



**Durham College of Applied Arts And Technology
Public Meeting of the Governance Review Committee**

AGENDA

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

Date: Monday, May 12, 2025

Time: 5:00 p.m.

Location: Virtual Meeting, MS Teams

Timing	Item	Page No.
5:00 p.m. to 5:02 p.m.	1. Call to Order	
5:02 p.m. to 5:04 p.m.	2. Conflict of Interest Declarations	
	3. Presentations	
5:04 p.m. to 5:06 p.m.	4. Approval of the Agenda	
	<u>Recommendation</u> That the agenda for the May 12, 2025 meeting of the Governance Review Committee be approved as presented.	
5:06 p.m. to 5:08 p.m.	5. Approval of Previous Minutes	1 to 4
	<u>Recommendation</u> That the minutes from the March 10, 2025 meeting of the Governance Review Committee be approved as presented.	
	6. Decision Items	
5:08 p.m. to 5:13 p.m.	6.1 Proposed Updates to Board Policy: Mission, Vision, Values and Strategic Goals – E. Popp	5 to 14
	<u>Recommendation</u> That the Governance Review Committee recommends to the Durham College Board of Governors:	



**Durham College of Applied Arts And Technology
Public Meeting of the Governance Review Committee**

AGENDA

Timing	Item	Page No.
	That based on Report GOV-2025-15, the proposed changes to Board Policy: Mission, Vision, Values and Strategic Goals be approved as presented.	
5:13 p.m. to 5:18 p.m.	6.2 Proposed Update to Board Policy: Board and President Relations – M. Pringle	15 to 21
	<u>Recommendation</u> That the Governance Review Committee recommends to the Durham College Board of Governors: That based on Report GOV-2025-14, the proposed changes to Board Policy: Board and President Relations be approved as presented.	
	7. Discussion Items	
5:18 p.m. to 5:28 p.m.	7.1 President's Compliance Report for 2024-2025- E. Popp	22 to 26
5:28 p.m. to 5:38 p.m.	7.2 Preliminary Discussion: Merging of the Governance Review and Nominating Committees starting September 2026 – L. Allen and E. Popp	
5:38 p.m. to 5:43 p.m.	8. Meeting Assessment	
5:45 p.m. (approx.)	9. Adjournment	



**Durham College of Applied Arts And Technology
Public Meeting of the Governance Review Committee**

Date: Monday, March 10, 2025

Time: 7:00 p.m.

Location: Virtual Meeting, MS Teams

Minutes

Members Present

Dwight Townsend, Committee Chair
Brandon Bird
Alison Burgess
Kelly Doyle, Committee Vice Chair
Kwende Thomas
Lisa Allen, Board Chair
Elaine Popp, President

Guests Present

Peter Pryce

Staff Present

Melissa Pringle, Manager, Board Governance and Privacy

1. Call to Order

With quorum present, the Committee Vice Chair called the meeting to order at 7:00 p.m.

Governor Doyle, Committee Vice Chair chaired the meeting.

The Committee Vice Chair welcomed Governor Burgess to her first meeting of the Governance Review Committee.

2. Conflict of Interest Declarations

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

3. Presentations

None.

4. Approval of the Agenda

Moved by Governor Thomas

Seconded by Governor Bird

"That the agenda for the March 10, 2025 meeting of the Governance Review Committee be approved as presented." CARRIED

5. Approval of Previous Minutes

The Committee reviewed its minutes from the January 13, 2025, Governance Review Committee meeting.

Moved by Governor Townsend

Seconded by Governor Allen

"That the minutes from the January 13, 2025 meeting of the Governance Review Committee be approved as presented." CARRIED

6. Decision Items

6.1 Proposed Updates to By-law No. 2

The Committee received a report from the Manager, Board Governance and Privacy concerning proposed updates to By-law No. 2, regarding advisory committees for programs of instruction.

The Committee Vice Chair flagged minor grammatical changes and advised that she would communicate them by email.

Moved by Governor Thomas

Seconded by Governor Burgess

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

"That based on GOV-2025-08, the proposed updates to By-law No. 2 be approved as presented." CARRIED

6.2 Proposed Updates to Board Policy: Whistleblowing

The Committee received a report from the Manager, Board Governance and Privacy concerning proposed updates to the Board's whistleblowing policy, including a revised name, enhanced definitions, and expanded content to provide the reader clarity on the process.

A discussion ensued about the proposed changes and the Committee discussed amending the title of Subsection 5.3 to be consistent with the defined term, 'Protection from Retaliation'. Further, the Committee discussed the reference in Section 5.2.2. about the Board Chair making the determination of the applicability of the policy when a Good Faith Report involves the Office of the President and suggested it be mirrored, where appropriate, in the subsequent sections or become an independent policy statement. Lastly, the Committee discussed the defined term 'Inappropriate Behaviour' and whether it would capture all potential activity intended by the policy, to which the Committee ultimately agreed the definition was broad enough to remain flexible.

Moved by Governor Thomas

Seconded by Governor Allen

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

"That based on GOV-2025-09, the proposed updates to Board Policy: Whistleblowing be approved as amended." CARRIED

6.3 Proposed Changes to Board Policy: Committee Terms of Reference

The Committee received a report from the Manager, Board Governance and Privacy concerning proposed updates to Board Policy: Committee Terms of Reference.

Moved by Governor Townsend

Seconded by Governor Thomas

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

"That based on GOV-2025-10, the proposed updates to Board Policy: Committee Terms of Reference be approved as presented." CARRIED

6.4 Proposed Changes to Board Policy: Roles and Duties of Officers

The Committee received a report from the Manager, Board Governance and Privacy concerning proposed updates to Board Policy: Roles and Duties of Officers. A minor grammatical update was made to Section 1.3. to capitalize the term university.

Moved by Governor Bird
Seconded by Governor Thomas
That the Governance Review Committee recommends to the Durham College Board of Governors:

“That based on GOV-2025-11, the proposed updates to Board Policy: Roles and Duties of Officers be approved as presented.” CARRIED

7. Discussion Items

7.1 Reflections on Board Retreat and Debrief on Norms Session

The Committee received a report from President Popp, presenting the draft norm statements for consideration by the Committee based on the feedback received at the retreat. Generally, the Committee was supportive of the statements; however, requested an opportunity to provide feedback once there was an opportunity to reflect on the content.

Additionally, the Committee reflected on the retreat overall which was seen as productive, informative, and value add. Positive comments were also received about the revised one-day format.

7.2 Feedback on Survey Regarding the Board Portal

The Committee received a report from the Manager, Board Governance and Privacy regarding a recent survey conducted to review the Board portal. Only three responses were received, which were generally positive, so all indications suggest that no updates to the portal are required at this time.

8. Meeting Assessment

The Committee engaged in a roundtable meeting assessment and commended the Vice Chair for ensuring that all perspectives were shared during the discussions before the vote was taken and the efficient pace of the meeting.

9. Adjournment

With no further business, the meeting ended at 8:00 p.m.



POLICY TYPE: Outcomes
POLICY TITLE: ~~Mission, Vision, Values and Purpose, Values and~~ Strategic
Goals
EFFECTIVE DATE: June 2025

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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~~ PURPOSE AND VALUES

1.1 All actions and decisions made by the College shall align with its ~~mission,~~
~~vision, purpose~~ and values.

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1.2 The College shall consistently and regularly ~~derive methods of~~
~~engagingengage~~ with Students, Employees, ~~Alumni~~ and ~~the~~ community
~~stakeholders~~ in the development, evaluation, and communication of its
~~mission, vision, purpose~~ and values. ~~and The College~~ shall regularly
monitor its success in incorporating its ~~mission, vision, purpose~~ and values
in its actions and decisions.

~~1.1.3~~ Mission Purpose

~~Together, we're leading the way. Transforming lives, building careers and~~
~~enriching communities.~~

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~~1.2~~ Vision

~~Inspiring learners to create success for themselves and their communities~~
~~through the best in innovative and transformative education.~~

~~1.3~~ 1.4 Values

Our values drive our organizational culture and our behaviour in ~~delivering~~
~~fulfilling~~ our ~~vision and mission purpose~~. We value:

- (a) Collaboration
- (b) Diversity ~~& and~~ Inclusion
- (c) Excellence
- (d) Innovation

~~Mission Vision Purpose~~ Values and Strategic Goals

- (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~~ grounded in the College's mission, vision, purpose and values.

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- 2.2 The College shall ~~consistently and regularly derive methods of~~ engage engaging with Students, Employees, Alumni and the 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 1: Future-Focused**

Goal statement: ~~To educate and inspire students to realize success in their careers and community. Be the first and best choice as a globally~~ recognized leader in delivering the innovative lifelong learning that students, communities, and industries need most.

We will:

- (a) ~~Deliver high quality programs that reflect labour markets and are responsive to emerging economies. Attract a diverse range of~~ students by offering a comprehensive program mix that anticipates and fulfills workforce needs.
- (b) ~~Provide exceptional learning experiences that create opportunities for students to build resilience, competence, personal capacity and life-enhancing skills. Drive excellence in teaching and learning by~~ leveraging emerging technologies and industry trends to develop durable skills for a complex world.
- (c) ~~Foster the development of durable skills that are transferable across all industries and workplaces. Expand high-impact~~ experiential learning and career connections through applied research, academic partnerships, work-integrated learning and global experiences.
- (d) ~~Champion experiential learning, global engagement and applied research opportunities. Enhance student success by providing~~ outstanding services and optimal learning spaces.
- (e) ~~Cultivate relationships with students that extend beyond graduation.~~
- (f)(e) ~~Advocate for the necessity and value of life-long learning. Activate and celebrate our alumni network as ambassadors and mentors.~~

2.4 **Our People Goal 2: Sustainable**

Goal statement: To invest in our employees and empower them to be entrepreneurial, innovative and strategic. Be intentional and align our efforts to adapt, thrive and achieve our ambitions and ensure long-term sustainability.

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.~~
- (a) Provide professional development and global outreach opportunities that enhance the skills and knowledge of our employees. Seek innovation solutions to support our financial health.
- (b) Embed multi-year, pan-institutional planning into our work to respond to evolving challenges and opportunities.
- (c) Continuously evaluate and refine processes to enhance the student experience and support our teams.
- (d) Invest in innovative tools, resources, and infrastructure to ensure the future optimization of our programs, services, and work.
- (f)(e) Integrate environmentally sustainable practices across all campuses and locations.

2.5 Our Work Goal 3: People-Centred

Goal statement: to be a leader in teaching and learning while responsibly managing resources, ensuring good governance and strategically investing in the future. Be equity-driven and inclusive environment where everyone feels supported, can realize their full potential, and truly belongs.

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.~~
- (a) Optimize resources and processes in all aspects of our business. Nurture our organizational culture, where students, employees, alumni and partners feel welcomed, valued, respected, and part of our community.
- (b) Expand Indigenous-led programs and initiatives to better support students and employees in upholding Indigenous rights and continuing the journey toward reconciliation.
- (c) Review and enhance policies and practices to address inequities, deepen knowledge, and strengthen capacity to better support the needs of students and employees.
- (d) Empower students and employees to reach their full potential by being leaders in skill development, career advancement, and lifelong learning.
- (e) Retain and attract top talent and be an employer of choice.

2.6 **Our Community Goal 4: Community-Connected**

Goal statement: to drive the economic, social and environmental success of our community, locally and globally. Be purposefully connected locally and globally to deepen our impact and drive social and economic progress.

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.~~
- (a) Strengthen our relationships with Indigenous communities. Enable economic and social development by establishing and nurturing relationships with industry, community organizations, donors and government.
- (b) Enrich our communities by creating meaningful connections with our students and employee expertise and providing access to our facilities.
- (c) Champion social responsibility by fostering a culture of community engagement and volunteerism.
- (d) Pursue applied research opportunities that respond to the needs and issues that matter to industries and communities.
- (e) Deepen our partnership with Ontario Tech University to elevate our competitive advantage as an educational hub of excellence.

3. MONITORING

The President will present an annual report to the Board demonstrating the College's commitment and achievements related to the ~~vision, mission~~purpose, values and strategic goals.



POLICY TYPE: Outcomes
POLICY TITLE: Purpose, Values and Strategic Goals
EFFECTIVE DATE: June 2025

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 AND VALUES

1.1 All actions and decisions made by the College shall align with its purpose and values.

1.2 The College shall consistently and regularly engage with Students, Employees, Alumni and the community in the development, evaluation, and communication of its purpose and values, and shall regularly monitor its success in incorporating its purpose and values in its actions and decisions.

1.3 Purpose

Transforming lives, building careers and enriching communities.

1.4 Values

Our values drive our organizational culture and our behaviour in fulfilling our purpose. We value:

- a) Collaboration
- b) Diversity and 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 grounded in the College's purpose and values.
- 2.2 The College shall engage engaging with Students, Employees, Alumni and the community 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 **Goal 1: Future-Focused**

Goal statement: Be the first and best choice as a globally recognized leader in delivering the innovative lifelong learning that students, communities, and industries need most.

We will:

- a) Attract a diverse range of students by offering a comprehensive program mix that anticipates and fulfills workforce needs.
- b) Drive excellence in teaching and learning by leveraging emerging technologies and industry trends to develop durable skills for a complex world.
- c) Expand high-impact experiential learning and career connections through applied research, academic partnerships, work-integrated learning and global experiences.
- d) Enhance student success by providing outstanding services and optimal learning spaces.
- e) Activate and celebrate our alumni network as ambassadors and mentors.

2.4 **Goal 2: Sustainable**

Goal statement: Be intentional and align our efforts to adapt, thrive and achieve our ambitions and ensure long-term sustainability.

We will:

- a) Seek innovation solutions to support our financial health.
- b) Embed multi-year, pan-institutional planning into our work to respond to evolving challenges and opportunities.
- c) Continuously evaluate and refine processes to enhance the student experience and support our teams.

- d) Invest in innovative tools, resources, and infrastructure to ensure the future optimization of our programs, services, and work.
- e) Integrate environmentally sustainable practices across all campuses and locations.

2.5 **Goal 3: People-Centred**

Goal statement: Be equity-driven and inclusive environment where everyone feels supported, can realize their full potential, and truly belongs.

We will:

- a) Nurture our organizational culture, where students, employees, alumni and partners feel welcomed, valued, respected, and part of our community.
- b) Expand Indigenous-led programs and initiatives to better support students and employees in upholding Indigenous rights and continuing the journey toward reconciliation.
- c) Review and enhance policies and practices to address inequities, deepen knowledge, and strengthen capacity to better support the needs of students and employees.
- d) Empower students and employees to reach their full potential by being leaders in skill development, career advancement, and lifelong learning.
- e) Retain and attract top talent and be an employer of choice.

2.6 **Goal 4: Community-Connected**

Goal statement: Be purposefully connected locally and globally to deepen our impact and drive social and economic progress.

We will:

- a) Enable economic and social development by establishing and nurturing relationships with industry, community organizations, donors and government.
- b) Enrich our communities by creating meaningful connections with our students and employee expertise and providing access to our facilities.
- c) Champion social responsibility by fostering a culture of community engagement and volunteerism.

- d) Pursue applied research opportunities that respond to the needs and issues that matter to industries and communities.
- e) Deepen our partnership with Ontario Tech University to elevate our competitive advantage as an educational hub of excellence.

3. MONITORING

The President will present an annual report to the Board demonstrating the College's commitment and achievements related to the purpose, values and strategic goals.



POLICY TYPE: Board-President Relationship
POLICY TITLE: Board-President Relations
EFFECTIVE DATE: June ~~2022~~2025
~~REVISION DATE:~~ ~~October 2024~~
~~RENEWAL DATE:~~ ~~October 2027~~

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, provides oversight, and is advisory to 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 by-laws and policies; and
- 2.2 the President has the power to employ, appoint, classify, promote, suspend, transfer, reclassify or remove any employee.

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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 3.
- 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~~4.12 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~~4.13 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 reports 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;~~

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~~5.6~~5.5 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 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.
- 7.3 The President will report on the College's succession plan on an annual basis.

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

Report Number: GOV-2025-16

To: Governance Review Committee

From: Dr. Elaine Popp, President

Date of Report: May 6, 2025

Date of Meeting: May 12, 2025

Subject: President's Compliance Report for 2024-2025

1. Purpose

This report aims to present the annual compliance report for the 2024-2025 Board year.

2. Recommendation

This report is being presented for information only.

3. Background

Using a policy approach to governance, the Durham College Board of Governors sets the strategic direction of the College and delegates authority for operational matters to the President. The Board is also responsible for monitoring compliance with its policies, and as such, a section on monitoring was added to each Board policy. These statements are consolidated in this report.

4. Discussion/Options

4.1 Outcomes Policy: Mission, Vision, and Values and Strategic Goals

The Board approved the 2025-2030 strategic plan at its meeting on April 9, 2025, which includes a purpose statement (which replaces the mission and vision), values, strategic goals and objective statements.

I confirm the Board will receive the 2024-2025 annual report at its meeting on June 11, 2025, demonstrating the College's commitment and achievements related to the mission, vision, and strategic goals of the College (this is the last annual report for the 2020-2025 strategic plan).

4.2 Executive Limitations Policy: Financial Matters

The Board, through the Audit and Finance Committee, will receive the College's 2024-2025 audited financial statements and annual investment report on June 11, 2025.

Additionally, this policy requires the Vice President, Corporate Services and Chief Financial Officer to annually provide a signed statement that the College is in compliance with relevant legislation and Ministry Binding Policy Directives such as Banking, Investments and Borrowing and Proceeds from Sale or Encumbrance of College Property. This signed statement is attached.

4.3 Executive Limitations Policy: Integrated Risk Management Framework

The Board, through the Audit and Finance Committee, received the Durham College Corporate Risk Register at its meeting on February 12, 2025 (Report FIN-2025-02). As part of this report, it was documented that there were no extreme residual risks; however, one residual risk remained high (reduction in international students). A risk treatment action plan was attached to the report which is consistent with the Board's policy.

4.4 Executive Limitations Policy: Student, Employee, Client and Visitor Treatment

I confirm I have neither caused nor knowingly permitted any practice, activity, decision, or organizational circumstance that is unlawful, imprudent, or in violation of commonly accepted business and professional ethics.

4.5 Executive Limitations Policy: Good Faith Disclosure (Whistleblowing)

This policy requires the Board to receive an annual report on all Good Faith Disclosures received. One Good Faith Disclosure was received in the fall of 2024, which was investigated and was dismissed.

4.6 Board-President Relationship Policy: Board-President Relations

This policy, among other things, requires the President to 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. I confirm compliance with the policy.

Additionally, this policy requires me to report if the Board has failed to comply with its governance processes, Board policy, legislation or any other situation determinantal to the working relationship between the Board and the President. For the 2024-2025 Board year, I am unaware of any material non-compliance with legislation, Board policy or any of the Board's established governance processes.

Use of space at our Whitby campus occurred April 19, 2025, for an announcement by the Liberal Party leader. While the College's Community Elections Policy is currently under review, this use of the College's space has been suggested to conflict with the existing policy. In line with the Canada Elections Act and charities law, the event organizers have been invoiced for the space, with payment expected to be issued shortly. Management recognizes the importance of a comprehensive review and remains committed to addressing any gaps in policy or compliance that may arise.

This policy also requires me to report annually on the College's succession plan and to provide the Board a list of leadership team members who are capable as functioning as Acting President on an interim basis. I can confirm that this list of potential candidates for emergency succession was provided to the Executive Committee in the fall of 2024 and a report on succession planning for the senior leadership team will be presented to the Executive Committee on May 14, 2025.

4.7 Board-President Relationship Policy: Assessing the President's Performance

I can confirm that I engaged in the presidential evaluation process outlined in this policy by submitting goals to the Executive Committee for the 2024-2025 Board year in the fall of 2024, writing an assessment of those goals for presentation to the Executive Committee in May 2025, and completing the requisite self-assessment via the established survey tool.

4.8 Legislated Health and Safety Requirements

I confirm that the College submitted all required health and safety reports to the Ministry of Health and Workplace Safety and Insurance Board.

4.9 Employment Standards Act

I can confirm the College is in compliance with the Employment Standards Act.

4.10 Sexual Violence Policy

I confirm that the College has complied with its sexual violence policy. At its December 2024 meeting, the Board received the annual Sexual Violence and Harassment Action Plan Annual Report.

5. Financial/Human Resource Implications

There are no financial or human resources implications.

6. Implications for the Joint Campus Master Plan

There are no implications for the joint campus master plan.

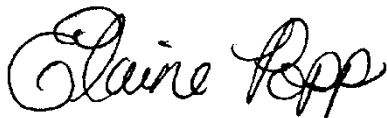
7. Implications for Ontario Tech University

There are no implications for Ontario Tech University.

8. Relationship to the Strategic Plan/Business Plan

This report 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.

I, Elaine Popp, confirm that the above statements are accurate and complete.

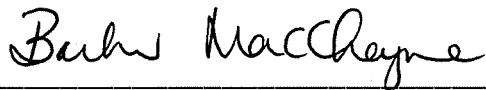


Date: **May 6, 2025**

Appendix A - Compliance with Financial Matters

I hereby confirm Durham College is in compliance with relevant legislative requirements in force; and in compliance with Minister's Binding Policy Directive 2.0 Finance and Administration: Proceeds from Sale or Encumbrance of College Property.

Please note there continue to be on-going discussions between the Ministry of Colleges, Universities, Research Excellence and Security and Ontario colleges as Crown Agencies about the enforcement of Section 28 of *the Financial Administration Act*. Subject to the completion of these discussions, there is a possibility that the scope of Section 28 could be assessed to be broader than its present implementation. Upon such occurrence, Durham College shall immediately change its implementation to ensure full compliance with the requirements of Section 28 of the *Financial Administration Act*.



Barbara MacCheyne
Vice President, Corporate Services and CFO
May 6, 2025