



Present Board

Alan Davis / President
Geoff Dean
Sandra Hoffman
Richard Hosein
Shane King / Chair
Kim Richter
Lisa Skakun
Shira Standfield
Ken Tung

University Vice Presidents

Sal Ferreras / Provost & VP Academic
Gordon Lee / VP Finance & Administration

University Community Members

Harry Gray / AVP, Administration
Karen Hearn / Executive Director, Facilities Services
Sandi Klassen / University Secretary
Maggie MacKenzie / Office of University Secretary
Lori McElroy / Executive Director, Institutional Analysis & Planning

Regrets

Kristan Ash
Harpreet Bhatti
Arvinder Bubber / Chancellor
Chris Girodat
Gord Schoberg
Launi Skinner

Tour of the Cloverdale Campus

Board members toured the Cloverdale Campus Fine Arts Gallery prior to the Board meeting. The tour was conducted by Diane Purvey, Dean, Faculty of Arts and Fine Arts Instructors Kira Wu and Sibeal Foyle.

1. Call to Order

The Chair called the meeting to order at 3:13 pm.

2. Approval of Agenda

The agenda was approved with the addition of 12.1 Appointment of Student Board Members to AVP, Research & Vice Provost Student Affairs Search Advisory Committees.

3. Consent Agenda

Moved by Richard Hosein; seconded by Geoff Dean:

THAT the Board of Governors approve the following items on the Consent Agenda:

3.1 Minutes April 2, 2014

AND

THAT the Board of Governors receive the following for information:

3.2 KSA Audited Financial Statements Year Ended December 31, 2013

3.3 Government Letter of Expectations

3.4 Board Election Results – Students

MOTION CARRIED

4. Governance Committee Report

4.1 Accountability Plan and Report 2013/14

Alan Davis advised that Lori McElroy, Executive Director, Institutional Analysis & Planning drafted the Accountability Plan and Report 2013/14 which remains in draft form pending availability of some of the required information and finalization of the layout and graphics.

**Moved by Sandra Hoffman; seconded by Shira Standfield:
THAT the Board of Governors approve in principal the Preliminary Draft
Accountability Plan and Report 2013/14. MOTION CARRIED**

4.2 Election of Officers

Sandi Klassen stated that the Governance Committee recommended Shane King for the position of Board Chair.

- Nominations were opened.
- Second call for nominations was given - no nominations were put forward.
- Nominations were closed.

Shane King was acclaimed Board Chair for the term of September 1, 2014 through to August 31, 2015.

Sandi Klassen stated that the Governance Committee recommended Lisa Skakun for the position of Board Vice Chair.

- Nominations were opened.
- Second call for nominations was given - no nominations were put forward.
- Nominations were closed.

Lisa Skakun was acclaimed Board Vice Chair for the term of September 1, 2014 through to August 31, 2015.

4.3 Board Meeting Schedule 2015

**Moved by Shira Standfield; seconded by Sandra Hoffman:
THAT the Board of Governors approve the Board Meeting Schedule 2015.
MOTION CARRIED**

4.4 Board Committee Appointments

Shane King noted that Board appointees will be added to the committee memberships once appointed.

**Moved by Sandra Hoffman; seconded by Ken Tung:
THAT the Board of Governors approve the Board Committee
Appointments for 2014-15. MOTION CARRIED**

Sandra Hoffman was excused from the meeting and left the Boardroom.

4.5 Appointment of Kwantlen Foundation Representative

Moved by Geoff Dean; seconded by Ken Tung:

THAT the Board of Governors appoint Sandra Hoffman as the Board representative on the Kwantlen Foundation Board of Directors.

MOTION CARRIED

Sandra Hoffman rejoined the meeting.

4.6 Appointment of Senate Representative

Moved by Kim Richter; seconded by Ken Tung:

THAT the Board of Governors appoint Marc Kampschuur as the Board representative on Senate.

MOTION CARRIED

5. Finance & Audit Committee Report

5.1 Draft Board Response to Senate Budget Recommendations

Gordon Lee reviewed the Draft Board Response to Senate's Budget Recommendations advising that the response was discussed with the Finance Committee and will be presented to Senate by the Finance Committee Chair at the June 23, 2014 Meeting.

Mr. Lee advised that the 2015/16 budget and budget process was presented to the Senate Standing Committee on University Budget (SSCUB) at its meeting in May. The revised budget process provides more time for university-wide consultation and deliberation.

Discussion followed regarding the role of SSCUB, options for domestic English as a Second Language (ESL) Programming and determining KPU's value-added ESL opportunities.

Moved by Sandra Hoffman; seconded by Shira Standfield:

THAT the Board of Governors approve the Board response to Senate budget recommendations regarding the 2014-15 budget.

MOTION CARRIED

5.2 International Fee Increase

Gordon Lee reviewed the increase in international fees reviewed by the Finance Committee noting that there was no increase in 2014/15 and this increase is applicable for 2015/16. Mr. Lee confirmed that these fees remain comparable to other public post-secondary institutions in Metro Vancouver.

5.3 Draft FTE Enrolment Report for Year Ending March 31, 2014

Shane King stated that an audit of the FTE Enrolment Report is no longer required and it is prepared internally. Mr. King noted that the addition of the trend analysis requested by the Finance Committee provides a broader historic view of enrolment.

Discussion followed regarding domestic and international enrolments and Gordon Lee confirmed that the report is based on program declarations by students.

Moved by Geoff Dean; seconded by Shira Standfield:

THAT Board of Governors receive the Enrolment Statement for the year ended March 31, 2014.

MOTION CARRIED

Kim Richter declared a conflict of interest based on her role as a Langley Township Councillor, was excused from the meeting and left the Boardroom.

5.4 Five-Year Capital Plan

Karen Hearn presented highlights of the Five-Year Capital Plan noting that the specific building referenced as the Academic Building has not yet been determined pending further evaluation.

Shane King confirmed that the report was reviewed and discussed at the Board Finance Committee Meeting.

Moved by Ken Tung; seconded by Geoff Dean:

THAT the Board of Governors approve the Five-Year Capital Plan for 2015/16 - 2019/20 for submission to the Ministry of Advanced Education.

MOTION CARRIED

Kim Richter rejoined the meeting.

5.5 KPU's Network Infrastructure Upgrade

Gordon Lee reviewed the Network Infrastructure Upgrade noting that there have been no upgrades since 2003, Faculty Deans identified the need for an upgrade as one of the top priorities for 2014/15 and outlined funding. Mr. Lee also confirmed that the lifespan for this upgrade is estimated to be seven to ten years.

Moved by Sandra Hoffman; seconded by Shira Standfield:

THAT the Board of Governors approve a capital budget expenditure for KPU's network infrastructure upgrade over a two year period (2014/15 and 2015/16) for \$3.5 million.

MOTION CARRIED

5.6 Draft Financial Statements for Year Ending March 31, 2014

Shane King reported that the Audit Committee met with the External Auditors, without Administration present, and confirmed there were no issues identified.

Gordon Lee advised that he presented a discussion paper to Executive Committee outlining cost containment initiatives to be launched throughout the university this summer. A report will be presented to the Board in the Fall.

Moved by Ken Tung; seconded by Shira Standfield:

THAT the Board of Governors approve the Audited Financial Statements for the Year Ending March 31, 2014. MOTION CARRIED

5.7 Re-appointment of Auditors

Shane King presented the Audit Committee's recommendation that KPMG be re-appointed KPU's external auditors for 2014-15. It was also confirmed that fees are competitive and in line with agreements.

Kathy Lylyk and Angel Tao and her team were congratulated for their hard work and diligence ensuring no adjustments had to be made to the financial statements.

Mr. King also noted that 2014-15 is the last year of KPMG's 5-year appointment and therefore a formal request for proposals will commence in the Fall 2014.

Moved by Sandra Hoffman; seconded by Shira Standfield:

THAT the Board of Governors re-appoint KPMG as Kwantlen Polytechnic University's external auditors for 2014-15. MOTION CARRIED

5.8 Enterprise Risk Management Report

Shane King noted that the report highlighting the risk register and mitigation strategies for the Brewery Operations Diploma and School of Design was presented to the Finance Committee.

The subject of security risk was raised and Harry Gray stated that he will discuss the matter with Louella Mathias.

5.9 Brewing and Brewery Operations Diploma Proposed Capital Budget

Gordon Lee confirmed that the proposal received and approved by the Board included the budget of \$2,150,000 and noted that this is the

maximum expenditure. Mr. Lee advised that expressions of interest are being received from potential donors. The building will be a permanent structure located at the Langley campus and that based on the required timeline for construction, contingency planning for programming is underway.

**Moved by Sandra Hoffman; seconded by Ken Tung:
THAT The Board of Governors approve a capital budget for the Brewing and Brewery Operations facility up to \$2,150,000.**

MOTION CARRIED

6. Board / Senate Task Force on Bi-Cameral Governance

The report was presented for information.

7. Provost's Report

The report was received. Dr. Ferreras provided an update on enrolment, recently signed memoranda of understanding, partnership discussions, laddering opportunities and complimented his team for the tremendous job in developing the Academic Plan.

7.1 Academic Plan

Sal Ferreras advised that Senate endorsed the Academic Plan at its meeting on May 26, 2014. Dr. Ferreras stated that he is very proud of the work done in providing KPU with the blueprint it needs. It is a plan that is consistent with the Government's objectives and will enrich the student experience. The Academic Plan will be launched in September in conjunction with the Strategic Enrolment Plan.

**Moved by Sandra Hoffman; seconded by Geoff Dean:
THAT the Board of Governors approve the Academic Plan 2018.**

MOTION CARRIED

8. President's Report

A report was received and Alan Davis added that two new faculty members have joined the Brewing and Brewery Operations Program and that options are being investigated for the establishment of a brew pub as part of the brewery operations curriculum.

Dr. Davis also thanked Sal Ferreras, Gordon Lee, Harry Gray, Shelly Wrean and Kathy Lylyk for the quality and quantity of reporting, hard work and accomplishments over the academic year.

9. Senate Report March 31, and April 28, 2014

Notes from the Senate Meetings held March 31, and April 28, 2014 were received.

9.1 President's Senate Update

Alan Davis provided an update on the May 26, 2014 Senate Meeting. Minor Program Revisions were approved, the Academic Plan was endorsed and plans for an August 22, 2014 Governance Retreat were discussed. The agenda for the in camera meeting included a discussion about a strategic partnership opportunity and four honorary degree nominations were approved.

Dr. Davis invited Board members to attend the August 22, 2014 Governance Retreat and advised that further details will be provided shortly.

10. Association of Governing Boards Conference Reports

Ken Tung and Sandra Hoffman provided a report on the Association of Governing Boards Conference noting that the conference was well organized, informative and provided a great networking opportunity. Attendees included representatives from private and public colleges and universities throughout the USA and a number of Canadian Universities. The agenda included timely and relevant topics and for the first time included a Canadian section.

It was also suggested that newly elected Board members be formally invited to attend the June Board Meeting prior to beginning their term of office September 1.

11. Canadian University Boards Association Conference Report

Shane King provided a report on the Canadian University Boards Association Conference held May 1-3, 2014 attended by Board Chairs and University Secretaries. Mr. King outlined the program and itinerary confirming that it was a great learning and networking opportunity for both he and Sandi Klassen. Shane King recommended that the Chair, Vice Chair and University Secretary attend the conference to be held in Montreal next year.

Shane King also suggested that KPU should review attendance at the Colleges and Institutes Canada annual conferences.

12. Issues and Concerns

12.1 Appointment of Student Board Members to AVP, Research & Vice Provost Student Affairs Search Advisory Committees

Sandi Klassen advised that under the Search Advisory, Appointment and Re-appointment of Senior Academic Administrator Positions procedures, the composition of the Search Advisory Committee requires one student Board member appointed by the Board.

Moved by Kim Richter; seconded by Ken Tung:

THAT Richard Hosein be appointed to the AVP, Research and Vice Provost, Students Search Advisory Committees.

MOTION CARRIED

Richard Hosein Abstained

It was confirmed that the Board approves the Policy and Senate approves the Procedures. Harry Gray advised that work continues on revisions to the search procedures. It was also suggested that the requirement for a Student Board member appointed by the Board to serve on Search Advisory Committees for Senior Academic Administrator Positions might be a topic for discussion by the Board Senate Task Force.

It was further suggested that the Board Governance Committee consider reinstating the Board Committee focusing on student issues.

13. Next Meeting Agenda Contribution

- What issues/opportunities are other members of the BC Association of Institutes & Universities facing?
- Suggested tours: Faculty of Trades and Technology (Cloverdale) and the School of Design.
- Representatives from the KSA will be attending the next Board Meeting.

14. For the Good of the Order

- Spring Convocation was very successful and well attended. A Fashion Design graduate designed the ceremonial hoods for the Kwantlen First Nation drummers.
- The KPU Foundation raised over \$45,000 at its annual golf tournament.
- Representatives from KPU attended the BC Business Council Chair's Dinner.
- Representatives of KPU attended the Gala Dinner and Induction Ceremony to see KPU's new Chancellor, George Melville inducted into the Business Laureates of British Columbia Hall of Fame.
- 80 parents attended Richmond's Parent Orientation.
- Results of the recent email poll regarding additional Board meetings were announced with seven responses received: six concurred with the current schedule and one suggested an additional meeting in the Spring and Fall.

15. Evaluation of the Board as a Group

Kim Richter evaluated the Board's performance.

Noted:

- A significant amount of information was received.
- The Trend Analysis illustrating student enrolment was beneficial.
- Suggested a short PowerPoint presentation for some agenda items e.g. the Academic Plan.
- Good support from Staff.
- Good questions were asked.
- Comments from all directors would be appreciated.
- Increased the focus on student issues.

Shane King thanked Kim Richter for her 12 years of service and tremendous contributions as a member of the KPU Board as she approaches the end of her term of office on August 31, 2014.

16. Information Package

An information package was received.

17. Next Meeting Wednesday, September 17, 2014 Richmond Campus, Melville Centre for Dialogue, 3:00 pm.

18. Adjournment The meeting adjourned at 5:23 pm.

EXTRACT FROM THE MINUTES OF THE MAY 27, 2014 BOARD OF DIRECTORS IN CAMERA MEETING

3 Civic Plaza – Release from In camera Moved by Launi Skinner; seconded by Lisa Skakun:
THAT the motion made by the Board on April 2, 2014 approving the 3 Civic Plaza Project be declassified from confidential to non-confidential.
MOTION CARRIED

EXTRACT FROM THE MINUTES OF THE APRIL 2, 2014, 2014 BOARD OF DIRECTORS IN CAMERA MEETING

3 Civic Plaza Moved by Kristan Ash; seconded by Gord Schoberg:

WHEREAS Kwantlen Polytechnic University (“KPU”) entered into a purchase and sale agreement for the purchase of three strata lots at the development in Surrey known as Three Civic Plaza (the “Property”), which purchase and sale is subject to the satisfaction of a number of conditions precedent;

AND WHEREAS certain of those conditions precedent have been satisfied, and certain of those conditions precedent remain outstanding, and the deadline for satisfaction or waiver of the majority of the conditions precedent in relation to such purchase and sale is April 4, 2014;

BE IT RESOLVED THAT:

- 1. The President of KPU and either the Executive Director, Finance, KPU or the Executive Director, Facilities, KPU are authorized to provide notice that the Mutual Conditions Precedent and the Purchaser’s Conditions Precedent outlined in Sections 1 and 2 of Schedule C of the 3 Civic Plaza Purchase and Sale Agreement dated January 30, 2014 (the “Agreement”) have been satisfied or waived, with the exception of the Mutual Condition Precedent outlined in Section 1(c) and the Purchaser’s Condition Precedent outlined in Section 2(f).**
- 2. The Board of Governors of KPU (the “Board”) approves the draft Amending Agreement (the “Amending Agreement”) presented to the Board at the Board meeting held April 2, 2014, which Amending Agreement:**
 - a) confirms the waiver and satisfaction of certain Mutual Conditions Precedent and Purchaser’s Conditions Precedent as outlined in such agreement;**

- b) extends the subject removal date for the conditions precedent outlined in Section 1(c) and 2 (f) of Schedule C of the Agreement (the Remaining Conditions Precedent) to June 5, 2014: and
 - c) replaces Schedule H – Purchaser’s Signage of the Agreement with updated plans;
 - d) and the Board authorizes the execution of the Amending Agreement on behalf of KPU by the President of KPU and either the Executive Director, Finance, KPU or the Executive Director, Facilities, KPU.
3. The President of KPU and either the Executive Director, Finance, KPU or the Executive Director, Facilities, KPU are authorized to provide notice of satisfaction or waiver of the Remaining Conditions Precedent without further authorization of the Board provided that (a) a modified form of the City Parking Lease (as defined in the Agreement) is presented to KPU that extends the reserved parking hours to 7 a.m. to 11 p.m.; and (b) Surrey City Council approves a site specific signage variance for KPU’s signage for the Project in the form attached as Schedule H to the Amending Agreement, without amendment.
4. KPU is authorized to pay:
- a) a deposit of \$2,045,000 to the Vendor named in the Agreement upon the satisfaction of the Remaining Conditions Precedent;
 - b) the balance of the purchase price under the Agreement (estimated to be \$11,729,940) upon completion of the purchase and sale contemplated by the Agreement, along with applicable GST (estimated to be \$690,000, with an estimated \$460,000 returning to KPU as a rebate);
 - c) all legal fees relating to the purchase and sale (estimated to be \$125,000);
 - d) all costs associated with the build out of the Property, not to exceed \$5,500,000; with all such funds described above being paid from KPU’s capital reserve account.

MOTION CARRIED
Abstention: Richard Hosein
Opposed: Kim Richter

Board Chair