financial statements and the Strategic Mandate Agreement report-back, to report on achievement of the operational outcomes established in the business plan and on the financial performance of the College.

1.2.2. The annual report shall be submitted to the Board for approval no later than June of each year.

1.2.3. The President shall submit the approved annual report to the Ministry in accordance with policy directives and operating procedures issued under OCAATA and the Directive on Governance and Accountability Framework.

1.3. **Financial Management**

1.3.1. The President shall report to the Board, through its Audit and Finance Committee between October and May, on year-to-date revenues and expenditures and on any variances to revenues and expenditures approved in the annual budget.

1.3.2. Over the course of each fiscal year, and unless otherwise directed by the Board, the President shall:

a) Ensure the college's financial plans (budget) and position (audited financial statements) are compliant with all legislation, regulations or policy directives governing colleges; and

b) Strive to balance the budget every year.

If it appears that a college will not balance its budget and an accumulated deficit will occur the Board shall seek the Minister's approval. (O. Reg. 34/03, Section 9(2))

1.4. **Asset Management and Real Property Transactions**

1.4.1. The President shall ensure that College assets are secured, protected and adequately maintained, by:

- a) Ensuring the College has appropriate financial controls and procedures; and
 - b) Ensuring that purchases, including services, are made in accordance with sound purchasing practices that meet provincial policy standards (*Broader Public Sector Accountability Act, 2010*).
- 1.4.2. Ensuring that funds not required for immediate use are invested in a manner which complies with Directives; minimizes the College's investment risk exposure; and provides a reasonable rate of return for the College.
- 1.4.3. The President shall:
- a) Obtain prior formal approval of the Board by resolution for the purchase, sale or encumbrance of College real property and/or facilities.
 - b) Utilize the proceeds from the sale or encumbrance of College property acquired with provincial support, in a manner consistent with policy directives issued under OCAATA and the Directive on Proceeds from Sale or Encumbrance of College Property.
 - c) Use restricted funds only in compliance with their stated purpose, and applicable statutes and regulatory requirements.
 - d) Obtain prior formal approval of the Board by resolution to use reserved funds.

2. Monitoring

- 2.1. The Board shall review and approve a minimum of once per annum an investment performance report.
- 2.2. The Chief Financial Officer shall annually provide a signed statement that the College is in compliance with relevant legislative requirements in force; and in compliance with OCAATA and the Directives on Banking, Investments and Borrowing and Proceeds from Sale or Encumbrance of College Property.
- 2.3. The President shall annually provide a monitoring report which confirms compliance with this policy on Financial Matters.

3. Related legislation, Minister's Binding Policy Directives and other documents

- 3.1. *Broader Public Sector Accountability Act, 2010*
- 3.2. Durham College By-Law No. 1
- 3.3. Finance and Administration Directive on Banking, Investments and Borrowing

- 3.4. Finance and Administration Directive on Proceeds from Sale or Encumbrance of College Property
- 3.5. Directive on Governance and Accountability Framework
 - 3.5.1. Business Plan Operating Procedure
 - 3.5.2. Annual Report Operating Procedure
 - 3.5.3. Audited Financial Statements Operating Procedure
- 3.6. *Ontario College of Applied Arts and Technology Act, 2002* and Ontario Regulation 34/03

[Financial Matters Policy](#)

~~BOARD OF GOVERNORS POLICY~~

POLICY TYPE: Executive Limitations
~~POLICY TITLE:~~ ~~Financial Matters~~
EFFECTIVE DATE: March 2008
REVISION DATE: ~~May 2019~~ [June 2022](#)
RENEWAL DATE: ~~January 2022~~ [June 2025](#)

~~1. Background~~

- ~~1.1. As colleges are Crown agencies, the Government of Ontario is ultimately responsible and accountable for the management of college funds and therefore places certain limitations on the management of these funds.~~
- ~~1.2. This policy is informed by and aligns with the Ontario Colleges of Applied Arts and Technology Act, 2002 (OCAATA) and Minister's Binding Policy Directives (MBPD) on Governance and Accountability Framework, Banking and Investments, and Proceeds from Sale or Encumbrance of College Property.~~
- ~~1.3. Boards of governors of colleges of applied arts and technology are responsible and accountable to the Minister and to the public for ensuring that colleges provide high quality service and excellence in management and for exercising prudent use of funds. As public institutions, colleges are held to high standards and are subject to public scrutiny in the safeguarding of funds entrusted to them. Funds are to be used consistent with the purpose for which they were provided.~~
- ~~1.4. The Board of Governors is responsible for the overall financial integrity of the college, consistent with the college's vision, mission and strategic plan. In addition, the Board of Governors is responsible for all college assets. Reporting requirements for financial management of the college and limitations regarding acquisition or disposition of real property have been established by the Ministry and guide the Board and president in the handling of finances and assets.~~
- ~~1.5. This policy outlines the Board directives regarding the acceptable financial management of the college and establishes specific limitations on the president's authority in these matters, as well as establishing limitations regarding college assets. It also outlines appropriate measures to mitigate risk.~~

DEFINITIONS: [In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.](#)

1. ~~2.~~ Policy statements

The following limitations are intended to provide the administration of the College with guidelines to set financial plans.

1.1. ~~2.1.~~ Financial Planning

1.1.1. ~~2.1.1.~~ The President shall develop an annual business plan that includes operational outcomes for the coming year within the context of the strategic plan, and the resources allocated for the year in the annual budget.

1.1.2. ~~2.1.2.~~ The business plan shall be submitted to the Board for approval no later than June of each year.

1.1.3. ~~2.1.3.~~ The President shall submit the approved business plan to the Ministry in accordance with policy directives and operating procedures issued under ~~the Ontario Colleges of Applied Arts and Technology Act, 2002 (OCAATA)~~ and the ~~MBPD~~ Directive on Governance and Accountability Framework.

1.1.4. ~~2.1.4.~~ The annual budget:

- a) Shall be in compliance with applicable regulations and policy directives issued under ~~the~~ OCAATA;
- b) Shall not have expenditures greater than revenues unless the Board has specifically directed otherwise;
- c) Shall provide the Board with a consolidated presentation of expected revenues and expenditures for the year;
- d) Shall only be materially amended in-year with Board approval, except where in-year initiatives generate new revenue.

1.1.5. ~~2.1.5. Every college~~ The College is to safeguard the funds it receives by exercising due diligence to satisfy itself of the financial soundness of the institution it utilizes for banking and investment purposes.

1.1.6. ~~2.1.6.~~ The Board shall approve an investment policy to guide its investment activities.

1.2. ~~2.2.~~ Financial Reporting

1.2.1. ~~2.2.1.~~ The President shall develop an annual report, including a copy of the audited financial statements and the Strategic Mandate Agreement ~~(SMA)~~ report-back, to report on achievement of the operational outcomes established in the business plan and on the financial performance of the College.

1.2.2. ~~2.2.2.~~ The annual report shall be submitted to the Board for approval no later than June of each year.

1.2.3. ~~2.2.3.~~ The President shall submit the approved annual report to the Ministry in accordance with policy directives and operating procedures issued under OCAATA and the ~~MBPD~~Directive on Governance and Accountability Framework.

1.3. ~~2.3.~~ **Financial Management**

1.3.1. ~~2.3.1.~~ The President shall report to the Board, through its Audit and Finance Committee between October and May, on year-to-date revenues and expenditures and on any variances to revenues and expenditures approved in the annual budget.

1.3.2. ~~2.3.2.~~ Over the course of each fiscal year, and unless otherwise directed by the Board, the President shall:

- a) Ensure the college's financial plans (budget) and position (audited financial statements) are compliant with all legislation, regulations or policy directives governing colleges; and
- b) Strive to balance the budget every year.

If it appears that a college will not balance its budget and an accumulated deficit will occur the Board shall seek the Minister's approval. (O. Reg. 34/03, Section 9(2))

1.4. ~~2.4.~~ **Asset Management and Real Property Transactions**

1.4.1. ~~2.4.1.~~ The President shall ensure that College assets are secured, protected and adequately maintained, by:

- a) Ensuring the College has appropriate financial controls and procedures; and
- b) Ensuring that purchases, including services, are made in accordance with sound purchasing practices that meet provincial policy standards (*Broader Public Sector Accountability Act, 2010*);

1.4.2. ~~2.4.2.~~ Ensuring that funds not required for immediate use are invested in a manner which complies with ~~regulations and policy directives issued under OCAATA~~Directives; minimizes the College's investment risk exposure; and provides a reasonable rate of return for the College.

1.4.3. ~~2.4.3.~~ The President shall:

- a) Obtain prior formal approval of the Board by resolution for the purchase, sale or encumbrance of College real property and/or facilities.

- b) Utilize the proceeds from the sale or encumbrance of College property acquired with provincial support, in a manner consistent with policy directives issued under OCAATA and the [MBPDDirective](#) on Proceeds from Sale or Encumbrance of College Property.
- c) Use restricted funds only in compliance with their stated purpose, and applicable statutes and regulatory requirements.
- d) Obtain prior formal approval of the Board by resolution to use reserved funds.

2. ~~3.~~ **Monitoring**

2.1. ~~3.1.~~ The Board ~~of Governors~~ shall review and approve a minimum of once per annum an investment performance report.

2.2. ~~3.2.~~ The Chief Financial Officer shall annually provide a signed statement that the College is in compliance with relevant legislative requirements in force; and in compliance with OCAATA and the [MBPDsDirectives](#) on Banking ~~and~~, Investments [and Borrowing](#) and Proceeds from Sale or Encumbrance of College Property.

2.3. ~~3.3.~~ The President shall annually provide a monitoring report which confirms compliance with this policy on Financial Matters.

3. ~~4.~~ **Related legislation, Minister's Binding Policy Directives and other documents**

3.1. • *Broader Public Sector Accountability Act, 2010*

3.2. • Durham College By-Law No. 1

3.3. • Finance and Administration [MBPDDirective](#) on Banking ~~and~~, Investments [and Borrowing](#)

3.4. • Finance and Administration [MBPDDirective](#) on Proceeds from Sale or Encumbrance of College Property

3.5. • ~~Governance and Accountability~~ [MBPDDirective](#) on Governance and Accountability Framework

3.5.1. • Business Plan Operating Procedure

3.5.2. • Annual Report Operating Procedure

3.5.3. • Audited Financial Statements Operating Procedure

3.6. • *Ontario College of Applied Arts and Technology Act, 2002* and Ontario Regulation 34/03

Document comparison by Workshare Compare on May 31, 2022 3:09:45 PM

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Description	#127499039v3<blg-mobility.imatege.work> - 17 - Durham College Financial-Matters Policy
Rendering set	Standard

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Deletion	
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Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

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Moved to	0
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Total changes	121

Integrated Risk Management Framework Policy

POLICY TYPE:	Governance process
EFFECTIVE DATE:	February 2015
REVISION DATE:	[June 2022]
RENEWAL DATE:	[June 2025]
DEFINITIONS:	In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

1. Definitions

1.1. Integrated Risk Management (IRM)

Integrated risk management is a systematic approach to managing uncertainty by identifying, analyzing, responding to, monitoring and communicating risks across the organization.

1.2. Risk Appetite

Risk appetite refers to the amount and type of risk that an organization is willing to take in order to meet their strategic objectives.

1.3. Inherent risk

Inherent risk refers to the amount of risk that exists without consideration of current controls that are in place to mitigate the risk.

1.4. Residual risk

Residual risk refers to the amount of risk remaining after controls have been put in place to mitigate the inherent risk.

2. Purpose and objectives

2.1. The College will maintain an effective IRM program to ensure:

2.1.1. **Oversight:** All critical risks have been identified and are being managed and monitored under a holistic approach consistent with the Board-approved risk appetite statement;

2.1.2. **Ownership and Responsibility:** Establish structured processes to identify, evaluate, mitigate and report risk exposures. The ownership of risk is assigned to key decision makers within the College who will

manage the College’s strategic governance, financial and operational risks;

2.1.3. **Assurance:** The Board, management and relevant stakeholders have reasonable assurance that risk is being appropriately managed within defined levels to bring value to the College; and

2.1.4. **Support:** The culture of risk management is supported and encouraged throughout the College.

2.2. The objectives of this policy are to:

2.2.1. Establish the risk appetite of the College;

2.2.2. Identify the key responsibilities of the Board, Audit and Finance Committee and management; and

2.2.3. Outline the frequency and form of reporting requirements.

2.3. The College’s Risk Management operating Policy and Procedure (ADMIN 223) requires departmental and functional units to undertake risk reviews as part of the process of addressing risks that will impact the College’s strategic objectives.

3. Policy statements

3.1. Risk Appetite

Risk appetite establishes the boundaries for the overall/broad risk taking activities of the College and is an indication of the amount of risk the College is willing to accept in the achievement of its strategic priorities. Risk appetite statements are developed using a consistent rating scale and descriptors. The following scale and descriptors are used by the College:

Appetite Level	Risk Appetite Descriptor	Definition
1	Averse	Not willing to accept risks in most circumstances
2	Cautious	Cautious in the acceptance of some risks in certain circumstances
3	Open	Open to accepting risks in certain circumstances where the risk is not a high inherent risk
4	Willing	Willing to accept opportunities having high inherent risk

3.2. Risk Appetite Statements

3.2.1. Ethical Leadership

Without a strong emphasis on ethics, the College will not be successful in achieving our mission, vision, values and goals. Ethics, integrity, transparency, respect, equal access and diversity will be communicated, modeled and required of all faculty, staff and students. The College is averse to this risk and not willing to accept risks in most circumstances in this area.

3.2.2. Reputation

It is regarded as critical that the College preserves its high reputation. The College therefore has a low appetite (averse to cautious) for risk in the conduct of any of its activities that puts its reputation in jeopardy, could lead to undue adverse publicity, or could lead to loss of confidence and funders of its activities.

3.2.3. Compliance

The College places great importance on compliance, and has no appetite for any breaches in statute, regulation, professional standards, research, bribery or fraud. The College wishes to maintain accreditations related to courses or standards of operation, and has low appetite (averse to cautious) for risk relating to actions that may put accreditations and operations in jeopardy.

3.2.4. Financial

The College is open to accepting risk while maintaining its long-term financial viability and its overall financial strength. Whilst targets for financial achievement will be higher, the College will aim to manage its financial risk by attaining an operational surplus each year and achieving a satisfactory quick ratio and debt to assets ratio, where possible.

3.2.5. Education and Student Experience

The College wishes to stimulate students to develop a lifelong thirst for knowledge and learning, and encourage a pioneering, innovative and independent attitude and aspiration to achieve success. The College expects at a minimum to be in the top quartile of surveys related to student experience. The College recognizes this should involve an increased degree of risk in developing education and the student experience, and is open in accepting this risk, subject always to ensuring that potential benefits and risks are fully understood before developments are authorized and that sensible measures to mitigate risk are established.

3.2.6. Environment and Social Responsibility

The College aims to make a significant, sustainable, and socially responsible contribution to Ontario and the world through its research, education, knowledge exchange and operational activities. The College recognizes this should involve an increased degree of risk and is open in accepting this risk, subject always to ensuring that potential benefits and risks are fully understood before research and developments are authorized and that sensible measures to mitigate risk are established.

3.2.7. People and Culture

The College aims to value, support, develop and utilize the full potential of our employees to make Durham a stimulating and safe place to work. The College places importance on a culture of academic freedom, equality and diversity, dignity and respect, collegiality, annual reviews and the development of staff. The College has a cautious appetite for any deviation from its standards in these areas, and an averse appetite for deviations from its standards regarding the health and safety of staff, students and visitors.

3.2.8. International Development

The College aims to achieve global impact via student exchanges with a number of countries around the world. The College is cautious to operations outside of Canada but has a strong appetite in recruiting students from other countries to the extent that this activity supports the mission and reputation of the College.

4. Roles and responsibilities

4.1. Board

The Board is responsible for:

- 4.1.1. Approving the risk appetite level of the College through the IRM Framework Board Governance policy; and
- 4.1.2. Annually reviewing the risk register for extreme and high risks to ensure mitigation strategies are in place.

4.2. Audit and Finance Committee

The Audit and Finance committee will:

- 4.2.1. Monitor risk assessment through the annual risk register;

- 4.2.2. Oversee the functioning of the IRM framework to gain assurance of its effectiveness;
- 4.2.3. Gain understanding of high and extreme risks at inherent and residual levels;
- 4.2.4. Approve annual updates on institutional risk, and if necessary recommend changes to risk appetite to the Board for approval; and
- 4.2.5. Gain assurance that management has undertaken the risk responses for high and extreme risks as outlined.

4.3. The College Leadership Team

The the College Leadership Team is responsible for:

- 4.3.1. Approving the College's operational risk management policy and procedure;
- 4.3.2. Overseeing and supporting the risk management framework for all business processes and key decision-making within the College; and
- 4.3.3. Reviewing extreme and high-level strategic risks presented by the Chief Administrative Officer and Chief Financial Officer that impact the College's strategic plan and objectives.

4.4. Chief Administrative Officer and Chief Financial Officer

The chief administrative officer and chief financial officer will:

- 4.4.1. Ensure an effective risk management framework is established, implemented and maintained;
- 4.4.2. Work with members of the leadership team to ensure mitigation strategies are developed for extreme and high-level risks; and
- 4.4.3. Identify and present extreme and high-level strategic risks to the College President and Board through the Audit and Finance Committee.

4.5. Vice-Presidents, Deans and Directors

Vice-Presidents, deans and directors are responsible for:

- 4.5.1. Determining and managing both strategic and operational risks within their portfolio that may impact the College's strategic and operational objectives, in consultation with the Office of Insurance and Risk Management;

- 4.5.2. Participating in the development, review and update of the institutional risk register;
- 4.5.3. Addressing, monitoring and reporting on the status of the key risks they are accountable for;
- 4.5.4. Integrating risk management principles into business processes and the management of day-to-day College activities; and
- 4.5.5. Fostering a culture of risk awareness.

5. Reporting

The Audit and Finance Committee of the Board receives for approval, an annual update of the integrated risk management process. This update includes details of the high and extreme risks and provides the committee with additional reports to enhance their understanding of the process and the results of the process.

6. Monitoring

The Board will receive an annual report from the Audit and Finance Committee identifying the high and extreme risks and confirming that satisfactory mitigation strategies are in place.

7. Related legislation, Minister's Binding Policy Directives and other documents

Minister's Binding Policy Directive - Governance and Accountability Framework

~~BOARD OF GOVERNORS POLICY~~

Integrated Risk Management Framework Policy

POLICY TYPE: Governance process

~~**POLICY TITLE:** Integrated Risk Management Framework~~

EFFECTIVE DATE: February 2015

REVISION DATE: ~~May 2019~~ [June 2022]

RENEWAL DATE: ~~May 2022~~ [June 2025]

DEFINITIONS: In this policy, unless otherwise defined herein or the context requires otherwise, words have the same meaning as they do in the Definitions Schedule to By-law No. 1 of the College.

~~1. Background~~

- ~~1.1. Durham College is committed to providing high-quality education and services to our students, staff, community and preserving our reputational and financial integrity in order to continue our mission.~~
- ~~1.2. Integrated Risk Management (IRM) is an ongoing, proactive and dynamic process involving the College's Board of Governors, management and other personnel. It is a systematic approach to setting the best course of action to manage uncertainty by identifying, analyzing, assessing, responding to, monitoring and communicating risk issues and events that may have an impact on the organization's ability to successfully achieve its strategic objectives.~~
- ~~1.3. The College has developed an IRM framework based on the internationally recognized principles from ISO 31000 to manage change and uncertainty. The framework applies to employees at every level and will assist the college in achieving its strategic objectives through structured and effective risk management processes.~~

1. ~~2. Definitions~~

1.1. ~~2.1. Integrated Risk Management (IRM)~~

Integrated risk management is a systematic approach to managing uncertainty by identifying, analyzing, responding to, monitoring and communicating risks across the organization.

1.2. ~~2.2. Risk Appetite~~

Risk appetite refers to the amount and type of risk that an organization is willing to take in order to meet their strategic objectives.

1.3. ~~2.3.~~ **Inherent risk**

Inherent risk refers to the amount of risk that exists without consideration of current controls that are in place to mitigate the risk.

1.4. ~~2.4.~~ **Residual risk**

Residual risk refers to the amount of risk remaining after controls have been put in place to mitigate the inherent risk.

2. ~~3.~~ **Purpose and objectives**

2.1. ~~3.1.~~ The College will maintain an effective IRM program to ensure:

2.1.1. • **Oversight:** All critical risks have been identified and are being managed and monitored under a holistic approach consistent with the Board-approved risk appetite statement;

2.1.2. • **Ownership and Responsibility:** Establish structured processes to identify, evaluate, mitigate and report risk exposures. The ownership of risk is assigned to key decision makers within the College who will manage the College's strategic governance, financial and operational risks;

2.1.3. • **Assurance:** The Board, management and relevant stakeholders have reasonable assurance that risk is being appropriately managed within defined levels to bring value to the College; and

2.1.4. • **Support:** The culture of risk management is supported and encouraged throughout the College.

2.2. ~~3.2.~~ The objectives of this policy are to:

2.2.1. • Establish the risk appetite of the College;

2.2.2. • Identify the key responsibilities of the Board, Audit and Finance Committee and management; and

2.2.3. • Outline the frequency and form of reporting requirements.

2.3. ~~3.3.~~ The College's Risk Management operating Policy and Procedure (ADMIN 223) requires departmental and functional units to undertake risk reviews as part of the process of addressing risks that will impact the College's strategic objectives.

3. ~~4.~~ **Policy statements**

3.1. ~~4.1.~~ **Risk Appetite**

Risk appetite establishes the boundaries for the overall/broad risk taking activities of the College and is an indication of the amount of risk the College is willing to accept in the achievement of its strategic priorities. Risk appetite statements are developed using a consistent rating scale and descriptors. The following scale and descriptors are used by the College:

Appetite Level	Risk Appetite Descriptor	Definition
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4	Willing	Willing to accept opportunities having high inherent risk

3.2. ~~4.2.~~ Risk Appetite Statements

3.2.1. ~~4.2.1.~~ Ethical Leadership

Without a strong emphasis on ethics, [Durhamthe](#) College will not be successful in achieving our mission, vision, values and goals. Ethics, integrity, transparency, respect, equal access and diversity will be communicated, modeled and required of all faculty, staff and students. The College is averse to this risk and not willing to accept risks in most circumstances in this area.

3.2.2. ~~4.2.2.~~ Reputation

It is regarded as critical that [Durhamthe](#) College preserves its high reputation. The College therefore has a low appetite (averse to cautious) for risk in the conduct of any of its activities that puts its reputation in jeopardy, could lead to undue adverse publicity, or could lead to loss of confidence and funders of its activities.

3.2.3. ~~4.2.3.~~ Compliance

[DurhamThe](#) College places great importance on compliance, and has no appetite for any breaches in statute, regulation, professional standards, research, bribery or fraud. The College wishes to maintain accreditations

related to courses or standards of operation, and has low appetite (averse to cautious) for risk relating to actions that may put accreditations and operations in jeopardy.

3.2.4. ~~4.2.4.~~ **Financial**

~~Durham~~The College is open to accepting risk while maintaining its long-term financial viability and its overall financial strength. Whilst targets for financial achievement will be higher, the College will aim to manage its financial risk by attaining an operational surplus each year and achieving a satisfactory quick ratio and debt to assets ratio, where possible.

3.2.5. ~~4.2.5.~~ **Education and Student Experience**

~~Durham~~The College wishes to stimulate students to develop a lifelong thirst for knowledge and learning, and encourage a pioneering, innovative and independent attitude and aspiration to achieve success. The College expects at a minimum to be in the top quartile of surveys related to student experience. The College recognizes this should involve an increased degree of risk in developing education and the student experience, and is open in accepting this risk, subject always to ensuring that potential benefits and risks are fully understood before developments are authorized and that sensible measures to mitigate risk are established.

3.2.6. ~~4.2.6.~~ **Environment and Social Responsibility**

~~Durham~~The College aims to make a significant, sustainable, and socially responsible contribution to Ontario and the world through its research, education, knowledge exchange and operational activities. The College recognizes this should involve an increased degree of risk and is open in accepting this risk, subject always to ensuring that potential benefits and risks are fully understood before research and developments are authorized and that sensible measures to mitigate risk are established.

3.2.7. ~~4.2.7.~~ **People and Culture**

~~Durham~~The College aims to value, support, develop and utilize the full potential of our employees to make Durham a stimulating and safe place to work. The College places importance on a culture of academic freedom, equality and diversity, dignity and respect, collegiality, annual reviews and the development of staff. The College has a cautious appetite for any deviation from its standards in these areas, and an averse appetite for deviations from its standards regarding the health and safety of staff, students and visitors.

3.2.8. ~~4.2.8.~~ **International Development**

~~Durham~~The College aims to achieve global impact via student exchanges with a number of countries around the world. The College is cautious to operations outside of Canada but has a strong appetite in recruiting students from other countries to the extent that this activity supports the mission and reputation of the College.

4. ~~5.~~ **Roles and responsibilities**

4.1. ~~5.1.~~ **Board of Governors**

The Board ~~of Governors~~ is responsible for:

- 4.1.1. • Approving the risk appetite level of the College through the IRM Framework Board Governance policy; and
- 4.1.2. • Annually reviewing the risk register for extreme and high risks to ensure mitigation strategies are in place.

4.2. ~~5.2.~~ **Audit and Finance Committee**

The Audit and Finance committee will:

- 4.2.1. • Monitor risk assessment through the annual risk register;
- 4.2.2. • Oversee the functioning of the IRM framework to gain assurance of its effectiveness;
- 4.2.3. • Gain understanding of high and extreme risks at inherent and residual levels;
- 4.2.4. • Approve annual updates on institutional risk, and if necessary recommend changes to risk appetite to the Board ~~of Governors~~ for approval; and
- 4.2.5. • Gain assurance that management has undertaken the risk responses for high and extreme risks as outlined.

4.3. ~~5.3.~~ DurhamThe **College Leadership Team**

The ~~Durham~~the College Leadership Team is responsible for:

- 4.3.1. • Approving the College's operational risk management policy and procedure;

4.3.2. •Overseeing and supporting the risk management framework for all business processes and key decision-making within the College; and

4.3.3. •Reviewing extreme and high-level strategic risks presented by the Chief Administrative Officer and Chief Financial Officer that impact **Durham**the College's strategic plan and objectives.

4.4. ~~5.4.~~ Chief Administrative Officer and Chief Financial Officer

The chief administrative officer and chief financial officer will:

4.4.1. • Ensure an effective risk management framework is established, implemented and maintained;

4.4.2. • Work with members of the leadership team to ensure mitigation strategies are developed for extreme and high-level risks; and

4.4.3. • Identify and present extreme and high-level strategic risks to the College President and Board ~~of Governors~~ through the Audit and Finance Committee.

4.5. ~~5.5.~~ Vice-Presidents, Deans and Directors

Vice-Presidents, deans and directors are responsible for:

4.5.1. • Determining and managing both strategic and operational risks within their portfolio that may impact the College's strategic and operational objectives, in consultation with the Office of Insurance and Risk Management;

4.5.2. • Participating in the development, review and update of the institutional risk register;

4.5.3. • Addressing, monitoring and reporting on the status of the key risks they are accountable for;

4.5.4. • Integrating risk management principles into business processes and the management of day-to-day College activities; and

4.5.5. • Fostering a culture of risk awareness.

5. ~~6.~~ Reporting

The Audit and Finance Committee of the Board ~~of Governors~~ receives for approval, an annual update of the integrated risk management process. This update includes details of the high and extreme risks and provides the committee with additional reports to enhance their understanding of the process and the results of the process.

6. ~~7.~~ Monitoring

The Board will receive an annual report from the Audit and Finance Committee identifying the high and extreme risks and confirming that satisfactory mitigation strategies are in place.

| 7. ~~8.~~ **Related legislation, Minister's Binding Policy Directives and other documents**

- | • Minister's Binding Policy Directive - Governance and Accountability Framework

Document comparison by Workshare Compare on May 31, 2022 3:09:39 PM

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Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

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Report Number: BOG-2022-61

To: Board of Governors

From: Don Lovisa, President

Date of Report: June 1, 2022

Date of Meeting: June 8, 2022

Subject: 2021-2022 Durham College Annual Report

1. Purpose

The purpose of this report is to present the 2021-2022 fiscal year Annual Report.

2. Recommendation

It is recommended to the Durham College Board of Governors:

That based on Report BOG-2020-61, the 2021-2022 Durham College annual report be approved.

3. Background

As per the Minister's Binding Policy Directive on Governance and Accountability and Section 8 of O. Reg. 34/03 under the OCAAT Act, all colleges are required to prepare an annual report, make it available to the public, and submit the report to the minister. The report is to be prepared in accordance with the Annual Report Operating Procedure established in the Binding Policy Directive and must be submitted to the Ministry of Colleges and Universities and other required agencies by July 31.

The annual report celebrates the past year's successes and activities. The report is shared with College employees and in the community with partners and donors in an effort to capture the work that is done every day at Durham College in support of student success and ultimately the effort to build stronger communities.

This year's report reflects on a year filled with success stories despite all of the challenges the world continues to face. That's why the theme this year is to acknowledge the efforts of students and all staff members who have contributed to the ongoing success of the campus.

We continue to use our pillars, international, athletics and applied research as key story sections. However, this year we have added alumni success stories as their own section of highlights. Now more than ever, it is important to communicate to our staff, students and graduates how much their effort is appreciated, and this document is a testament to the resilience of our Durham College campus, and the community as a whole.

The report has been prepared in collaboration with communications & marketing, as well as input from several departments. Additionally, the audited financial statement will be included with the final published report, as is required under the Minister's Binding Policy Directive on Governance and Accountability.

The finalized annual report will be posted in an online format, presenting the information as a dynamic and interactive report featuring a video narrated by the president that introduces the college's mission statement.

4. Financial/Human Resource Implications

There are no financial or human resource implications.

5. Implications for the Joint Campus Master Plan

There are no implications for the joint campus master plan.

6. Implications for Ontario Tech University

The annual report outlines deliverables linked to Ontario Tech University where appropriate.

7. Relationship to the Strategic Plan/Business Plan

The annual report is aligned with the Business Plan and Strategic Plan, specifically highlighting the four pillars:

1. **Our Students** - To educate and inspire students to realize success in their careers and community.
2. **Our People** – To invest in our employees and empower them to be entrepreneurial, innovative and strategic.
3. **Our Work** – To be a leader in teaching and learning while responsibly managing resources, ensuring good governance and strategically investing in the future.
4. **Our Community** – To drive the economic, social and environmental success of our community, locally and globally.

Cover theme: *Stronger than ever*

Message from the president

As the world continues to navigate uncertainty, Durham College (DC) has taken careful and necessary steps to protect our campus community, while continuing to offer an innovative and transformational educational experience. Despite the challenges we faced in the pandemic's second year, the college's commitment to our mission – Together, we're leading the way – remained steadfast and strong.

This year's annual report features a number of stories that highlight the inspiring collaboration, innovation and determination exemplified by every member of our campus community over the last year. From the remarkable efforts of our employees to pivot from in-person to remote and hybrid learning and service delivery and back again, to the resilience of our students, to the commitment of our community partners, these stories demonstrate how DC is leading the way in everything we do.

Our partnerships with key organizations, corporations and community partners, reinforce the importance of collaboration to support education, training and skills development. As a leader in applied research, DC is proud to continue its involvement in a number of socially innovative research projects, identifying practical and actionable solutions that can positively impact the lives of people in our very own community.

The launch of DC's Innovation and Disruption Catalyst Group is just one of the many opportunities that have emerged as a result of our collective experience throughout the pandemic. This group, with representatives from across the college, will help support and foster a culture and mindset of innovation.

These achievements would not have been possible without the unwavering support of our Board of Governors, executive team, staff, students, industry and community partners, who have motivated us to forge a new path as leaders in post-secondary education in a time like no other.

As we emerge from the pandemic and look back to celebrate the many achievements of the past year, I am encouraged about lies ahead, confident in the knowledge that our community can rise to any challenge and overcome obstacles to achieve great things. Together, we *are* leading the way.

Sincerely,

Don Lovisa

Words we live by

MISSION - Together, we are leading the way.

VISION - Inspiring learners to create success for themselves and their communities through the best in innovative and transformative education.

VALUES

- Collaboration
- Diversity & Inclusion
- Excellence
- Innovation
- Integrity
- Respect
- Social Responsibility

Highlights from the past year

Our commitment to innovation in teaching and learning, coupled with strong local and global partnerships, have ensured DC continues to thrive. In times of change and transformation, like we've experienced this past year, it's important to have a solid foundation to build on. For DC, the words we live by are reflected in our mission, vision, values, and demonstrate how our students, our people, our work and our community are vital to our success as an institution.

The following stories highlight how, at DC, we're leading the way.

Our pillars

Our students are leading the way

Pillar introduction:

With change comes possibility and our students seized every opportunity to learn, grow and make a difference. They demonstrated incredible resilience and the ability to adapt while believing in the notion that despite the challenges, this was "their year" to shine.

Discover how our students are leading the way, forging their own paths to a bright and successful future.

Pull-quote:

"Demonstrating their talent, this time on a national stage, our students rose to the challenge, taking the technical, hands-on skills they have been honing during their studies at Durham College and applying them with innovation, creativity and passion to their respective competition challenges. We are extremely proud of their success." – Dr. Elaine Popp, executive vice president, Academic, Durham College.

Durham College becomes first Canadian post-secondary institution to win PCMA North American Student Challenge

A team of Durham College (DC) [Event Planning](#) students were announced as winners of the [Professional Convention Management Association \(PCMA\) North American Student Challenge](#). In its first year participating, DC is the only Canadian post-secondary institution to reach the finals in this prestigious competition, bringing distinction to both the Event Planning program and the college on an international stage. Emily Last, Michelle Corradetti, Naomi Brock, Nicole Rayment and Ryan Windsor – all second-year Event Planning students – competed against 12 other schools, with 21 submissions, to proudly bring the winning title home to DC.

This year's theme, *Combatting Human Trafficking*, tasked competitors with building an event proposal that focused on educating the hospitality industry on the impacts of this real-life issue. After developing their in-depth proposal, the students virtually presented their plans to a committee of event planning professionals, which were recorded and shared across the industry globally.

"Being the first and only winning Canadian post-secondary is an incredible achievement for Durham College," says Tony Doyle, dean, School of Hospitality & Horticultural Science. "The success of our students speaks to their dedication to learning and perfecting their skills, the strength of the program's ability to prepare them to be future leaders in their chosen sector, and our industry-connected faculty who champion them along the way."

Throughout the course of the project, the students learned how to use the knowledge and experiences they've acquired in class to develop meaningful events as part of their studies and gained insight into the skills required to succeed as industry.

DC students earn podium finishes with a gold and two bronze at the Skills Canada Virtual National Competition

Three Durham College (DC) students are celebrating after successfully finishing on the podium at the Skills Canada Virtual National Competition (SCVNC).

Held in June 2021, Mark Steele won gold for IT Network Systems Administration, while Cameron Billingham and Glesy Panaga, claimed bronze for Photography and Baking.

Designed to engage Canadian youth by promoting careers in skilled trades and technologies, the SCVNC is the largest trade and technology competition event of its kind in the country for apprentices and young students.

Steele, Billingham and Panaga earned their place at the event after winning gold in their respective categories at the 2021 [Skills Ontario competition](#).

"Once again these three students rose to the occasion," said Dr. Elaine Popp, executive vice president, Academic, Durham College. "They've continued to demonstrate their talent, this time on a national stage, taking the technical, hands-on skills they have been honing during their studies at Durham College and applying them with innovation, creativity and passion to their respective competition challenges. We are extremely proud of their success."

Skills Canada is a national, not-for-profit organization which partners with Skills Canada organizations in each of the provinces and territories, and works with employers, educators, labour groups and governments to promote skilled trade and technology careers among Canadian youth.

DC students win big at Microsoft Office Specialist Canadian National Championship 2021

In June 2021, seven Durham College (DC) School of Business, IT & Management students competed against their peers at the Microsoft Office Specialist (MOS) Canadian National Championship 2021. Hosted by CCI Learning, an education technology company, the MOS competition tests the skills of students aged 13 to 22 years old in Microsoft Office applications.

Students were tasked with taking certification exams for Microsoft Office Word, PowerPoint and Excel, with the highest scores determining who placed at the top of each category.

At the end of the competition, four DC students placed across all categories, with Maggie McCrimmon taking first place and Hayden Ellis placing third in the Microsoft PowerPoint (Microsoft 365 Apps & Office 2019) category. Brandon Linde also placed first in the Microsoft Word (Microsoft 365 Apps & Office 2019) category, while Garret Duncan took third place in the Microsoft Excel (Microsoft 365 Apps & Office 2019) category.

All winners received a medal of achievement and certificate, while the first-place students received a \$1,500 scholarship, and have been invited to represent Canada at the MOS World Championship 2021 competition.

Our people are leading the way

Pillar introduction:

With an unwavering commitment to the success for our students, DC employees provided innovative learning environments, supportive services and an unwavering commitment to innovative and transformative education that defines the DC experience.

Pull-quote:

“As the industry continues to evolve in response to digital technology, Brian has demonstrated that journalism programs are worthy of continued investment at a higher education level, and we are very fortunate to have his sense of perseverance and passion at Durham College.” – Greg Murphy, dean, School of Media, Art & Design

DC faculty Brian Legree wins Exemplary Leadership Award for innovation in journalism studies

Nominated for his work as program co-ordinator of Durham College’s (DC) [Journalism – Mass Media program](#), Brian Legree, professor, [School of Media, Art & Design \(MAD\)](#) was the recipient of the Chair Academy’s 2021 Exemplary Leadership Award.

The award recognizes achievements that advance academic and administrative leadership in higher education organizations. For 30 years, the Chair Academy has hosted the [International Leadership Conference](#) as an opportunity for leaders from all levels to share ideas, issues and challenges faced in the higher education sector.

Brian successfully introduced the “working newsroom” concept in 2018 as a teaching and learning model that combines work-integrated learning, collaboration with community partners and international opportunities to provide students with a rich educational experience.

“Brian’s ability to uncover and incorporate innovative methods that support the study of journalism has truly been inspiring,” says Greg Murphy, dean, School of Media, Art & Design. “As the industry continues to evolve in response to digital technology, Brian has demonstrated that journalism programs are worthy of continued investment at a higher education level, and we are very fortunate to have his sense of perseverance and passion at Durham College.”

Anyone who has crossed paths with Brian, whether as a student or a colleague, has likely heard his mantra: “It’s a good day for journalism.” The DC community shares Brian’s sentiment, and offers their congratulations on receiving this momentous award.

Durham College professor wins gold medal for cybersecurity invention at international competition

Leading the way to global spotlight for Durham College (DC), Dave Palachik, a part-time professor in the Electronics Engineering Technology program, was awarded with a gold medal in the Software Invention category at the 6th Annual International Invention Innovation Competition for his Quantum Resilient Encryption cybersecurity solution.

Organized by the Toronto International Society of Innovation & Advanced Skills, the competition saw 652 inventions submitted by competitors from more than 70 countries worldwide within a diverse selection of categories, from bicycle improvements and EEG brain wave detection, to diagnostic medical bandages and more. Gold medal winners were judged by a Board of Advisors and judges from organizations across the globe.

Palachik’s Quantum Resilient Encryption will have real-world application to help prevent super-machines and new Quantum computers from decoding transmitted data.

DC faculty Jay Fisher receives John Dobson Enactus Fellow of the Year award

Jay Fisher, a faculty member in Durham College’s (DC) [School of Business, IT & Management](#) and lead faculty advisor for the [EnactusDC](#) team, has been recognized with a John Dobson Enactus Fellow of the Year award for his outstanding contribution in advancing entrepreneurial learning at the post-secondary level. The award was presented virtually at the [2021 Enactus Canada National Exposition](#).

[Enactus](#) is an international non-profit dedicated to creating social change through entrepreneurship. DC’s chapter launched in 2016 through [FastStart DC](#) and is comprised of student leaders looking to make positive social impacts in the community.

Jay has played an instrumental role in weaving entrepreneurship into the fabric of the college. A business instructor at DC for nearly 12 years, in 2017 Jay led the EnactusDC team to the Regional competition and National Exposition in British Columbia. That same year, he was inducted as a John Dobson fellow and also received the Rookie Faculty Advisor of the Year award at Nationals.

Jay continues to advise the EnactusDC team, coaching and mentoring hundreds of student entrepreneurs as they work to make their business ideas a reality. Last year, he coached the team in the 2021 [Enactus Regionals Competition](#), where they placed first for Central Canada.

“The mentorship that the team and I have received from Jay has changed our lives,” says Heather Brown, president of EnactusDC. “The paths we walk now are stronger and more successful because of his guidance and the positive impact it has had. Jay has instilled the confidence, awareness and drive it takes for students to become leaders. He fosters social consciousness and commitment to creating a better world, and always reminds us that what we do for the world is just as important as what we do for ourselves.”

Through his role with EnactusDC, Jay has also found new opportunities to introduce community partners to the college and Enactus organization, demonstrating an undeniable commitment to social innovation.

“The John Dobson Enactus Fellow of the Year award is well-deserved recognition of Jay Fisher’s outstanding contributions to the Enactus team and his persistent efforts in advancing entrepreneurship at Durham College,” says Debbie McKee Demczyk, dean, Office of Research Services, Innovation and Entrepreneurship. “As a John Dobson Enactus Fellow since 2017, Jay has led Durham College’s Enactus team with creativity, passion and commitment, and the students are fortunate to have a dedicated mentor and coach in Jay.”

Our work is leading the way

Pillar introduction:

After transforming the way we work, learn and live, we slowly welcomed the return of many pre-pandemic campus operations and activities, allowing DC to celebrate some of the many initiatives that were, in some cases nurtured during, while others were brought to completion throughout the pandemic.

With opportunities to attend once again grand opening events and announcements to celebrate successes with colleagues and industry partners in-person, these achievements brought a much-needed sense of normalcy back to our campus community, demonstrating how DC continued to innovate in the face of uncertainty.

Pull-quote:

“The college’s partnership with Kedron Public School exemplifies what community outreach is all about. Beau’s ability to engage with the students and bring post-secondary awareness into the classroom at such an impressionable age allows the opportunity for youth to see what’s available to them. As a leader in post-secondary education, Durham College is proud to play a role in inspiring the leaders of tomorrow.” – Dr. Rebecca Milburn, executive dean of the Schools of Science & Engineering Technology and the Skilled Trades, Apprenticeship & Renewable Technologies.

Durham College leads the way in skilled trades and technology training with new facility

On April 21, Durham College (DC) welcomed donors, community partners, employees and guests to experience the grand opening of the Ontario Power Generation Centre for Skilled Trades and Technology (CSTT). Located at the Whitby campus, the 60,000-square-foot facility is home to numerous specialized labs and shops, which will allow DC to increase its industrial skilled trades training capacity in Whitby by 750 students.

Given the skilled labour shortage at the regional, provincial and national level, this project could not come at a better time, with Colleges Ontario forecasting that by 2030 the province will face a shortage of more than 500,000 workers in the skilled trades.

The milestone grand opening event featured tours of the CSTT; an Indigenous blessing given by Senator Cecile Wagar from the Oshawa and Durham Métis Council; an official ribbon cutting; and remarks from individuals representing DC students, alumni, employees and local community partners.

“This incredible new facility will help bring student success to life, creating opportunities to advance innovation and knowledge and providing a career launchpad for the next generation of skilled tradespeople,” said Don Lovisa, president, DC. “The generosity and support from our community is an investment in our collective success and our students’ futures, and core not only to the successful completion of this building but to the entire revitalization of the Whitby campus as we continue to lead the way in transformative education.”

Partnering with DC to help fund the expansion is Ontario Power Generation (OPG), whose name adorns the front of the CSTT to honour and recognize the deep-rooted partnership the two organization enjoy and acknowledge OPG’s long-standing support of both DC and its students over the last 20 years.

“This state-of-the-art facility is just the latest in Ontario Power Generations’ decades’-long partnership with Durham College,” said Subo Sinnathamby, senior vice president, Nuclear Refurbishment, OPG. “This partnership helps educate and train career-ready graduates to build a diverse population of potential employees for the energy sector in skilled trades and STEM. Now more than ever, we need skilled, talented and qualified graduates to support our current and future operational and project needs.”

In less than three years, the DC Building for Skills campaign has raised \$9.5 million toward the \$10 million in community support required to fully fund the \$35 million project, which includes generous funding from the Region of Durham, the Town of Whitby and the Durham College Student Association (DCSA), in addition to donations and gifts from individuals, corporations and foundations. Fundraising activities continue in an effort to close the gap, with an aim to complete the campaign this spring.

Durham College launches The Barrett Centre of Innovation in Sustainable Urban Agriculture

In an effort to combat food and farming challenges emerging both within the industry and broader community, while championing excellence and innovation in urban farming, Durham College (DC) announced the official launch of The Barrett Centre of Innovation in Sustainable Urban Agriculture (The Barrett Centre). Established thanks to a \$5-million donation from The Barrett Family Foundation, its vision is to become an internationally recognized hub of excellence in urban agriculture practices, research, education and training.

“The Barrett Centre is an amplification and expansion of all the expertise we’ve gained bringing the field-to-fork philosophy to life each and every day in our food, farming and horticulture programs”, said Don Lovisa, president, Durham College. “The knowledge and experience gained from turning unused fields into a vibrant crop-bearing farm serves as a solid foundation for what The Barrett Centre will accomplish, and we are looking forward to continuing to lead the way together, with The Barrett Foundation, our students, faculty and the community.”

At the heart of the work will be the building of a dynamic new urban farm that will be developed as a community-inspired living lab in the coming years. In addition, the centre will:

- Enhance the existing urban farm at the Durham College Whitby campus.
- Become a source for information, support and coaching for traditionally underserved and marginalized communities when it comes to urban agriculture initiatives including food security.
- Create a comprehensive and connected array of educational programs and materials in urban agriculture will be to meet growing employment needs.
- Create dozens of new opportunities in the years ahead for students to gain experience working on urban farms and in roles supporting the operations.
- Become home to a team of highly respected experts working to establish it as an internationally recognized hub of knowledge around sustainable urban agriculture.

“Our goal as a foundation is to partner with organizations that positively impact communities, locally and globally,” said Bob Barrett, The Barrett Family Foundation. “With its focus on sustainable agriculture, coupled with student learning and research, The Barrett Centre stands to do just that. We are really looking forward to seeing all the great work that will be achieved.”

DC inspires Kedron P.S. students with mentorship program and robotics lab tour

The [School of Science & Engineering Technology](#) (SET) at Durham College (DC) continued to support community outreach efforts by partnering with Kedron Public School in Oshawa to offer an interactive mentorship program to students in Grades 6 through 8.

For more than seven years, Beau James, professor and program co-ordinator of SET’s [Electromechanical Engineering Technology](#) (EMTY) program, has helped grow the project across a number of classrooms in Durham Region.

Over the last year, as elementary schools transitioned between in-person and online learning as a result of the pandemic, DC adapted its efforts to ensure the partnership was still supported. In March 2021, Beau and lab technologist, Steve Knihnisky led the first Virtual Robotics Work Cell Tour – a live-streamed tour of DC’s Robotics Lab that covered topics corresponding to the students’ recent Mechanical structures unit.

Leveraging the DC Integrated Manufacturing Centre’s (IMC) live Internet Protocol (IP) camera, Beau highlighted the main components of the robot and illustrated how to move the robot around the workcell using an industrial joystick (teach pendant). The demonstration completed with cycling the robot automatically to move through various pre-programmed positions in space, on its own. Live

streaming while moving through areas of the lab allowed Beau to lead the tour while continuing to engage with the class. Students were given the opportunity to submit questions via the chat feature.

“The college’s partnership with Kedron Public School exemplifies what community outreach is all about,” says Dr. Rebecca Milburn, executive dean of the Schools of Science & Engineering Technology and the Skilled Trades, Apprenticeship & Renewable Technologies. “Beau’s ability to engage with the students and bring post-secondary awareness into the classroom at such an impressionable age allows the opportunity for youth to see what’s available to them. As a leader in post-secondary education,

An added benefit of transitioning to a virtual learning model this year was the ability to expand “classroom” capacity to allow additional students from four classes to attend. Kedron P.S. students were excited to see inside a real robotics lab, one that is within walking distance from many of their homes.

“The virtual tour demystified some of the mystery about college,” said Terri Pellerin, Grade 8 teacher, Kedron P.S. “When the students saw how much Professor James enjoyed his work, it offered a glimpse into some of the incredible career possibilities that are available in the robotics field. We are very grateful to collaborate with Durham College and look forward to future learning opportunities.”

Our community is leading the way

Pillar introduction:

The support of our broader community inspires our institution to achieve success in every thing we do. As we continue to grow and offer options that are responsive to industry needs and market demands, we recognize we are part of a community committed to success and driven by a shared purpose, confident that together with our partners, we are leading the way to a prosperous future.

Pull-quote:

“As leaders in transformative education, this new partnership demonstrates Durham College’s commitment to supporting the local business community through the creation of highly skilled students, graduates and applied researchers.” – Kevin Baker, executive dean, School of Business, IT & Management.

Durham College’s Youth Justice and Intervention students leading the way in human trafficking prevention

Durham College (DC)’s Youth, Justice and Interventions program (YJI) hosted the 10th annual Youth Justice Symposium on March 24, 2022, in partnership with Victim Services Durham Region (VSDR). Each year, a topic impacting young Canadians is selected as the focus of the event. This year’s chosen issue was Human Trafficking Prevention, identified by VSDR as an important subject for youth aged 12 to 15 to understand.

YJI students were tasked with developing a curriculum for grades 7 to 10 which addressed gender empowerment, internet safety, healthy relationships and human trafficking. They also created lesson plans and activities to facilitate teaching and learning about human trafficking, garnering strong positive

feedback from participants. In fact, the symposium was viewed online in classrooms across the Durham and Kawartha regions by 9,000 students and more than 500 educators and principals.

“Our Youth, Justice and Interventions program students were so excited to see the results of their work come together with such success,” says Joanne Spicer, interim associate dean, School of Justice and Emergency Services. “Not only do they achieve the sense of accomplishment that comes from developing and running a conference, but they also learn the importance of working as a team, fostering collaborative community relationships and delivering an impactful event.”

YJI participants left with the knowledge that their contributions and efforts for the symposium have directly and positively impacted the lives of the attendees, helping make a better future. DC is proud of the successful community partnership and would like to recognize the impressive efforts of the YJI program students who worked so diligently to improve the community by raising awareness on the threat of human trafficking and the actions that help to prevent it.

Durham College Personal Support Worker students collaborate with the City of Oshawa for rewarding experiential learning opportunity

Durham College (DC) students enrolled in the Personal Support Worker (PSW) program had a unique opportunity to learn outside of the classroom as a result of a collaboration between the college and the City of Oshawa. Recognizing the impacts COVID-19 has had on many vulnerable populations, PSW students studied the challenge of isolation in older adult communities during the pandemic and explored ways to address their unique needs, given that many do not have the financial resources or abilities to use digital technology.

Working with the Oshawa Senior Community Centres (OSCC55+), the students implemented a number of programs in response to the identified challenges, including:

- Pen pal initiative, delivering cards and letters to isolated seniors.
- Reading buddies, which paired isolated seniors with students who would read stories by phone.
- Senior-hour video segments, created by students from DC’s Future Writing and Publishing Course as a way to highlight the PSW student initiatives. The segments were made available to OSCC55+ clients through their website.

The collaboration offered students the chance to gain meaningful, first-hand experience in their future industry, while responding to real-life issues taking place in their own community.

Durham College announces partnership with Chambers of Commerce and Boards of Trade across Durham Region

Durham College (DC) announced a region-wide partnership between the college’s [School of Business, IT & Management](#) (BITM) and the eight Chambers of Commerce and Boards of Trade located in Durham Region. Launched in Fall 2021, this partnership provides every first-year BITM diploma student a membership in all Durham Region Chambers and Boards of Trade for the duration of their studies, plus an additional year following graduation.

The goal of this partnership is to enhance their experience by helping students jumpstart their careers. Membership to the municipal Chambers of Commerce and Boards of Trade will grant students access to events where they can meet local professionals and potential future employers, develop key relationships in the industry and engage in professional development opportunities.

“Partnering with Durham Region’s Chambers of Commerce and Boards of Trade will provide exciting and unique educational opportunities for students to develop an understanding of the community’s business sector and create meaningful connections with industry members within it,” says Kevin Baker, executive dean, School of Business, IT & Management.

Sharing a dedication to fostering business communities through connection, learning and leadership, DC is proud to be partnering with the following:

- Ajax-Pickering Board of Trade
- Brock Board of Trade
- Clarington Board of Trade
- Greater Oshawa Chamber of Commerce
- Newcastle and District Chamber of Commerce
- Scugog Chamber of Commerce
- Uxbridge Chamber of Commerce
- Whitby Chamber of Commerce

Speaking to this new partnership and the benefits it brings to the education and business communities, the Durham Region joint Chambers and Boards of Trade said, “this collaboration with Durham College is precedent setting. The Chambers and Boards of Trade in Durham Region are thrilled to participate in this initiative. Bringing educators, the business community and students together across municipalities to deliver strategic programming supports our collective desire to nurture talent in our region. This partnership ensures we have the workforce to sustain the continued growth and prosperity of our communities.”

As the first partnership of this magnitude, Durham College is looking forward to elevating the student experience and leading the way for future partnerships to be developed and explored.

Other success stories

Leading the way in our global community

Arriving in Canada, smooth sailing

To ensure DC international students felt heard on their concerns around travelling to Canada during the pandemic, the International Education Office organized a series of Arriving in Canada virtual drop in sessions. Addressing everything from navigating continuously changing quarantine rules, to how to find a first job or a first friend, these weekly sessions gave students a one-stop point for every query about travelling to Canada, and lessened anxiety around traveling to Canada at an unprecedented time in history. Complimented by the twice weekly International-Ask-Us-Anything sessions which provided an opportunity for over 4000 international student visitors from 80 countries in one year to speak with international student support, admissions and finance, virtual sessions provide a bridge for international students from being there to being here.

International Projects

Starting in 2021, Durham College (Lead) have partnered with Vancouver Island University, Fanshawe College to complete five inter-ministerial workshops and work collaboratively with the Ministries of Education in Columbia, Mexico, Peru, and Chile to develop four national TVET/post-secondary education marketing campaigns, with an emphasis on marketing to women as part of the Pacific Alliance Education for Employment Program. Funded by the Government of Canada, and coordinated by Colleges and Institutes Canada, this two-year partnership is set to conclude March 2023.

Since May 2017, Durham College has been a contributing member of the Kenya Education for Employment Program funded by the Government of Canada. Since 2020, the DC has contributed to three additional Young Africa Works in Kenya projects, alongside other Canadian institutions, funded by Mastercard Foundation.

With an immense display of skill and professionalism, DC students and faculty completed the first documentary in 2018. Durham was honored to be invited to complete the second documentary series in 2021 and yet, this came at a time unique time in history as the world faced an immense strain during ever-changing pandemic conditions. Despite all odds, in 2021, six DC students and one faculty successfully completed one long and six short documentaries for the KEFEP program. The videos will be showcased throughout this year through Colleges and Institutes Canada (CICan). Durham College achieved this by creating a strong collaboration with a film and interview crew in Kenya, dedicated leadership by a DC faculty and incredible skill and fortitude by DC students. The documentaries represent a comprehensive legacy of the activities, changes, milestones, and impact of the KEFEP program.

<https://www.youtube.com/watch?v=2YoaNoP6awg>

Leading the way in research

As a leader in applied research, the college's Office of Research Services, Innovation and Entrepreneurship enjoyed a very successful, award-winning year, including the launch of the Social Impact Hub, the college's fifth applied research centre, and funding support for key projects and experiential learning opportunities for faculty and students.

Durham College receives more than \$106,000 in funding to support first-ever postdoctoral fellowship

Durham College's (DC) Office of Research Services, Innovation and Entrepreneurship (ORSIE) is pleased to announce its first-ever postdoctoral fellowship, thanks to a Mitacs Accelerate grant totaling \$106,666, including a contribution and collaboration with the City of Oshawa's Fire Services through TeachingCity Oshawa.

Working with principal investigator Dr. Michael Williams-Bell, professor and research co-ordinator in DC's School of Health & Community Services, Postdoctoral Fellow Dr. David Brian Copithorne joins the ORSIE team for a two-year term to support an innovative new project using virtual reality to simulate uncontrolled fire scenarios and improve training for firefighters and other Public Safety Personnel using immersive, life-like simulation.

“It’s an honour to be chosen as the college’s first postdoctoral fellow,” said Dr. Copithorne, who received his PhD from Western University. “The work we are undertaking using novel virtual reality simulation training is really going to enrich the firefighting training experience.”

Thanks to technology found in DC’s [Mixed Reality Capture Studio](#), the physiological and psychological responses of firefighters that often occur during uncontrolled fire scenarios will be elicited. This will allow participants to be better prepared by learning to manage stressors and optimize their performance and well-being in real-life emergency situations, without the risk of injury, an outcome the City of Oshawa is looking forward to.

“We congratulate Durham College on its first-ever postdoctoral fellowship and we are excited to partner on this collaborative project,” said Oshawa Mayor Dan Carter. “The virtual reality simulations developed by DC will complement real-life training scenarios and help Oshawa’s firefighters master their skills.”

The grant has also funded two undergraduate intern positions, which are being overseen by Dr. Williams-Bell.

“The Ontario government is proud to support initiatives where the talent and expertise of Ontario’s PhD graduates is being leveraged to solve real-world problems through research and innovation,” said Jill Dunlop, Minister of Colleges and Universities. “By investing in research internships, we are preparing the next generation of talent with the experience they need to get good jobs after graduation. We’re also supporting employers, who are looking for students and graduates with hands-on experience so they can make an immediate impact in the workforce.”

The addition of a post-doctoral fellow is one more way DC is expanding its applied research innovation and reach. “This is a very exciting opportunity for the college,” said Debbie McKee Demczyk, dean, ORSIE. “As with all of our projects, faculty and students benefit from hands-on experiential learning, working to solve real-world challenges, while our partners are able to take advantage of our expertise and technology.”

This is the third Mitacs Accelerate grant the college has been awarded. “We are proud to support Durham College’s first postdoctoral fellowship and its commendable dedication to driving research and innovation in Canada,” said [Mitacs](#) CEO Dr. John Hepburn. “Dr. Copithorne’s virtual reality research will improve training for firefighters and safety for workers. We are very pleased to leverage provincial and federal funding to drive innovations that improve the lives of Canadians.”

Durham College launches fifth applied research centre, the Social Impact Hub

Over the last several years, through funded collaborations with community partners, Durham College (DC) has developed a distinct cluster of 14 valuable applied research projects focused on social innovation, receiving \$1,324,544 in overall funding. These projects tackle everything from homelessness and mental health, to equity and accessibility, training and more.

In June 2021, following the successful launch of DC’s four previous applied research centres, the Office of Research Services, Innovation and Entrepreneurship (ORSIE) announced the opening of its new Social Impact Hub at a virtual event alongside numerous DC researchers, President Don Lovisa and John Henry, chair and CEO of The Regional Municipality of Durham and project partners.

“As a leading post-secondary institution and applied research centre, we are committed to exploring and developing solutions to the barriers our communities face,” said Don Lovisa, president, DC. “The applied research being completed at Durham College underscores the importance of innovation and ingenuity, and I am incredibly excited to see how the Social Impact Hub will help address the gaps and inequalities that exist within our society through this lens.”

By leveraging faculty expertise, student talent and strong community partnerships, researchers at the Social Impact Hub will continue their work to identify creative solutions to complex social challenges through leading-edge social innovation projects and initiatives.

[Ongoing projects](#) at DC in this area of research include:

- Building Bridges Together: Co-production of Financial Empowerment Strategies with People Experiencing Low Income
- Innovation Through Co-production: A Holistic Approach to Supporting Social Competency in Pre-school Children
- Enriching Firefighter Training Through the Development of a Novel Virtual Reality Training Simulation for Personalized Precision, Skill and Resilience Training
- Enhancing Virtual Mentorship to Reduce Social Isolation of Youth
- Support for Parents with Intellectual and Developmental Disabilities

DC researchers have also [completed](#) a number of projects, including the unique [Co-design of a Youth-led Housing Hub](#): Developing a Unique and Scalable Housing Model for Youth Living on Their Own in Durham.

Leading the way in athletics

From representing DC on the playing field and on the podium, to being recognized for academic and athletic excellence, the Durham Lords and our student athletes had a lot to celebrate this past year.

Durham College recognizes 65 student athlete academic award winners

The Durham Lords proudly recognized 65 student-athletes for their academic achievements in 2021-2022, including four student-athletes who earned Academic All-Canadian Awards. The CCAA’s most prestigious student-athlete award is presented to a student-athlete who has been named to their respective conference all-star teams in a CCAA sport and achieve honours standing.

Hildebrandt, Hooper and Fraser named Durham College Athletes of the Year

Durham College (DC) was proud to honour three student-athletes as Mia Hildebrandt (Women’s Volleyball), Devyn Fraser (Women’s Volleyball/Golf) and Malcolm Hooper (Men’s Rugby) were named DC’s 2021-2022 Athletes of the Year. Celebrating its 50th year, DC’s athletic banquet welcomed the return of an in-person celebration, offering students, coaches and employees the chance to recognize the incredible successes of our students.

Durham College athletes lead to way to the podium

Our student-athletes proudly represented Durham College (DC) on the podium as six athletic teams took home winning titles last year, including:

- Women's Softball (Gold)
- Women's Rugby (Silver)
- Men's Rugby (Bronze)
- Men's Indoor Soccer (Bronze)
- Women's Golf (Bronze)
- Women's Volleyball (Bronze)

With their golf medal win the women's softball program claimed their [21st OCAA softball championship banner](#) in school history, adding to a legacy as the most decorated individual league team in the Ontario Colleges Athletic Association (OCAA).

Leading the way in alumni success

Durham College is proud to celebrate the incredible ways our graduates are leading the way in industries all across the globe. A community more than 100,000 members strong who are making a positive difference in the lives of others, our alumni are making their mark and making a difference every day.

DC grad launches inclusive bandage brand Heal in Colour

For Tianna McFarlane, a Durham College (DC) Supply Chain and Operations – Business (formerly Business Operations) alumna, starting her own company had always been a lifelong dream – but the opportunity to create something significant didn't present itself until 2019, when she was inspired during a simple trip to the drugstore to buy bandages.

As she searched for one that could cover a cut on her own leg, the lack of products for people of colour was striking. While there were plenty of nude, pink and even purple colours, there was nothing that she felt would blend in with her skin tone.

“In that moment I knew I had an opportunity to bridge the gap and create my own brand of adhesive bandages for Black and brown skin,” recalls Tianna, who spent the next two years laying the groundwork for her company Heal in Colour.

As Tianna worked to get her product to market, she leaned into grit and perseverance, as well as the knowledge gained during her time at DC, to make her dream a reality. Her project management training aided in the creation of timelines and action plans to keep the project on track, and she analyzed the seven Ps (product, price, promotion, place, packaging, positioning and people) to determine a strategic launch and marketing plan to reach her target audience.

The hard work paid off quickly, with Tianna receiving impressive news coverage soon after the product launch in April, and already more than \$3,500 in sales. With Heal in Colour now available in the Canadian and U.S markets, consumers across the continent are already rallying around this innovative new product.

Tianna is continuing to dedicate herself to making Heal in Colour a household name – with a strong growth and expansion plan already in place to offer new products in the near future, such as athletic

wraps and waterproof bandages. She also hopes to provide bandages to hospitals, long-term care facilities, universities and colleges, elementary schools, daycares and more.

DC grad nominated for Daytime Emmy® Award and James Beard Foundation Award

Kristin Atwood, an alumna of the Durham College (DC) Culinary Management program, has been combining her passion for food and filmmaking since graduating in 2017. What began as a freelance gig creating media content for local restaurants, has since evolved into an award-winning independent production company called Chef Studio, where she produces cooking tutorials and web series that bring the joy and magic of cooking to digital streaming and video-on-demand platforms.

With more than 5 million views on her channel, Kristin has been able to turn Chef Studio into a thriving full-time job, allowing her to showcase her creativity and skill in cinematography, as well as her culinary prowess as she helps others learn to cook. It's also landed her two incredible nominations.

In June 2021, her [At Home Pasta series](#) was nominated for an Emmy® Award – which recognizes outstanding achievement in daytime television – in the Outstanding Single Camera Editing category. The seven-part series was inspired by the lack of kitchen staples available in grocery stores during the early part of the COVID-19 pandemic, when “panic buying” was at it's worst. Using a few simple ingredients, Kristin was able to develop unique recipes, like beet pasta or egg yolk and ricotta ravioli, and created short films that explain how viewers could easily replicate these meals at home. The series was also nominated for two Webby Awards in the Best Food and Drink and Best How-To, Explainer and DIY categories.

Prior to her Emmy nomination, Kristin was also recognized in 2020 with a prestigious nomination for a James Beard Foundation Award – America's most coveted and comprehensive honour for chefs, restaurants, journalists, authors and other leaders in the food and beverage industry – for her series [The Crumby Bits](#). With a focus on creating something beautiful and delicious out of ingredients that would have normally been considered scrap, waste, wilted or worthless, Chef Studio's Cricket Macaron episode received its nomination in the Online Video, Fixed Location and/or Instructional category for its innovative take on culinary sustainability.

Kristin was also recently the recipient of an Alpha Female+ Grant. For her grant project, she intends to create a five-part series called Flight of the Bumblebees which will celebrate the beauty of spring and summer, and highlight the important work honeybees do during those seasons.

Switching gears – how one Durham College grad's return to post-secondary studies as a mature student paid off

Jean-Paul Hernandez never imagined he'd be returning to school in his 40s. When it came time to enrol in Durham College (DC)'s [Occupational Therapy Assistant and Physiotherapy Assistant](#) (OTA and PTA) program, Jean-Paul was hesitant. Age aside, he had never lived outside Toronto, he was only a year into his relationship with his partner, and was worried about learning new skills in an entirely different field.

But everything changed at DC's 2018 Open House when he met Teresa Avvampato and Laura Maybury, program co-ordinators of the OTA and PTA program.

“They offered insight into the ways I could steer my life in a new direction – one that was aligned with my own values – to help make a difference in the lives of others. This, along with my partner’s support, was all I needed to be convinced DC was the right place for me,” said Jean-Paul, graduate.

From day one, Jean-Paul says it was clear that DC’s student experience comes first and the college’s commitment to mental health is supported by an abundance of resources that encourage staff and students to reach out. As a member of the deaf community, Jean-Paul was able to utilize the services of the Access and Support Centre to advocate on his behalf for newer assistive devices (hearing aids), computerized note takers and more time for exams in the Test Centre.

As graduation approached, Jean-Paul faced the difficult challenge of job-hunting in the midst of a global pandemic. Honing in on the skills he learned in the fourth semester of his Professional Practice course, which covered resume building and interviewing skills, Jean-Paul landed his first PTA role in a physiotherapy clinic just three months after graduation.

In June 2021, Jean-Paul became the newest member of the Canadian Physiotherapy Association’s Board of Directors. With an interest in policymaking and strategic issues that are important to him, such as accessibility to physiotherapy services for those in the underrepresented BIPOC (Black, Indigenous and People of Colour) community, Jean-Paul is looking forward to serving the profession that has changed his life.

Infographics

- Top GTA Employer (for the eleventh time)
- Canada’s Greenest Employer (for the sixth consecutive year)
- Top 50 Research College (for the eighth time)
- 100,000+ alumni
- 1,700+ employees
- 20,000+ part-time, continuing education and online registrations
- 2 campuses (Oshawa and Whitby)
- 15,000 full-time post-secondary and apprenticeship students
- 1,900 international students
- \$913+ million economic impact on Durham Region
- 9,558 jobs supported in Durham Region

Appendices

2021-2022 Durham College Board of Governors

- Kristi Honey, chair of the Board
- Gary Rose, vice-chair of the Board
- Lisa Allen
- Suzanne Beale
- Elizabeth Cowie
- Kelly Doyle, administrative staff representative
- Nathan Wilson, academic staff representative
- Gail Johnson Morris

- Kunal Nagpal, student representative
- Jennifer Powell, support staff representative
- Kenneth Michalko
- Dwight Townsend
- Ian Ball
- Ian Murray
- Jerry Ouellette
- Don Lovisa, president

Durham College Leadership Team

- Don Lovisa, president
- Dr. Elaine Popp, Executive vice president, Academic
- Tara Koski, dean, Student Affairs
- Dr. Scott Blakey, chief administrative officer
- Barbara MacCheyne, chief financial officer

Summary of advertising/marketing complaints received

During the 2021-2022 academic year, Durham College's Communications & Marketing office received no complaints related to the college's advertising/marketing efforts.

Overview of successes and achievements for the previous year

Achieving the objectives outlined in the annual Business Plan each year is important to the success of the college's strategic plan. In 2021-2022 Durham College leadership extended the Strategic Plan for two years, which now runs from 2020-2025. The Ontario Minister's Binding Policy Directive for Annual Reports requires each college to summarize the results of its Business Plan from the previous year in their annual report, in recognition of the importance of these objectives to post-secondary institutions.

This past year was quite successful despite continued hardships brought on by external events. Highlights of these achievements include:

Our Students

- Created new opportunities for students to build resilience, competency, personal capacity and life enhancing skills by offering twenty virtual sessions during Career Month (November). This initiative included events such as Deloitte Tech Talk Series, Entrepreneurial Coffee Chats, a Virtual Job Fair Walkthrough and more to support our students' success in their careers.
- Durham College, Ontario Tech University and Ontario Shores partnered together to build the Better Together Series: a social network for students to foster social connectedness and mitigate grief caused by COVID-19.

Our People

- Achieved GTA's Top Employers designation for the 11th year in a row in addition to being named one of Canada's Greenest Employers.
- The Tell Your Story campaign launched this past winter, encouraging staff to upload ways their teams have been innovative. This campaign is part of a larger Innovation and Disruption Catalyst Group (IDCG) which will continue to explore ways to include all staff in brainstorming new

solutions for our students and campuses.

Our Work

- To lead the development of transformational programming, services and systems a new full-time faculty orientation program was developed to reflect current digital/in-person approaches and best practices for teaching.
- This year we began offering graduate certificate and diploma programs in the Faculties of Business and Health in a new, flexible weekend delivery format. This includes eight (8) programs so far and consists of synchronous and asynchronous learning to support students' needs for flexible program delivery.

Our Community

- As we strive to leverage and grow our positive impact on the communities we serve - the Young Women in Science, Technology and Trades event was held virtually this year with over 1,000 participants from Durham District School Board.
- To strengthen our relationship with Indigenous communities, Durham College worked with Seven Generations Education Institute (SGEI) to deliver Paramedic Diploma programming.

Report Number: BOG-2022-55

To: Board of Governors

From: Dr. Elaine Popp, Executive Vice President, Academic

Date of Report: May 20, 2022

Date of Meeting: June 8, 2022

Subject: Quality Assurance and Comprehensive Program Review Summary

1. Purpose

As part of Durham College's quality assurance processes, a comprehensive program review (CPR) of each Program of Instruction, or cluster of programs, must be conducted every five to seven years. This report is intended to provide the Board of Governors with an overview of our compliance with this requirement.

2. Recommendation

This report is being presented for information only.

3. Background

All Ontario college programs must conform to the Minister's Binding Policy Directive Framework for Programs of Instruction. This framework requires that colleges establish mechanisms for reviewing their programs to ensure ongoing quality, relevance and currency. Durham College is committed to offering quality programming and ensuring exceptional educational experiences for its students. To achieve these objectives and to meet Ministry requirements, the College has implemented rigorous quality assurance processes, including a CPR process. Each postsecondary program undergoes a thorough review and assessment every five to seven years to monitor the quality of the program. This cyclical review determines that the program:

- Aligns with the mission, vision and values of the College and the College's strategic plan;
- Aligns with the existing program mix at Durham College;
- Remains responsive to economic and societal needs, as well as meets the expectations of students and employers;
- Supports transition to further study, where appropriate;

- Delivers current and innovative pedagogical best practices, experiential and work-integrated learning experiences, and alternate delivery modes, as appropriate, to enhance student success and satisfaction;
- Meets or exceeds the Ministry of Colleges and Universities Program Standards (where they exist);
- Meets or exceeds industry or program accreditation standards, where applicable;
- Fulfills the expectations of the Ontario College Quality Assurance Services (OCQAS), and meets the standards and requirements as outlined in the College Quality Assurance Audit Process (CQAAP); and
- Adheres to and meets the objectives of Durham College’s Academic Program Review and Renewal – Quality Assurance policy and procedure (ACAD-105).

The CPR is a thorough, rigorous process that uses program performance information, Annual Program Review reports, stakeholder feedback and external assessment (where relevant), and collaborative self-assessment to analyze the program. Through critical analysis and reflection by the Program Review Team, a final report is developed to provide evidence of areas of strength, opportunity, and improvement through a set of recommendations with an action plan. After the final report is approved by the academic deans and the Executive Vice-President, Academic, highlights of the CPR are presented to Durham College’s Academic Council. The final report is posted to Program Portfolios (on the Durham College intranet, ICE). The Manager, Academic Quality Assurance, supports the process and tracks the completion of the recommendations identified in the action plan.

4. Discussion/Options

4.1 Completed Reviews

The list of programs below began the CPR process in winter 2021. Following submission of the final report and recommendations in June 2022, the programs will present an analysis of their data and action items for continuous improvement to Academic Council for information sharing during the 2022-2023 academic year.

Centre for Professional and Part-time Learning

Hospital Nursing Unit Clerk (Durham College Certificate)

Entrepreneurship Certificate (Durham College Certificate)

School of Business, IT and Management

Recreation and Leisure Services (Ontario College Diploma)

Business Fundamentals (Ontario College Certificate)

Marketing – Business (& Ontario Tech U Transfer) (Ontario College Diploma)

Marketing - Business Administration (& Coop) (Ontario College Advanced Diploma)

School of Health and Community Services

Dental Hygiene (Ontario College Advanced Diploma)

Dental Assisting (Levels I & II) (Ontario College Graduate Certificate)

School of Justice and Emergency Services

Advanced Law Enforcement and Investigations (Ontario College Graduate Certificate)

Paramedic – Advanced Care (Ontario College Graduate Certificate)

Protection, Security and Investigation (& Fast-track) (Ontario College Diploma)

Police Foundations (& Fast-track) (Ontario College Diploma)

School of Media, Art and Design

Animation – Digital Production (Ontario College Advanced Diploma)

Fine Arts – Advanced (Ontario College Advanced Diploma)

Foundations in Art and Design (Ontario College Certificate)

Graphic Design (Ontario College Advanced Diploma)

Journalism – Mass Media (Ontario College Diploma)

School of Science and Engineering Technology

Chemical Engineering Technology (Ontario College Advanced Diploma)

Water Quality Technician and Coop (Ontario College Diploma)

4.2 In-Progress Reviews

The list of programs below began the CPR process in winter 2022. Following submission of the final report and recommendations in June 2023, the programs will present an analysis of their data and action items for continuous improvement to the Academic Council for information sharing during the 2023-2024 academic year.

Debbie Johnston, Faculty of Liberal Studies

Baccalaureate Degree Non-Core Breadth Capacity Review

Debbie Johnston, Faculty of Liberal Studies Centre for Professional and Part-time Learning

Construction Estimator (Durham College Certificate)

Occupational Health Nursing (Durham College Certificate)

Faculty of Health Sciences

Communicative Disorders Assistant (Ontario College Graduate Certificate)

Emergency Services Fundamentals (Ontario College Certificate)

Greg Murphy, Faculty of Media, Art and Design

PR and Strategic Communications (Ontario College Advanced Diploma)

Kevin Baker, Faculty of Business

Accounting – Business (& Ontario Tech U Transfer) (Ontario College Diploma)

Accounting – Business Administration (& Coop) (Ontario College Advanced Diploma)

Ralph Hofmann, Faculty of Social and Community Services

Court Support Services (Ontario College Certificate)

Firefighter – Pre-Service, Education and Training (Ontario College Certificate)

Social Service Worker (Ontario College Diploma)

Rebecca Milburn, Faculty of Hospitality and Horticultural Science

Horticulture Technician (Ontario College Diploma)

Rebecca Milburn, Faculty of Skilled Trades and Apprenticeship

Welding Apprenticeship (Ontario College Certificate)

Welding Engineering Technician (Ontario College Diploma)

Tony Doyle, Faculty of Science, Engineering & Information Technology

Mechanical Engineering Technician (Ontario College Diploma)

5. Financial/Human Resource Implications

Recommendations resulting from the CPR process that have financial implications, such as the hiring of additional faculty, the acquisition of instructional capital, and/or the refurbishing/retrofitting of teaching space, are presented for approval through the annual budget process.

6. Implications for the Joint Campus Master Plan

There are no implications for the joint campus master plan.

7. Implications for Ontario Tech University

Pathway opportunities are considered for each program as it undergoes the CPR process. Communication with the appropriate Ontario Tech University counterpart is important for program changes that affect pathways.

8. Relationship to the Strategic Plan/Business Plan/Academic Plan

This report relates to the “Our Students” and “Our Work” pillars of the Strategic Plan. The CPRs support to educate and inspire students to realize success in their careers and communities, as well as enabling us to be a leader in teaching and learning while responsibly managing resources, ensuring good governance and strategically investing in the future.

Goal one of the Academic Plan is addressed; the CPR supports exceptional quality in our academic programs by meeting the objective to develop, launch, review and renew high-quality programs that reflect evolving societal and workforce needs.

Report Number: BOG-2022-56

To: Board of Governors

From: Dr. Elaine Popp, Executive Vice President, Academic

Date of Report: May 20, 2022

Date of Meeting: June 8, 2022

Subject: 2022-2027 New Program Development Plan

1. Purpose

The addition of new academic programs ensures that our program offerings remain responsive to student demand and labour market needs. This 2022-2027 New Program Development Plan (NPD Five-Year Plan) is used for academic planning purposes. As programs are considered for addition to our college offerings, we ensure the impacts of future resource requirements such as new and/or renovated academic space, IT assets, academic equipment and other capital needs, faculty and support staff needs, and library resources are captured and documented.

2. Recommendation

This report is being provided for information only.

3. Background

Ensuring sustainability of its current program mix is an essential strategic exercise for Durham College. Despite changes in the Ministry's core operating funding, the development of new high-quality programs remains a goal in our strategic plan, annual business plan and academic plan.

Durham College's first NPD Five-Year Plan was introduced in the fall of 2015 and was presented to the Board of Governors in April 2016. Since then, the NPD Five-Year Plan has been presented to the Board of Governors annually at the June meeting.

Criteria for selecting programs include the analysis of student interest, labour market need, community, industry and stakeholder recommendations, faculty complement and alignment with current program mix. The NPD Five-Year Plan is considered fluid and therefore subject to change based on the factors noted above.

Various internal quality assurance mechanisms are implemented to review and approve new program proposals to determine effectiveness and sustainability including:

- The development of a concept paper to determine the scope of the new program and conduct preliminary discussions regarding the purpose and strategic fit of the program;
- The development of an environmental scan by the Office of Research Services, Innovation and Entrepreneurship (ORSIE);
- Review and approval by the Executive Vice President, Academic (EVPA) for development;
- Development of the program elements including vocational learning outcomes, program description, program of study, proposed budget, and the strategic fit of the program;
- Review and recommendation by the Program Proposal Review Committee (PPRC), a cross-representative college committee;
- Review of PPRC recommendation by the EVPA and approval for the continuation of development;
- Review and approval by the President;
- Review and approval by the Board of Governors.

External quality assurance bodies ensure the program meets the standards identified by either the Ontario College Quality Assurance Service (OCQAS) for validation of programs of instruction for credentials from Ontario College Certificates to Ontario College Graduate Certificates or by the Postsecondary Education Quality Assessment Board (PEQAB) for baccalaureate degrees in the process of seeking Ministerial consent. Once external quality assurance processes are successfully achieved, Ministry funded credentials then seek program funding approval by the Ministry of Colleges and Universities.

4. Discussion/Options

The NPD Plan is detailed below.

4.1 New Program Development Five-year Plan 2022-2023

Interactive Media Design – Web Development (Ontario College Diploma)
Greg Murphy, Faculty of Media, Art and Design

Global Supply Chain Management (Ontario College Graduate Certificate)
Kevin Baker, Faculty of Business

Internet of Things (Ontario College Graduate Certificate)
Tony Doyle, Faculty of Science, Engineering & Information Technology

4.2 New Program Development Five-year Plan 2023-2024

Engineering Technology Fundamentals (Ontario College Certificate)
Tony Doyle, Faculty of Science, Engineering & Information Technology

Recreation Therapy (Ontario College Diploma)
Ralph Hofmann, Faculty of Social & Community Services

Fire Protection Technology (Ontario College Advanced Diploma)
Ralph Hofmann, Faculty of Social & Community Services

Cloud Computing (Ontario College Graduate Certificate)
Tony Doyle, Faculty of Science, Engineering & Information Technology

Bachelor of Paralegal (Three-Year Baccalaureate Degree)
Ralph Hofmann, Faculty of Social & Community Services

Honours Bachelor of Community Mental Health (Four-Year Baccalaureate Degree)
Ralph Hofmann, Faculty of Social & Community Services

Honours Bachelor of Paralegal (Four-Year Baccalaureate Degree)
Ralph Hofmann, Faculty of Social & Community Services

4.3 New Program Development Five-year Plan 2024-2025

Interior Decorating (Ontario College Diploma)
Greg Murphy, Faculty of Media, Art and Design

Law Clerk (Ontario College Diploma)
Ralph Hofmann, Faculty of Social & Community Services

Nutrition and Food Service Management (Ontario College Diploma)
Rebecca Milburn, Faculty of Hospitality and Horticultural Science

Respiratory Therapy (Ontario College Advanced Diploma)
Faculty of Health Sciences

Professional Selling and New Business Development (Ontario College
Graduate Certificate)
Kevin Baker, Faculty of Business

Public Relations (Ontario College Graduate Certificate)
Greg Murphy, Faculty of Media, Art and Design

4.4 New Program Development Five-year Plan 2025-2026

Pipefitter – Apprenticeship (Ontario College Certificate)
Rebecca Milburn, Faculty of Skilled Trades & Apprenticeship

Hearing Instrument Specialist (Ontario College Diploma)
Faculty of Health Sciences

Software Testing (Ontario College Diploma/Graduate Certificate)
Tony Doyle, Faculty of Science, Engineering & Information Technology

Dental Technology (Ontario College Advanced Diploma)
Faculty of Health Sciences

Emergency Management and Business Continuity (Ontario College
Graduate Certificate)
Ralph Hofmann, Faculty of Social & Community Services

Hospitality and Tourism Management (Ontario College Graduate Certificate)
Rebecca Milburn, Faculty of Hospitality and Horticultural Science

Internet of Things - Securities (Ontario College Graduate Certificate)
Tony Doyle, Faculty of Science, Engineering & Information Technology

Paralegal Studies in Family Law (Ontario College Graduate Certificate)
Ralph Hofmann, Faculty of Social & Community Services

Honours Bachelor of Crime and Intelligence Analysis (Four-Year
Baccalaureate Degree)
Ralph Hofmann, Faculty of Social & Community Services

4.5 New Program Development Five-year Plan 2026-2027

Entrepreneurship Management (Ontario College Graduate Certificate)
Kevin Baker, Faculty of Business
Forestry Technician (Ontario College Diploma)
Ralph Hofmann, Faculty of Social & Community Services

Interior Design Technology (Ontario College Advanced Diploma/Three-Year
Baccalaureate Degree)
Greg Murphy, Faculty of Media, Art and Design

5. Financial/Human Resource Implications

NPD submissions have financial and human resource implications including faculty hiring and staff, the acquisition of instructional capital, and/or the refurbishing/retrofitting of teaching space. NPD submission requests for credentials including Durham College Certificates to Honours Baccalaureate degrees are presented for Board of Governors approval during standard meetings throughout the academic year.

6. Implications for the Joint Campus Master Plan

There are no implications for the joint campus master plan.

7. Implications for Ontario Tech University

Implications for Ontario Tech University are an important consideration in the development of the annual NPD Five-Year Plan. Pathway opportunities are considered initially and throughout the development process of each new program.

8. Relationship to the Strategic Plan/Business Plan/Academic Plan

The planning and implementation of the 2022-2027 NPD Five-Year Plan falls within the 'Our Students' pillar in the Strategic Plan and the Business Plan, addressing the goal to educate and inspire students to realize success in their careers and communities. This report further addresses the objective to deliver high-quality programs that reflect labour markets and are responsive to emerging economies as well as the objective to advocate for the necessity and value of lifelong learning.

This report also relates to the 'Our Work' pillar of the Strategic Plan, and the goal to be a leader in teaching and learning while responsibly managing resources, ensuring good governance and strategically investing in the future. This report further addresses the objective to lead the development of transformational programs, services and systems that enhance the student experience.

This report addresses the first goal of the Academic Plan to ensure exceptional quality in our academic programs by meeting the objective to develop, launch, review and renew high-quality programs that reflect evolving societal and workforce needs.