



Wednesday, February 5, 1997
RRCC - C709 Boardroom - 6:00 p.m.

MINUTES
(B:97/02)

In Attendance:

- Governors:** R. Bullock, Chair
H. Middlestead, Vice-Chair
B. Bachalo
D. Falcetta
D. Finkleman
L. Foster
C. Herda
B. Lavallee
G. Tsouras (Until 6:30 p.m.)
T. Whiteman
- Regrets:** J. Bear
P. Gibson
- President:** T. Knowles
- Secretary:** J. Tribula
- Guests:** K. Webb, Vice-President Academic
C. Rushton, Director, Financial Services (Until 7:30 p.m.)

Call to Order

With attendance constituting a quorum, the Chair called the meeting to order at 6:00.m.

1. ACCEPTANCE OF AGENDA

The Agenda was accepted as distributed.

2. OPENING REMARKS

The Chair acknowledged the additional workload for Board members in having the extra meeting in the month to discuss the new draft policies.

He provided a report on a recent meeting he had with the Minister of Education and Training. The Chair advised the Minister of the resignation of Dr. Knowles, and the

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Board's proposed course of action to find a replacement. The Minister endorsed the plan and stated that she had full confidence in the Board to undertake the search process.

3. POLICY GOVERNANCE

This Special Board meeting was dedicated to the review and discussion of the first level four draft policies that were tabled at the December 18, 1996 Board meeting, and the second level policies tabled at the January 29, 1997 Board meeting.

FIRST LEVEL POLICIES

MOTION B:97/02/1: T. Whiteman/G. Tsouras

THAT the Board of Governors approve *Policy 1.0 - Purpose*.

Carried

MOTION B:97/02/2: C. Herda/T. Whiteman

THAT the Board of Governors approve *Policy 2.0 - Corporate Standards*.

Carried

MOTION B:97/02/3: G. Tsouras/C. Herda

THAT the Board of Governors approve *Policy 3.0 - Board Governance*.

Carried

MOTION B:97/02/4: G. Tsouras/C. Herda

THAT the Board of Governors approve *Policy 4.0 - Board/Staff Linkage*.

AMENDMENT B:97/02/4a: H. Middlestead/L. Foster

THAT the words "*acting as a body*" be deleted.

AMENDMENT B:97/02/4b:

THAT the words "*delegating interpretation and implementation to him or her*." be deleted.

AMENDMENT B:97/02/4b:

Defeated

AMENDMENT B:97/02/4a:

Carried

MOTION:

In Abeyance

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At this point it was noted that a two-third's vote is required for policy approval and that all motions from this point forward must receive eight votes in favour to pass. Those motions that do not receive the required votes will be held in abeyance.

SECOND LEVEL POLICIES

Policy 1.1 - College Policy Development, Approval and Review Process

The Board requested clarification on the term "Office of the President" and the positions included within this Office. The President indicated that the Executive Assistant to the President and the Secretary to the Board are included in the Office of the President and covers each others work when one is away. It was clarified that the Secretary to the Board reports directly to the President on a day to day basis.

It was agreed to split the first point to separate the responsibility of the maintenance of the Board Manual to the Board Secretary, and the College Policies and Procedures to the President. A revised policy will be presented to the Board for consideration.

Policy 1.2 - Strategic Direction

MOTION B:97/02/5: T. Whiteman/B. Bachalo

THAT the Board of Governors *approve Policy 1.2 - Strategic Direction.*

Carried

Policy 1.3 - Institutional Accountability

MOTION B:97/02/6: T. Whiteman/D. Finkleman

THAT the Board of Governors *approve Policy 1.3 - Institutional Accountability.*

Carried

Policy 1.4 - Education and Training Outcomes

A discussion ensued on the phrase Total Quality Management and that this is considered dated terminology. It was noted that the College's focus would be on incremental improvement and that the Board will review and update the policies on a regular basis. A Board member commented that she considers this statement as micro-management. The President noted that in order for this philosophy to be given appropriate weight, it should be endorsed at the Board level.

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MOTION B:97/02/7: B. Lavallee/D. Falcetta

THAT the Board of Governors approve *Policy 1.4 - Education and Training Outcomes*.

In Abeyance

Policy 1.5 - Student Matters

The Board discussed the concept of Prior Learning Assessment and whether Point 4 is in conflict of Point 1. It was suggested that “*for the purpose of determining admission qualification and academic credits*” be added to the end of point 4. Amendments were suggested to points 5 and 6 and it was discussed whether the College should begin consideration of a differential fee structure.

The term “fair access” in point 6 was discussed and it was questioned whether an applicant could challenge the College to gain admission to a program for free. The question of the legality and definition of the clause was referred to management.

MOTION B:97/02/8: C. Herda/T. Whiteman

THAT the Board of Governors approve *Policy 1.5 - Student Matters* as amended.

In Abeyance

It was agreed to refer this policy back to the Academic/Planning Committee to consider the above issues.

Policy 1.6 - Staff Matters

MOTION B:97/02/9: H. Middlestead/T. Whiteman

THAT the Board of Governors approve *Policy 1.6 - Staff Matters* as amended.

Carried

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Policy 1.7 - Administrative Matters

MOTION B:97/02/10: H. Middlestead/L. Foster

THAT the Board of Governors approve *Policy 1.7 - Administrative Matters*.

AMENDMENT B:97/02/10a: D. Falcetta/L. Foster

THAT the words “*in the areas of finance and the use of physical facilities*” be deleted.

AMENDMENT B:97/02/10a: **Carried**

MOTION B:97/02/10: **Carried**

Policy 1.8 - Fund Raising

MOTION B:97/02/11: B. Bachalo/D. Falcetta

THAT the Board of Governors approve *Policy 1.8 - Fund Raising* as amended.

Carried

Policy 1.9 - International Activities

A discussion took place on the College's current admission policy that Manitoba residents are accepted first, then Canadian citizens or landed immigrants, and then others, which includes international students. It was also noted that Manitoba has various agreements between some Provinces and States for exchange benefits. A suggestion was made to investigate whether Canadians outside of Manitoba should pay a different fee. These items were referred to the Academic/Planning Committee.

Executive Limitations

Policy 2.1 - Asset Protection

This policy was referred back to the Academic/Planning Committee to consider establishing a time limit for point 5, and to start filling in the blanks. It was also noted that point 8 on the acquisition or disposal of real property requires Ministerial approval over a certain amount.

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Policy 2.2 - Finance

It was suggested that reference to the external auditor under point 1 be deleted and that *generally accepted accounting principles* be added. The timing of the presentation of the financial reports to the Board was also discussed. This policy was referred back to the Academic/Planning Committee.

Consideration of the remainder of the policies was deferred.

4. UPDATE ON GOVERNANCE FORUM

Board members in attendance at the January 30, 1997 Governance Forum provided a summary of the session. Some of the issues noted were that Boards should provide strategic direction early in the budget planning process; that business plans and budgets are very important and that the Board must set clear goals; that Boards should be heavily involved in the CEO search process; and that Board members be cognizant of risk assessment, strategic planning and accountability.

The meeting adjourned at 8:00 p.m.

Ralph Bullock, Chair

Dr. Tony Knowles, President