
Present

Board

Scott Nicoll / Chair
David Atkinson / President
Arvinder Bubber / Chancellor
Bob Attfield / Vice Chair
Tung Chan
Rebecca Darnell
Sandra Hoffman
Shane King
George Melville
Kim Richter
Derek Robertson
Andrew Taylor-Eddy
Newton Wainman

University Vice Presidents

Judith McGillivray / Provost & Academic
Gordon Lee / Finance & Administration

University Community Members

Rob Fleming/AVP, Academic
Jody Gordon/AVP, Enrolment & Registrar Services
Sandi Klassen / University Secretary
Vivian Lee/Director, Budgeting
Elizabeth Merritt / University Secretariat
Debbie Schmaltz/Manager, Financial Reporting & Systems
Terri Van Steinburg/President, Kwantlen Faculty Association
Monica Wyllie/Chair, BCGEU

Regrets

Gord Schoberg
Amrik Virk

Call to Order

The Chair called the meeting to order at 6:00 pm.

Approval of Agenda

Moved by Bob Attfield; seconded by Arvinder Bubber:
THAT the agenda is approved as amended.

MOTION CARRIED

Agenda amendments:

- Items 4 and 5 were reordered.
- Item 6c, President's Remarks on State of the University was added to the agenda.
- Item 9a, June Governance Committee Meeting Agenda was replaced by International Policy Governance Association Conference.
- Items 11a(ii and iii) Policy 2.3 and 2.4 were moved to the in camera session at the end of the regular meeting.

Oath of Office

Board Chair Scott Nicoll administered the Oath of Office to Andrew Taylor-Eddy, the new student representative on the Board of Governors.

**Audit Committee
Audit
Recommendations**

The Audit Committee, chaired by Shane King, recommended that the Board approve the Audited Enrolment Statements and the Audited Financial Statements for the Year ended March 31, 2009

**President's Audit
Remarks**

The President thanked Gordon Lee, Vivian Lee and Debbie Schmaltz for their excellent work preparing the Enrolment and Financial Statements which resulted in a clean audit. Kwantlen is in a strong financial position.

David Atkinson noted that Kwantlen's operating deficit is reduced because of higher enrolment.

**Assurance of
Successful
President
Performance**

Receipt of Monitoring Reports

Policy 3.2, Treatment of Employees

**Moved by Tung Chan; seconded by Bob Attfield:
THAT the president is in compliance with Policy 3.2, *Treatment of Employees*.**

The motion was tabled to the In camera Board meeting on May 27, 2009.

Policy 3.5, Financial Condition & Activities

The monitoring report was submitted in March 2009, but not considered by the Board at the March meeting due to missing information. The Board decided to bring it forward to the May 2009 meeting.

**Moved by Shane King; seconded by Sandra Hoffman:
THAT the President is in compliance with Policy 3.5, *Financial Condition and Activities*.**

MOTION CARRIED

Policy 3.5, Financial Condition & Activities

The Audit Committee of the Board monitored Policy 3.5 at its May 19, 2009 meeting, examining the Audited Statements against Policy 3.5 and recommending that the President is in compliance with the policy.

**Moved by Bob Attfield; seconded by Shane King:
THAT the President is in compliance with Policy 3.5, *Financial Condition and Activities*.**

MOTION CARRIED

Policy, 3.7, *Emergency Succession*

**Moved by Derek Robertson; seconded by Sandra Hoffman:
THAT the President is in compliance with Policy 3.7, *Emergency Succession*.**

MOTION CARRIED

**President's Oral
Remarks**

The President reported that Kwantlen received a \$1 million grant from the Community University Research Alliance.

Kwantlen has completed successful searches for the following positions:

Executive Director of Research, Dr. Jason Dyer
Executive Director of Finance., Kathleen Lylyk, CMA
Executive Director , Enrolment Management, Dr. Ron Maggiore

Maxine Mott, Dean of Community and Health Studies, will retire shortly. Dr. Claudette Kelly has been appointed Interim Dean until a comprehensive search can be conducted.

Dr. Linda Schwartz, Dean of Humanities, has resigned. Rob Fleming will oversee the area pending consultation with the Faculty.

It is anticipated that the search for an Executive Director of Continuing Education will be completed by the end of June.

Consent Agenda

Kim Richter asked that the minutes of the March 18 meeting be amended to indicate that she was opposed to the motion approving revisions to Bylaw No. 4, *Fees*.

**Moved by Bob Attfield; seconded by Rebecca Darnell:
THAT the Consent Agenda be approved.**

MOTION CARRIED

Items approved under consent agenda:

- a) Minutes 18 March 2009, as amended
- b) Audited Enrolment Statements Year Ended 31 March 2009
- c) Audited Financial Statements Year Ended 31 March 2009

Senate Report

The President reported that Senate confirmed the composition of the following Faculty Councils at the May 25, 2009 meeting:

- Faculty of Business
- Faculty of Community and Health Studies
- Faculty of Design and Communications
- Faculty of Humanities
- Faculty of Social Sciences
- Faculty of Trades and Technology

Policy Development International Policy Governance Association

The Board discussed members' attendance at the International Policy Governance Association Conference, July 9-12, 2009.

Appointment of Board Liaison to Kwantlen Foundation

**Moved by Kim Richter; seconded by Sandra Hoffman:
THAT Rebecca Darnell be re-appointed as the Board of Governors liaison
to the Kwantlen Foundation Board.**

MOTION CARRIED

Revision to Policy 1.4, *Agenda Planning & Board Meeting Conduct*

**Moved by Rebecca Darnell; seconded by Bob Attfield:
THAT the Board of Governors approves the addition of the following to
Policy 1.4, *Agenda Planning & Board Meeting Conduct*.**

**9. Board meetings will adjourn at 9:00 pm. The time for
adjournment may be extended for a maximum of 30 minutes at a
time at any meeting by a successful motion for extension, which is
not debatable, and requires an affirmative vote of two-thirds
majority.**

MOTION CARRIED

Revision to Bylaw No. 8, *Amendment of Bylaws*

**Moved by Derek Robertson; seconded by Rebecca Darnell:
THAT the Board of Governors approves the revision to Bylaw No. 8,
Amendment of Bylaws as follows:**

- 1. Remove "2008" from point #1**
- 2. Strike "regular meeting of" in point #2 and add "at which the
amendment will be considered" to the end of the sentence.**

MOTION CARRIED

Revision to Bylaw No. 1, *University Board, Officers Insurance and Indemnification*

**Moved by Derek Robertson; seconded by Shane King:
THAT the Board of Governors approves revisions to Bylaw #1, University
Board, Officers Insurance and Indemnification as follows:**

- Title changes to "University Board and Officers"**
- Add "appointed members" to point #4**
- Remove points 8-11 inclusive to create Bylaw #9**
- Remove "2008" from points #1 and #2**

MOTION CARRIED

Revisions to Bylaw No. 3, *Meetings of the University Board of Governors*

**Moved by Derek Robertson; seconded by Andrew Taylor-Eddy:
THAT the Board of Governors approves revisions to Bylaw No.3, *Meetings of the University Board of Governors* as follows:**

- **Change point #3 to read “In-Camera Agenda”**
- **Replace text of point #3 in its entirety, as attached**
- **Remove “and the Vice President/Financial Resources” from point #8 as a signatory to the Board minutes**
- **Remove “If a majority of Board Members in attendance at a meeting agree” from point #10**
- **Change point #11 title to read “Electronic Media Response” and the word “telephone” is replaced with “any electronic media”.**

**MOTION CARRIED
Rebecca Darnell OPOSED**

Revisions to Bylaw No. 5, *Board Conduct and Conflict of Interest*

**Moved by Bob Attfield; seconded by George Melville:
THAT the Board of Governors approves revisions to Bylaw No. 5, *Board Conduct and Conflict of Interest* as follows:**

- **Under “Code of Conduct” remove “honoraria for service on the Board and” from point #8.**
- **Remove “2008” from “University Act”**

MOTION CARRIED

Bylaw No. 9, *Insurance and Indemnification*

**Moved by Bob Attfield; seconded by Derek Robertson:
THAT the Board of Governors approves new Bylaw No. 9, *Insurance and Indemnification*.**

MOTION CARRIED

Association of Governing Boards Conference Report

Scott Nicoll reported on the Association of Governing Boards Conference in San Diego in April. He along with Rebecca Darnell, Amrik Virk, Kim Richter attended the conference. His report was distributed at the meeting.

Kwantlen Mission and Mandate Update

Bob Attfield is the Board representative on the President’s Mission and Mandate Task Force. He reported that the mission and mandate will be available June 1 for distribution to the Kwantlen community for feedback.

Board Representation on Senate

Moved by Derek Robertson; seconded by Shane King:

THAT Newton Wainman be appointed Board liaison to the Senate.

MOTION CARRIED

Community / Ownership Linkage

Governance Committee

The Board received recommendations regarding Board Development Funds 2009/2010 for information.

Board Self- assessment

Policy 1.0, *Global Governance Process*

Moved by Tung Chan; seconded by Bob Attfield:

THAT the Board of Governors is in compliance with Policy 1.0, *Global Governance Process*.

MOTION CARRIED

For the Good of the Order

Newton Wainman noted that Bob Attfield's contribution on the President's Mission and Mandate task force has been very valuable.

Tung Chan expressed his gratitude to the board members and administration for the 6 years he has been on the board. His term is over and he said that it has been an honour to serve on the Board of Governors.

George Melville's term is also over. He echoed Tung Chan's sentiments, saying Kwantlen is a wonderful organization with passionate and committed faculty and staff.

Scott Nicoll responded that he has looked at Tung Chan and George Melville as great examples and he holds them in high esteem.

Rebecca Darnell recognized Tung Chan and George Melville not only for their contributions to Kwantlen, but to the community.

Evaluation of the Board as a Group

Rebecca Darnell congratulated the members for establishing and following a timeline for the meeting. She thought the Board dealt with the agenda very well.

Adjournment

The meeting adjourned at 7:52 pm.

BOARD CHAIR