
MOHAWK COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BOARD OF GOVERNORS' MEETING
(325th Meeting)

BOARD ROOM, C111B, FENNEL CAMPUS, MOHAWK COLLEGE
Wednesday, March 8, 2000

Board of Governors

Jim Bethune, Chair
Bob Peeling
Tom Atterton
Tom Behroozi
Olga Delvecchio
Fred Deys
Rebecca Jamieson
Lily Oddie
Catherine L. Rellinger
Rick Sterne
Kathy Verspagen
Maxine Wypych

Absent

Tony Battaglia
Frans Brinkman
Linda Brown
Jim Koyanagi

Observers

Ray Czajkowski, Faculty
Christina Evans, Student (President, SAC)
John Guilfoyle, Administration (President, MCASA)
Rick Knowles, Faculty
Lyla Myklos, Alumni
Bob Pando, Faculty (President, Local 240)
John Pooler, Support Staff (President, Local 241)

Vice-Presidents/Deans/Directors

Monique Arbour, Vice President, Finance & Administration
Hans Bastel, Dean, Engineering Technology
Shelagh Gill, Vice President, Academic
Cal Haddad, Vice President, Student Affairs
Anne Hemsworth, Vice President, CE & Business Development
Dick Raha, Executive Director, College Planning and Physical Resources

MOHAWK COLLEGE OF APPLIED ARTS AND TECHNOLOGY

BOARD OF GOVERNORS' MEETING
(325th Meeting)

BOARD ROOM, C111B, FENNEL CAMPUS, MOHAWK COLLEGE
Wednesday, March 8, 2000

OPEN PORTION

The Open Portion of the Board of Governors' meeting was called to order at 6:50 p.m.

1. Minutes of the 324th Meeting

It was moved by Tom Behroozi and seconded by Rebecca Jamieson that the minutes of the 324th meeting be approved with the following amendment to item 324.0.5.4, "Rick Sterne spoke in favour of bullet 3 regarding more frequent reviews for the ***Computer Science and Information Technology*** program cluster. Carried unanimously. **(MOTION 325.0.1)**

2. Conflict of Interest Declaration

The Chair asked that any Governor wishing to declare a conflict of interest with respect to any item on the agenda do so at this time.

3. Business Arising from the Minutes

3.1 Reference 324.0.6.1.1 - Millennium Scholarship

Fred Deys asked if any clarification from the Premier's office had been received with respect to his statement that lower tuition benefits the wealthy. The President responded that no response to her letter has been received.

The President advised that a request would be conveyed to ACAATO to request the studies referred to by the Premier when making this statement.

4. Chair's Remarks

4.1 The Chair attended the funeral of a family friend and faculty member, Cathy Flis, Professor in the Nursing Department, which was very well attended by Mohawk College faculty, staff and students. A Mohawk College scholarship will be established in her name.

4.2 Winter 2000 Convocations

The Chair thanked Governors for attending the Winter Convocation on February 12, 2000.

4.3 ACAATO Conference

The Chair thanked Governors for attending the ACAATO Conference, February 20-21, 2000 in Niagara Falls. Kendra Gregson, a graduate of the Child and Youth Worker Program received the Premier's Award at the ACAATO Closing Banquet. It was noted that Cal Haddad, Vice President, Student Affairs, was nominated for the Doug Light Award, which was presented to Terry Boyle at the ACAATO Conference.

5. Board Committees' Reports

5.1 Labour Advisory Committee, January 6, 2000

It was moved by Tom Atterton and seconded by Olga Delvecchio that the January 6, 2000 Labour Advisory Committee minutes be accepted for information. Carried unanimously. **(MOTION 325.0.5.1)**

5.2 Advocacy Ad Hoc Committee, February 25, 2000

It was moved by Tom Atterton and seconded by Bob Peeling that the February 25, 2000 Advocacy Ad Hoc Committee minutes be accepted for information with an amendment to item 324.0.3.6 as follows: "Rick Sterne advised the committee that Kim Walker, Director of Business and Industry Development, made an **excellent** presentation **on Mohawk College** to the Big on Brant Committee. Carried unanimously. **(MOTION 325.0.5.2)**

Tom Atterton invited Governors to provide him with their comments on the draft terms of reference for the Advocacy Ad Hoc Committee. The terms of reference will be discussed at the next committee meeting.

The President reported that the College did not receive any SuperBuild funds and explained the reason given by the Ministry. The College has resubmitted a version of the IT proposal (including e-commerce and an increase in public support funding which could be raised).

Rick Sterne congratulated the President on the resubmission of the project.

The President suggested that Board members and Local 240 and 241 might want to consider sending letters to the Minister of Training, Colleges and Universities in support of the investment in

this region, in support of our students and in support of our resubmitted proposal.

5.3 Board Evaluation Ad Hoc Committee, March 2, 2000

It was moved by Rebecca Jamieson and seconded by Tom Behroozi that the March 2, 2000 Board Evaluation Ad Hoc Committee minutes be received for information. Carried unanimously. **(MOTION 325.0.5.3.1)**

Rebecca Jamieson explained the role of the Board Evaluation Ad Hoc Committee.

Terms of Reference

It was moved by Rebecca Jamieson and seconded by Rick Sterne that the Board Evaluation Ad Hoc Committee terms of reference be approved. Carried unanimously. **(MOTION 325.0.5.3.2)**

Mohawk College Board of Governors' Duties, Powers, Expectations, as per Legislation, By-Law, Guideline or Policy

Rebecca Jamieson explained that the document "Mohawk College Board of Governors' Duties, Powers, Expectations, as per Legislation, By-Law, Guideline or Policy, is being presented to the Board for their review relative to format, layout, organization, structure and to determine whether any further clarification of the content is required. Comments should be directed to the recording secretary prior to the next committee meeting which is scheduled for April 6, 2000.

Bob Pando made the following comments He was pleased to see the Board package for the meeting contained a report from the Board Evaluation Ad Hoc Committee regarding the duties, powers, and expectations of Board members, because the issues around the "fiduciary" of governors has been of concern to him. He was interested to see the definition of "duty" as a "must do" responsibility. He asked whether the duties described in the sections headed "Standard of Care" and "Board Member Conduct and Ethics" applied equally to all Board members. He quoted from the second paragraph under "Standard of Care" "...In summary, a Governor can show due diligence by ensuring that proper policies and systems are in place to discharge the statutory obligations...".

Bob then asked if a Board member believes that such policies and systems are not in place, doesn't every member have the required responsibility to make sure they are put into place? and Do Board members who hold honestly held views contrary to the majority of

the Board not have an obligation to publicly express them in debating issues before decisions are made?

Bob was also interested in the Report's description of fiduciary duty, which he quoted from the report. He then asked if a Board member has an honestly held view and does not express it, is he/she in violation of their fiduciary duty? Bob also commented that in order to perform these "Standard of Care" and "Fiduciary Duties", shouldn't the internal Board members have equal access to the same information and have equal opportunity to participate by performing the full role of a Board member as do the External Board members.

The Chair said that he and the Board do not use the terms internal and external in referring to the Board members and that there were no differences between Board members.

Rebecca Jamieson responded that she had not had time to thoroughly review the document with respect to this question but there certainly are some restrictions relative to internal Governors. One example is that internal Governors may not serve as Chair or Vice Chair of the Board of Governors. Rebecca Jamieson also stated that the duties, powers and expectations are interwoven and cannot be isolated from each other.

In answer to John Pooler's question about internal Governors on the committee, Rebecca Jamieson stated that Frans Brinkman is a member of the committee along with herself, Tom Atterton and Catherine Rellinger. Any Governor may attend the committee meetings.

Code of Ethics

It was moved by Rebecca Jamieson and seconded by Tom Atterton that the Code of Ethics be adopted.

Fred Deys, Kathy Verspagen suggested that some of the language was threatening.

It was moved by Fred Deys and seconded by Rick Sterne that the Code of Ethics be tabled. A friendly amendment to the motion was made by the mover and seconder to refer the Code of Ethics back to the Board Evaluation Ad Hoc Committee for their consideration. Carried unanimously. **(MOTION 325.0.5.3.3)**

6. President's Report

6.1 Written Report

The President reported on the following events/items:

- \$1 million endowment from CanWest Global
- Winter Convocations, February 12, 2000
- Brantford Chamber of Commerce 16th Annual President's Event Honouring Retiring Chamber President Rick Sterne, February 12, 2000
- ACAATO Conference, February 20 - 21, 2000
- 4th Annual Native Students Welcoming Social, February 29, 2000
- Quit Smoking Contest, March 1, 2000
- Canada's First Robotics Competition & Banquet, March 4, 2000
- The "Choose Mohawk" campaign won a Pinnacle Award at the Canadian Public Relations Society's annual Pinnacle Awards ceremony.

It was moved by Catherine Rellinger and seconded by Olga Delvecchio that the President's Written Report to the Board, March, 2000, be accepted for information. Carried unanimously.

(MOTION 325.0.6.1)

6.2 Other Business

No report.

7. Student Association Reports

It was moved by Rebecca Jamieson and seconded by Rick Sterne that the MSA (Mohawk Students' Association) Report, the SAC (Students' Athletics Committee) Report, the MCACES (Mohawk College Association of Continuing Education Students) Report and the MCAA (Mohawk College Alumni Association) Report be accepted for information. Carried unanimously. **(MOTION 325.0.7)**

8. New Business Including Notices of Motions

8.1 Information Session for Staff and Students Interested in Becoming Board Members

The Chair stated that the Governance Committee had considered Governor Verspagen's suggestion from the February 2000 Board meeting to hold an information session for staff and students interested in becoming Board members. The Governance Committee suggested that the whole Board decide on one of the following two options:

- Hold an information session for staff prior to the Faculty Governor election (election to take place in June 2000), or

-
- Hold an information session for both staff and students in January 2001.

Tom Behroozi mentioned that Michelle Harkness of Student Development & Housing, conducts (annually in January) an information session for students interested in becoming Board members and it may be possible for the current Student Governor and one other Board member to attend this session. The staff information session could then be held separately.

It was moved by Tom Behroozi and seconded by Rebecca Jamieson that the information session for staff and students be held in January 2001 and annually thereafter. Carried unanimously. **(MOTION 325.0.8.1)**

8.2 Board Chair Elected to ACAATO Executive Committee

Bob Peeling advised the Board that Jim Bethune was elected to the ACAATO Executive Committee for the term of March 2000 to March 2001.

9. Confirmation of Date, Time and Place of Next Meeting

The next meeting of the Mohawk College Board of Governors will be held on Wednesday, April 12, 2000, 6:45 p.m. in the Board Room, Fennell Campus.

10. Adjournment

It was moved by Rick Sterne and seconded by Fred Deys that the Open Portion of the Board of Governors' meeting adjourn at 8:15 p.m. Carried unanimously. **(MOTION 325.0.9)**