



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

Date: Monday, November 4, 2024

Location: Virtual Meeting, MS Teams

Members Present: Dwight Townsend, Committee Chair
Brandon Bird
Kelly Doyle, Committee Vice Chair
Kwende Thomas
Lisa Allen, Board Chair (joined the meeting at 7:04 p.m.)
Elaine Popp, President

Guests Present: Peter Pryce, Board Vice Chair

Staff Present: Melissa Pringle, Manager, Board Governance and Privacy

1. CALL TO ORDER

With quorum present, the Committee Chair called the meeting to order at 7:00 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 Doyle

Seconded by Governor Townsend

“That the agenda for the November 4, 2024, Governance Review Committee meeting be approved as presented.” CARRIED

4. APPROVAL OF PREVIOUS MINUTES

4.1 Minutes of the September 16, 2024, Governance Review Committee Meeting

The Committee reviewed its minutes from the Governance Review Committee meeting on September 16, 2024.

Moved by Governor Bird

Seconded by Governor Thomas

“That the minutes from the September 16, 2024, meeting of the Governance Review Committee be approved as presented.” CARRIED

5. DECISION ITEMS

There were no decision items.

6. DISCUSSION ITEMS

6.1 2023-2024 Board Evaluation Feedback: Prioritization of Items to Action

The Committee discussed the feedback received from the 2023-2024 Board Evaluation Survey and what items, if any, to prioritize for action. Following the discussion, the Committee agreed that the Board was generally high-functioning and that being more intentional about setting the context as items are presented to the Board may help Governors understand the interconnectedness of our strategies and plans, which came through as a gap in the survey results and written comments. Further, the Committee remarked on recent improvements to how reports are presented, the content of the orientation session, and the ongoing buddy system that Governors can avail themselves of. At this time, the Committee felt no significant action was needed to respond to the results.

6.2 Suggestions for Changes to Governance Processes (Fall 2024)

In response to recent suggestions for process improvement, the Committee discussed the following items:

Delegating authority to the Board Chair for approving the President’s expenses

The Committee received a high-level overview of the suggested change from the Board Secretary.

The Committee discussed the suggestion and agreed in principle that it would be appropriate to delegate this task to the Board Chair or a designate. Concerns raised included whether there should be a financial threshold at which the expense would have to be approved by the Board, what would happen in the

event of a conflict (e.g., an expense related to the Board Chair and President) and the rigor of approval for an approved versus an unapproved expense.

Following the discussion, the Committee requested the Board Secretary to bring forward language related to a new process for the Committee to consider at the next meeting.

Moving New Program approvals to the Consent Agenda

The Committee received a high-level overview of the suggested change from the Board Secretary.

The Committee discussed the proposed change to how new programs get approved (via the consent agenda versus the discussion agenda) and agreed that the current process demonstrated rigor and due diligence, sparked conversation, and allowed employees to present their work to the Board. The Committee was not supportive of changing how new programs come to the Board. Additionally, for efficiency, the Committee suggested that the packages be taken as read and that the presentations of new programs be shortened to highlight the key points only and to take questions.

Length of Program Advisory Committee Reports Presented for Information

The Committee received a high-level overview of the Board's role in overseeing Program Advisory Committees (PACs) and the current practice of including bi-annual reports in the Board package for information.

The Committee discussed the importance of being aware and informed of activities related to the PACs, such as their health and level of engagement, and the necessity of ensuring industry relevance, a high-quality curriculum, and compliance with the Ministry Binding Policy Directive. It was noted that by removing information that is presented to the Board, you are removing an opportunity for discussion. The Committee discussed potentially updating the scorecard to demonstrate other health metrics of each PAC, such as engagement, industry relevance, potential donors, and work-integrated learning opportunities.

As an outcome of this discussion, the President committed to working with the Vice President, Academic and Students to identify ways to improve the presented information.

Meeting Assessments

The Committee received a high-level overview of the current meeting assessment process at each Committee and Board meeting and the Board goal that was recently approved to review the meeting assessment process.

The Committee discussed the perceived ineffectiveness of the current meeting assessment process, citing that it often seems rushed and a recap of the meeting rather than substantive feedback that could be used to improve the Board's performance. The Committee discussed potential ways and tools to conduct the assessment process differently and generally agreed that an anonymous post-meeting survey was the preferred option. The Committee felt that using a survey tool would allow a Governor time to reflect on the meeting and create a safe space to share meaningful feedback.

Following the discussion, the Committee decided to discuss the questions that could be included in a new survey at its next meeting.

6.3 Board Retreat Planning

The Committee received an update from the President regarding the retreat and it was confirmed that the Briars had been secured for the event. The Committee discussed the draft agenda and noted that of the four potential time slots for sessions, two sessions would be used for the strategic plan discussions. The Committee expressed that the other two sessions should be lighter to balance the retreat's energy. Suggestions included booking a guest speaker, hosting a panel of faculty or students, and ensuring there was time for socialization. Additionally, the Committee discussed whether it wanted to keep the tradition of providing a gift item at the retreat, to which the Committee agreed. Possible suggestions for gift items included clothing (e.g., a cardigan), the athletic fan pack, and tickets to varsity athletic games.

Following the discussion, the President advised she would take the feedback received from the Committee and would bring forward a second draft of the agenda for consideration.

7. INFORMATION ITEMS

There were no information items.

8. MEETING ASSESSMENT

The Committee did not engage in a meeting assessment.

9. ADJOURNMENT

With no further business, the meeting ended at 8:53 p.m.



Dwight Townsend
Committee Chair



Melissa Pringle
Board Secretary