

**DURHAM COLLEGE OF APPLIED ARTS AND TECHNOLOGY
MINUTES OF THE REGULAR MEETING OF THE BOARD OF GOVERNORS**

DATE: May 9, 2007
TIME: 7:15 p.m.

PLACE: Community Room
Oshawa Campus

IN ATTENDANCE

GOVERNORS: Patrick McNeil, Chair
Joanne Burghardt
Rhonda Christian
Aileen Fletcher
Allan Gibbins
Pansy Goodman
Karen Hodgins
Denise Jones
Deborah Kinkaid
Mark Moorcroft
Charlie Peel
Phillip (Rocky) Simmons
Gerry Warman

PARTICIPANTS: Ron Bordessa
Peter Bagnall
Peter Dixon
Peter Berg
Dave Broadbent
Garry Cubitt
Manon Lemonde
Fraser McArthur
Kimberley McCartney
Lyn McLeod
Jim O'Donnell

PRESIDENT: Leah Myers

SECRETARY: Karen Spearing

**RECORDING
SECRETARY:** Erin Boniface

SENIOR STAFF: Terry Caputo
David Chambers
Margaret Greenley
Craig Loverock
Richard Marceau
Ann Mars
Paul McErlean
Donna McFarlane
Judy Moretton
Gerry Pinkney
Cathy Pitcher
Ken Robb

REGRETS:

GOVERNORS: Dustin Grant
Darrell Sewell

PARTICIPANTS: Allan Furlong

SENIOR STAFF: Ralph Aprile
Richard Levin
Ruth MacKay
Brian Marshall

CALL TO ORDER

The Chair called the meeting to order at 7:14 p.m.

INTRODUCTION OF GUESTS

President Myers noted that Judy Moretton was present as acting Vice-President Academic.

ADDITIONS/DELETIONS TO THE AGENDA

The Chair noted an addition to the agenda, being Item 8.2(a), Report of the Nominating Committee.

MOTION Moved by Aileen Fletcher Seconded by Charlie Peel

“That the agenda be approved as amended.”

CARRIED

CONFLICT OF INTEREST DECLARATIONS

APPROVAL OF PREVIOUS MINUTES

MOTION Moved by Gerry Warman Seconded by Charlie Peel

“That the Durham College Board of Governors approve the minutes of the 407th Regular Board Meeting held on April 11, 2007, as presented.”

CARRIED

DECISION ITEMS

Election of Chair and Vice-Chair

Ballots for the election of Chair and Vice-Chair for the 2007-08 year were circulated and collected.

Prior to commencing with the election proceedings, UOIT President Bordessa reported on his concerns regarding continuing under the current model of one Chair for two institutions. He advised that there is a need to ensure that Boards of Governors for UOIT and Durham College are enabled to be positioned to perform their fiduciary duties without conflict. He also referred to correspondence circulated to the Boards of Governors from the legal firm of Heenan Blakely regarding conflict of interest and emphasizing that fiduciary duty is the highest level of duty in law. He further stressed the need for UOIT to be able to focus on its own objectives untethered and independent of Durham College. He indicated that currently, the UOIT Board of Governors has no capacity to decide who becomes Chair, as current practice deems that candidates for Chair must come to the two institutions through an initial appointment to the Durham College Board of Governors, which could cause undue influence to the UOIT Board of Governors.

He further recommended that consideration should be given to having two Chairs, while adhering to the vision and maintaining the original intent for the two institutions to work together collaboratively, which would be identified in the Durham College and UOIT sharing agreement currently being negotiated. The original concept was to ensure that the Boards would maintain a common commitment; however, the evolution of UOIT as its own entity requires the Boards of Governors to revisit the question of what the appropriate processes and structures are to achieve the vision.is “vision.”

UOIT President Bordessa asked that this issue be reviewed and reassessed.

Vice-Chair Simmons requested time to reconsider his candidacy for Chair in light of these observations/revelations and an opportunity to speak with the President of UOIT regarding the concerns raised.

Following discussion, the Durham College Board of Governors agreed to defer the election of Chair and Vice-Chair until such time as the issues on the table could be deliberated.

The Chair reported that all collected ballots for the election of Chair and Vice-Chair for 2007-08 will be shredded.

MOTION Moved by Allan Gibbins Seconded by Aileen Fletcher

“That the UOIT Board of Governors table the election of Chair and Vice-Chair for 2007-08 until the next regular meeting of the Board of Governors scheduled for June 13, 2007.”

CARRIED

Notice of Motion: Amendments to By-laws of the Durham College Board of Governors

The Chair presented a notice of motion, as required under Section 34 of the By-laws of the Board of Governors of Durham College of Applied Arts and Technology, for consideration of amendments to such by-laws at the next regular meeting of the Board of Governors on June 13, 2007.

MOTION Moved by Karen Hodgins Seconded by Gerry Warman

“That the Board of Governors of Durham College of Applied Arts and Technology acknowledges the Notice of Motion relating to proposed amendments to the By-laws of the Durham College Board of Governors and that the Board of Governors further permit the Executive Committee to bring forward said proposed amendments to the Durham College Board of Governors at its regular meeting of June 13, 2007 for approval.”

CARRIED

Appointments to the Durham College Board of Governors for 2007-08

The Chair of the Nominating Committee, Mark Moorcroft, reported that the Nominating Committee would like to recommend the appointment of four new Governors to the Durham College Board of Governors.

MOTION Moved by Allan Gibbins Seconded by Aileen Fletcher

“That the Board of Governors for Durham College recommend the appointment and stated terms of office for the following, subject to confirmation by the College Compensation and Appointments Council:

- Carlee Fraser, commencing September 1, 2007 and ending August 31, 2009;
- Michael Newell, commencing September 1, 2007 and ending August 31, 2010;
- Bill Robinson, commencing September 1, 2007 and ending August 31, 2009;
- Franklin Wu, commencing September 1, 2007 and ending August 31, 2010.”

CARRIED

REPORT OF THE PRESIDENT

President Myers reported on the highlights of her activities over the month of April, including visits from Linda Franklin, President and CEO of Colleges Ontario, Jim Downey, President of the Higher Education Quality Council of Ontario (HEQCO) and David Trick, a consultant at HEQCO.

President Myers reported that a joint MTCU/Colleges Ontario Policy and Funding Committee has been established to focus on the longer term policy agenda for policy improvements.

She further announced that the Durham College Strategic Plan has been launched on-campus, which was followed by three all staff dialogue sessions.

President Myers noted that she had the opportunity to speak to the Port Perry Rotary and Uxbridge Chamber of Commerce, as well as acting as the keynote speaker at a recent meeting of the Durham Region Home Builders Association.

REPORT OF THE CHAIR

The Chair reported on upcoming events including: the ACCC Conference in Montreal, Quebec on May 27-29, 2007; the UOIT Convocation at the General Motors Centre in Oshawa on June 1, 2007 at 10:00 a.m. and 2:30 p.m.; the Farewell to Governors Dinner at Harpo's Restaurant in Oshawa on June 21, 2007 at 7:00 p.m.; the Durham College Convocation at the General Motors Centre in Oshawa on June 22, 2007 at 9:30 a.m., 1:30 p.m. and 5:30 p.m.

INFORMATION ITEMS

UOIT Governor Broadbent reported that he is aware of some negative press regarding Durham College and UOIT students in neighbourhoods close to the Oshawa campus. Donna McFarlane, Vice-President of Marketing and Communications, noted that a Town and Gown Committee was established in 2005 and is composed of community representatives as well as Gary Pitcher, Director of Student Conduct, and herself. She indicated that this committee is very effective and is supported by the DC-UOIT Student Association. She reported on recent issues, indicating that a neighbours' coalition has now been formed to address issues around absentee landlords and upkeep of the properties.

The Chair asked for a report to be brought back to the Board of Governors on a quarterly basis.

TERMINATION OF MEETING

The Chair terminated the meeting at 9:02 p.m.

Patrick McNeil, Chair

Leah Myers, President

Karen Spearing, Secretary