

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

Date: Wednesday, September 20, 2023, 7:00 p.m.
Location: Oshawa Campus, Durham College Boardroom A144

	Pages
1. CALL TO ORDER	
2. CONFLICT OF INTEREST DECLARATIONS	
3. APPROVAL OF THE AGENDA	
<u>Recommendation</u> That the agenda for the September 20, 2023, Governance Review Committee meeting be approved as presented.	
4. APPROVAL OF PREVIOUS MINUTES	
4.1 Minutes of the May 23, 2023, Governance Review Committee Meeting	3 - 6
<u>Recommendation</u> That the minutes from the May 23, 2023, meeting of the Governance Review Committee be approved as presented.	
5. REVIEW OF COMMITTEE TERMS OF REFERENCE	7 - 14
• <i>Governance Review Committee Terms of Reference - Section 5 of Policy</i>	
6. DECISION ITEMS	
7. DISCUSSION ITEMS	
7.1 Review Feedback from the 2022-2023 Board Evaluation Survey (for prioritization and action) - E. Cowie	15 - 50
7.2 Plan to Review the Board's By-laws & Policies Due for Renewal in 2024 - D. Lovisa	51 - 51

7.3 Board of Governors Retreat Planning (currently scheduled for March 2023) - D. Lovisa (verbal)

- Is a change of date required?
- Venue (on campus or off campus)
- Preliminary topics

7.4 Review 2022-2023 Start/Stop/Continue Committee Feedback (for action)
- E. Cowie

8. INFORMATION ITEMS

9. MEETING ASSESSMENT - E. Cowie

10. ADJOURNMENT



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

Date: Tuesday, May 23, 2023

Location: Virtual Meeting, MS Teams

Members Present: Elizabeth Cowie, Committee Chair
Melissa Bosomworth
Gail Johnson Morris
Nathan Wilson, Committee Vice-Chair
Don Lovisa, President

Members Absent: Jerry Ouellette
Dwight Townsend
Gary Rose, Board Chair

Staff Present: Melissa Pringle, Corporate and Board Secretary

1. CALL TO ORDER

With quorum present, the Committee Chair called the meeting to order at 7:08 p.m.

2. CONFLICT OF INTEREST DECLARATIONS

The Committee Chair asked if there were any conflicts of interest to declare. None noted.

3. APPROVAL OF THE AGENDA

Moved by Governor Bosomworth

Seconded by Governor Johnson Morris

“That the agenda for the May 23, 2023, meeting of the Governance Review Committee be approved as presented.” CARRIED

4. APPROVAL OF PREVIOUS MINUTES

4.1 Minutes of the February 27, 2023, Governance Review Committee Meeting

The Committee reviewed its minutes from the February 27, 2023, Governance Review Committee meeting.

Moved by Governor Wilson

Seconded by Governor Bosomworth

“That the minutes from the February 27, 2023 meeting of the Governance Review Committee be approved as presented.” CARRIED

5. DECISION ITEMS

There were no decision items.

6. DISCUSSION ITEMS

6.1 Proposed New Policy: Negotiating the President’s Contract

The Committee reviewed and discussed a proposed new policy, Negotiating the President’s Contract.

The Committee questioned President Lovisa about the impetus for the policy and how conflicts of interest are handled with internal Governors when the President’s employment contract is discussed at a Board meeting.

Additionally, the Committee suggested the review period for new policies be one year and then, after review, subsequently follow the three-year review cycle.

Moved by Governor Johnson Morris

Seconded by Governor Wilson

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

“That the Board-President Relationship Policy: Negotiating the President’s Contract be approved.” CARRIED

6.2 Proposed New Policy: Collection, Use and Disclosure of Governor Information

The Committee reviewed and discussed a proposed new policy, Collection, Use and Disclosure of Governor Information.

The Committee discussed the wording of Section 1.5 and expressed concern about keeping personal information permanently and requested clarification on the types of personal information kept on file. Following a brief discussion, the Committee requested to amend Section 1.5 by striking out the words “personal information” and replacing it with “contact and general information.” Further, the Board Secretary confirmed that the College’s information management policy contained an overarching statement about not collecting, using, or disclosing information for a purpose other than for which it was collected.

Moved by Governor Bosomworth

Seconded by Governor Wilson

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

“That the Governance Process Policy: Collection, Use, and Disclosure of Governor Personal Information be approved as amended.” CARRIED

6.3 President’s Compliance Report for 2022-2023

The Committee received a report from President Lovisa confirming compliance with legislation and Board policy for the 2022-2023 Board year.

6.4 Board Development Framework

The Committee discussed the proposed Board Development Framework that was prepared as a result of the joint meeting with the Nominating Committee. The Committee agreed the framework was flexible and captured the feedback and comments from recent onboarding, mentorship, and leadership development discussions. Additionally, the Committee suggested that having another joint meeting in the fall with the Nominating Committee to assess the progress of implementing the framework would be beneficial. Further, the Committee requested that a clean copy of the framework be added to the upcoming Board agenda for information.

6.5 2022-2023 Committee Start, Stop, Continue Feedback

The Committee reviewed and discussed the results of the start, stop, and continue feedback survey. A brief discussion ensued about identifying high performers earlier in their tenure, succession planning and board development at the Committee level and the desire to be more strategic when making Committee appointments.

7. INFORMATION ITEMS

There were no information items.

8. MEETING CRITIQUE

The Committee conducted a roundtable meeting assessment and concurred that the materials were well prepared and, while the meeting was succinct, much content was covered in a short period. Additionally, Committee members remarked on the value of the joint Governance and Nominating Committee meeting, and the Committee Vice-Chair advised that he felt prepared to facilitate the meeting had the Chair been absent.

9. ADJOURNMENT

With no further business, the meeting ended at 7:49 p.m.

DRAFT

POLICY TYPE:	Governance Process
POLICY TITLE:	Committee Terms of Reference
EFFECTIVE DATE:	June 2022
REVISION DATE:	
RENEWAL DATE:	May 2026

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.

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 18 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 18 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 the 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 18 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 16.2 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

Annual Board Evaluation Survey Report 2022-23

Prepared by the Office of Research Services Innovation & Entrepreneurship
April 2023

This report presents the results of the *2022-23 Board Evaluation Survey*. Each year, members of the Board of Governors are asked to evaluate different aspects of Board performance. This is an important part of the Board's goal of continuous improvement and is a tool to ensure compliance with the Ministry's Binding Policy Directive: Governance and Accountability Framework. The results are used to identify areas for improvement and growth.

Members of the Board of Governors were invited to complete the online survey from March 20 – March 29, 2023. In total, 15 of 16 Governors completed the survey, for a response rate of 94%.

The survey tool is reviewed annually to ensure questions are relevant. In 2022, the survey tool was significantly revised with the introduction of new questions and edits to prior questions. As a result, longitudinal comparisons are only available for two years.

Respondents were asked to indicate their level of agreement with a series of statements, and had the option to choose 'No Opinion', 'Strongly Disagree', 'Disagree', 'Somewhat Agree', 'Agree' and 'Strongly Agree'. This report presents a bar chart for each statement, and includes the proportion and number of respondents (in parentheses) by level of agreement.

The following legend indicates the colours associated with each response option:



If you have any questions or comments regarding the Board Evaluation Survey Report, or if you require this report in an accessible format, please feel free to contact Rashmi Gupta, Director, Institutional Research and Planning at (905)721-2000 x2266 or Rashmi.Gupta@durhamcollege.ca.

Please note that this analysis is only based on the answers provided by respondents, and therefore excludes non-responses.

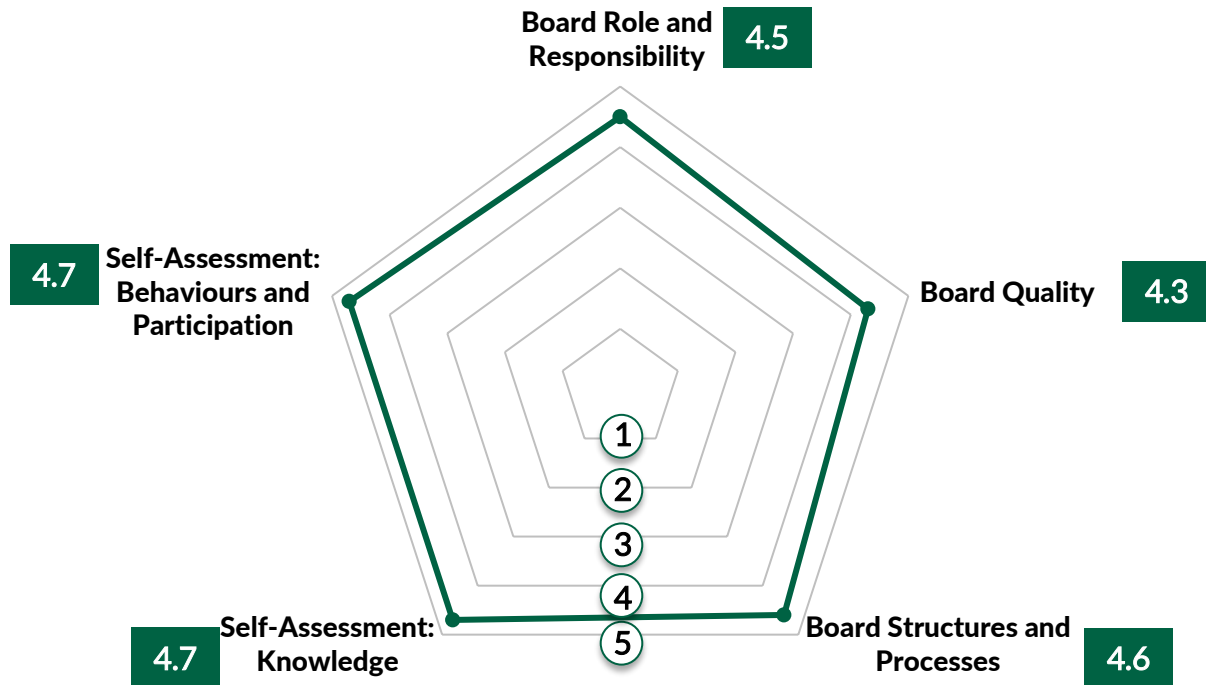
Freedom of Information and Protection of Privacy Act Notice:

All information provided will be kept strictly confidential in accordance with Durham College's data governance policies, and related provincial and federal legislative requirements, specifically, *Freedom of Information and Protection of Privacy Act, R.S.O. 1990*.

I. Summary

The radar chart below shows the scores for each section of questions within the survey. Scores represent the average (mean) response based on a 5-point scale, where 'Strongly Disagree' is 1, 'Disagree' is 2, 'Somewhat Agree' is 3, 'Agree' is 4 and 'Strongly Agree' is 5. Responses of "No Opinion" are excluded from this analysis.

Radar charts are useful in identifying areas of strength and areas for improvement. The sections with higher scores (strengths) fall towards the outside of the chart (5).



II. Comparative Snapshot

The following report section presents aggregated feedback across all eight sections of the Board of Governors Effectiveness survey using spark lines. Spark lines are useful in identifying areas of strength and areas for improvement. Full question text and score details are provided in subsequent sections of the report.

		2021-22	2022-23
Board Role and Responsibility	1. The Board is familiar with the legislative environment it operates under.	4.6	4.4
	2. The Board understands its accountabilities to the Ministry of Colleges and Universities.	4.7	4.5
	3. The Board understands its governance role and does not become overly involved in operational issues.	4.6	4.5
	4. The Board makes decisions that are aligned with the College's mission, vision, values, and strategic goals.	4.9	4.7
	5. The Board provides sufficient financial oversight with due attention to ensuring that the College operates to a balanced budget and is financially sustainable in the long-term.	4.7	4.7
	6. The Board provides oversight to ensure high-quality programs that lead to student success.	4.7	4.3
	7. The Board has established effective monitoring and reporting processes that allow it to assess the overall performance of the College against established targets (e.g., SMA,KPI).	4.5	4.5
	8. The Board ensures that significant risks to viability and the success of the College are identified and managed appropriately.	4.8	4.1
	9. The Board ensures that corrective action is taken when performance concerns become apparent.	4.6	4.4
Board Understanding	1. Setting the strategic direction.	4.9	4.8
	2. Selecting and evaluating the president.	4.8	4.7
	3. Overseeing College performance.	4.6	4.6
	4. Organizing the Board to perform its role.	4.5	4.6
Board Performance	1. Setting the strategic direction.	4.7	4.4
	2. Selecting and evaluating the president.	4.6	4.5
	3. Overseeing College performance.	4.3	4.5
	4. Organizing the Board to perform its role.	4.6	4.5

		2021-22	2022-23
<u>Board Contribution</u>	1. Strategic Plan	4.8	4.5
	2. Business Plan	4.5	4.4
	3. Annual Report	4.5	4.2
	4. Annual Budget	4.7	4.6
<u>Board Quality</u>	1. The Board uses its skills matrix appropriately to recruit Governors with varied skills.	4.6	4.4
	2. The Board reflects the diversity of the community served.	3.1	4.2
	3. Governors receive orientation that prepares them to contribute effectively to the Board.	4.4	4.4
	4. Issues related to Board performance are dealt with appropriately.	4.4	4.4
<u>Board Structures and Processes</u>	1. The Board develops an annual work plan with consideration to the College's strategic directions and the Board's role.	4.6	4.7
	2. The annual work plan helps the Board understand and perform its role.	4.6	4.5
	3. Committees are effective in supporting the work of the Board.	4.6	4.7
	4. The Board regularly evaluates its performance and uses the results to continuously improve.	4.5	4.8
	5. Board agendas focus on items that are within the Board's role.	4.9	4.8
	6. Meeting materials are received sufficiently in advance.	4.5	4.5
	7. Meeting materials are appropriate and prepare Governors to make decisions.	4.7	4.5
	8. The Board deals with in-camera business appropriately.	4.8	4.5
	9. The Board spends sufficient time on strategic and generative type discussions.	4.6	4.3
	10. The Board Chair conducts the meeting in a way that moves the business of the Board forward.	4.9	4.8
	11. The Board Chair ensures all sides of an issue are heard.	4.9	4.7
	12. The Board Chair invests time in building relationships with the president and Governors.	4.9	4.6
	13. The Board understands the Chair's role as the official spokesperson.	4.6	4.6
	14. The Board works together effectively.	4.6	4.6

Self-Assessment: Knowledge	1. I have a good understanding of the college system.	4.4	4.1
	2. I am aware of the College's mission, vision, and values.	4.8	4.8
	3. I am familiar with the strategic plan and take it into account when making decisions.	4.8	4.5
	4. I understand the difference between the governance role of the Board and the role of senior management.	4.9	4.8
	5. I am sufficiently knowledgeable in financial matters to understand the College's financial position.	4.7	4.3
	6. I am aware of the Board's conflict of interest policy.	4.8	4.7
	7. I declare conflicts of interest as they arise.	5.0	4.9
	8. I have reviewed the Board's annual work plan.	4.7	4.8
	9. I have reviewed the Board's annual goals.	4.7	4.7
	10. I have reviewed and understand the Board's by-laws and policies.	4.7	4.4
	11. I consistently adhere to the Board's code of conduct.	5.0	4.8

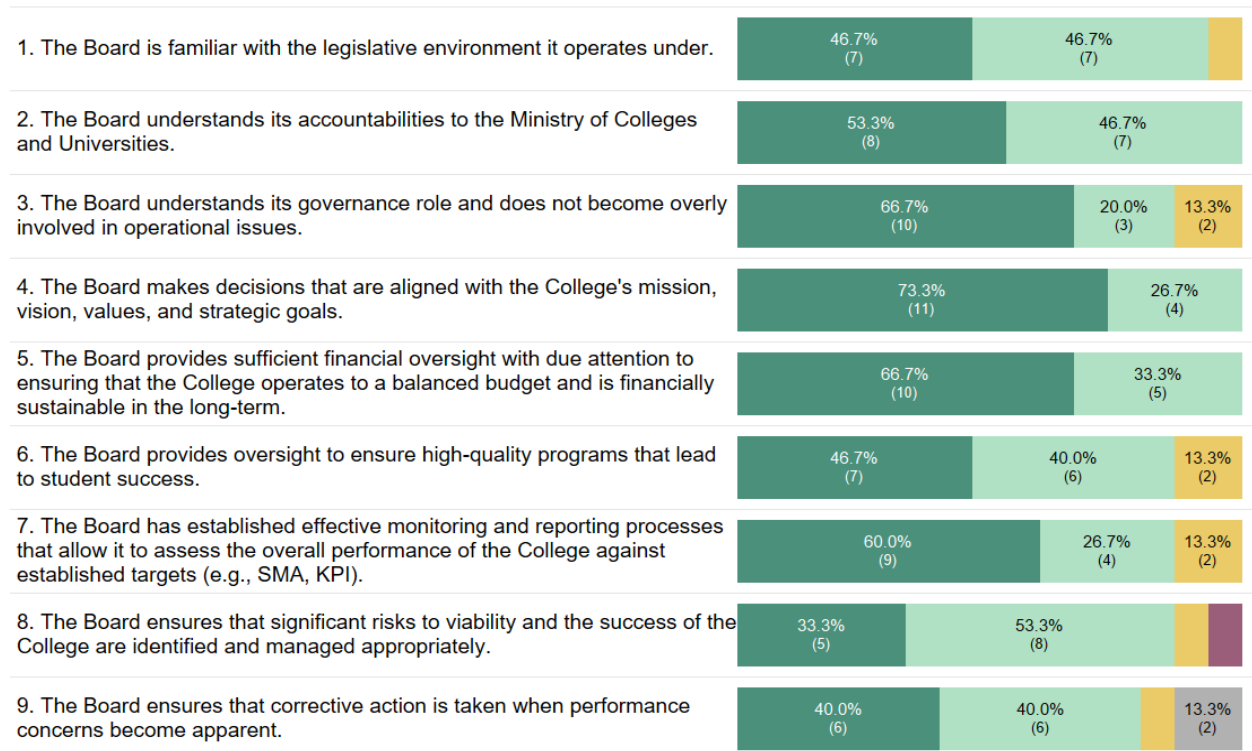
Self-Assessment: Behaviours and Participation	1. I am able to contribute my skills, experience, and perspectives to the Board.	4.3	4.4
	2. I am able to contribute to the Committees on which I serve.	4.4	4.5
	3. I am able to express my views even when I may be in a minority.	4.6	4.5
	3. I listen to and consider the views of others.	4.8	4.9
	4. I come prepared to meetings.	4.8	4.8
	5. I feel comfortable asking questions to help me make decisions.	4.8	4.5
	7. Once a decision is made, I respect the decision of the Board.	5.0	4.9
	8. I meet or exceed attendance requirements.	4.8	4.8
	9. I support the College's events and activities (where appropriate).	4.7	4.8
	10. I participate in the Board's education program (e.g., Learn More series)	4.5	4.5
	11. I have taken training provided by the College Centre of Board Excellence.	4.3	4.3
	12. I make decisions in the best interest of the College.	4.9	5.0
	13. I respect and maintain confidentiality.	5.0	5.0

III. Results 2022-23

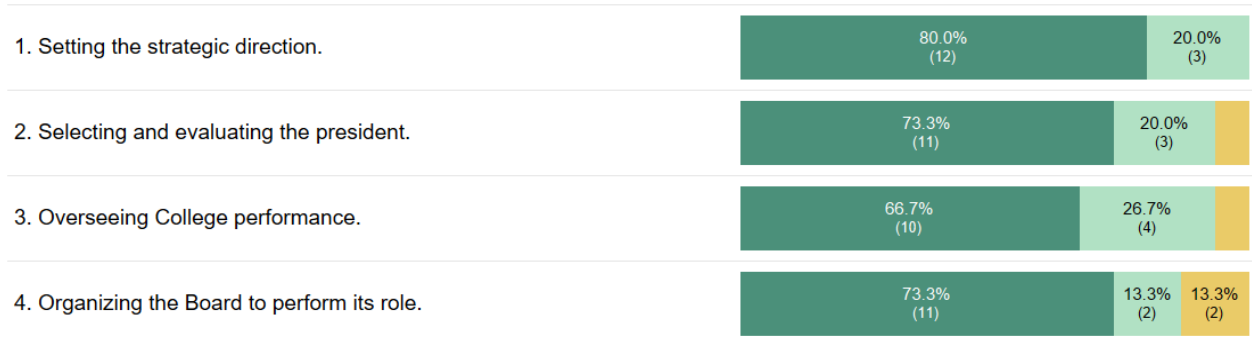
The following report section presents the proportion of agreement with the various statements included in the survey.

Board Role and Responsibility

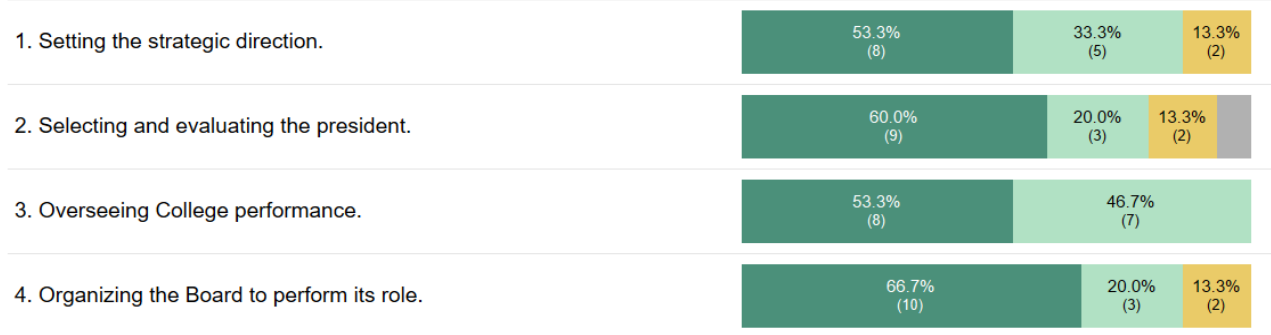
Please reflect on the following statements and indicate your level of agreement.



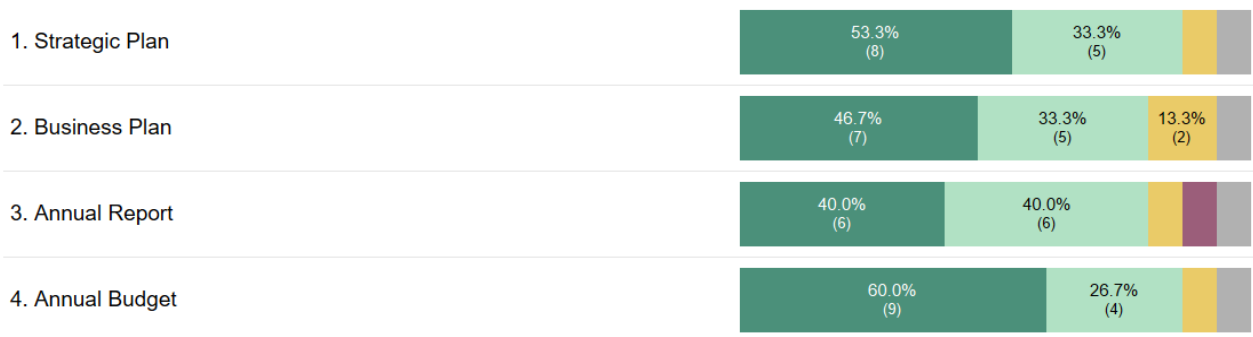
The Board understands its role in the following core areas:



The Board performs its role effectively in each of the following core areas:



The Board contributes effectively to the review and approval of the:

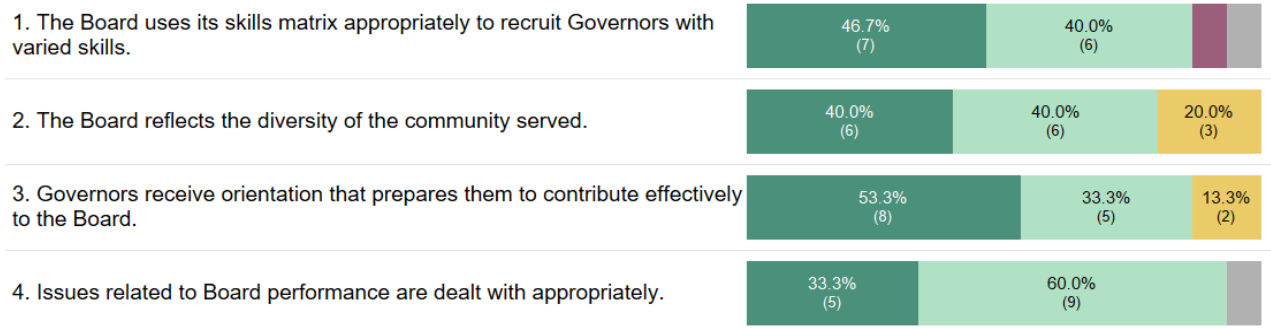


List the key actions the Board could undertake to improve the understanding and performance of its role.

1	From what I have witnessed, the current Board has a very good understanding of its role and maintains its focus on not straying from the Board mandate.
2	Having a better understanding of student and faculty satisfaction. How our programs compare to other colleges that offer similar courses.
3	Supporting new governors to understand the Board does not get involved in the operational level.
4	Go more outside for external; review, direction presentations, understanding of advanced needs for future program development to comply with industry future needs.
5	Being I am early in my term it is difficult to rate the contributions of the Board to the Strategic Plan, Business Plan and annual report and budget. The Board regularly refers to these documents during discussions and decision-making. I believe that while reviewing and approving them, there will careful and effective contributions from the Board.
6	Noted that the BOG's Workplan spreadsheet is an excellent framework resource that details; month/link to MBPD/actionable item/Committee/BOG delegation w/ authority/ source of actionable item (i.e., regulation etc.) / DC dept/scheduled mtg(s). Contribution to the DC Annual Report scheduled for June BOG public mtg, due to Ministry July 31st. How meaningful is BOG input? Interested to hear about approaches used by 2 other well-governed colleges.
7	The board has shown remarkable dedication and engagement in ensuring the college's success. It's hard to imagine what more they could do.
8	The Learn More Series are always well-appreciated and typically well-attended, even by those who have done them before. The Board should continue this practice. Are there additional Board-related PD opportunities outside of the Learn More Series and the CEC's Good Governance program? Are there opportunities for micro-credentialing in working for Boards, etc.?
9	Using the framework advocated for Risk Management in the Advanced Good Governance Program, the College could update the Board on its risk assessments and risk management approaches.
10	Better understand the role and function of a Board member verses Administration. There can be the tendency to get into operational and management issues and items.
11	<ul style="list-style-type: none"> a. Finalize the process for President recruitment. b. Review the process for the President evaluation for improvement opportunities. c. Maintain a historical folder of key contracts, decisions, legal opinions, etc., and provide executive committee members are briefing when joining the executive.
12	"A better understanding of the limits of the legislative environment and the span for which the Board can reasonably make decisions. On one hand the Board is in role to ensure its decisions are made in the best interest of the College, however, certain legislature prevents this from reasonably occurring."

Board Quality

Please reflect on the following statements and indicate your level of agreement.



Please provide brief comments or specific suggestions related to the quality of the Board.

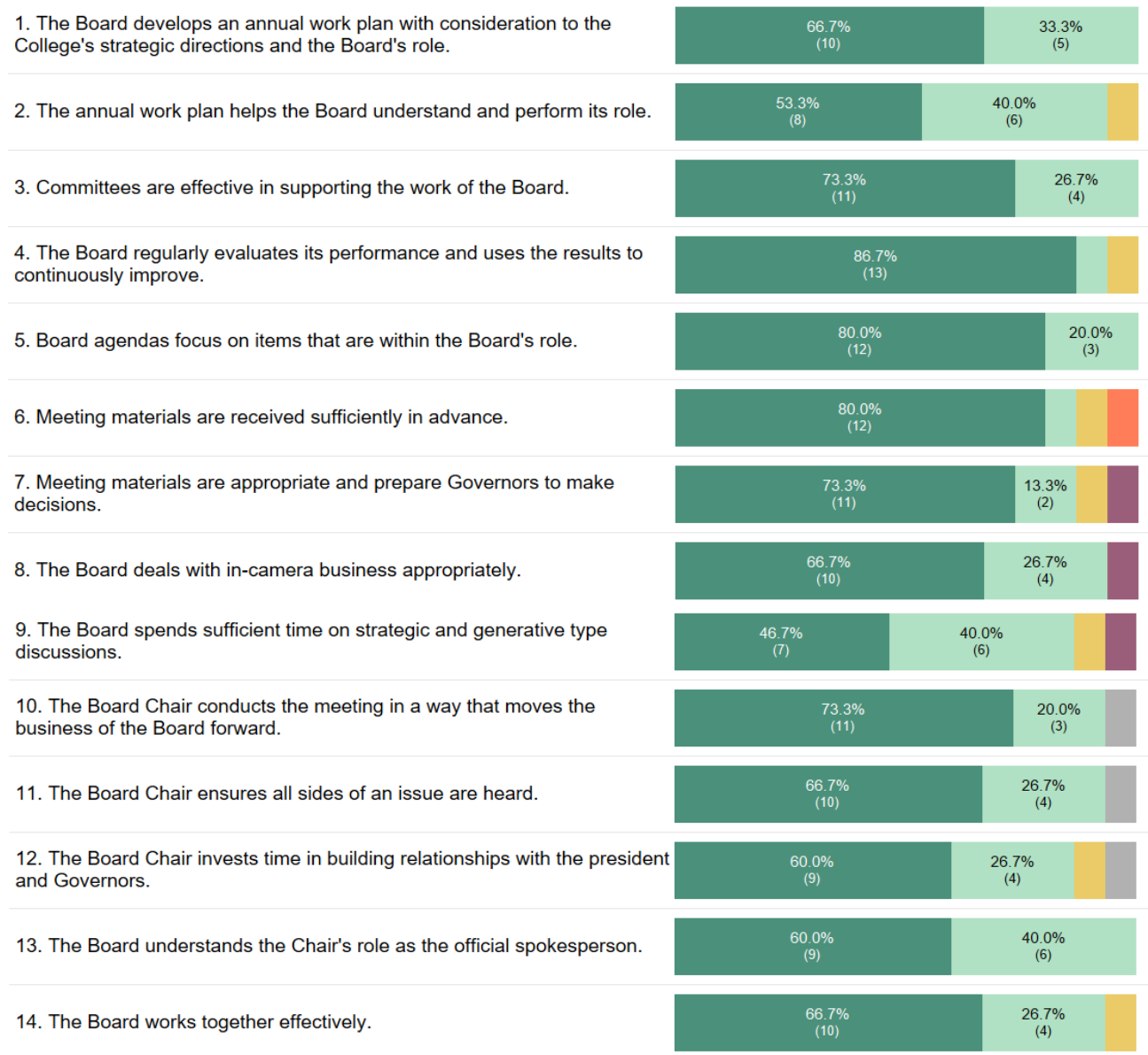
1	I think the current Board contains a very good cross section of individuals with diverse backgrounds, experience, and education. It serves as a well-rounded view of all topics and discussions.
2	Onboarding of new governors should also include an overview of meeting critiques, move or second a motion and declaring conflict of interests. These are minor items, but new governors may not have this awareness.
3	Search process for representatives on board should be longer as quality individuals need more time to determine if they can provide time to be on board. Should have a short list now for future membership even a year or two out. Attract them with non Board Committees they can be on prior to board membership. This way we gain an understanding of potential members and their level of contribution and they can determine if there is interest from them. This is to establish a pool table draw from when Board members are required. One aspect in ALL questions of the entire survey in every category is "What's the comparator" or base line for each question. Many who may not have board experience maybe overwhelmed at what takes place while others having experience on other boards may have an opposite opinion.
4	The leadership within the Board has effectively developed a high-quality BOG. The Board is organized, communicates openly and built in processes to ensure there is self-reflection for continuous improvement. The Learn More Series is one example of the Board responding to feedback from Governors on areas they wish to expand their knowledge to gain a better understanding of the College.
5	For directors, reinforce: a. Which 'community we serve' is the target used for diversity. b. Confirm elements of diversity used for director selection. c. Nomination Committee does an excellent job of suggesting skills/diversity elements for LGIC appointments yet has no control over use by Ministry. Director selection & onboarding is well executed by all involved.
6	This is a very effective board where all members are very enthusiastic and aware of their roles.
7	The board has effectively leveraged their strengths, elevating our thought processes and fostering forward-thinking among us. I have learnt a great deal through them.
8	The board routinely engages in reflective activities and strives to improve.
9	The mentorship pairing is effective and recommendations were made by the Governance Committee to make it slightly more robust.
10	Annual review of skills matrix for current board members to assess need for rebalancing
11	Periodically assess if the quality and timeliness of information presented by management is sufficient to execute oversight responsibilities and base decisions. Consider findings in past audit reports, i.e., the Auditor General's special report on Laurentian University, to assess and identify potential improvement opportunities.
12	Board Orientation and the Learn More series are a great way for the Board to learn.

List up to three topics you would like to see presented as part of Board education.

1	A structured mentoring process for new Governors would be quite valuable. Providing some high-level background on the college structure (internal vs external Governors), the provincial relationship, funding, etc.
2	a. How the endowment funds are managed. b. Better understanding where we are failing students who might be at risk of dropping out.
3	Learn more about our student recruitment initiatives - both domestic and international students Continue to have student panels and presentations. Maybe the coming year could include a presentation by the Enactus team. Learn more about the supports employees provide to students - ACS, Campus Health
4	External senior corporate industry presenting on future industry changing expectations, not just internal. More detailed international student overview of; recruitment, demands and needs for their ability to attend and impacts on external factors such as; healthcare, cultural, municipal and financial impacts requirement's. Look at possibilities of revenue generation in fashion of NCAA format.
5	Understanding the College budget - and maybe this will come when there is a budget presentation.
6	a. Durham College's Strategic Intent - What do we aspire to achieve in 10-15 years? b. What is keeping the College's, & the College System's, strategic thinkers awake at night? c. Session on DC's generative impact in the Durham business community i.e., applied research & or shared projects from various faculty including the AI Hub.
7	a. Changes happening in the Public College Sector in Ontario b. How to improve quality of living for international students c. How can board help in making the college stronger
8	Nothing to add; the board has done a tremendous job covering all aspects we can think of.
9	A broader diversity lens, Having companies do presentations to the board, Broaden learn more series to topics that impact the student community and families etc.
10	Board culture and team dynamics.
11	State of the Union by Denise Amyot (Colleges and Universities Canada)
12	Roles and responsibilities - Board members, Board, Committees, Chairs and Vice Chairs Code of conduct - informal and formal Refreshers on governing policies for the Board
13	International - students (recruiting, agents and support), education abroad, global projects/partnerships Domestic student recruitment Innovation and Research at DC
14	Overview of legislative limits. Management vs. Board roles and responsibilities for newer governors.

Board Structures and Processes

Please reflect on the following statements and indicate your level of agreement.



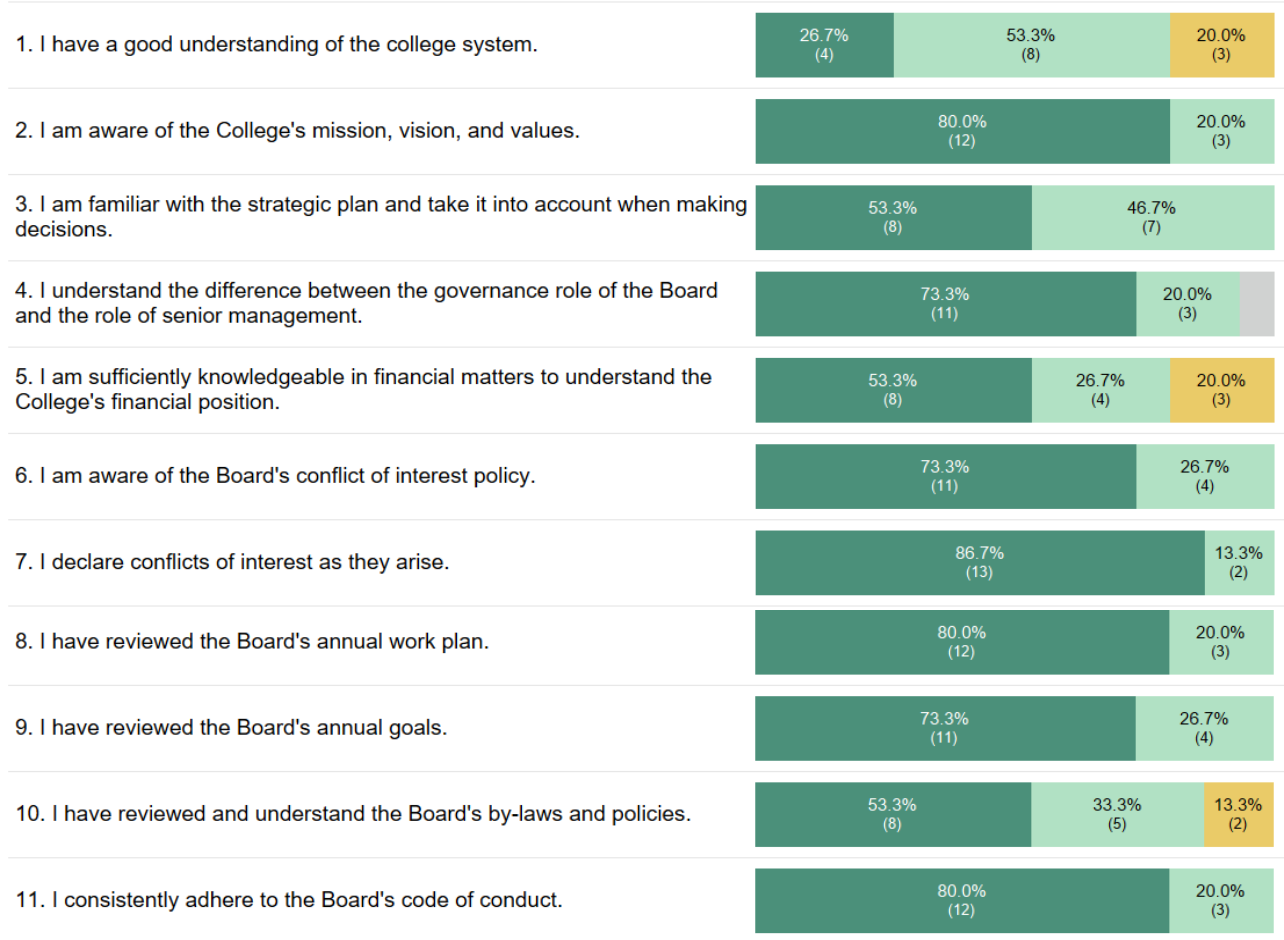
Please provide brief comments or specific suggestions related to the Board's structures and processes.

1	Can meeting agendas and topics be displayed on a screen during Board meetings? I often see members searching on their tablets or laptops trying to find a topic while its being discussed.
2	The board meetings are well structured and done in a professional manner. Sometimes items of little importance can consume large amounts of time.
3	Continue to apply consent agendas - very effective.
4	I sometimes get concerned that board time is more focused on staying inside predetermined timelines and not allowing a full discussion on issues.
5	Our refreshed governance framework is functioning very well. Minor tweaks/clarifications required & hesitate to do anything substantive until we have had the time to let the new approach settle. An annual review of the schedule of authorities might assist newer directors by boosting their general understanding of consent agenda approvals - consider using a RACI chart to explicate authorities & delegations.
6	The Board's structure is thoughtfully designed, fostering inclusivity and respect. It effectively ensures that all members have a platform to express their opinions.
7	This is a highly cohesive Board, in my view.
8	The results of the pandemic with significant loss of in-person collaboration and meetings has had an impact on the boards collaboration, cohesiveness and team work. Extra efforts will be required to gain some of this back which will be compounded by the hybrid model. Durham College is not the only one facing this issue.
9	Recommend - onboarding / briefing of new members of the executive committee by the Chair
10	Melissa's contribution to the Board is not taken for granted; she is extremely diligent and organized and does a fantastic job in helping the Chair prepare for each and every meeting. The Board package is excellent and issued in a timely basis to allow each of us to prepare for the Board meeting.

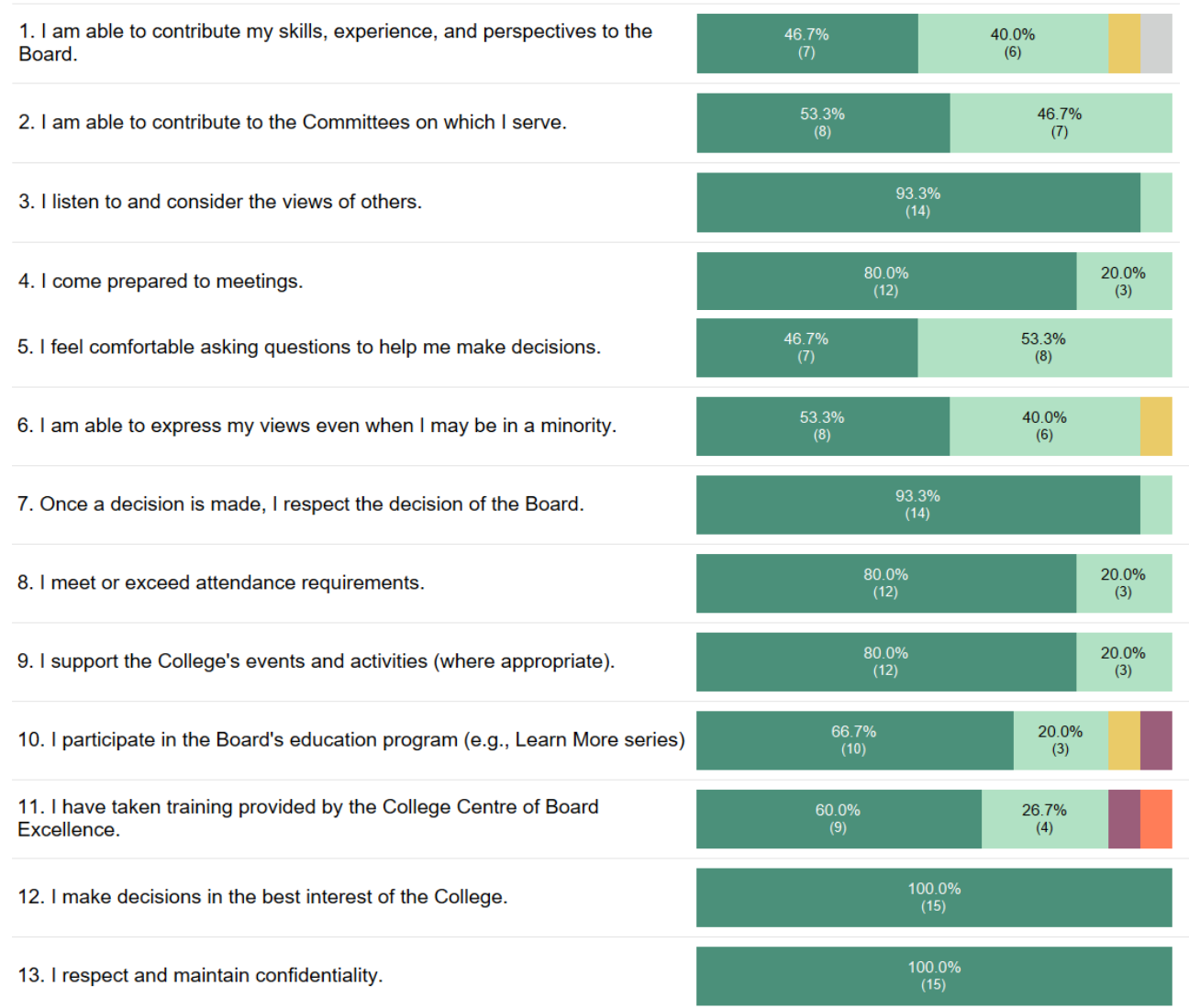
The most important thing the Board could do to improve its effectiveness is:

1	Better mentoring. Team building event in early autumn to help new members get to know the other Board members and begin to build the working relationships that will guide them through their terms as Governors. Especially external Governors.
2	Provide more structure on the meeting critiques. They tend to focus on what we are doing well rather including where we could improve. Perhaps provide more direction on what the critique should address.
3	Probably meet more often, and or activities experiencing more of the colleges programs, along with external industry comparators.
4	Ignite a high-trust, collaborative culture earlier in the schedule - best to include shared activities, co-learning, & breaking bread together.
5	They do it all so well now
6	Compare strategic directions with those of Humber College in camera.
7	Stay strategic and focus on team work and collaboration
8	Encourage more generative discussions
9	I believe that the governance committee should look at adjusting and set a preference for a two-year chair. There is insufficient time in 1 year to gain the required knowledge to be proficient in the Chair role. Perhaps in a perfect world, a governor becomes Chair in year 4 and 5, and then past Chair in year 6 at which time they can help mentor the new Chair. preference for a two-year chair. There is insufficient time in 1 year to gain the required knowledge to be proficient in the Chair role. Perhaps in a perfect world, a governor becomes Chair in year 4 and 5, and then past Chair in year 6 at which time they can help mentor the new Chair.

Self-Assessment: Knowledge



Self-Assessment: Behaviours and Participation



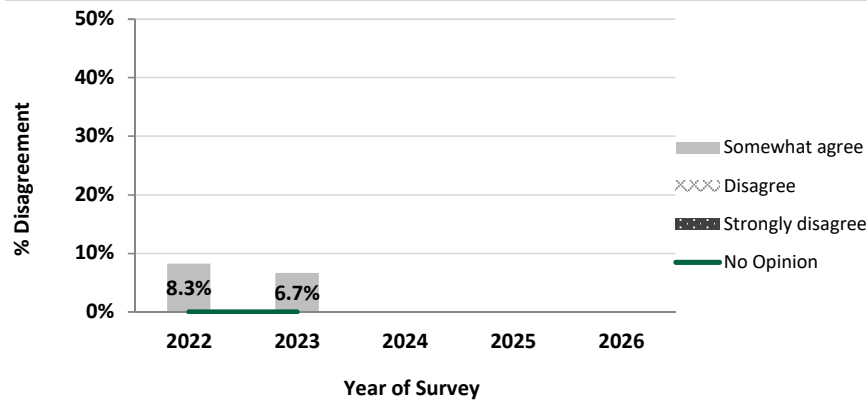
Please provide any final comments that you'd like to share about your experience on the Board.

1	So far, my experience on the Board has been fantastic. Although it has been a lot to learn, I have found the experience to be rewarding and look forward to future involvement. It has been a pleasure getting to know all the Board members and the roles each individual plays in the college. I specifically appreciate the professional atmosphere and discussions that arise. I have never left a meeting thinking a topic was not discussed thoroughly, nor that final decisions were made with nothing but the best interests of the College in mind.
2	Internal governors are unable to serve as committee chairs which is why I selected 'no'. It has been an incredible experience serving on the Board!
3	I'm enjoying participating and still learning way to contribute outside the boxes I believe I see established.
4	Being I'm only part way through my first term I don't feel prepared at this time to vice-chair or mentor on the Board but hope to gain the skills to consider these roles in the future.
5	DC's BOG is a destination board, providing directors with various opportunities to serve. I appreciate customising my contributions via attending open houses & other special events.
6	My experience on the board has been unparalleled to any other in my life. The learning opportunities have transformed my thought process and approach to life's challenges. I am immensely grateful to everyone on the board and the leadership team for helping me grow personally and as a leader.
7	Stop learning but it's been very positive.
8	My experience has been positive, energizing and I continue to learn. I am so proud of Durham College and how we are leading the way in all aspects. My only negative is frustration with the current exec comp and salary freeze.
9	This Board has provided me with a wealth of knowledge during my tenure on the Board.

IV. Longitudinal Comparison and Interpretation

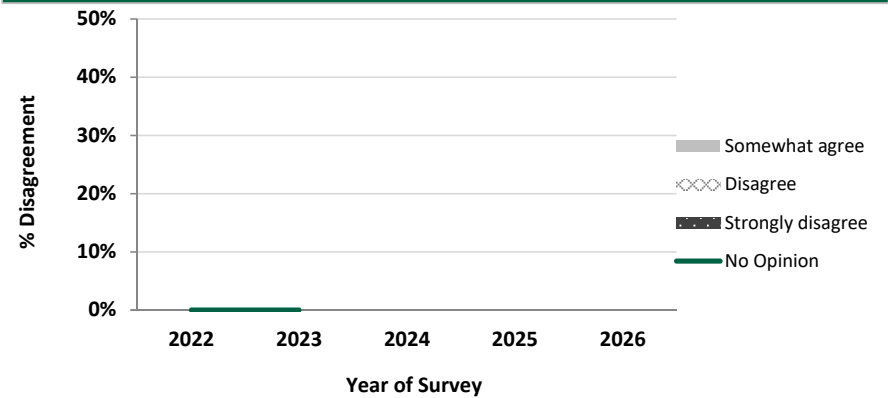
Section One - Board Role and Responsibility

1. The Board is familiar with the legislative environment it operates under. [2022 (n=12); 2023 (n=15)]



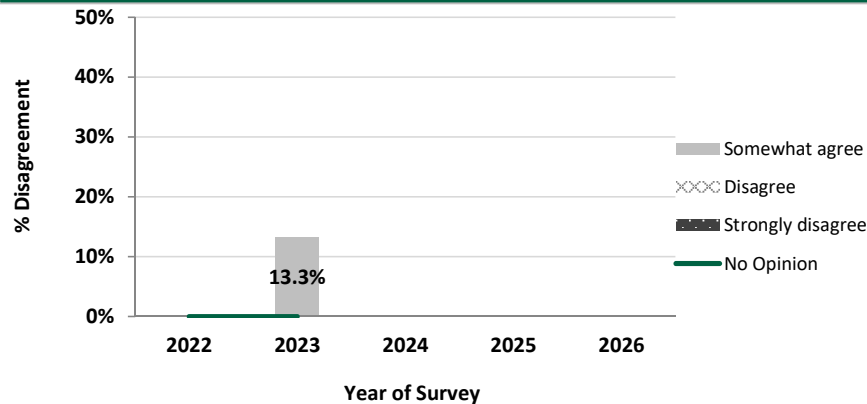
Consistent lower level of agreement.

2. The Board understands its accountabilities to the Ministry of Colleges and Universities. [2022 (n=12); 2023 (n=15)]



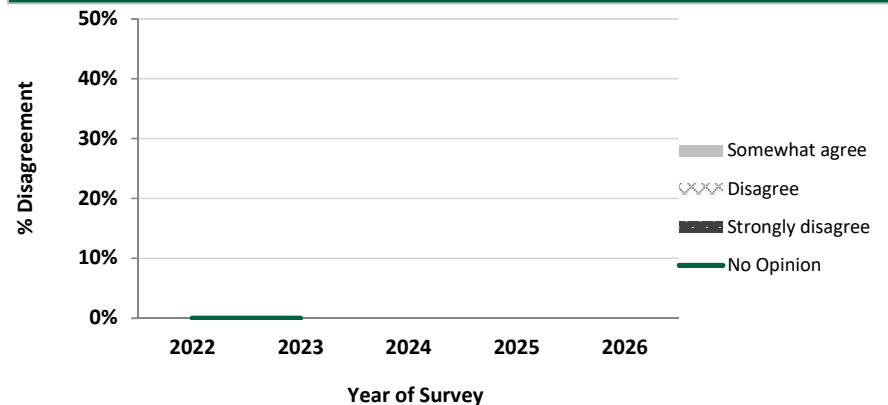
No current concern.

3. The Board understands its governance role and does not become overly involved in operational issues. [2022 (n=12); 2023 (n=15)]



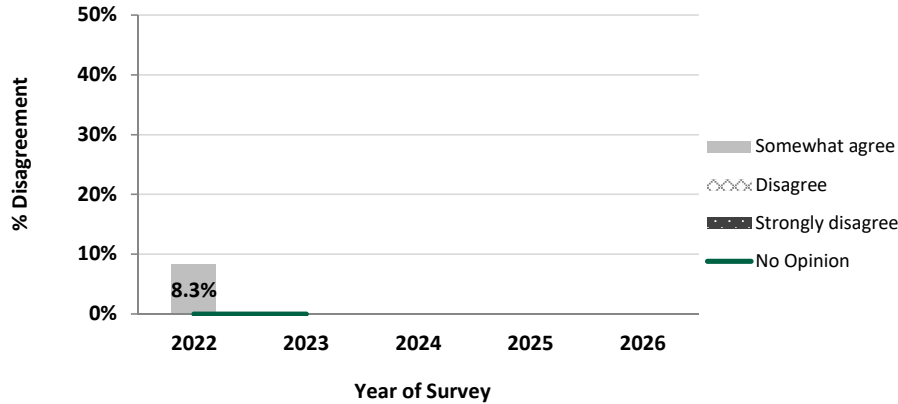
Emerging area of attention.

4. The Board makes decisions that are aligned with the College's mission, vision, values, and strategic goals. [2022 (n=12); 2023 (n=15)]



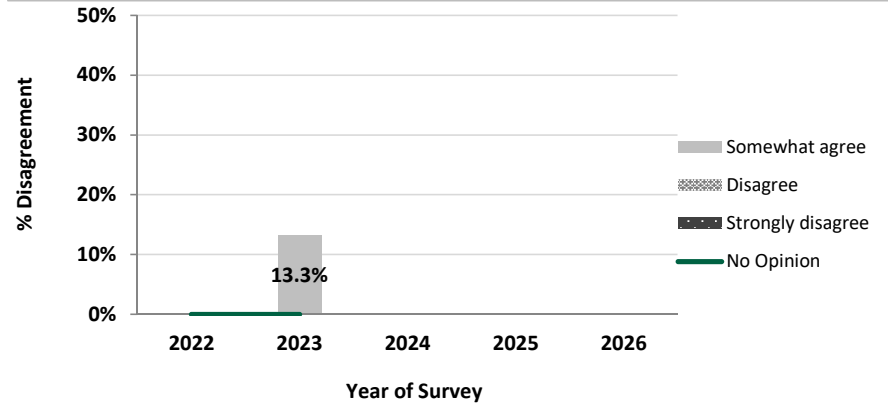
No current concern.

5. The Board provides sufficient financial oversight with due attention to ensuring that the College operates to a balanced budget and is financially sustainable in the long-term. [2022 (n=12); 2023 (n=15)]



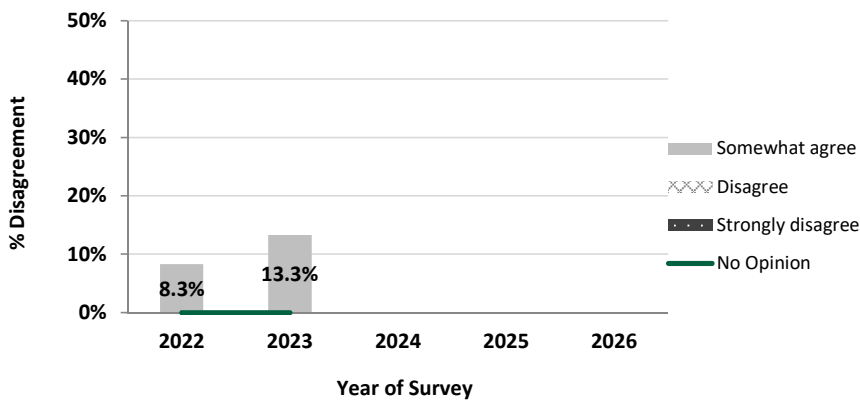
Recent improvement; no current concern.

6. The Board provides oversight to ensure high-quality programs that lead to student success. [2022 (n=12); 2023 (n=15)]



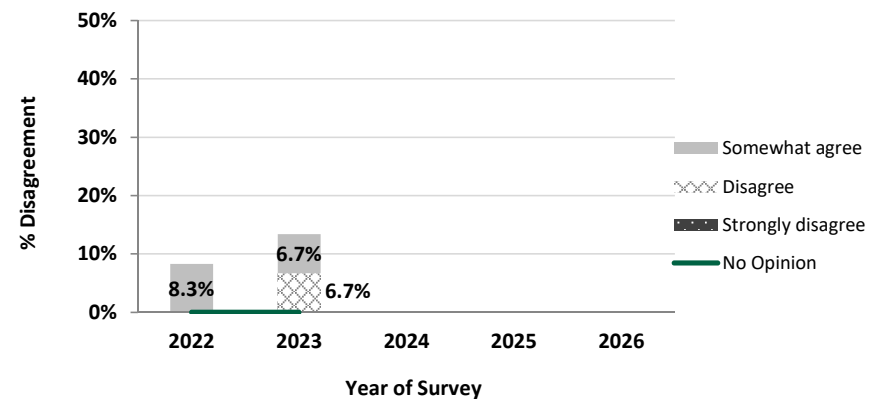
Emerging area of attention.

7. The Board has established effective monitoring and reporting processes that allow it to assess the overall performance of the College against established targets (e.g., SMA, KPI). [2022 (n=12); 2023 (n=15)]



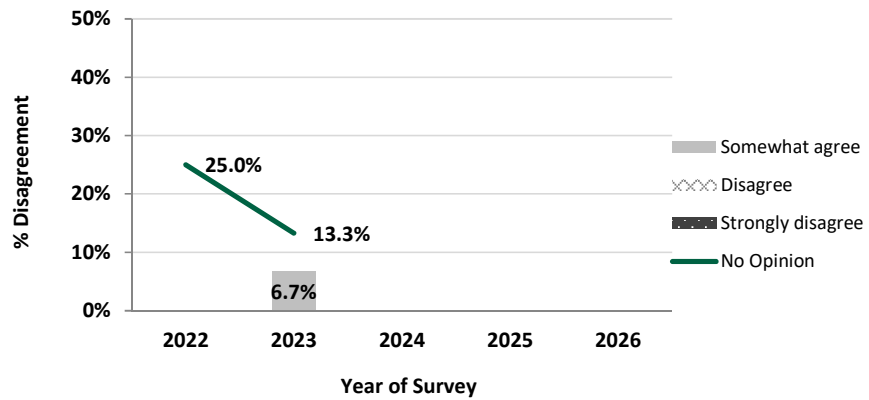
Consistent lower level of agreement.

8. The Board ensures that significant risks to viability and the success of the College are identified and managed appropriately. [2022 (n=12); 2023 (n=15)]



Emerging area of concern.

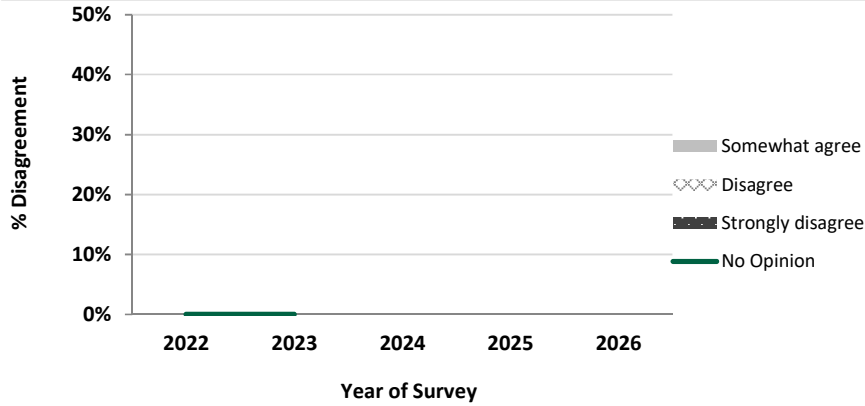
9. The Board ensures that corrective action is taken when performance concerns become apparent. [2022 (n=12); 2023 (n=15)]



Improved awareness; emerging area of attention.

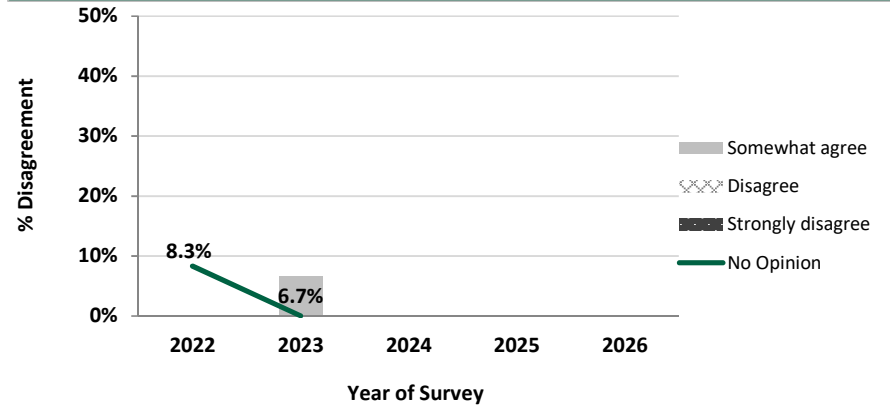
Section Two - Board Understanding

1. The board *understands* its role in setting the strategic direction.
[2022 (n=12); 2023 (n=15)]



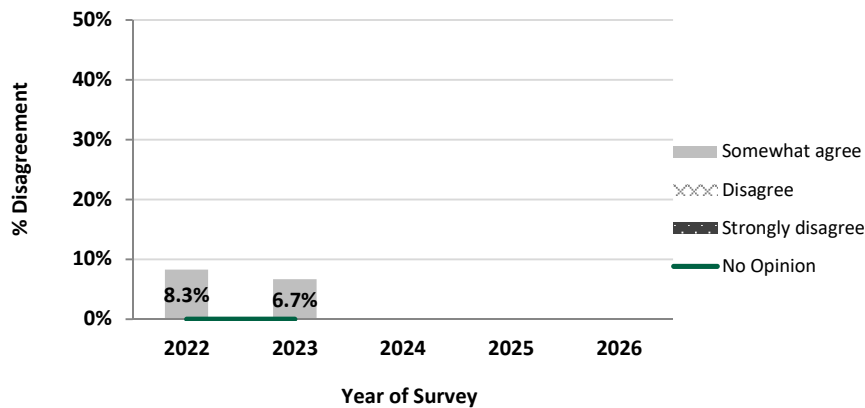
No current concern.

2. The board *understands* its role in selecting and evaluating the president.
[2022 (n=12); 2023 (n=15)]



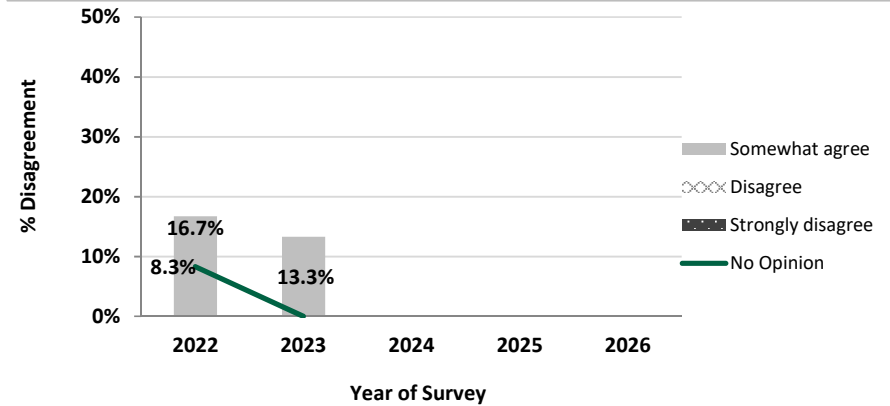
Improved awareness; emerging area of attention.

3. The board *understands* its role in overseeing College performance.
[2022 (n=12); 2023 (n=15)]



Consistent lower level of agreement.

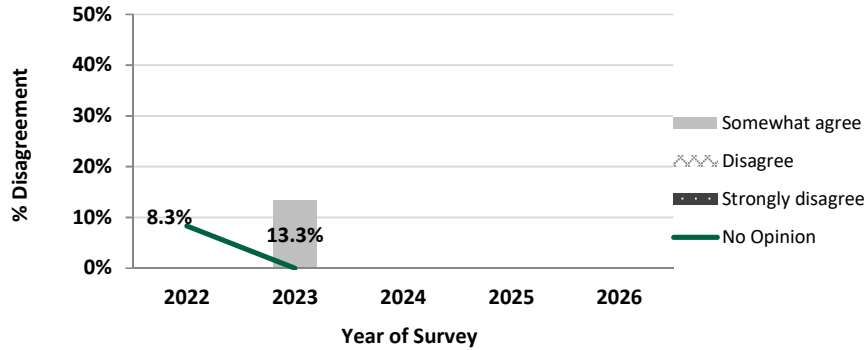
4. The board *understands* its role in organizing the Board to perform its role.
[2022 (n=12); 2023 (n=15)]



Improved awareness; consistent lower level of agreement.

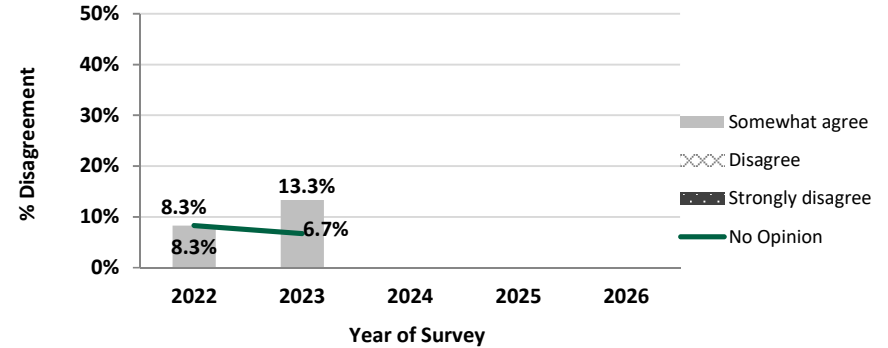
Section Three - Board Performance

1. The Board *performs* its role effectively in setting the strategic direction. [2022 (n=12); 2023 (n=15)]



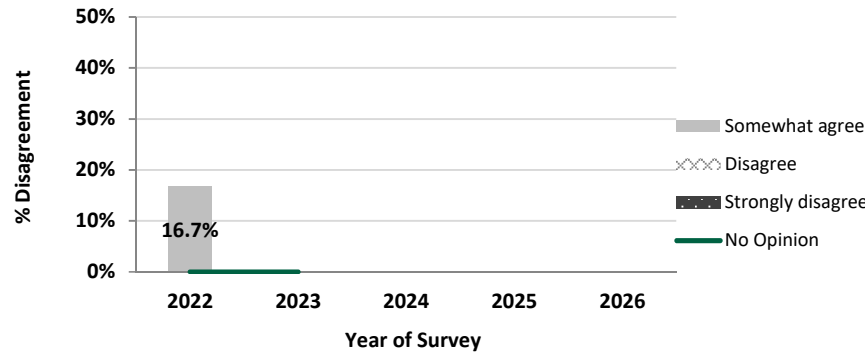
Improved awareness; emerging area of attention.

2. The Board *performs* its role effectively in selecting and evaluating the president. [2022 (n=12); 2023 (n=15)]



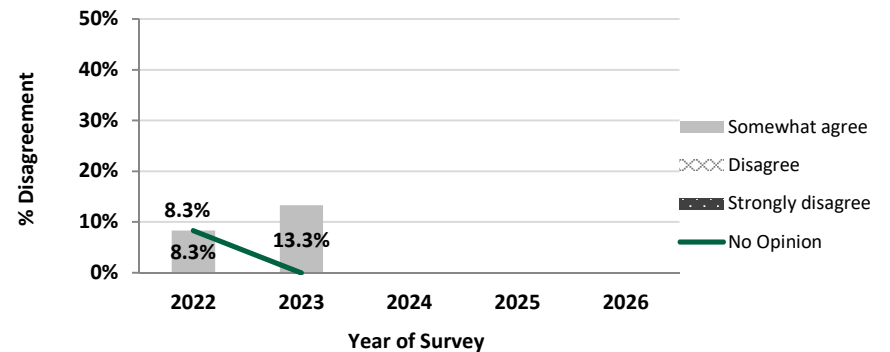
Consistent lower level of agreement.

3. The Board *performs* its role effectively in overseeing College performance. [2022 (n=12); 2023 (n=15)]



Recent improvement; no current concern.

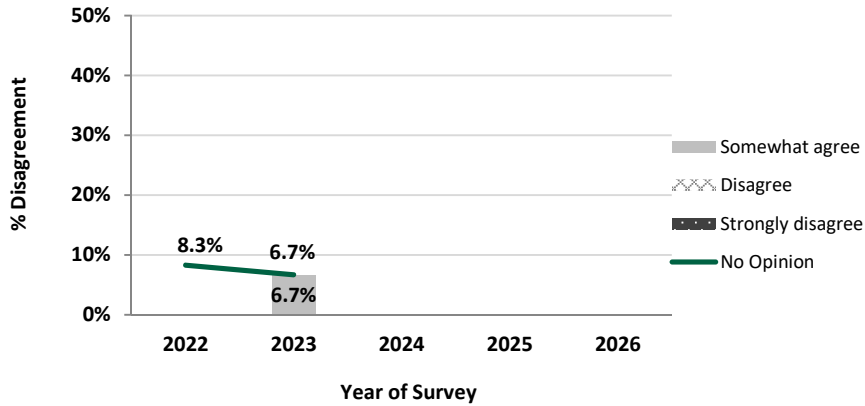
4. The Board *performs* its role effectively in organizing the Board to perform its role. [2022 (n=12); 2023 (n=15)]



Improved awareness; consistent lower level of agreement.

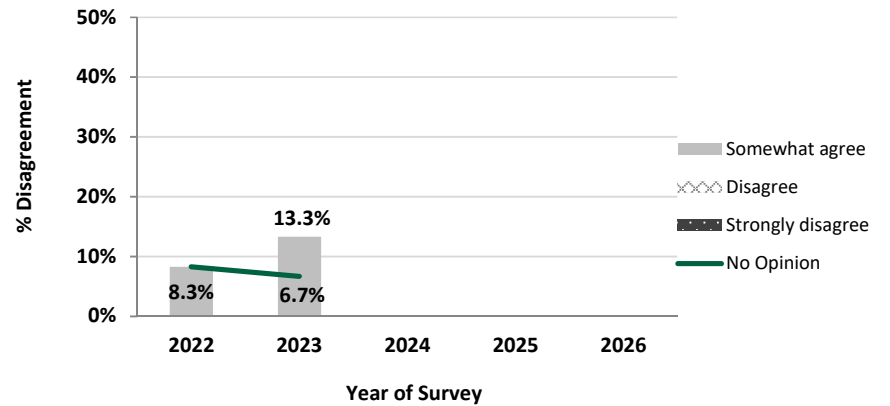
Section Four - Board Contribution

1. The Board contributes effectively to the review and approval of the Strategic Plan.
[2022 (n=12); 2023 (n=15)]



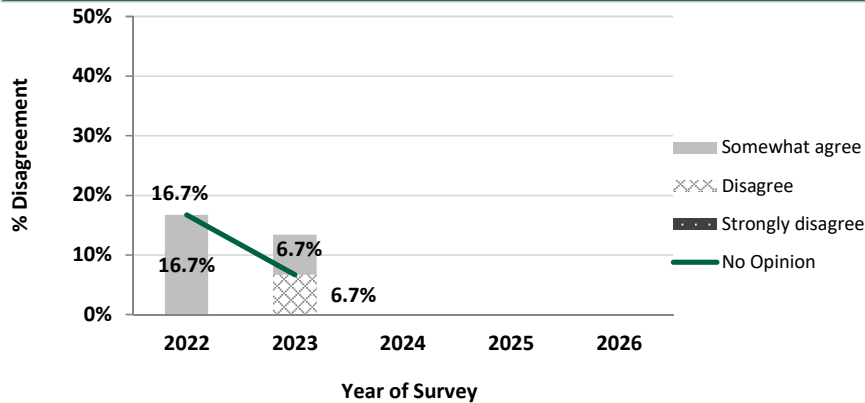
Emerging area of attention.

2. The Board contributes effectively to the review and approval of the Business Plan.
[2022 (n=12); 2023 (n=15)]



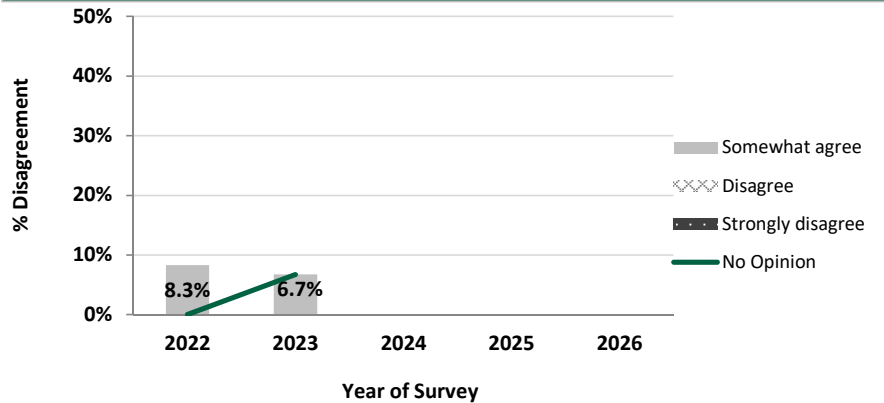
Consistent lower level of agreement.

3. The Board contributes effectively to the review and approval of the Annual Report.
[2022 (n=12); 2023 (n=15)]



Improved awareness; emerging area of concern.

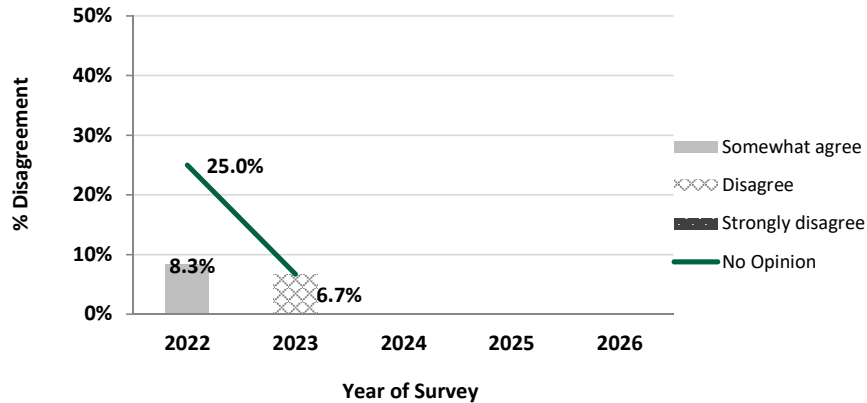
4. The Board contributes effectively to the review and approval of the Annual Budget.
[2022 (n=12); 2023 (n=15)]



Consistent lower level of agreement.

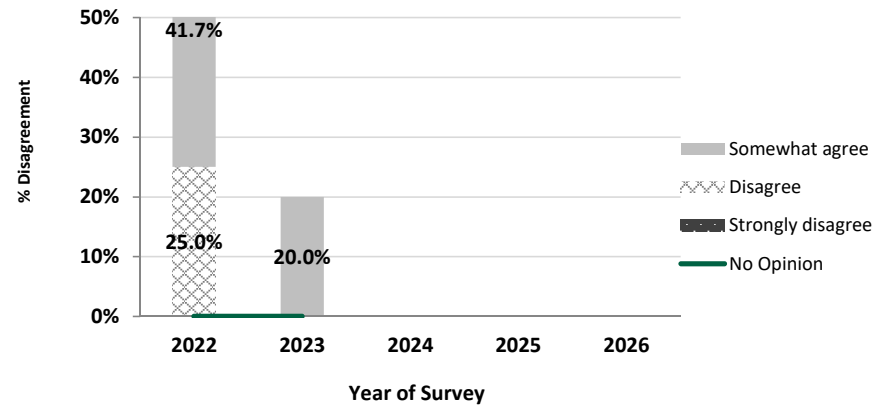
Section Five - Board Quality

1. The Board uses its skills matrix appropriately to recruit Governors with varied skills. [2022 (n=12); 2023 (n=15)]



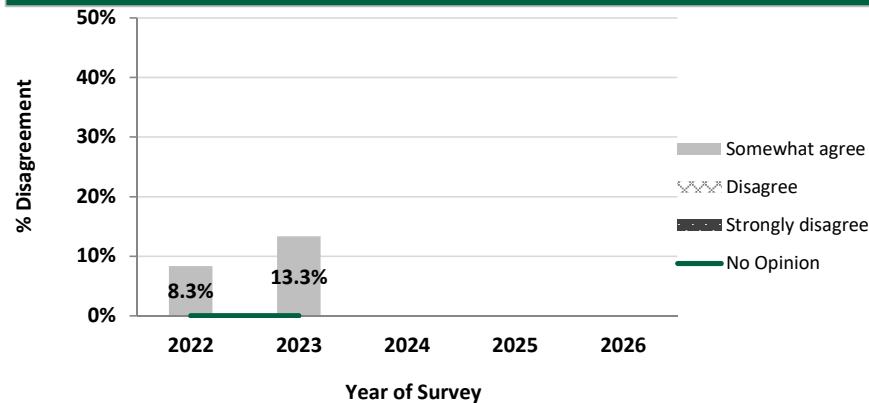
Improved awareness; emerging area of concern.

2. The Board reflects the diversity of the community served. [2022 (n=12); 2023 (n=15)]



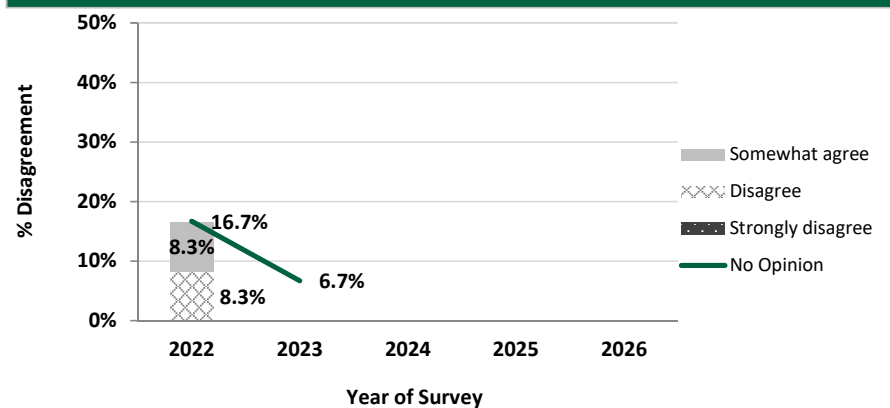
Recent improvement; consistent area of attention.

3. Governors receive orientation that prepares them to contribute effectively to the Board. [2022 (n=12); 2023 (n=15)]



Emerging area of attention.

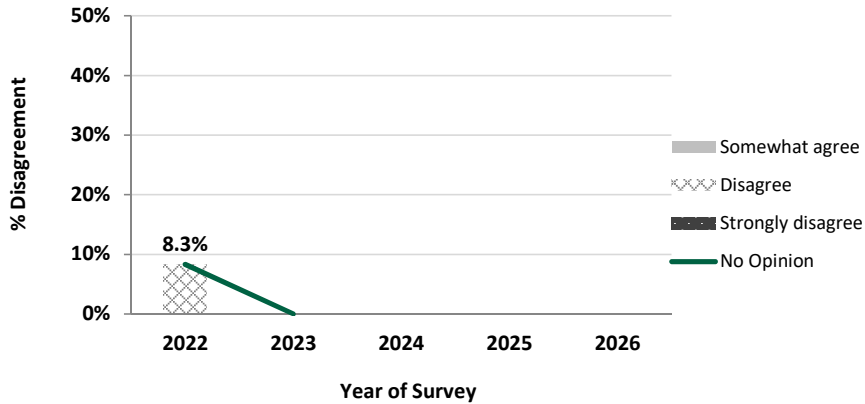
4. Issues related to Board performance are dealt with appropriately. [2022 (n=12); 2023 (n=15)]



Improved awareness; recent improvement.

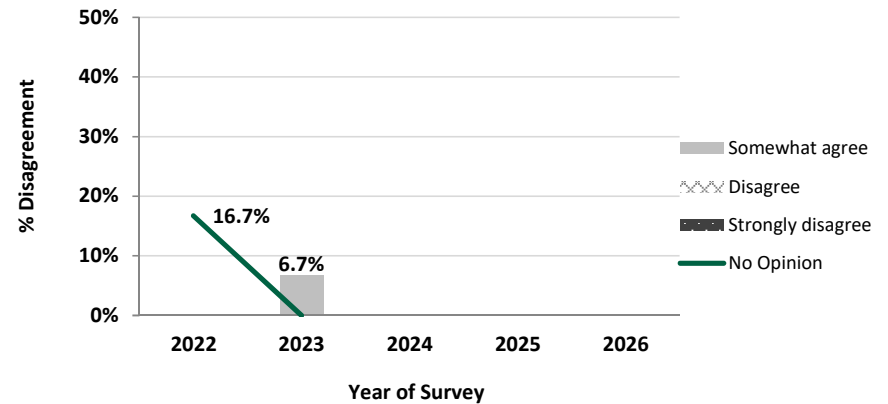
Section Six - Board Structures and Processes

1. The Board develops an annual work plan with consideration to the College's strategic directions and the Board's role. and the President. [2022 (n=12); 2023 (n=15)]



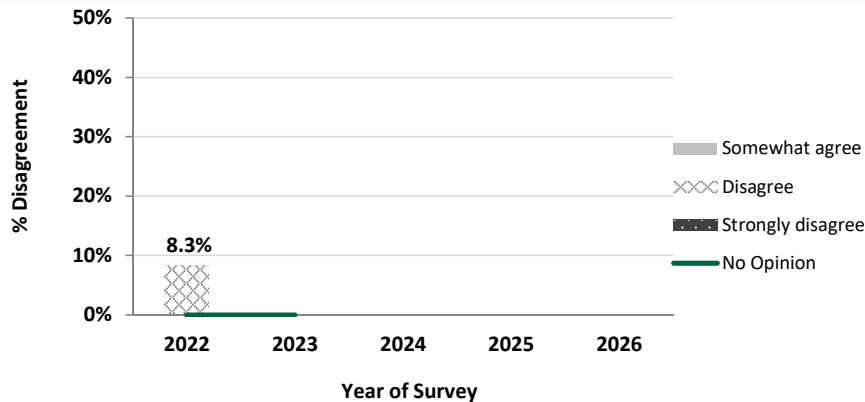
Recent improvement; no current concern.

2. The annual work plan helps the Board understand and perform its role. [2022 (n=12); 2023 (n=15)]



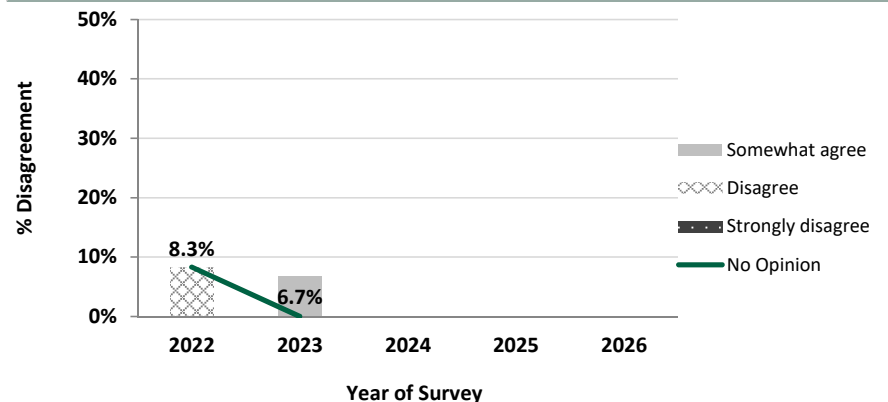
Improved awareness; emerging area of attention.

3. Committees are effective in supporting the work of the Board. [2022 (n=12); 2023 (n=15)]



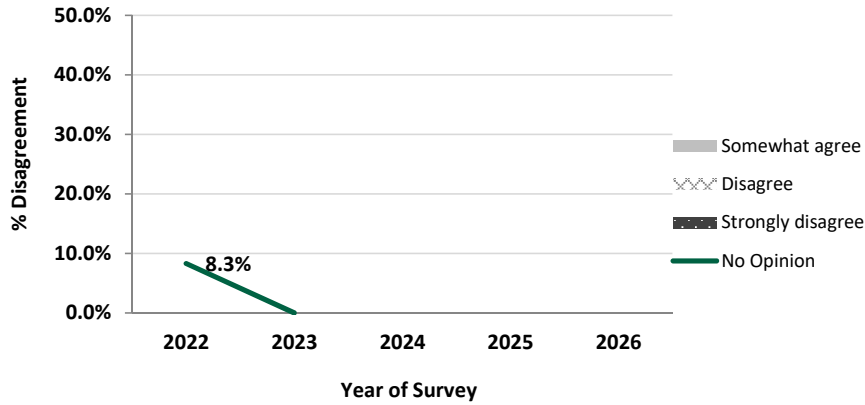
Recent improvement; no current concern.

4. The Board regularly evaluates its performance and uses the results to continuously improve. [2022 (n=12); 2023 (n=15)]



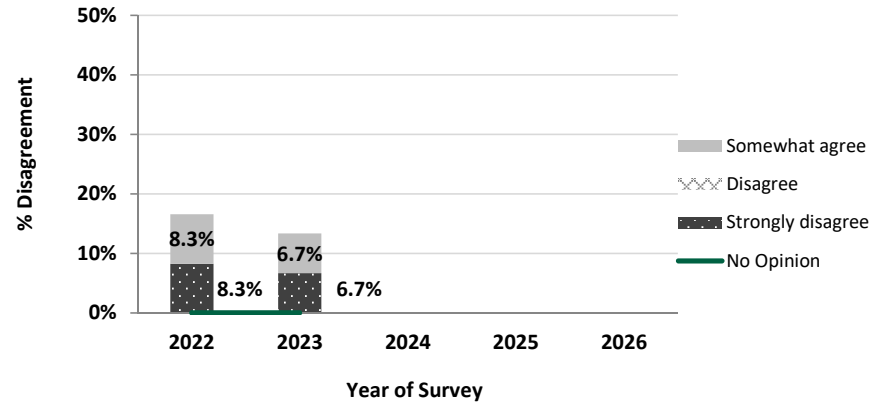
Improved awareness; recent improvement.

5. Board agendas focus on items that are within the Board's role. [2022 (n=12); 2023 (n=15)]



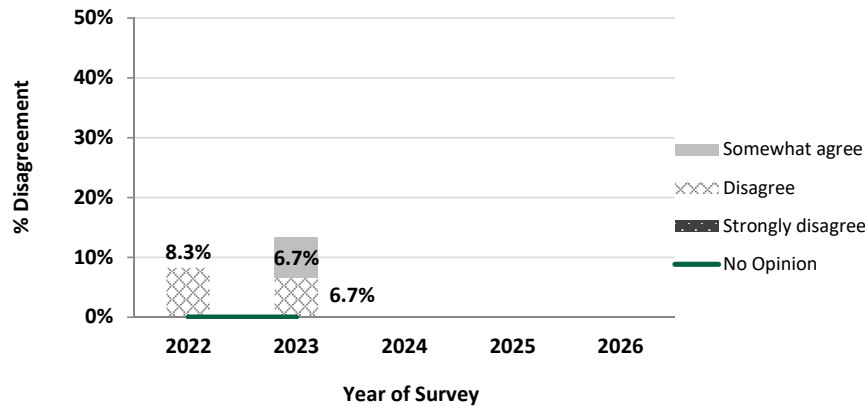
Improved awareness; no current concern.

6. Meeting materials are received sufficiently in advance. [2022 (n=12); 2023 (n=15)]



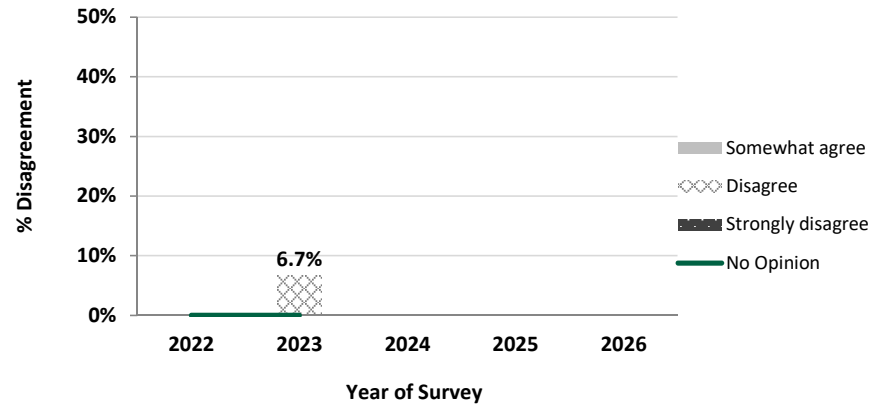
Consistent level of concern.

7. Meeting materials are appropriate and prepare Governors to make decisions. [2022 (n=12); 2023 (n=15)]



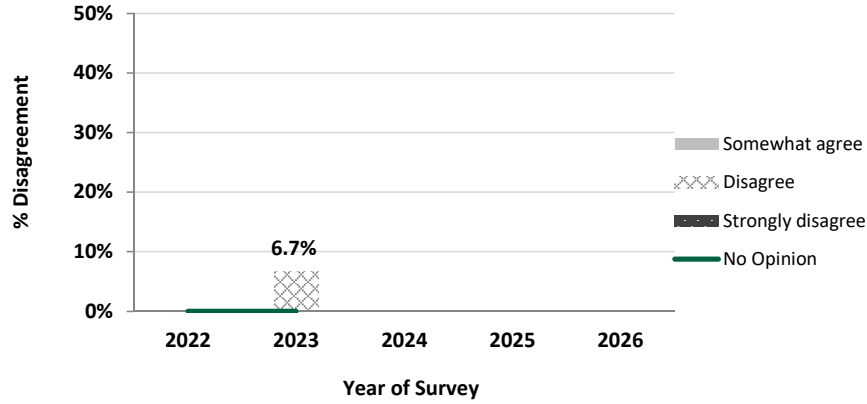
Consistent level of concern.

8. The Board deals with in-camera business appropriately. [2022 (n=12); 2023 (n=15)]



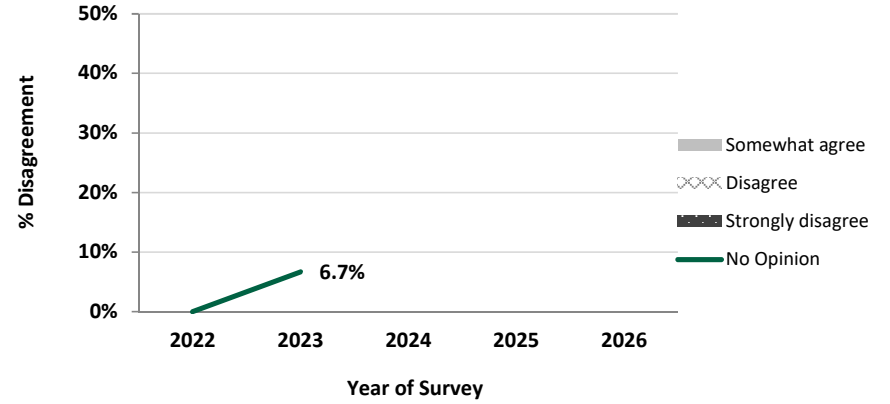
Emerging area of concern.

9. The Board spends sufficient time on strategic and generative type discussions. [2022 (n=12); 2023 (n=15)]



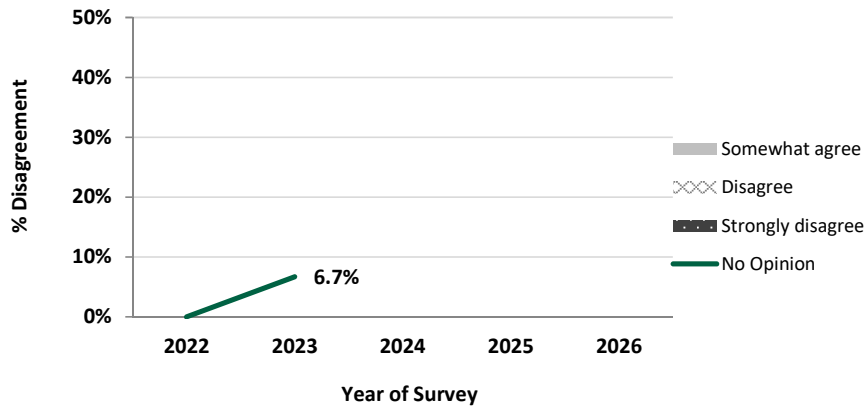
Emerging area of concern.

10. The Board Chair conducts the meeting in a way that moves the business of the Board forward. [2022 (n=12); 2023 (n=15)]



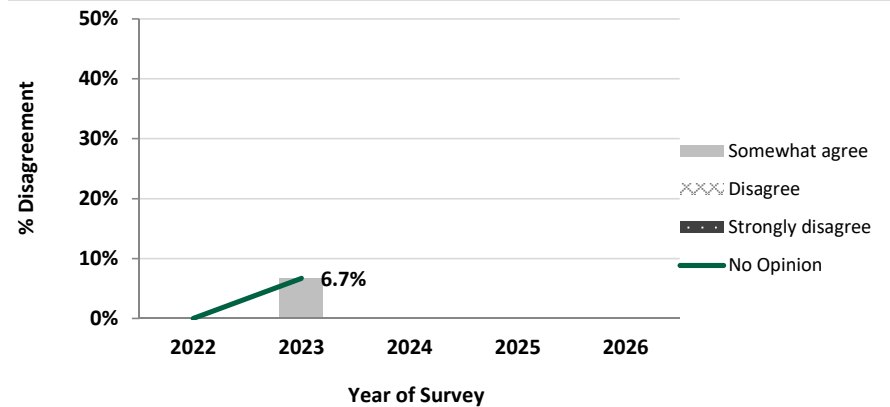
No current concern.

11. The Board Chair ensures all sides of an issue are heard. [2022 (n=12); 2023 (n=15)]



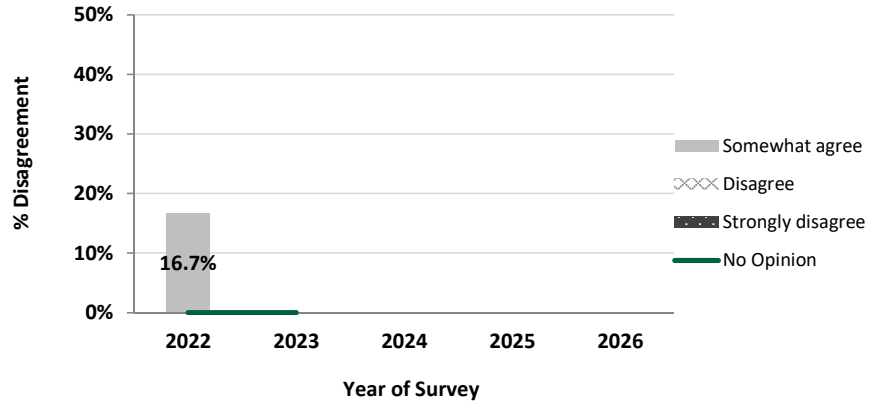
No current concern.

12. The Board Chair invests time in building relationships with the president and Governors. [2022 (n=12); 2023 (n=15)]



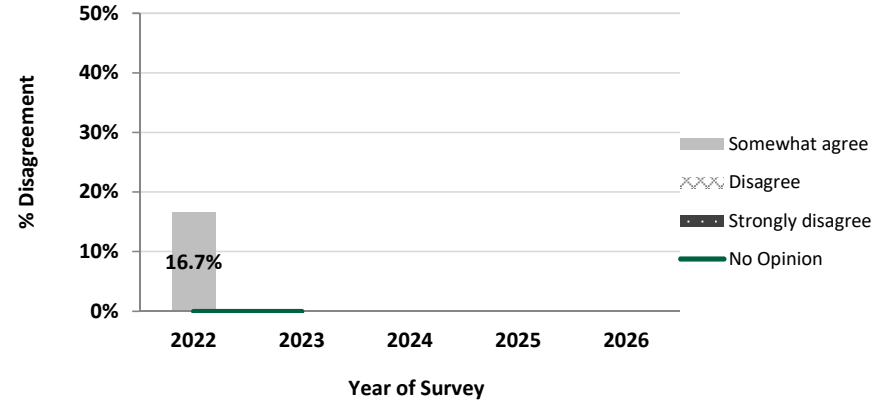
Emerging area of attention.

13. The Board understands the Chair's role as the official spokesperson. [2022 (n=12); 2023 (n=15)]



Recent improvement; no current concern.

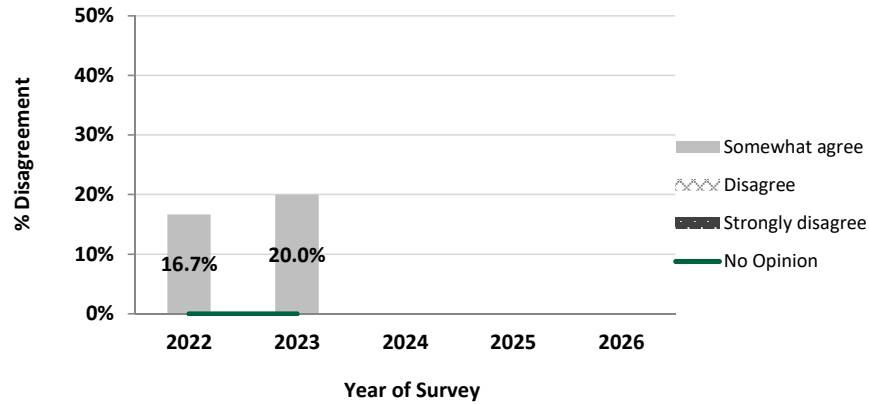
14. The Board works together effectively. [2022 (n=12); 2023 (n=15)]



Recent improvement; no current concern.

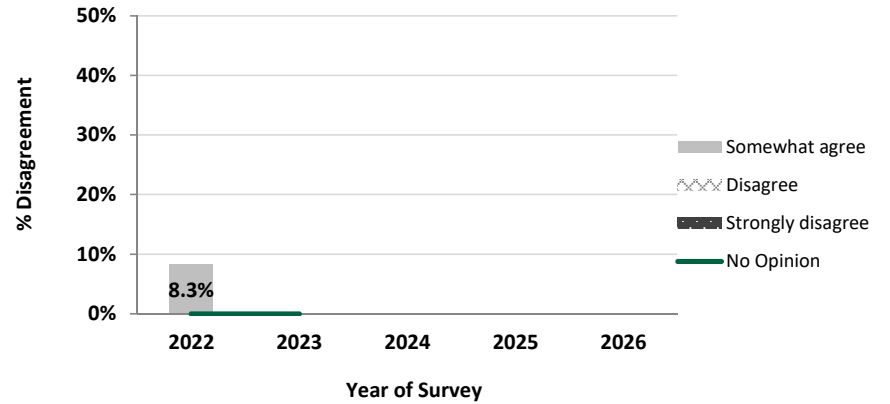
Section Seven - Self-Assessment: Knowledge

1. I have a good understanding of the college system. [2022 (n=12); 2023 (n=15)]



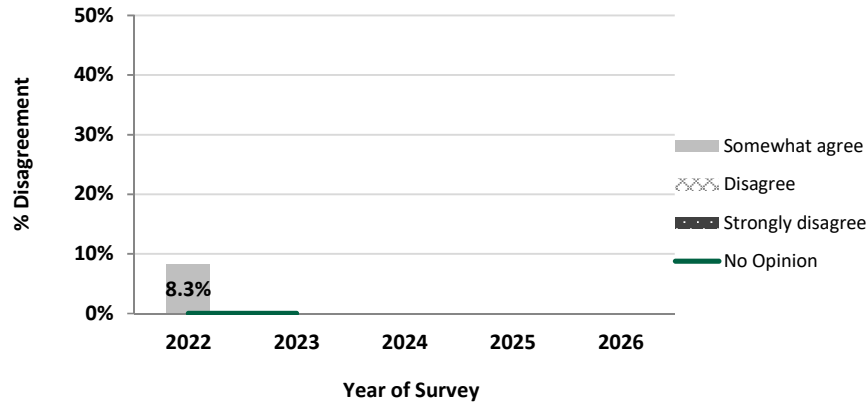
Consistent lower level of agreement.

2. I am aware of the College's mission, vision, and values. [2022 (n=12); 2023 (n=15)]



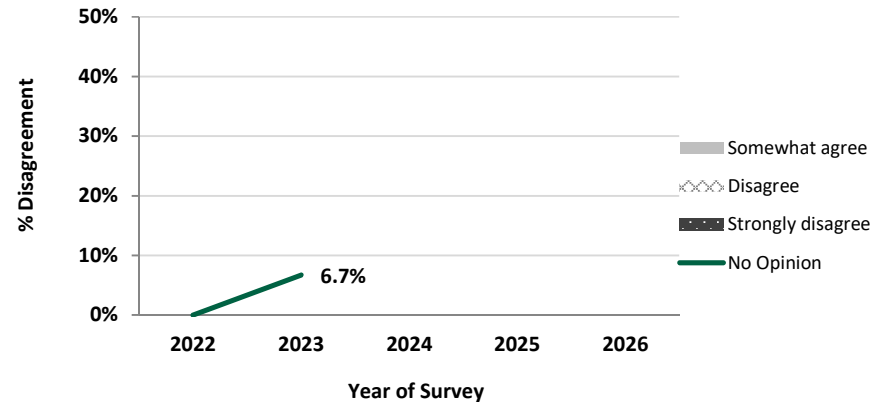
Recent improvement; no current concern.

3. I am familiar with the strategic plan and take it into account when making decisions. [2022 (n=12); 2023 (n=15)]



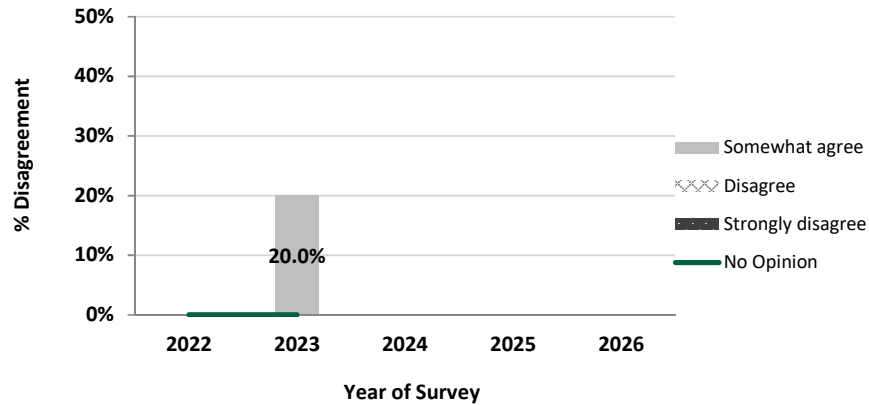
Recent improvement; no current concern.

4. I understand the difference between the governance role of the Board and the role of senior management. [2022 (n=12); 2023 (n=15)]



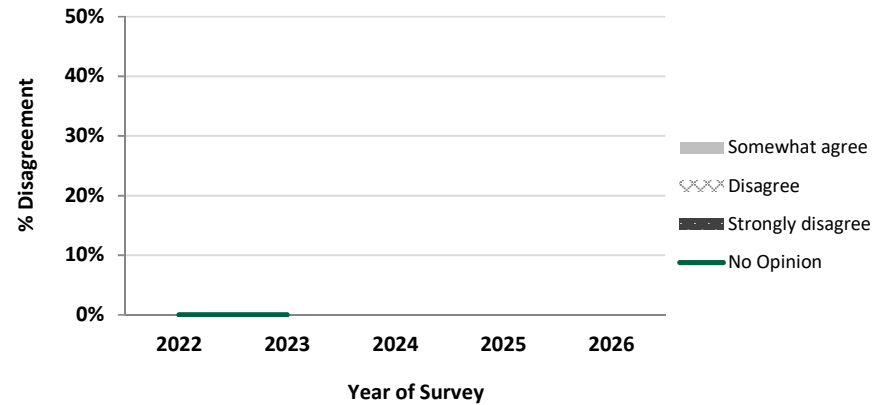
Recent improvement; no current concern.

5. I am sufficiently knowledgeable in financial matters to understand the College's financial position. [2022 (n=12); 2023 (n=15)]



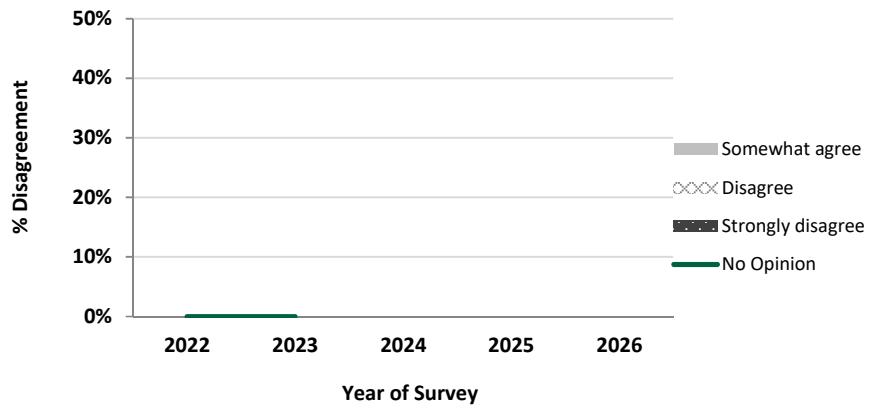
Emerging area of attention.

6. I am aware of the Board's conflict of interest policy. [2022 (n=12); 2023 (n=15)]



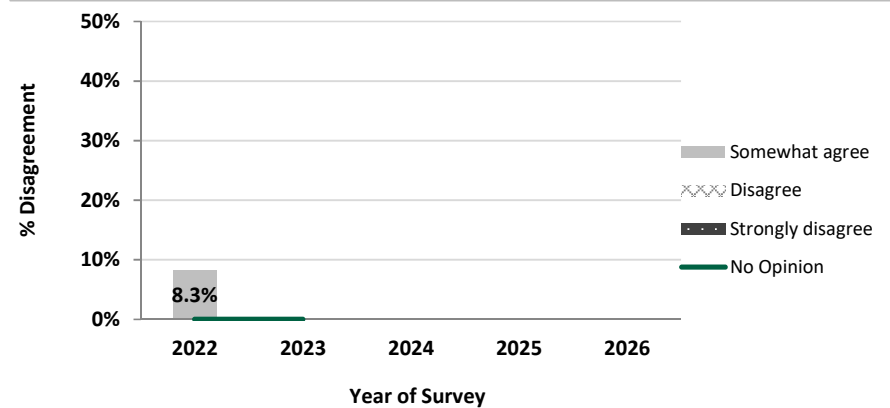
No current concern.

7. I declare conflicts of interest as they arise. [2022 (n=12); 2023 (n=15)]



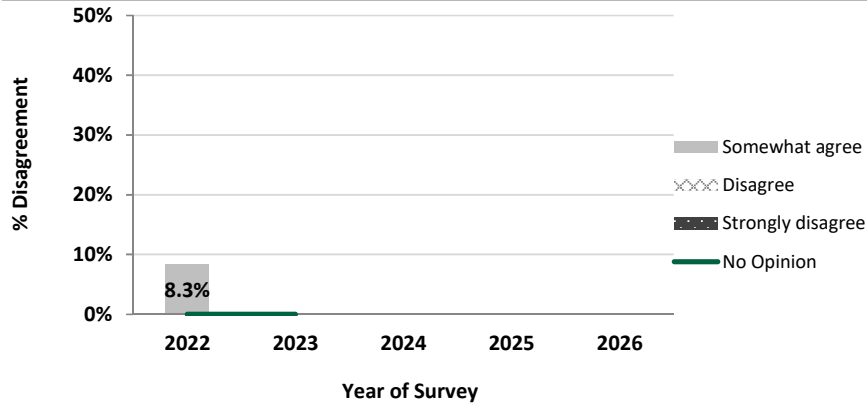
No current concern.

8. I have reviewed the Board's annual work plan. [2022 (n=12); 2023 (n=15)]



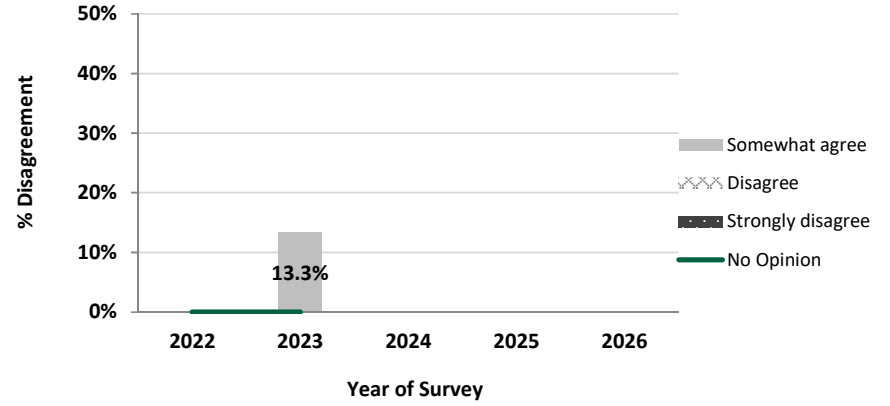
Recent improvement; no current concern.

9. I have reviewed the Board's annual goals. [2022 (n=12); 2023 (n=15)]



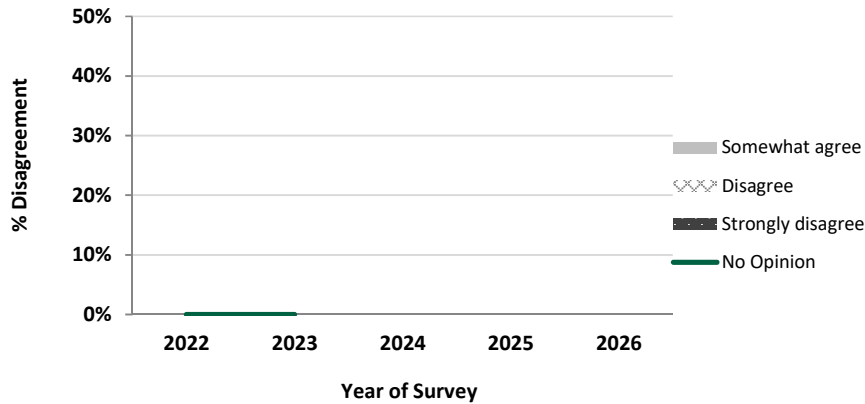
Recent improvement; no current concern.

10. I have reviewed and understand the Board's by-laws and policies. [2022 (n=12); 2023 (n=15)]



Emerging area of attention.

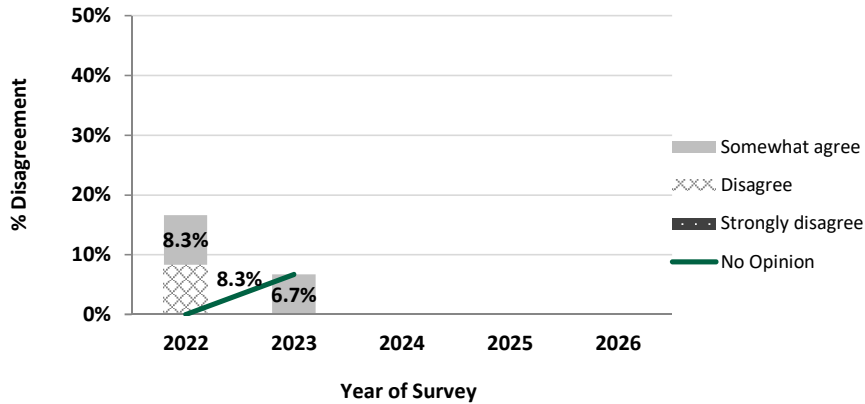
11. I consistently adhere to the Board's code of conduct. [2022 (n=12); 2023 (n=15)]



No current concern.

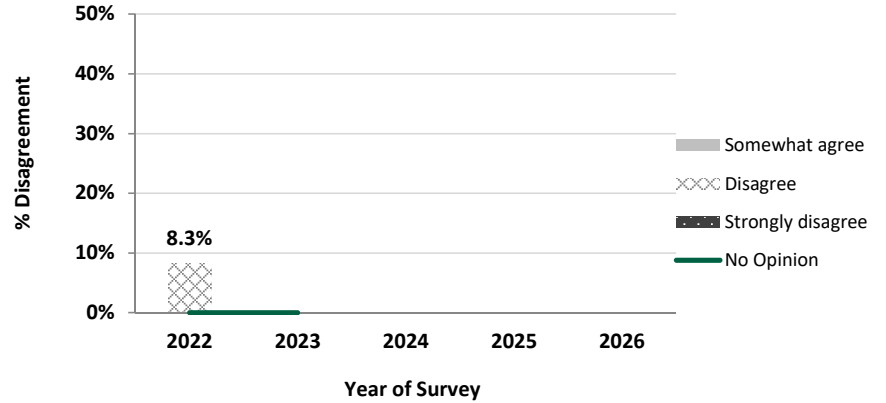
Section Eight - Self-Assessment: Behaviours and Participation

1. I am able to contribute my skills, experience, and perspectives to the Board. [2022 (n=12); 2023 (n=15)]



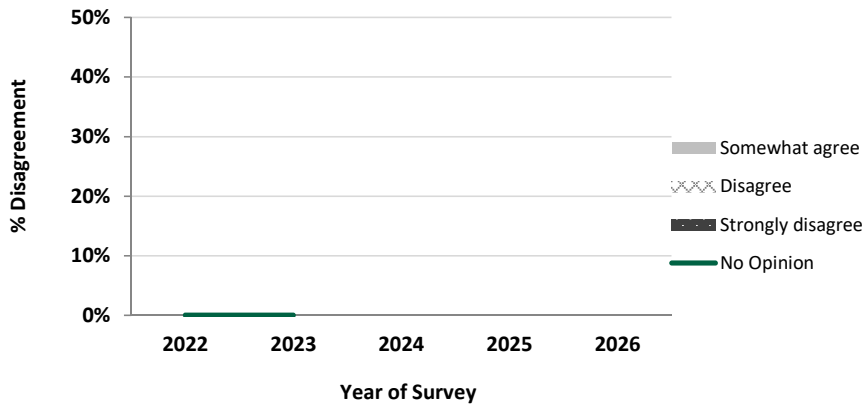
Consistent lower level of agreement.

2. I am able to contribute to the Committees on which I serve. [2022 (n=12); 2023 (n=15)]



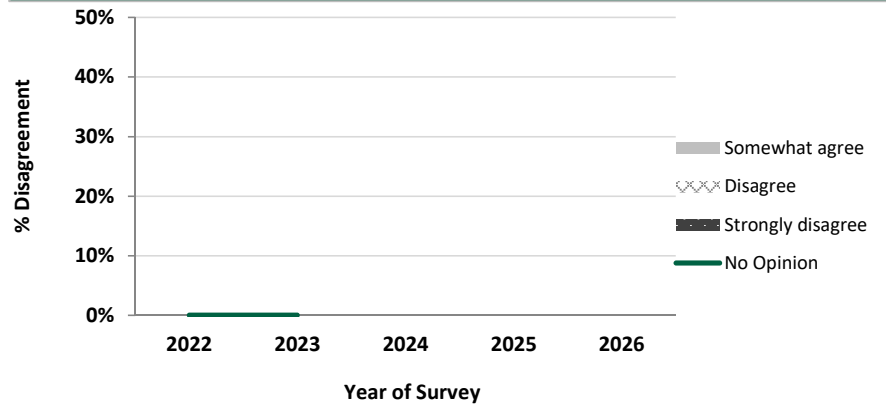
Recent improvement; no current concern.

3. I listen to and consider the views of others. [2022 (n=12); 2023 (n=15)]



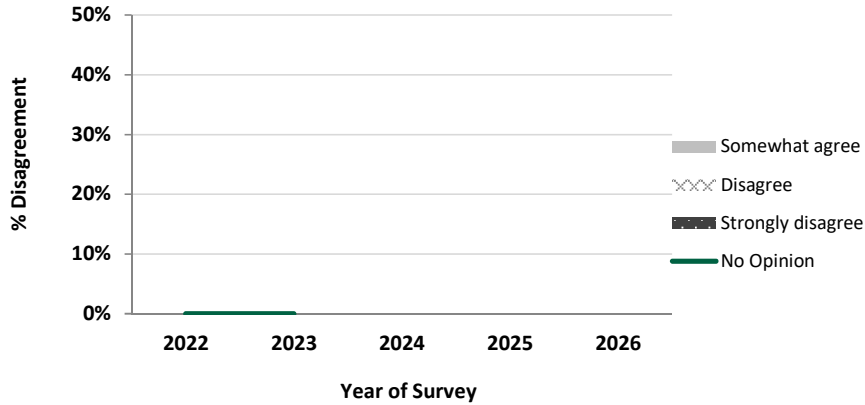
No current concern.

4. I come prepared to meetings. [2022 (n=12); 2023 (n=15)]



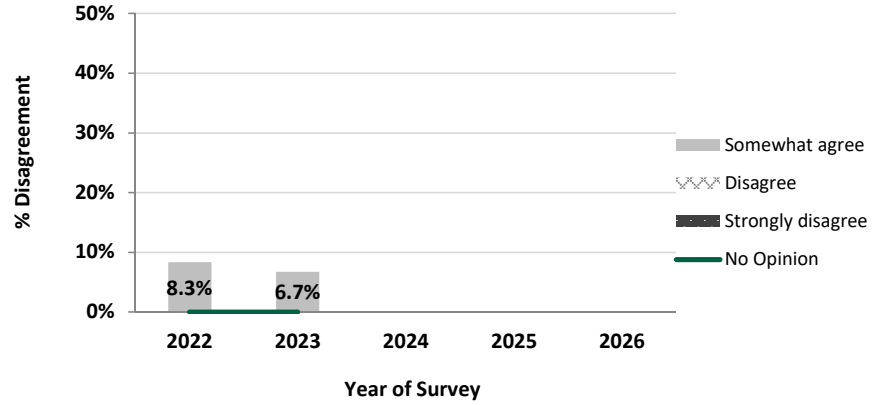
No current concern.

5. I feel comfortable asking questions to help me make decisions. [2022 (n=12); 2023 (n=15)]



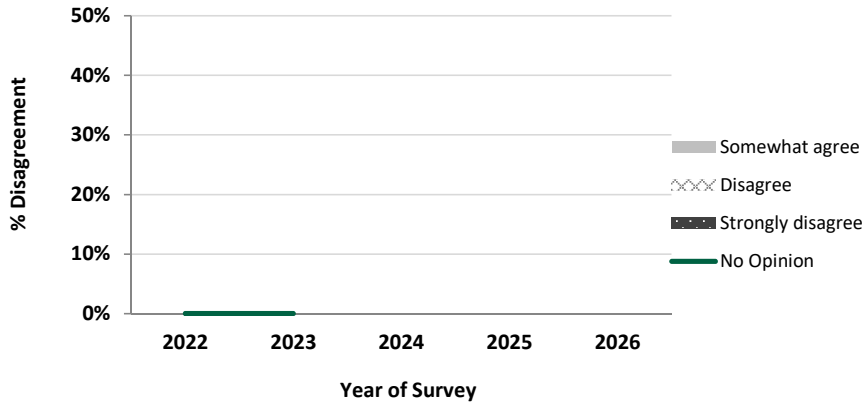
No current concern.

6. I am able to express my views even when I may be in a minority. [2022 (n=12); 2023 (n=15)]



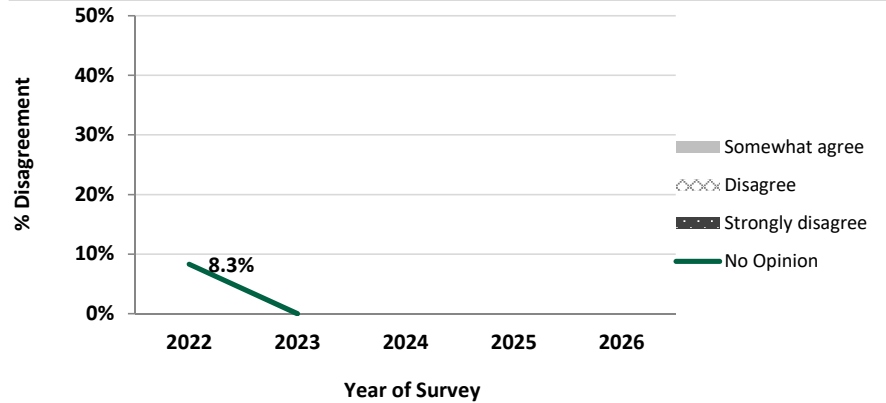
Consistent lower level of agreement.

7. Once a decision is made, I respect the decision of the Board. [2022 (n=12); 2023 (n=15)]



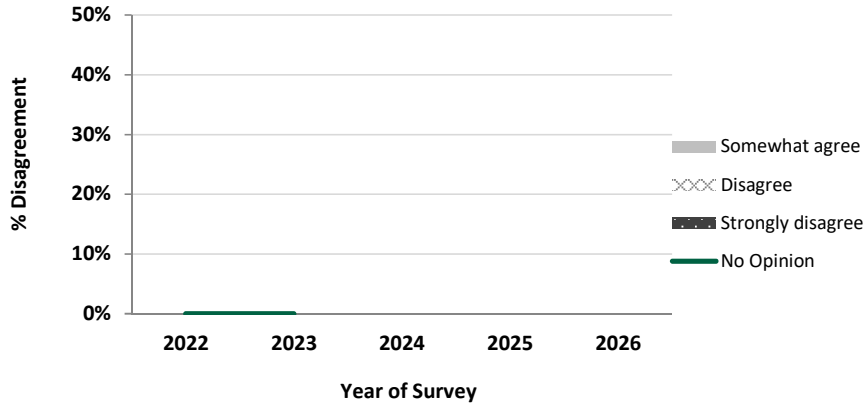
No current concern.

8. I meet or exceed attendance requirements. [2022 (n=12); 2023 (n=15)]



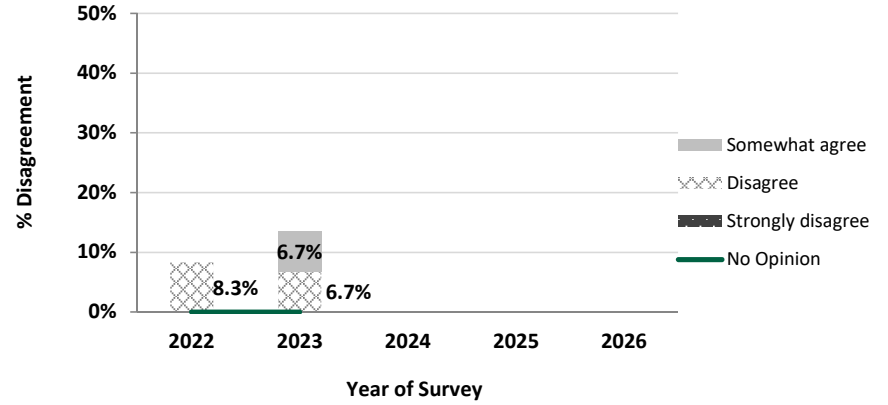
No current concern.

9. I support the College's events and activities (where appropriate). [2022 (n=12); 2023 (n=15)]



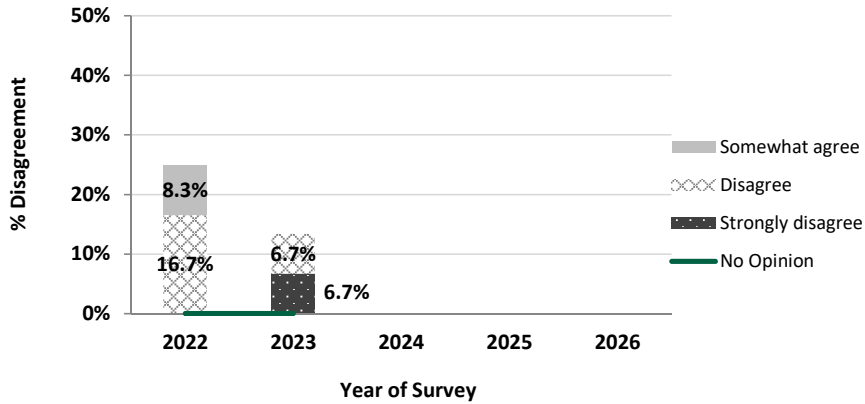
No current concern.

10. I participate in the Board's education program (e.g., Learn More series) [2022 (n=12); 2023 (n=15)]



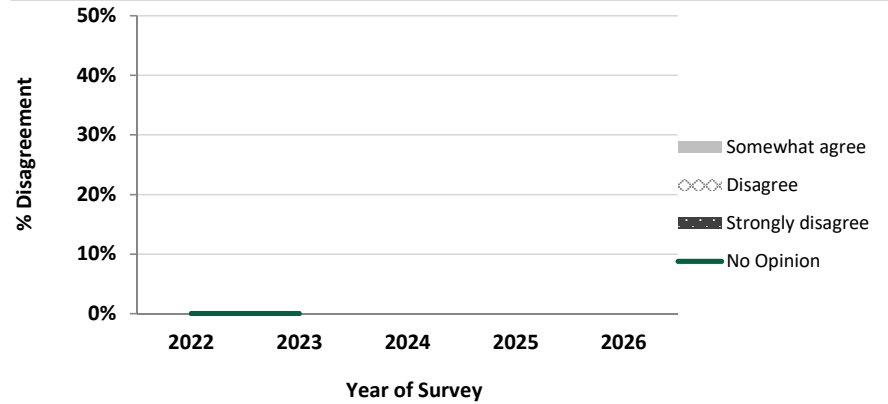
Consistent level of concern.

11. I have taken training provided by the College Centre of Board Excellence. [2022 (n=12); 2023 (n=15)]



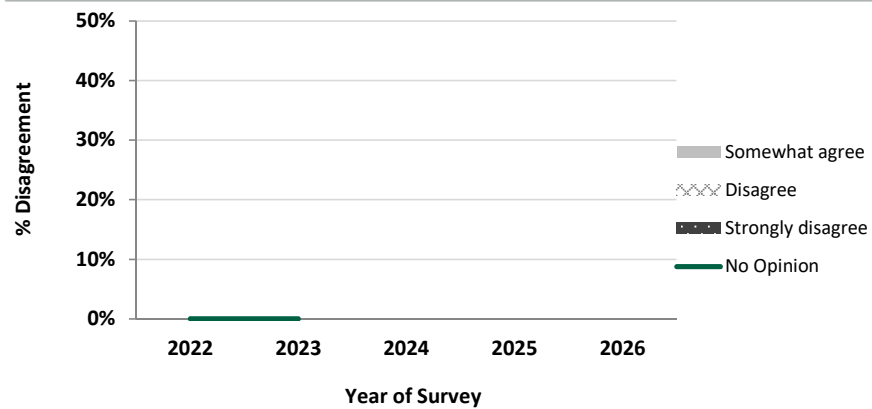
Consistent level of concern.

12. I make decisions in the best interest of the College. [2022 (n=12); 2023 (n=15)]



No current concern.

13. I respect and maintain confidentiality. [2022 (n=12); 2023 (n=15)]



No current concern.

Board of Governors Policy Review Schedule

As per the established schedule, the following Board policies are due for renewal in 2024:

- Board-President Relationship ([Board-President Relations](#))
- Board-President Relationship ([Assessing the President's Performance](#))
- Board-President Relationship ([President Emeritus](#))
- Board-President Relationship ([Negotiating the President's Contract](#))
- Governance Process ([Collection, Use, and Disclosure of Governor Information](#))

The recommendation is that these policies be reviewed in Spring 2024. The list will be split with half to be brought forward in January 2024 and the remainder to be brought forward in March 2024.