

**Present**

**Board**

Ariana Arguello  
Kristan Ash  
David Atkinson /President  
Rebecca Darnell  
Shane King  
Scott Nicoll/Chair  
Kim Richter  
Derek Robertson  
Gord Schoberg  
Andrew Taylor-Eddy  
Amrik Virk

**University Vice Presidents**

Deborah Harkin/Human Resource Services  
Gordon Lee/Finance & Administration  
Judith McGillivray/Academic

**University Community Members**

Jody Gordon/AVP Student Services & Registrar  
Sandi Klassen/University Secretary  
Vivian Lee/Director, Budgeting  
Kathy Lylyk/Exec. Dir., Finance  
Elizabeth Merritt /University Secretariat  
Terri Van Steinburg /President Kwantlen Faculty Assn  
Lida Blizzard

**Regrets**

Arvinder Bubber  
Yuri Fulmer  
Kenneth Tung

**Call to Order**

The Chair called the meeting to order at 3:35 pm.

**Confirmation of Agenda**

**Moved by Andrew Taylor-Eddy; seconded by Derek Robertson:  
THAT the Board of Governors approve the agenda as amended.  
MOTION CARRIED**

**Amendments:**

- Item 4. A. Operational Consent Agenda moved to Item 8.e
- Removal of Item 8.a.ii

**Election of Officers**

Sandi Klassen asked for nominations for the position of chair.

Rebecca Darnell nominated Scott Nicoll for the position of chair.

Sandi Klassen called for further nominations two more times. Hearing none, a call for nominations to cease was issued.

Scott Nicoll was declared the chair by acclamation.

Sandi Klassen called for nominations for the position of vice chair.

Amrik Virk nominated Gordon Schoberg for the position of vice chair.

Sandi Klassen called for further nominations two more times. Hearing none, a call for nominations to cease was issued.

Gordon Schoberg was declared the new vice chair by acclamation.

#### **Consent Agenda**

**Moved by Gordon Schoberg; seconded by Andrew Taylor-Eddy:  
THAT the Board of Governors approve the Consent Agenda as amended.**

**MOTION CARRIED**

Items approved under the Consent Agenda were:

- I. Minutes 18 November 2009
- II. Common Committee Terms of Reference
- III. Assets Committee Terms of Reference
- IV. External Relations Committee Terms of Reference
- V. Finance & Audit Committee Terms of Reference
- VI. Governance Committee Terms of Reference
- VII. Human Resources Committee Terms of Reference

#### **Mission and Mandate**

The Board Governance Committee recommended that the Board of Governors approve the Kwantlen Mission and Mandate that was unanimously approved by Senate at its November 30, 2009 meeting.

The President indicated that work would now continue on developing a vision statement and the strategic plan.

**Moved by Derek Robertson; seconded by Andrew Taylor-Eddy:  
THAT the Board of Governors approve the Mission and Mandate for Kwantlen Polytechnic University.**

**MOTION CARRIED**

#### **Assurance of Successful President Performance**

##### ***Policy 3.0, Global Executive Constraint***

The Board Human Resources Committee had previously reviewed the President's monitoring report and recommended it for approval by the Board. It was agreed that there is no need for the Board to see day to day complaints because they are routinely handled at the operational level. If there are significant legal or human resource issues, they can be referred to the appropriate board committee.

**Moved by Andrew Taylor-Eddy; seconded by Ariana Arguello:  
THAT the President is in compliance with Policy 3.0, *Global Executive Constraint*.**

**MOTION CARRIED**

## Upcoming Monitoring Reports

The President will submit the following monitoring reports between February and June, 2010.

- Policy 3.5, *Financial Condition & Activities*
- Policy 3.1, *Treatment of Students and Customers*
- Policy 3.4, *Financial Planning / Budgeting*
- Policy 3.2, *Treatment of Employees*
- Policy 3.5, *Financial Condition & Activities*
- Policy 3.3, *Compensation & Benefits*
- Policy 3.6, *Asset Protection*

## Senate Report

The President updated the Board on the two Senate meetings held November 25, 2009 and December 14, 2009. At the latter meeting, Senate approved the institution's Academic Priorities.

## Policy Development

### Finance & Audit Committee

The Board Finance & Audit Committee met on January 19, 2010 to consider Kwantlen's participation with the City of Surrey in the development at Newton Athletic Park of an artificial turf field that would become the Kwantlen Eagles home field. Gordon Lee provided background information about the proposal.

**Moved by Shane King; seconded by Kim Richter:**

**THAT the Board of Governors approve an expenditure of \$1 million as Kwantlen's contribution to the development of an artificial turf field at Newton Athletic Park.**

**MOTION CARRIED**

### Human Resources Committee

The Board discussed the need to strike a Compensation Working Group to consider issues related to compensation in the current fiscal environment and the need to identify how compensation levels are determined and whether they are equitable and fair. The committee has hired Mark Jiles on a retainer to investigate these and other issues.

**Moved by Gordon Schoberg; seconded by Andrew Taylor-Eddy:**

**THAT the Board of Governors approve the creation of a Compensation Working Group as a sub-committee of the Board Human Resources Committee.**

**MOTION CARRIED**

### Board Budget 2010-2011

A draft budget was distributed to the Board. The board discussed attendance at conferences. It was agreed that members attend only

one conference each year.

**Moved by Kim Richter; seconded by Derek Robertson:  
THAT the Board of Governors approve the Board budget for 2010-2011.**

**MOTION CARRIED**

#### **Student and Academic Experience Committee**

The Student and Academic Experience Committee met on January 13, 2010 to draft a work plan and to approve the terms of reference that will be sent to the Board Governance Committee for approval. Kim Richter is the Chair of the committee and Andrew Taylor-Eddy is the Vice Chair. The members discussed the need for a board appointee to the Senate now that Newton Wainman has resigned.

**Moved by Derek Robertson; seconded by Andrew Taylor-Eddy;  
THAT the Board of Governors appoint Kristan Ash as the Board's representative on Senate to serve for one year.**

**MOTION CARRIED**

#### **Policy Protocol and Policy Modification Protocol**

##### **Policy Protocol**

The President reported that Kwantlen is undergoing a comprehensive policy review because of its university status. A consultant has been hired and the review is about 50% complete. The purpose is to address Board, Senate and administrative policy.

**Moved by Gordon Schoberg; seconded by Shane King:  
THAT the Board of Governors approve the Policy Protocol and the Policy Modification Protocol.**

**MOTION CARRIED**

**Kim Richter opposed**

#### **Board Self Assessment**

##### **Policy 2.5, *President Compensation & Benefits***

**Moved by Derek Robertson; seconded by Andrew Taylor-Eddy:  
THAT the Board of Governors is in compliance with Policy 2.5,  
*President Compensation & Benefits*.**

**MOTION CARRIED**

##### **Policy 2.2, *Accountability of the President***

**Moved by Andrew Taylor-Eddy; seconded by Ariana Arguello:  
THAT the Board of Governors is in compliance with Policy 2.2,  
*Accountability of the President*.**

<b>Monitoring Reports</b>	<p>The following monitoring reports were handed in at the meeting.</p> <ul style="list-style-type: none"> <li>• Policy, 1.0, <i>Global Governance Process</i></li> <li>• Policy 2.3, <i>Delegation to the President</i></li> <li>• Policy 2.4, <i>Monitoring President Performance</i></li> </ul>
<b>Board Vacancy</b>	<p>Newton Wainman, the faculty representative on the Board of Governors, retired December 31, 2009. A by-election will be held in March 2010 to fill this position. There are two and a half years remaining in the term.</p>
<b>Items Referred to the Governance Committee</b>	<p>The following items were referred to the Board Governance Committee.</p> <ul style="list-style-type: none"> <li>• Finalization of ends statements</li> <li>• Student and Academic Experience Committee terms of reference</li> <li>• Jurisdiction of Senate and Board of Governors <ul style="list-style-type: none"> <li>○ APP priorities, Section C – 5, 7, 8</li> <li>○ Establishment &amp; discontinuance of faculties</li> </ul> </li> <li>• Roles of Board of Governors and Senate</li> <li>• Legal opinion regarding approval of election rules governing Board elections</li> <li>• Two year term for board chair with appointment of vice-chair on annual basis</li> </ul>
<b>For the Good of the Order</b>	<p>Scott Nicoll thanked the Board for re-electing him Chair. He noted that the Board has been very energetic and involved and has accomplished a lot in the last year. He suggested that the Board consider a model for organizational planning where the vice chair becomes the chair.</p>
<b>Evaluation of the Board as a Group</b>	<p>Shane King evaluated the Board as a group. He noted that everyone was very engaged and willing to exchange different points of view in a respectful way. Everyone was well prepared for the meeting.</p>
<b>Next Meeting</b>	<p>The next meeting will be March 24, 2010.</p>
<b>Adjournment</b>	<p>The meeting adjourned at 5:20pm.</p>

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## BOARD CHAIR