



**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: Tuesday, May 19, 2026

Time: 5:30 p.m.

Location: Virtual Meeting, MS Teams

Timing	Item	Page No.
5:30 p.m. to 5:32 p.m.	1. Call to Order	
5:32 p.m. to 5:34 p.m.	2. Conflict of Interest Declarations	
	3. Presentations	
5:34 p.m. to 5:36 p.m.	4. Approval of the Agenda	
	<u>Recommendation</u> That the agenda for the May 19, 2026, meeting of the Governance Review Committee be approved as presented.	
5:36 p.m. to 5:38 p.m.	5. Approval of Previous Minutes	1 to 4
	<u>Recommendation</u> That the minutes from the March 9, 2026, meeting of the Governance Review Committee be approved as presented.	
	6. Decision Items	
5:38 p.m. to 5:53 p.m.	6.1 Board Policy: Integrated Risk Management Framework – B. MacCheyne and K. Maloney	5 to 19
5:53 p.m. to 6:03 p.m.	6.2 Board Policy: President Emeritus – E. Popp	20 to 24
	7. Discussion Items	
6:03 p.m. to 6:13 p.m.	7.1 President’s Annual Compliance Report for 2025-2026 – E. Popp	25 to 30



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AGENDA

Timing	Item	Page No.
	8. Information Items	
6:13 p.m. to 6:18 p.m.	9. Meeting Assessment	
6:18 p.m. (approx.)	10. Adjournment	



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

Date: Monday, March 9, 2026

Location: Virtual Meeting, MS Teams

MINUTES

Members Present

Kwende Thomas, Committee Chair
Kelly Doyle, Committee Vice Chair
Alison Burgess
John Ecker
Jerry Ouellette
Lisa Allen, Chair of the Board
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 7:01 p.m.

2. Conflict of Interest Declarations

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

3. Presentations

There were no presentations.

4. Approval of the Agenda

Moved by Governor Ecker

Seconded by Governor Doyle

“That the agenda for the March 9, 2026, meeting of the Governance Review Committee be approved as presented.” CARRIED

5. Approval of Previous Minutes

The Committee reviewed its minutes from the January 12, 2026, Governance Review Committee meeting.

Moved by Governor Burgess

Seconded by Governor Ecker

“That the minutes from the January 12, 2026, meeting of the Governance Review Committee be approved as presented.” CARRIED

6. Decision Items

6.1 Board Policy for Review: Committee Terms of Reference

The Committee received a report from the President presenting proposed changes to Board Policy: Committee Terms of Reference that reflected the merger of the Governance Review and Nominating Committees and a reorganization of tasks between the Committees to align with mandates and to streamline work.

A discussion ensued about key edits, including:

- Clarifying that the Executive Committee must recommend to the Board the composition and terms of reference of a Presidential Search Committee (Section 2.1(a)). The Committee requested an amendment to this clause to read ‘To recommend the composition and terms of reference of a Presidential Search Committee to the Board, as required’.
- The words ‘to be informed’ as it relates to the Executive Committee’s role in reviewing potential public-private partnerships (Section 2.1(i)). The Committee requested an amendment to this clause to read ‘To be consulted on any potential private-public partnerships’.

- The Executive Committee's role in recommending the title of 'President Emeritus' in conjunction with the established Board policy (Section 2.1(j)). The Committee requested an amendment to this clause to strike out the words 'after following the process outlined in Board policy'.
- The approval of Governor's expense claims (Section 3.1(e)) and whether the Board needed to approve an expense if it was allowable under the College's policies and approved in advance. The Committee requested that this clause be struck from the policy.
- Whether the meetings of the new Governance and Nominating Committee should be strictly in-camera (Section 4.5). The Committee requested an amendment to this clause to read 'All meetings will be held in two parts: public and in-camera'.
- The membership composition of the Committees and whether there should be an at-large Governor on the Executive Committee, as well as the balance between Internal and External Governors on a Committee. The Committee decided to recommend that the membership of the Executive Committee remain at five (Board Chair, Board Vice Chair, President, and the two Committee Chairs), noting the Board Vice Chair would only serve on the Executive Committee. The membership of the other two Committees would be set at nine and would include the Board Chair, President, and seven other Governors appointed by the Board.

Moved by Governor Ouellette

Seconded by Governor Burgess

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

"That Board Policy: Committee Terms of Reference be approved as amended and come into effect on September 1, 2026." CARRIED

7. Discussion Items

7.1 Board Retreat Feedback

The Committee engaged in a conversation about the recent Board retreat and the feedback received. Members agreed the retreat was very successful overall, with strong appreciation for the small-group discussions and the meaningful risk conversation. A few members suggested that the session with K. Steele could have been better integrated into the broader discussions. The Committee noted

that only seven people responded to the survey, and members agreed it would be helpful for the Chair of the Governance Review Committee to send a follow-up message encouraging additional responses.

The group also reflected on the timing of future retreats. Several members expressed interest in holding the retreat earlier in the Board year to support onboarding and help governors connect and build rapport sooner. Members noted that while events like the Higher Education Summit and Hail and Farewell offer connection points, an additional fall social event or informal activity could help new and returning Governors build rapport. The Committee agreed there was value in creating more opportunities for the Board to build cohesion throughout the year.

8. Information Items

There were no information items.

9. Meeting Assessment

The Committee engaged in a roundtable meeting assessment and expressed appreciation for receiving both a track changes and a clean copy of the policy that was before the Committee for discussion.

10. Adjournment

With no further business, the meeting ended at 8:32 p.m.

POLICY TYPE: Executive Limitations
POLICY TITLE: Integrated Risk Management Framework
EFFECTIVE DATE: June 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. DEFINITIONS

1.1. Integrated Risk Management (IRM)

Integrated risk management is a systematic approach to managing uncertainty by identifying, analyzing, responding to, monitoring, and communicating risks across the organization.

1.2. Risk Appetite

Risk appetite refers to the amount and type of risk that an organization is willing to take in order to meet its strategic objectives.

1.3. Inherent risk

Inherent risk refers to the amount of risk that exists without consideration of current controls that are in place to mitigate the risk.

1.4. Residual risk

Residual risk refers to the amount of risk remaining after controls have been put in place to mitigate the inherent risk.

2. PURPOSE AND OBJECTIVES

2.1. The College will maintain an effective IRM program to ensure:

- 2.1.1. Oversight:** All critical risks have been identified and are being managed and monitored under a holistic approach consistent with the Board-approved risk appetite statement.

- 2.1.2. Ownership and Responsibility: Establish structured processes to identify, evaluate, mitigate, and report risk exposures. The ownership of risk is assigned to key decision makers within the College who will manage the College’s strategic governance, financial and operational risks.
 - 2.1.3. Assurance: The Board, management, and relevant stakeholders have reasonable assurance that risk is being appropriately managed within defined levels to bring value to the College; and
 - 2.1.4. Support: The culture of risk management is supported and encouraged throughout the College.
- 2.2. The objectives of this policy are to:
- 2.2.1. Establish the risk appetite of the College
 - 2.2.2. Identify the key responsibilities of the Board, Audit and Finance Committee, and management; and,
 - 2.2.3. Outline the frequency and form of reporting requirements.
- 2.3. The College’s Risk Management Policy and Procedure (ADMIN-223) requires departmental and functional units to undertake risk reviews as part of the process of addressing risks that will impact the College’s strategic objectives.

3. POLICY STATEMENTS

3.1. Risk Appetite

Risk appetite establishes the boundaries for the overall/broad risk-taking activities of the College and is an indication of the amount of risk the College is willing to accept in the achievement of its strategic priorities. Risk appetite statements are developed using a consistent rating scale and descriptors. The following scale and descriptors are used by the College:

Appetite Level	Risk Appetite Descriptor	Definition
1	Averse	Not willing to accept risks in most circumstances.
2	Cautious	The organization accepts low levels of risk where risks are well understood and effectively controlled.

Appetite Level	Risk Appetite Descriptor	Definition
3	Open	The organization accepts moderate levels of risk where there is a clear benefit and risks are actively managed.
4	Willing	The organization accepts higher levels of risk to pursue significant strategic opportunities with appropriate controls

3.2. Risk Appetite Statements

3.2.1. Ethical Leadership

Without a strong emphasis on ethics, the College will not be successful in achieving our purpose, values, and goals. Ethics, integrity, transparency, respect, equal access, and diversity will be communicated, modeled and required of all faculty, staff and students. The College is averse to this risk and not willing to accept risks in most circumstances in this area.

3.2.2. Reputation

It is regarded as critical that the College preserves its high reputation. The College therefore has a low appetite (averse to cautious) for risk in the conduct of any of its activities that puts its reputation in jeopardy, could lead to undue adverse publicity, or could lead to loss of confidence and funders of its activities.

3.2.3. Compliance

The College places great importance on compliance and has no appetite for any breaches in statute, regulation, professional standards, research, bribery, or fraud. The College wishes to maintain accreditations related to courses or standards of operation and has a low appetite (averse) for risk relating to actions that may put accreditations and operations in jeopardy.

3.2.4. Financial

The College is open to accepting risk while maintaining its long-term financial viability and its overall financial strength. Whilst targets for financial achievement will be higher, the College will aim to manage its financial risk by attaining an operational surplus each year and achieving a satisfactory working capital ratio and debt to revenue ratio, where possible.

3.2.5. Education and Student Experience

The College wishes to stimulate students to develop a lifelong thirst for knowledge and learning, and encourage a pioneering, innovative, and independent attitude and aspiration to achieve success. The College recognizes this should involve an increased degree of risk in developing education and the student experience, and is cautious to open in accepting this risk, subject always to ensuring that potential benefits and risks are well understood before developments are authorized and that sensible measures to mitigate risk are established.

3.2.6. Environment and Social Responsibility

The College aims to make a significant, sustainable, and socially responsible contribution to Ontario and the world through its research, education, knowledge exchange, and operational activities. The College recognizes this should involve an increased degree of risk and is cautious in accepting this risk, subject always to ensuring that potential benefits and risks are well understood before research and developments are authorized and that sensible measures to mitigate risk are established.

3.2.7. People and Culture

The College aims to value, support, develop, and utilize the full potential of its employees, fostering a stimulating, inclusive, and safe workplace across Durham College. The College places importance on a culture of equality and diversity, dignity and respect, collegiality, annual reviews, and the development of staff. The College has an open appetite for some deviation from its standards in these areas, and an averse appetite for deviations from its standards regarding the health and safety of staff, students, and visitors.

3.2.8. International Development

The College aims to achieve global impact via student exchanges with a number of countries around the world. The College is cautious to operations outside of Canada and has a strong appetite in recruiting students from other countries to the extent that this activity supports the mission and reputation of the College.

4. ROLES AND RESPONSIBILITIES

4.1. Board

The Board is responsible for:

- 4.1.1. Approving the risk appetite level of the College through the IRM Framework Board Governance policy; and
- 4.1.2. Annually reviewing the risk register for extreme and high risks to ensure mitigation strategies are in place.

4.2. Audit and Finance Committee

The Audit and Finance committee will:

- 4.2.1. Monitor risk assessment through the annual risk register;
- 4.2.2. Oversee the functioning of the IRM framework to gain assurance of its effectiveness;
- 4.2.3. Gain understanding of high and extreme risks at inherent and residual levels;
- 4.2.4. Receive annual updates on institutional risk, and if necessary, recommend changes to risk appetite to the Board for approval; and
- 4.2.5. Gain assurance that management has undertaken the risk responses for high and extreme risks as outlined.

4.3. The College Leadership Team

The College Leadership Team is responsible for:

- 4.3.1. Approving the College's operational risk management policy and procedure;
- 4.3.2. Overseeing and supporting the risk management framework for all business processes and key decision-making within the College; and

- 4.3.3. Reviewing extreme and high-level strategic risks presented by the Chief Financial Officer that impact the College's strategic vision and objectives.

4.4. Chief Financial Officer

The Chief Financial Officer will:

- 4.4.1. Ensure an effective risk management framework is established, implemented and maintained;
- 4.4.2. Work with members of the leadership team to ensure mitigation strategies are developed for extreme and high-level risks; and
- 4.4.3. Identify and present extreme and high-level strategic risks to the College President and Board through the Audit and Finance Committee.

4.5. Vice-Presidents, Deans and Directors

Vice-Presidents, deans and directors are responsible for:

- 4.5.1. Determining and managing both strategic and operational risks within their portfolio that may impact the College's strategic and operational objectives, in consultation with the Office of Insurance and Risk Management;
- 4.5.2. Participating in the development, review and update of the institutional risk register;
- 4.5.3. Addressing, monitoring and reporting on the status of the key risks they are accountable for;
- 4.5.4. Integrating risk management principles into business processes and the management of day-to-day College activities; and
- 4.5.5. Fostering a culture of risk awareness.

5. REPORTING

The Board, through the Audit and Finance Committee, will receive an annual update on the integrated risk management process.

6. MONITORING

The Board will receive an annual report from the Audit and Finance Committee identifying any high and extreme risks and confirming that satisfactory mitigation strategies are in place.

7. RELATED LEGISLATION, MINISTER'S BINDING POLICY DIRECTIVES AND OTHER DOCUMENTS

- 7.1. Minister's Binding Policy Directive - Governance and Accountability Framework



POLICY TYPE: Executive Limitations
POLICY TITLE: Integrated Risk Management Framework
EFFECTIVE DATE: ~~June 2022~~
REVISION EFFECTIVE DATE: ~~June:~~ June 2026
RENEWAL DATE: ~~May 2028~~

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1. DEFINITIONS

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2. PURPOSE AND OBJECTIVES

2.1. The College will maintain an effective IRM program to ensure:

2.1.1. Oversight: All critical risks have been identified and are being managed and monitored under a holistic approach consistent with the Board-approved risk appetite statement.

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2.1.2. **Ownership and Responsibility:** Establish structured processes to identify, evaluate, mitigate, and report risk exposures. The ownership of risk is assigned to key decision makers within the College who will manage the College's strategic governance, financial and operational risks.

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2.1.3. **Assurance:** The Board, management, and relevant stakeholders have reasonable assurance that risk is being appropriately managed within defined levels to bring value to the College; and

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2.2. The objectives of this policy are to:

2.2.1. Establish the risk appetite of the College;

2.2.2. Identify the key responsibilities of the Board, Audit and Finance Committee, and management; and

2.2.3. Outline the frequency and form of reporting requirements.

2.3. The College's Risk Management Policy and Procedure (ADMIN-223) requires departmental and functional units to undertake risk reviews as part of the process of addressing risks that will impact the College's strategic objectives.

3. POLICY STATEMENTS

3.1. Risk Appetite

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		risks are well understood and effectively controlled.
3	Open	Open to accepting risks in certain circumstances where the risk is not a high inherent risk. The organization accepts moderate levels of risk where there is a clear benefit and risks are actively managed.
4	Willing	The organization accepts higher levels of risk to pursue significant strategic opportunities with appropriate controls. Willing to accept opportunities having high inherent risk.

3.2. Risk Appetite Statements

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The College is open to accepting risk while maintaining its long-term financial viability and its overall financial strength. Whilst targets for financial achievement will be higher, the College will aim to manage its financial risk by attaining an operational surplus each year and achieving a satisfactory [quick-working capital](#) ratio and debt to [assets revenue](#) ratio, where possible.

3.2.5. Education and Student Experience

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The College wishes to stimulate students to develop a lifelong thirst for knowledge and learning, and encourage a pioneering, innovative, and independent attitude and aspiration to achieve success. ~~The College expects at a minimum to be in the top quartile of surveys related to student experience.~~ The College recognizes this should involve an increased degree of risk in developing education and the student experience, and is [cautious to](#) open in accepting this risk, subject always to ensuring that potential benefits and risks are [fully well](#) understood before developments are authorized and that sensible measures to mitigate risk are established.

3.2.6. Environment and Social Responsibility

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The College aims to make a significant, sustainable, and socially responsible contribution to Ontario and the world through its research, education, knowledge exchange, and operational activities. The College recognizes this should involve an increased degree of risk and is [open-cautious](#) in accepting this risk, subject always to ensuring that potential benefits and risks are [fully well](#) understood before research and developments are authorized and that sensible measures to mitigate risk are established.

3.2.7. People and Culture

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3.2.8. International Development

The College aims to achieve global impact via student exchanges with a number of countries around the world. - The College is cautious to operations outside of Canada ~~but~~ and has a strong appetite in recruiting students from other countries to the extent that this activity supports the mission and reputation of the College.

4. ROLES AND RESPONSIBILITIES

4.1. Board

The Board is responsible for:

- 4.1.1. Approving the risk appetite level of the College through the IRM Framework Board Governance policy; and
- 4.1.2. Annually reviewing the risk register for extreme and high risks to ensure mitigation strategies are in place.

4.2. Audit and Finance Committee

The Audit and Finance committee will:

- 4.2.1. Monitor risk assessment through the annual risk register;
- 4.2.2. Oversee the functioning of the IRM framework to gain assurance of its effectiveness;
- 4.2.3. Gain understanding of high and extreme risks at inherent and residual levels;
- 4.2.4. ~~Approve~~ Receive annual updates on institutional risk, and if necessary, recommend changes to risk appetite to the Board for approval; and
- 4.2.5. Gain assurance that management has undertaken the risk responses for high and extreme risks as outlined.

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4.3. The College Leadership Team

The College Leadership Team is responsible for:

- 4.3.1. Approving the College's operational risk management policy and procedure;
- 4.3.2. Overseeing and supporting the risk management framework for all business processes and key decision-making within the College; and

4.3.3. Reviewing extreme and high-level strategic risks presented by the ~~Chief Administrative Officer and~~ Chief Financial Officer that impact the College's strategic vision plan and objectives.

4.4. ~~Chief Administrative Officer and~~ Chief Financial Officer

The ~~Chief Administrative Officer and~~ Chief Financial Officer will:

- 4.4.1. Ensure an effective risk management framework is established, implemented and maintained;
- 4.4.2. Work with members of the leadership team to ensure mitigation strategies are developed for extreme and high-level risks; and
- 4.4.3. Identify and present extreme and high-level strategic risks to the College President and Board through the Audit and Finance Committee.

4.5. Vice-Presidents, Deans and Directors

Vice-Presidents, deans and directors are responsible for:

- 4.5.1. Determining and managing both strategic and operational risks within their portfolio that may impact the College's strategic and operational objectives, in consultation with the Office of Insurance and Risk Management;
- 4.5.2. Participating in the development, review and update of the institutional risk register;
- 4.5.3. Addressing, monitoring and reporting on the status of the key risks they are accountable for;
- 4.5.4. Integrating risk management principles into business processes and the management of day-to-day College activities; and
- 4.5.5. Fostering a culture of risk awareness.

5. REPORTING

~~The Audit and Finance Committee of the Board, The Board, through the Audit and Finance Committee, will r-receives for approval, an annual update onf the integrated risk management process. -This update includes details of the high and extreme risks and provides the committee with additional reports to enhance their understanding of the process and the results of the process.-~~

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6. MONITORING

The Board will receive an annual report from the Audit and Finance Committee identifying ~~the~~any high and extreme risks and confirming that satisfactory mitigation strategies are in place.

7. RELATED LEGISLATION, MINISTER'S BINDING POLICY DIRECTIVES AND OTHER DOCUMENTS

- 7.1. Minister's Binding Policy Directive - Governance and Accountability Framework

POLICY TYPE: Board-President Relationship
POLICY TITLE: President Emeritus
REVISION DATE: June 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. BACKGROUND

The President Emeritus policy establishes the framework by which the Board may recognize former Durham College Presidents for exceptional service through the conferral of an honorific title.

2. POLICY STATEMENTS

- 2.1. At the discretion of the Board, former Presidents who have completed two or more terms as President, or an equivalent period of service as determined by the Board, may be considered for designation as President Emeritus. Meeting the length-of-service threshold does not create any entitlement to, or expectation of, the designation.
- 2.2. The Board will consider the former President's overall performance and specific contributions to the College, the college system, and the community, including the effectiveness with which the President advanced the College's strategic goals, reputation, and long-term sustainability.
- 2.3. The title of President Emeritus is honorific in nature and confers no entitlement to authority, governance rights, privileges, resources, remuneration, or employment with the College. The designation does not create an advisory, representational, agency, or governance relationship with the College.
- 2.4. The Board retains the authority, at its sole discretion, to decline to grant or to withdraw the designation of President Emeritus at any time, without cause, by Special Resolution of the Board and in accordance with its fiduciary duties.

3. PROCEDURE

- 3.1. Upon notification of the serving President's intention not to seek a subsequent term, to retire, or to otherwise conclude their employment as President of the College, and prior to the President's retirement or end date, the Executive Committee will review the President's performance during all terms of their presidency and their contributions to the College, the college system, and the community.

- 3.2. The serving President shall not initiate, participate in, or be present for any discussions, deliberations, or decisions relating to their own consideration for the designation of President Emeritus.
- 3.3. The Executive Committee may seek input from and may consider unsolicited submissions from representatives of the College, college system, and the community about the conferring of the designation of President Emeritus. Any such input is advisory in nature and is considered at the discretion of the Executive Committee.
- 3.4. The Executive Committee will inform the Board of the outcome of the review and, if appropriate, recommend approval by the Board of the granting of the title President Emeritus.
- 3.5. Any consideration by the Board of the granting or withdrawal of the designation of President Emeritus will be conducted at an in-camera meeting.
- 3.6. The Chair of the Board will inform the President of the Board's decision with respect to the granting of the title President Emeritus.
- 3.7. Where possible, the Executive Committee will complete its review and provide its recommendation to the Board prior to the President's retirement or end date. The timing of the review should allow sufficient opportunity for independent consideration by the Board and appropriate planning for any recognition.
- 3.8. Where possible, the title of President Emeritus will be granted at the first convocation ceremony following the President's retirement or end date.



POLICY TYPE: Board-President Relationship
POLICY TITLE: President Emeritus
~~**EFFECTIVE DATE:** June 2022~~
~~**REVISION DATE:** February 2024~~ June 2026
~~**RENEWAL DATE:** February 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. BACKGROUND

~~The designation "emeritus" is conferred on an individual upon their retirement or conclusion of a long period of service to consider recognizing outstanding contributions. It has been the custom to recognize former Durham College Presidents for their outstanding service to the College and surrounding community. The President Emeritus policy establishes the framework by which the Board may recognize former Durham College Presidents for exceptional service through the conferral of an honorific title.~~

2. POLICY STATEMENTS

- 2.1. At the discretion of the Board, former ~~Durham College~~ Presidents who have ~~served~~ completed more than five (5) two or more terms years as President, or an equivalent period of service as determined by the Board, may be considered for designated designation as "President Emeritus." Meeting the length-of-service threshold does not create any entitlement to, or expectation of, the designation.
- 2.2. The Board will consider the former President's overall performance and specific contributions to the College, the college system, and the community, including the effectiveness with which the President advanced the College's strategic goals, reputation, and long-term sustainability.
- ~~2.2.~~
- 2.3. ~~The "emeritus" title is honorific; it represents no entitlement to authority, rights, privileges, or resources.~~ The title of President Emeritus is honorific in nature and confers no entitlement to authority, governance rights, privileges, resources, remuneration, or employment with the College. The designation does not create an advisory, representational, agency, or governance relationship with the College.
- 2.4. ~~Notwithstanding any other element of this policy, the Board retains the authority to decline or withdraw the "emeritus" title without cause.~~ The Board retains the authority, at its sole discretion, to decline to grant or to withdraw the designation of President Emeritus at any time, without cause, by Special Resolution of the Board and in accordance with its fiduciary duties.

3. PROCEDURE

- 3.1. Upon notification of the serving President's intention not to seek a subsequent term, to retire, or to otherwise conclude their employment as President of the College, and prior to ~~their retirement/end date~~ the President's retirement or end date, the Executive Committee will review the President's performance during all terms of their presidency and their contributions to the College, the college system and the community.
- 3.2. ~~The serving President shall not initiate, participate in, or be present for any discussions, deliberations, or decisions relating to their own consideration for the designation of President Emeritus.~~
- ~~3.2.3.3.~~ The Executive Committee may seek input from and will ~~may~~ consider unsolicited submissions from representatives of the College, college system, and the community about the conferring of the designation of President Emeritus ~~representatives during the review conducted under Section 3.1.~~ Any such input is advisory in nature and is considered at the discretion of the Executive Committee.

3.4. The Executive Committee will inform the Board of the outcome of the review and, if appropriate, recommend approval by the Board of the granting of the title "President Emeritus."

~~3.3-3.5.~~ Any consideration by the Board of the granting or withdrawal of the designation of President Emeritus will be conducted at an in-camera meeting.

~~3.4-3.6.~~ The Chair of the Board will inform the President of ~~this honour upon approval by the Board.~~ f the Board's decision with respect to the granting of the title President Emeritus.

~~3.5-3.7.~~ Where possible, the Executive Committee will conduct its review and make its recommendation to the Board at least four months prior to the President's retirement/end date. Where possible, the Executive Committee will complete its review and provide its recommendation to the Board prior to the President's retirement or end date. The timing of the review should allow sufficient opportunity for independent consideration by the Board and appropriate planning for any recognition.

~~3.6-3.8.~~ Where possible, the title of President Emeritus will be granted at the first convocation ceremony following the President's retirement or /end date.

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Report Number: GOV-2026-09

To: Governance Review Committee

From: Dr. Elaine Popp, President

Date of Report: April 29, 2026

Date of Meeting: May 19, 2026

Subject: President's Compliance Report for 2025-2026

1. Purpose

This report aims to present the annual compliance report for the 2025-2026 Board year.

2. Recommendation

This report is being presented for information only.

3. Background

Operating under a policy-based governance framework, the Durham College Board of Governors establishes the strategic direction of the College and delegates responsibility for operational matters to the President. The Board is also accountable for monitoring compliance with its policies. To support this responsibility, a monitoring section has been incorporated into each Board policy. This report consolidates those monitoring statements for the Board's review.

4. Discussion/Options

4.1 Outcomes Policy: Purpose, Values, Strategic Goals

The Board approved the 2025–2030 Strategic Vision at its meeting of April 9, 2025. The Strategic Vision includes a purpose statement, which replaces the former mission and vision, as well as articulated values, strategic goals, and supporting objective statements.

I confirm that the Board will receive the 2025–2026 Annual Report at its meeting on June 10, 2026. The report will demonstrate the College's commitments and achievements in advancing its purpose, values, and strategic goals.

4.2 Executive Limitations Policy: Financial Matters

The Board, through the Audit and Finance Committee, will receive the College's audited financial statements for the 2025–2026 fiscal year, along with the annual investment report, at its meeting on June 10, 2026.

In addition, this policy requires the Vice President, Corporate Services and Chief Financial Officer to provide an annual signed attestation confirming the College's compliance with applicable legislation and Ministry Binding Policy Directives, including those related to banking, investments and borrowing, and the proceeds from the sale or encumbrance of College property. The signed compliance statement is appended to this report.

4.3 Executive Limitations Policy: Integrated Risk Management Framework

The Board, through the Audit and Finance Committee, received the College's annual Risk and Insurance Report at its meeting of February 11, 2026 (Report FIN-2026-02). The report confirmed that no extreme residual risks were identified; however, one residual risk remained assessed as high, relating to a reduction in international recruitment potential and associated enrolment impacts.

A corresponding risk treatment action plan was provided with the report and aligns with the requirements set out in 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. No Good Faith Disclosures were received during the 2025-2026 Board year.

4.6 Board-President Relationship Policy: Board-President Relations

This policy, among other requirements, obligates the President to ensure that no practice, activity, decision, or organizational circumstance is caused or knowingly permitted that is unlawful, imprudent, or contrary to commonly accepted business and professional standards. I confirm compliance with this policy.

In addition, the policy requires the President to report any instance in which the Board has failed to comply with its governance processes, Board policy, applicable legislation, or any circumstance that could be detrimental to the working relationship between the Board and the President. For the 2025–2026 Board year, I am not aware of any material non-compliance with legislation, Board policy, or the Board’s established governance processes.

The policy further requires the President to report annually on the College’s succession plan, including the identification of senior leaders capable of serving as Acting President on an interim basis. I confirm that a list of potential candidates for emergency succession was provided to the Executive Committee in the fall of 2025. The annual report on the College’s succession plan, originally for the May Executive Committee meeting, will be deferred to the fall to allow consideration of upcoming organizational changes to the Executive Team effective June 1.

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

I confirm that I participated in the presidential evaluation process as outlined in this policy by submitting annual goals to the Executive Committee for the 2025–2026 Board year in the fall of 2025, and I will complete the required self-assessment using the established survey during the week of June 1, 2026, consistent with the newly approved evaluation timeline.

In accordance with the newly approved presidential evaluation timeline, my written assessment of performance against the 2025–2026 goals, as well as proposed goals for the 2026–2027 Board year, will be presented to the Executive Committee in September 2026.

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 Prevention and Response Policy

I confirm that the College has complied with its Sexual Violence and Prevention and Response policy. At its October 2025 meeting, the Board reviewed the Sexual Violence Prevention and Response policy changes.

4.11 Ministry Directive: Cost of Educational Material

Effective August 2024, this directive requires annual reporting to the Board of Governors on the previous year's implementation, including:

- **Compliance Percentage:** The percentage of courses that included textbook and learning material costs in their syllabi. If less than 100%, the report should outline plans to achieve full compliance.
- **Communication Summary:** A summary of current and planned communications to students regarding where to find information on educational costs.

The Board received this report at its meeting on February 11, 2026.

4.12 Ministry Directive: Anti-Racism/Anti-Hate Directive

Effective May 16, 2024, this directive requires annual reporting to the Board on the implementation and effectiveness of anti-racism/anti-hate policies and rules in the preceding year.

The Board received this report at its meeting on December 10, 2025.

4.13 Ministry Directive: Student Mental Health

Effective May 16, 2024, this directive requires annual reporting to the Board on the policy's implementation and effectiveness in the preceding year.

The Board received this report at its meeting on December 10, 2025.

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.

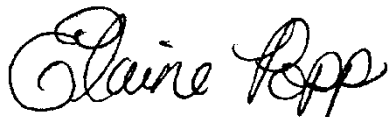
7. Implications for Ontario Tech University

There are no implications for Ontario Tech University.

8. Relationship to the Strategic Plan/Business Plan

This report relates to the Sustainable goal of the strategic vision, which aims to be intentional and align our efforts to adapt, thrive, and achieve our ambitions and ensure long-term sustainability.

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



Date: **May 8, 2026**

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

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Barbara MacCheyne
Vice President, Corporate Services and CFO
May 19, 2026