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Okanagan College

Board Member's Manual

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June 27, 2007

# Table of Contents

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## 1. CONTEXT

1-1 Introduction .....	4
1-2 Okanagan College History and Background .....	5
1-3 Okanagan College Students .....	6
1-4 Vision, Mission and Values .....	7
1-5 Okanagan College Direction & Planning Processes .....	15
1-5.1 The Learning Organization .....	15
1-5.2 Planning Processes .....	16

## 2. GOVERNANCE

2-1 Board of Governors Okanagan College .....	17
2-2 Governance Structure .....	18
2-2.1 Roles and Responsibilities of the Board .....	18
2-2.2 Duties of Chair and Vice-Chair .....	20
2-2.3 Role of President .....	20
2-2.4 Executive Committee Role .....	21
2-2.5 Role of Other Committees .....	21
2-3 Board Procedures/Operations .....	22
2-3.1 Meetings .....	22
2-3.2 Conflict of Interest .....	23
2-3.3 Confidentiality .....	24
2-3.4 Communications Protocol .....	25
2-3.5 Board Member Honoraria and Expenses .....	26
2-3.6 Indemnification .....	26

## 3. EDUCATION COUNCIL

3-1 Role of Education Council .....	27
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## 4. MINISTRY

4-1 Role of the Minister/Ministry .....	28
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## 5. FINANCIAL

5-1 Fiscal Responsibility .....	29
5-2 Tuition .....	30
5-3 Budgets .....	31
5-4 Okanagan College Foundation .....	33

## 6. ORGANIZATIONAL AFFILIATIONS AND AGREEMENTS

6-1 Liaison and MOU with UBC-O .....	34
6-2 Relationship with Okanagan Nations .....	35
6-3 Association of Canadian Community Colleges .....	36
6-4 Collective Agreements .....	37
6-5 Post Secondary Employers Association (PSEA) .....	38
6-6 Public Sector Employers Council (PSEC) .....	38

7. CURRENT OKANAGAN COLLEGE BOARD MEMBERS AND COMMITTEES –BOARD GOALS.....	39
7.1 Current Members .....	40
7.2 Executive Committee .....	41
7.3 Governance Committee .....	42
7.4 Finance and Audit Committee.....	44
7.5 Campus Planning Committee .....	48
7.6 Human Resource and Compensation Committee.....	49
7.7 Presidential Review Committee .....	50
8. COLLEGE AND INSTITUTE ACT .....	51
9. OKANAGAN COLLEGE BY-LAWS .....	52
10. OKANAGAN COLLEGE VIEW BOOK.....	53
11. ORGANIZATIONAL CHART – LEADERSHIP TEAM.....	54
12. USEFUL CONTACTS .....	56
13. BEST PRACTICES GUIDELINES – GUIDELINES FOR GOVERNING BODIES – BC GOVERNMENT PUBLICATION.....	62
14. LIST OF ONLINE REFERENCES.....	64
a. Policy Catalogue	
b. Okanagan College Board Website	
c. Okanagan College Education Council	
d. Okanagan College Calendar	
e. Continuing Education Brochures	
f. Administrative Personnel Policy	
g. Faculty Association Collective Agreement	
h. BCGEU Vocational Instructors Collective Agreement	
i. BCGEU Support Staff Collective Agreement	
j. Okanagan College Foundation	
k. Strategic Directions – Designing Our Future	

# 1. CONTEXT

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## 1-1 Introduction

This manual has been produced to provide an overview of information for members of the Okanagan College Board of Governors. It serves as an introduction to the College, its key operations and the role of the Board.

The manual provides summary information and is not intended as a substitute for information contained in legislation, bylaws, policies or other documents pertaining to the governance and operations of Okanagan College.

It is hoped that the manual will provide a helpful overview and introduction to Board members to familiarize them with the Okanagan College and its governance.

## 1-2 Okanagan College History and Background

### History

Okanagan College has a distinguished history of development. Okanagan College was originally established in 1965. Initially it offered vocational programs, and then began delivering university/career transfer programs in 1968. By 1989 partnership baccalaureate degrees with the University of Victoria and the University of British Columbia were offered and in 1992 its name became Okanagan University College. Legislative authority to grant baccalaureate degrees with a governance structure similar to universities was granted to Okanagan University College in 1995. In March 2004, the Government of BC announced the establishment of the new Okanagan College which was created from the transformation of Okanagan University College to establish two distinct institutions - Okanagan College and the University of British Columbia Okanagan (UBC Okanagan).

### Background

- September 2005 marked the first year of the new Okanagan College's operation.
- For Fall 2005, more than 4,600 students are enrolled in career, vocational, trades, technical, university transfer and applied bachelors degree programs.
- Life long learning is also supported through an array of adult education and upgrading programs.
- By 2010 it is expected that Okanagan College's enrolment will increase to about 5,200 with the development of new programs and facilities.
- The College has campuses in Kelowna, Salmon Arm, Vernon, and Penticton, as well as education centres throughout the region.
- The annual budget of the College is approximately \$65.6 million.
- Approximately 1,000 people are employed by the College (full and part-time).
- Provincial government provides about 55% of the annual operating/capital budget, with the remainder coming from tuition fees, the community, contract training and other College sources.

## 1-3 Okanagan College Students

Okanagan College serves students in a large region ranging south from Osoyoos and Princeton, west to Mica Creek and north-east to Revelstoke.

The age of students ranges from 18 years to beyond 40 years, but typically most students are in their mid-20s.

While many students enter programs directly from high school, a large proportion enroll several years after leaving high school to take on a career path or upgrade their skills. A large proportion of students are also enrolled on a part-time basis and balance family and employment responsibilities.

A range of services and facilities are available for students attending Okanagan College including:

- Financial Aid & Awards Services
- Counseling Services
- Academic Advising Services and Learning Centre for academic assistance
- Aboriginal Programs and Services
- Campus Health Services
- Disability Services
- Chaplaincy Office
- Co-op, Graduate and Student Employment Office
- Fitness Facility
- College Student Residence in Kelowna (105 furnished rooms in pod units and 30 private studio suites)
- The Library serves needs of students and faculty at the four campuses with one collection, and daily deliveries among the library centres during academic terms. An agreement with UBC Okanagan also enables students to access UBC Okanagan and UBC Vancouver library collections.

Students have opportunities to participate in athletics in both intramural and intercollegiate activities. Combined teams with Okanagan College and UBC Okanagan students participate in the British Columbia Colleges Athletic Association (BCCAA) in basketball, soccer and volleyball.

Students of the Kelowna, Penticton and Salmon Arm campuses are represented by the Okanagan College Students' Union (OCSU). It is an independent and registered organization under the *Society Act*. The OCSU sets its student fee structure, under the Act, and the Okanagan College is responsible for collecting the fees and submitting them to the OCSU. Services of the OCSU include advocacy, student dental/health plans and organization of student activities. The Vernon campus has its own student association, the Kal Campus Students' Association (KCSA).

The Alumni Association promotes and supports Okanagan College through various activities including the organization of events, creation of programs (e.g. Distinguished Alumni Award), and the promotion of scholarships and bursaries.

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## 1-4 Vision, Mission and Values

### **Strategic Plan Okanagan College**

#### **Mission, Vision and Values**

##### **Mission**

Okanagan College transforms lives and communities. We educate, train and support our students to excel in the workplace, to succeed in further education and to become lifelong learners.

##### **Vision**

We are the college of first choice; a college which students are proud to attend, where employees are proud to work, and whose graduates are highly valued in the workplace and at other post-secondary institutions.

Our vibrant campus life supports an excellent education for our local, national and international students. We promote the free exchange of ideas and the development and application of critical thinking skills. Our goal is to develop global citizenship in our community of informed learners.

As leaders in the economic, cultural and intellectual growth of our communities we work collaboratively with all our partners to anticipate and meet education and labour market needs.

##### **Values**

###### **Student success**

Student success is our first priority.

###### **Learning centred**

Learning is at the centre of everything we do. We respect the diverse ways in which our students and employees learn.

###### **Ethical behaviour**

We value a culture where employees and students act ethically, conduct themselves with integrity and fairness, and practise open communication.

###### **Respect for each other**

We cultivate a respectful, integrated and cooperative learning community and value the contributions each of us makes and the support we provide to each other.

**Equity and accessibility**

We encourage an equitable and accessible environment which promotes, involves and reflects our diverse communities.

**Respect for Aboriginal culture, tradition and individuals**

We embrace Aboriginal history and tradition and actively encourage participation and involvement by Aboriginal people and communities.

**Access to education**

We support access to education for individuals from communities of all sizes.

**Responsibility and accountability**

We are responsible and accountable to our stakeholders in implementing, measuring and evaluating activities to ensure they are effective, efficient and learner-centred.

## **Key Directions 2006 - 2011**

### **Key Directions**

Okanagan College has one key direction that will serve as the foundation for all our initiatives, goals and operating plans. As the following image suggests, the learning organization is at the core of our strategic plan for the next five years. Pursuing each individual key direction helps us achieve our goal of becoming a learning organization.

Our key directions are dynamic and will be adapted and refined annually to reflect changes in our internal and external environment. As we develop a solid base of qualitative and quantitative measurement and analyze our ability to achieve our key directions, we will adapt the directions.

Our key directions will guide the development of the College. They complement the goals of the Ministry of Advanced Education and the annual planning documents required by the Ministry. More importantly, the key directions guide our long-term educational and capital plans as well as our annual operational plans. These more comprehensive plans will include specific accountabilities and measurable outcomes.

### **Learning Organization**

A learning organization seeks to meet the needs of students, employees and communities.

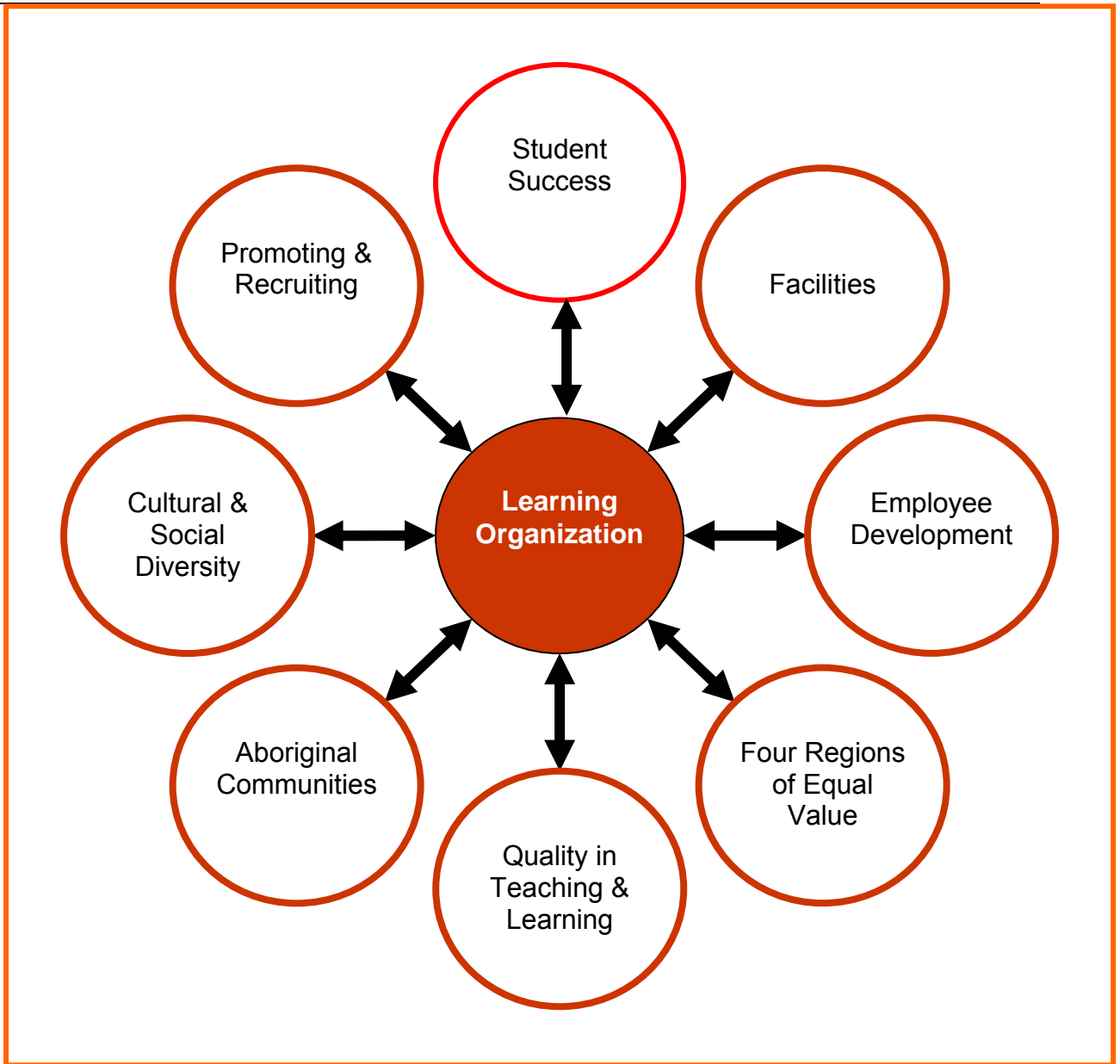
A learning organization engages learners as full partners in the learning process and provides many options for learning. It supports learners in collaborative learning activities, and defines the role of employees by the needs of learners. The learning organization succeeds when learning can be documented.

As a learning organization Okanagan College supports lifelong learning for:

- students, in every aspect of their learning both within the college and the community
- employees, through encouraging shared decision-making and informed risk-taking, innovation and creativity
- communities, by building partnerships and providing access to lifelong learning opportunities

Okanagan College

**Key Directions  
2006 – 2011**



## **Okanagan College Key Directions 2006 – 2011**

### **Learning organization** – Create a world-class learning organization

- 1.0** Establish benchmark measurement of and set annual goals for improving or, where appropriate, maintaining, satisfaction with programs and services offered by Okanagan College as a world class learning organization. Groups to be included are:
  - students
  - employees
  - alumni
  - communities
  - partners

### **Student success** – Support student success with every student interaction

- 1.0** Demonstrate improvements in satisfaction levels with facilities, services, programs and campus life
- 2.0** Increase the percentage of students who attain their educational goals
- 3.0** Increase the number of students who complete a personal portfolio as part of their program
- 4.0** Increase mentoring between alumni, senior and new students
- 5.0** Increase financial aid for students through donations made to the Okanagan College Foundation

### **Employee development** – Create an organizational development program that enhances personal and organizational growth and employee satisfaction

- 1.0** Demonstrate improvements in employee satisfaction levels
- 2.0** Increase the number of employees completing a personal portfolio including individual learning plans specific to their role
- 3.0** Increase employee learning through personal and professional development, research, scholarly activity, shared decision-making, informed risk-taking, innovation and creativity

### **Four regions of equal value** – Develop sustainable programming and services in all four regions through programs that anticipate and meet student, community and employer needs

- 1.0 Increase the diversity of programming in each region
- 2.0 Increase enrolments, access to programs and services in each region

**Quality in teaching and learning** – Support a broad array of learner-centred methodologies

- 1.0 Increase student, community, employer and partner post-secondary institution satisfaction with programs and services
- 2.0 Increase the vitality of educational delivery by supporting a variety of methods and technologies
- 3.0 Increase the number of employees who participate in teaching enhancement activities
- 4.0 Increase transfer and laddering opportunities within Okanagan College and to and from other institutions
- 5.0 Increase integration and collaboration among departments, programs, portfolios and regions
- 6.0 Increase numbers of students who achieve their learning outcomes
- 7.0 Decrease the number of large class sections

**Promoting and recruiting** – Actively promote the College and recruit students, employees and support for the institution

- 1.0 Demonstrate improvements in awareness and positive perception of Okanagan College's programs, services and contributions to the region
- 2.0 Increase enrolments, especially in targeted programs
- 3.0 Increase employee and partner engagement in recruiting and promotional activities
- 4.0 Increase numbers and degree of involvement by alumni in promoting and recruiting activities
- 5.0 Establish benchmark market data that pertain to the image and degree of appreciation of Okanagan College, its activities, students, graduates, programs and services, and regularly re-survey to establish progress and effectiveness of marketing activities

**Facilities** – Create inspiring and environmentally responsible learning spaces

- 1.0 Measure all new facilities development against current measures of green buildings using LEED Gold Standards
- 2.0 Improve annual user satisfaction
- 3.0 Ensure every new building includes partnership contributions

- 4.0** Increase amount raised by Okanagan College Foundation for capital fundraising projects

**Aboriginal communities** – Partner with aboriginal communities to increase aboriginal participation and success rates

- 1.0** Increase aboriginal student enrolment and level of satisfaction with programs and services
- 2.0** Increase the quality and quantity of aboriginal content incorporated in program curriculum
- 3.0** Ensure aboriginal representation on boards and advisory committees

**Cultural and social diversity** – Prepare students to excel in an increasingly inter-dependent and culturally diverse global environment

- 1.0** Increase cultural and social diversity in curriculum and campus activities
- 2.0** Increase international activity in all four regions
- 3.0** Increase international student satisfaction with facilities, services, programs and campus life
- 4.0** Increase the number of Okanagan College students who engage in study abroad activities

## Appendix One

### Facets of a Learning Organization

**Learning organizations** are “places where people continually expand their capacity to create the results they truly desire, where new and expansive patterns of thinking are nurtured, where collective aspiration is set free, and where people are continually learning to see the whole together”. Senge, P. (1994), *The Fifth Discipline Fieldbook*. New York: Doubleday.

**A high quality learning experience** can only be provided by a college devoted to services that meet the needs of customers both external (students and other beneficiaries) and internal (staff are each other's customers). O'Banion, T. A Learning College for the 21<sup>st</sup> Century. *Community College Journal*, Dec/Jan 1995-96, p. 20

**A learning organization reflects the following:**

- “Learning is a process that is lifelong for everyone and should be measured in a consistent, ongoing manner focussed on improvement.
- Everyone is an active learner and teacher through collaboration, shared responsibility and mutual respect.
- The learning process includes the larger community through the development of alliances, relationships, and opportunities for mutual benefit.
- Learning occurs in a flexible and appropriate environment”.

O'Banion, T. A Learning College for the 21<sup>st</sup> Century. *Community College Journal*, Dec/Jan 1995-96, p. 21

**McPhail et al suggest that the Learning-Centered Community College needs to:**

- Make learning its central focus
- Make students active partners in the learning process
- Assume final responsibility for producing student learning
- Focus on learning outcomes to assess student learning and success
- Create a holistic environment that supports student learning
- Ensure that every member of the college community is a learner
- Evaluate all areas of the college by the way they foster student learning”..

McPhail, P. et al, Creating and Leading the Learning College, *Community College Journal of Research and Practice*, 1066 – 8296, Jan., 2001, Vol. 25, Issue 1

## 1-5 Okanagan College Direction & Planning Processes

Okanagan College looks to the ideals of learning organizations to help shape its direction and operations. Moreover, the strategic planning process is key in setting the strategic directions of Okanagan College and guiding all other planning processes of the institution.

### 1-5.1 The Learning Organization

As a **Learning Organization**, Okanagan College aims to produce the best possible results. Towards success, the College's operations strive to closely reflect the values and practices of proven learning organizational models. This includes:

- Delivering service to enable the most effective learning experience for students as the core value and operating principle
- Recognizing that faculty and staff are learners too and should be supported in their quest for constant improvement of performance
- Understanding that interaction among the various parts will allow collective benefits from the talents, strengths, knowledge, etc. of each of the parts
- Encouraging horizontal as well as vertical relationships in the organization
- Maintaining an organizational level that is as flat as possible
- Implementing a system of accountability for goals as a key aspect of planning
- Setting forth clear expectations and appropriate accountability structures as demanded by decentralized decision-making and autonomy
- Maintaining balance between regional and pan institutional interests – growing and sustaining four regional campuses
- Implementing a management matrix to ensure consistency in service levels, quality, and standards throughout the four regional campuses (quality control issue)
- Acknowledging the importance of teamwork between and among the campuses

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## 1-5.2 Planning Processes

### Strategic Planning

Okanagan College undertakes a strategic planning process that creates as its outputs the College's vision, mission and values as well as pan-institutional goals and objectives. Together these set the major strategic directions for the development of the College. The strategic plan is overarching in guiding detailed institutional planning processes and informing planning reports that are required by the provincial government.

#### **Role of the Board in the Strategic Planning Process:**

- Approve planning process principles
- Contribute to the development of the vision, mission and values
- Encourage and support the planning process within internal and external communities
- Approve and endorse final plan
- Receive progress reports on implementation and monitor directions

The strategic plan is reviewed and updated annually as appropriate, with a new planning process undertaken on a regular basis.

The strategic plan is an important framework for setting Okanagan College's priorities and direction. It is the foundation piece to guide the directions of all other planning that takes place at Okanagan College as outlined below.

Okanagan College Planning Processes Guided by the Strategic Plan		
<b>Education Plan</b>	Sets goals and directions for education/training programs. Reviewed annually.	Approved by Board.
<b>Operational Plan</b> (for institution and units)	Annual plan setting directions for the year, reflecting the required operations and commitments to deliver programs and services. Plans of the College's departments/units and regions are incorporated.	Approved by Board.
<b>Annual Operating and Capital Budget Plan</b>	Annual plan for resources to meet the requirements of the Operational Plan. Indicates projected revenues and expenditures for the upcoming fiscal year.	Approved by Board.
<b>Capital Master Plan</b>	Five-year master plan required by Ministry, indicating requirements for major capital projects (e.g. construction, major renovation).	Approved by Board and submitted to the Ministry of Advanced Education for approval.

Ministry Accountability Requirements Guided by the Strategic Plan		
<b>Three-year Institutional Service Plan</b>	Describes how the College will meet the Ministry of Advanced Education's criteria (targets, performance measures) in a three-year context.	Submitted annually to the Ministry of Advanced Education. Signed by President and Board Chair.
<b>Annual Institutional Service Plan Report</b>	Describes the College's results towards meeting FTE targets and performance measures assigned by the Ministry of Advanced Education.	Submitted annually to the Ministry of Advanced Education. Signed by President and Board Chair.
<b>Multi-Year Plan</b>	A Ministry accountability requirement. Detailed and comprehensive document that includes a 6-year history (not yet applicable to Okanagan College), and three-year plan incorporating goals, performance measures, economic impacts, alignment of College/Ministry goals and capital master plan.	Submitted annually to the Ministry of Advanced Education. Signed by President and Board Chair.

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## 2. GOVERNANCE

### 2-1 Board of Governors Okanagan College

The Okanagan College Board is composed of the following members:

- a) 8 or more persons appointed by the Lieutenant Governor-in-Council
- b) One person on the faculty of the institution and elected by the faculty members
- c) 2 students elected by the students
- d) One person who is part of the support staff and elected by the support staff
- e) the President, and
- f) the Chair of the Education Council

Faculty and support staff members serve a three-year term and may be re-elected. Student members serve a one-year term and may also be elected to further terms.

As individuals serving on the Board, members carry a number of intrinsic responsibilities including:

- prepare for and fully participate in all meetings
- keep aptly informed about major aspects of Okanagan College
- help strengthen Okanagan College and set a positive tone and climate
- act in the best interests of Okanagan College
- be aware of education issues as well as community, provincial and national developments potentially affecting Okanagan College
- make personal contact with elected officials as appropriate
- respect the internal administrative authority of the President and other employees
- work in concert with Board members and uphold Board decisions

Towards effective governance, Board members are subject to a **Code of Conduct**. In sum, members have the duties to act with:

- *Integrity* - honesty/good faith
- *Loyalty* - faithful to institution
- *Care* - using prudence/diligence
- *Confidentiality* – keeping appropriate information confidential
- *Skill* – using knowledge/expertise effectively

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## 2-2 Governance Structure

### 2-2.1 Roles and Responsibilities of the Board

#### Responsibilities Designated in the Act

The authority of the Board is specified in Part 4 of the *Act*. In the governance of Okanagan College the Board does not participate in the day-to-day administration, but establishes the governing structure with broad policies and results to be achieved.

The main responsibilities of the Board include:

- Governance – general management of the affairs of Okanagan College
- Development of bylaws, committee structures, and standards for governance
- Maintaining financial integrity of Okanagan College
- Ensuring effectiveness of Okanagan College programs and operations
- Assuming powers inherent in its corporate status including entering into contracts; acquiring, holding and selling property; and to sue and be sued
- Selection, appointment and evaluation of the President
- Compliance with the legislation and guidelines under the *Act*, and related legislation

Overall, the Board represents the corporate ownership of Okanagan College in achieving positive organizational performance.

#### Charter Roles and Responsibilities

A function of the Board Resourcing and Development Office (BRDO), within the Office of the Premier is to promote and support effective board performance in the BC public sector.

In a recent publication, *Best Practice Guidelines*, the BRDO has produced guidelines for appropriate governance practices and accountability. The guidelines call for boards to have a written charter to describe their responsibilities. (*Best Practice Guidelines*, pgs. 13-14) Okanagan College will take the BRDO guidelines into regard toward developing a charter.

A Charter of Expectations, outlining the general duties and expectations of board members in the BC public sector has been produced by the BRDO for the reference of potential candidates to public Boards. (*BRDO Schedule "A" to Governing Board Candidate Profile and Declaration 2005*) This is provided as a reference on the following page.

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## **CHARTER OF EXPECTATIONS FOR DIRECTORS OF GOVERNING BOARDS<sup>1</sup>**

The Charter of Expectations for Directors of Governing Boards, as set out below, outlines for potential candidates the duties and expectations of board members generally.

### Strategic Planning

- provide input to management on emerging trends and issues
- review and approve management's strategic plans, including significant capital allocations and expenditures

### Performance Monitoring and Reporting

- monitor corporate performance against strategic and business plans
- evaluate corporate performance reporting
- evaluate performance of senior management

### Risk Assessment

- identify principal risks of the Organization's operations and ensure that appropriate systems are in place to manage these risks

### Public Policy

- appreciate the role of the Organization as an instrument of public policy
- monitor performance of Organization in relation to the strategic objectives of the shareholder

### Senior Staff

- appoint, monitor and evaluate the performance of the CEO; replace if necessary
- ensure succession planning

### Financial/Legal Integrity

- ensure ethical behaviour of entity and compliance with all laws and regulations:
- ensure accuracy of financial information and compliance with all accounting and audit principles

### Personal Integrity

- ensure personal integrity in all dealings with and on behalf of the Organization, including ongoing responsibility to disclose conflict of interest

### Governance

- establish appropriate governance structures to ensure efficient and prudent stewardship of the Organization
- assess board's own effectiveness including monitoring the effectiveness of individual board members

### Material Transactions

- review and approve material transactions not in the ordinary course of business

### Committees

- participate as appropriate on board committees including: Audit and Risk Management, Governance, Human Resources .

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<sup>1</sup> Board Resourcing and Development Office, Office of the Premier, Province of British Columbia, Schedule "A" to Governing Board Candidate Profile and Declaration 2005.

## Duties of the Chair and Vice-Chair

### **Board Chair**

The Board Chair is elected by the Board. The Chair calls and presides at all Board meetings and he/she may also establish standing committees. The orderly conduct of the meetings and the integrity of the Board's process is incumbent on the Chair. The Chair represents the Board to outside parties and is the member, together with Vice-Chair and President authorized to communicate with the media.

### **Vice Chair**

The Vice Chair is also elected by the Board. In situations where the Chair is absent or unable to act, the Vice Chair has the duty to act as Chair.

## 2-2.3 Role of the President

Specific duties of the President are outlined in of the *Act, By-Laws*.

The President is accountable to the Board and is responsible for the general management and operations of Okanagan College. Responsibilities include:

- Directing the management and business of Okanagan College
- Authority for appointing and managing all employees
- Submission of strategic initiatives and plans to the Board
- Reporting on operations and apprising the Board of emerging issues
- Implementation of Board policies through the establishment of policies, procedures, committees, organizational structures and processes deemed necessary

## 2-2.4 Executive Committee Role

The Executive Committee is chaired by the Board Chair and includes the President, Vice Chair, and other members appointed by the Chair. Vice Presidents of Okanagan College attend meetings as required to offer appropriate resource support.

The Executive Committee:

- Establishes Board meeting agendas
- Addresses and reports on matters not assigned to other Board committees
- Deals with ordinary matters arising between regular Board meetings
- May be empowered by the Board to make major decisions in times of urgency

## 2-2.5 Role of Other Board Committees

### **Governance Committee**

This Board committee addresses governance and development matters through activities such as reviewing by-laws, preparing/updating Board orientation materials, reviewing requirements for Board Committees, and facilitating understanding of roles, policies and practices. The Committee makes recommendations for vacancies in the Board membership for Lieutenant Governor-in-Council Board appointees. (*Governance Committee Terms of Reference, November 2005*)

### **Finance and Audit Committee**

This standing committee of the Board is to monitor the significant financial planning and reporting requirements of the College, and make recommendations and deliver reports to the Board of Governors, and serve as the Board's audit committee. (*Finance and Audit Committee Terms of Reference, September 2006*)

### **Campus Planning Committee**

The purpose of the Capital Planning Committee (the "Committee") is to assist the Board in fulfilling its responsibility for the oversight of long term campus development, including developing master plans for its campuses, facilities development, major capital projects, maintenance of facilities and land development. (*Campus Planning Committee Terms of Reference, September 2006*)

### **Human Resource and Compensation Committee**

This standing committee has responsibility to assist the Board in fulfilling its obligations relating to human resource contracts and compensation matters and to ensure a plan of succession management is in place.

### **Presidential Review Committee**

This standing committee has responsibility to manage and negotiate all terms and conditions of the President's employment relationship with the Board, manage the evaluation of the President and manage the selection of the President through the Selection Committee. Recommendations are made to the Board.

Sec. 2-2.4 – 2-2.5	Created 10/01/06	Updated: June 27, 2007
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## 2-3 Board Procedures/Operations

### 2-3.1 Meetings

#### **Attendance**

- Board members are required to attend all meetings. Where a member is absent for three consecutive meetings, the individual is deemed to be no longer a member, unless excused by Board resolution.
- Official observers required to be appointed by the Board (representing employees and students), may participate in open sessions of regular Board meetings but have no vote.
- Vice Presidents of Okanagan College attend all meetings unless directed by Board resolution to be excluded.
- Where approved by the Executive Committee of the Board, individuals or groups may make presentations at a Board meeting.
- Board members are also expected to attend an annual retreat for planning and operational purposes that is coordinated by the Board Governance Committee.

#### **Procedures**

- At least 8 meetings are held per year and are open, public sessions wherever possible.
- Each member has one vote except for the President and Chair of the Education Council; a quorum constitutes a majority of the voting members of the Board; a board vacancy does not impair the Board to act.
- Meetings are operated by parliamentary procedure (referencing Robert's Rules of Order) and questions are decided by majority vote.
- Certain types of matters are addressed through in-camera sessions including:
  - Management of personnel, human resource issues and collective bargaining
  - Matters relating to individual members of faculty, staff and students
  - Matters on the acquisition, disposition or security of real property
  - Legal or contractual matters warranting confidentiality
  - Operational plans, budgets, and preliminary estimates
  - Official tributes.

#### **Agendas/Notices**

- Agendas and meetings are established by the Executive Committee of the Board; meetings are also convened at the request of at least three Board members.
- Notices/agendas for Board meetings are provided at least 48 hours in advance unless an emergency meeting is called. Additions or amendments to agendas may be made by resolution at Board meetings.

#### **Special Meetings and Appeals**

- A particular issue may be dealt with at a special meeting called by the Chair or by request of three Board members.
- An appeal of a suspension of an employee or student may be considered by the Board at an in-camera Discipline Appeal Meeting.

## 2-3.2 Conflict of Interest

Okanagan College Board members hold a position of public trust. Each member is responsible for carrying out duties and responsibilities in an ethical manner and protecting the integrity of the Board of Governors and Okanagan College. There should be no real or perceived situation that could affect a Board member's ability to perform or exercise their duties or that could be affected by private gain or interest.

- Board members must be familiar with the conflict of interest guidelines and the consequences of violating the conflict of interest policy.
- If a Board member perceives a conflict of interest on any matter related to their role on the Board, the matter should be brought to the attention of the Board Chair prior to the discussion of the issue at meetings.
- If a Board member perceives another member to be in conflict of interest in a matter under consideration it must be raised with the Board at first opportunity.
- In cases where there is any doubt, whatsoever, about potential conflict of interest it is advisable to disclose the circumstances to the Chair.

To sustain trust and confidence in the College, it is vital that any form of conflict of interest is identified, disclosed and resolved to protect the integrity of the Board and its ethical standards.

Sec. 2-3.2	Created: 10/01/06	Updated:
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### 2-3.3 Confidentiality

For effective governance, Board members are obligated to maintain the confidentiality of information entrusted to them. Confidentiality requirements are indicated within the By-Laws.

- The **Code of Conduct** for Board members includes the duty of confidentiality, requiring that information that is normally considered confidential (i.e. financial and personnel issues) remain so.
- In-camera meetings require that all information and discussions of such meetings be kept confidential.
- Discipline appeals are also in-camera sessions and special meetings may be designated as in-camera.
- Overall, members are required to respect the confidentiality of meeting proceedings.

Board members operate in a position of trust and have a responsibility to honour Okanagan College's need to keep certain information confidential. Confidentiality extends to a wide range of matters Board members learn about in carrying out their duties through such means as background information, draft report data, briefings, issue analysis and discussions. Among various public and private Boards, there are common practices in exercising confidentiality and discretion. With these practices in mind, some guidelines for confidentiality are outlined below.

- Discretion in dealing with confidential information refers to all non-public College information and deliberations of the Board.
- Where Okanagan College considers and treats information confidentially, Board members, staff and others must respect the need for confidentiality.
- Deliberations and information learned during the course of service on the Board should remain confidential and used only during the conduct of business as a Board member,
- Records and information provided to individual members belong to the Board and should be handled confidentially.
- Where there is uncertainty about the confidentiality of certain information or about its disclosure, it is advisable to raise questions with the Chair or President.

Sec. 2-3.3	Created: 10/01/06	Updated:
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## 2-3.4 Communications Protocol

### **Communications with the Press and Other Bodies**

The Board Chair, Vice Chair and President are the persons authorized to speak to the media when required.

Board members may at times be contacted by the media or other authorities in their context as a representative of a region. It is the practice of Okanagan College that such inquiries be directed to the Director of Public Affairs to ensure that the most informed and reliable information from appropriate sources is conveyed. This also enables Public Affairs to track the growing interest in College issues.

In exceptional instances where there is no opportunity for reference to Public Affairs or discretion may warrant instant comment, it is advisable that Board members consider:

- i. Is it an area where a board member should be offering comment, or is it most appropriate for a response from administration or the Chair?
- ii. Are there any legal or policy implications to the issue at hand?

Should a Board member be compelled to make comments to the press it is advisable to:

- Contact the Public Affairs Director as soon as possible
- Reiterate comments to the reporter verbally and via email on a timely basis before the press deadline
- Copy the email to the Board Chair, Secretary and Public Affairs.

### **Communications with Community and College Members**

Occasionally, Board members may be approached by community members, employees or students regarding a concern or problem. The protocol for dealing with these issues is as follows:

*Community member* - suggest that contact be made with the President or other senior administrator (if known)

*Student* - suggest that contact be made in the following order with the instructor, department head, senior administrator, President, or Chair regarding the concern.

*Employee* – suggest, that contact be made with the department head, senior administrator, President or Chair regarding the concern.

If the person raising the concern is not prepared to do the suggested follow-up, it would be appropriate for the Board member to inform the Chair/President about the concern, maintaining whatever discretion and confidentiality deemed appropriate.

## 2-3.5 Board Member Honoraria and Expenses

Remuneration is authorized for Lieutenant Governor in Council members of college boards. The Remuneration for Okanagan College Board of Governors is as follows:

- \$2,000 stipend paid to members annually (student member receives monthly payments)
- \$2,500 annual stipend to Board Chair
- Mileage allowance as per Okanagan College travel policy

Members are reimbursed for all reasonable expenses related to meetings and other duties. *(By-Laws, s. 2.5)* Expense claim forms may be obtained from the Board Secretary and submitted to the same when completed.

## 2-3.6 Indemnification

In accordance with Okanagan College policies Board members will not be personally responsible for any loss or damage as a result of their good faith performance of their duties. Board members are covered by insurance under the BC University, College and Institute Protection Program.

Sec. 2-3.5 – 2-3.6	Created: 10/01/06	Updated:
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## 3. EDUCATION COUNCIL

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### 3-1 Role of Education Council

The Education Council is a legislated body established under the *Act*, Section 14.

The purpose of the Council is to provide leadership and decision-making in the areas pertaining to teaching and learning as outlined in the *Act*. The Council has three levels of responsibility.

#### **Sole decision-making**

The Council holds responsibility for setting policy relating to instruction and student evaluation. Exclusive powers of Education Council pertain to various matters including examinations, academic standing, academic standards, student awards, student appeals, and the setting of curriculum content.

#### **Joint decision-making**

Joint approval is required with the Board, on matters relating to curriculum evaluation and credit/program transfer requirements as well as other matters agreed to by Education Council and the Board.

#### **Advisory Responsibilities**

Education Council must advise the Board, and the Board must seek advice from Education Council, on matters of educational policy. This involves broad institutional issues such as educational goals and strategies, proposals regarding program priorities, evaluation of programs, admission policies, program/course cancellations and library policies.

The Education Council consists of twenty voting members: 10 faculty, 4 students, 4 administrators, and 2 support staff. Each member is elected by their constituency except the administrators who are appointed by the President. The President is a non-voting member of Education Council and in addition, the Board of Governors may appoint one person to be a non-voting member. Faculty and staff are elected for two-year terms and students for one-year terms.

Sec. 3-1	Created: 10/01/06	Updated:
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## 4. MINISTRY

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### 4-1 Role of the Minister/Ministry

The Minister of Advanced Education has responsibility for colleges and institutes in British Columbia. The *Act* indicates the powers and duties of the Minister. These prescribed and discretionary powers are delegated to various officials of the Ministry.

The Minister of Finance is the fiscal agent for institutions and has a range of powers regarding fiscal control and accountability in conjunction with the Minister of Advanced Education.

Under the *Act*, institutions are an agent of the government. Decision making power prescribed in the *Act* remains with the Minister who is a member of the Executive Council or Cabinet. The authority of the Minister of Advanced Education together with the Minister of Finance is quite considerable and extensive. It is advisable for Board members to become familiar with Part 2 of the *Act* and as well as other sections outlining powers of both Ministers.

Areas in which the Minister of Advanced Education has authority include:

- Policy
- Services
- Reporting requirements
- Budget levels
- Liabilities
- Granting of degrees, diplomas, certificates
- Establishment of accounting and information systems
- Participation in major committees
- Acquiring/disposing of land and buildings

On an annual basis, the Ministry writes to each post-secondary institution outlining the operating budget allocations, service delivery targets and priority issues. The letters are a component of Ministry planning, as required in the government's Accountability Framework.

## 5. FINANCIAL

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### 5-1 Fiscal Responsibility

Fiscal responsibility within Okanagan College is subject to the *Act*, including Ministry requirements (both Advanced Education and Finance), as well as established policies and procedures of Okanagan College. The Board has significant responsibilities in reviewing, approving and monitoring financial processes.

- The Board is accountable to the Minister to oversee control of revenue and expenditure, property and other business affairs of the College.
- Borrowing for construction or land acquisition requires prior approval of the Ministers of Advanced Education and Finance. Further, at least once a year a financial audit is required to ensure that good business practices are followed.
- Financial obligations are met through policies and directions deemed appropriate by the Board. Responsibility for meeting financial goals of the College lies with the President.
- The President is accountable to the Board for the financial management of the College and for the application of policies and directions of the Board. Operationally, the President undertakes sound financial management through delegating responsibility and accountability to appropriate senior administration.
- The Vice President of Finance and Corporate Services advises the Board on financial matters and is accountable to the President for financial management issues including financial policies, financial systems and financial procedures.
- Thorough controls and procedures are adhered to in the College's financial processes. All approved cheques are signed electronically by the President and Vice President of Finance and Operations. In addition, cheques over \$10,000 require the authorization and signature of one of five signing officers of the College.
- The financial management processes and actions of Okanagan College are built upon sound financial and business practices and carried out in accordance with College policies and applicable legislation.

## 5-2 Tuition

The Board of Governors is responsible for reviewing and approving tuition fees. Currently fee increases are limited to the rate of inflation in accordance with Ministry policy. The process for reviewing and approving tuition fees is independent of the budget planning process. A consultative approach is undertaken, and students receive a notice of any tuition fee increase early in the calendar year. Tuition fees are normally approved by February for the following academic year.

Principles have been established to guide the determination of tuition fees. The principles help to set appropriate tuition to ensure that Okanagan College provides broad access and quality education and training for students. Tuition principles pertain to:

- Accessibility
- Attention to existing policy and supports
- Market comparability
- Monitoring and review
- Consultation
- Equality for domestic students and among campuses
- Demand, market comparisons and costs with respect to non-credit courses, optional cost recovery programs and tuition for international students

While the above principles are utilized in determining tuition, it should be noted that Okanagan College tuition fees are subject to policy of the Ministry.

## 5.3 Budgets

### Annual Operating/Capital Budget

The annual operating/capital budget provides projected revenues and expenditures for the upcoming fiscal year (beginning April 1). Annual capital expenditures included in the budget pertain to items such as computers, library collections, furniture, and equipment as well as cyclical repair and maintenance for facilities. The annual capital expenditures do not require prior Ministry approval.

The annual operating/capital budget plan is linked with the planning processes of Okanagan College. The association of planning processes with the annual operating/capital budget plan is outlined below.

Strategic Plan – Sets the longer term College priorities and direction

Education Plan - Sets goals and directions for education programs, within the context of the Strategic plan

Operational Plan - Sets annual direction and outlines programs and services to be provided to operationalize the strategic plan; incorporates regional and organizational unit plans

Annual Operating/Capital Budget Plan – Resources the annual operational plan

Okanagan College's strategic plan sets the stage for aligning the planning that is linked with the annual operating/capital budget. Annual planning for the operating/capital budget uses the following timelines and processes:

- Apr.-Jun. Evaluating previous year's progress
- Jul. – Sept. Updating Priorities and Planning Framework
- Oct- Dec. Developing unit plans
- Jan.-Mar. Developing annual operational plans and budget plans
- Mar. 31 Presentation of Annual Operating/Capital Budget Plan to Board (approximately)

The development of Okanagan College's annual operating/capital budget is guided by the following principles:

- Achieve balanced budgets, meeting legislative and institutional policy requirements and utilizing generally accepted accounting methods including fair projections of revenue.
- Undertake a collegial, consultative process to produce a budget reflecting the necessary balance of the institution's programme and support activities, and accounting for the College's mandate, organization and components, towards ensuring effective, efficient education service delivery.
- Produce budget recommendations informed by the sustainability and quality of all programmes, services and activities.
- Develop and maintain a manual of operational policies that will inform budgeting, budget review and budget management. Such policies will pertain to accumulated reserve utilization, revenue procedures, and meeting fixed costs of contractual/legislative requirements.

Okanagan College utilizes Responsibility Centre Management (RCM) in the development and implementation of its annual budget. RCM involves decentralized financial accountability for revenues/expenses and incentives for units to achieve positive financial performance. Review and enhancement of the RCM model is planned to address policies pertaining to revenue distribution, carry forward guidelines and direct/indirect costs.

**Major Construction**

Capital budget planning involves longer term planning through a five-year plan for major capital projects requiring Ministry approval.

Major capital requirements for renovation, construction, and significant space alterations are planned in accordance with Ministry Guidelines in a five-year master plan. The College's Strategic Plan is a reference framework for priorities regarding major capital requirements. The five-year master plan is reviewed annually, and involves input from senior administration and staff to add new projects, prioritize and plan for the fifth year again.

**Fiduciary Responsibilities of the Board**

- Review and approve tuition fees for upcoming academic year
- Ensure budget plans are congruent with other Okanagan College planning processes
- Review and approve budget plans
- Review reports on the College's financial situation including forecasts and results
- Through Board Finance, Audit and Campus Planning Committee:
  - Review budget methodology and recommend budgets for Board approval
  - Review planned expenditures and financial results
  - Approve audit services and meet with auditors to review audit processes, audits and reports
  - Approve tenders/contracts and make recommendations to the Board
  - Review policies for long term development /maintenance of buildings/grounds

## 5-4 Okanagan College Foundation

The Okanagan College Foundation (effective July 1, 2005) has a key mandate to further the goals, objectives, and strategic interests of Okanagan College. It is a separate, independent legal entity formed under the *Society Act*. The charitable Foundation raises funds and provides financial support for:

- Scholarships, bursaries and grants for students
- College programs
- Capital projects
- New College initiatives

The Foundation builds its fundraising around a comprehensive program that includes an annual campaign, establishing named funds, gifts in kind, planned giving and major gifts that will provide a catalyst for significant developments. Okanagan College is responsible for the administrative costs of the Foundation.

The revised constitution of the Foundation enables it to serve Okanagan College as well as other post-secondary institutions, including UBC Okanagan. An example that emanates the special relationship with UBC Okanagan is the OUC Legacy Fund that generates annual bursaries to support Okanagan College students going on to pursue studies ant UBC Okanagan.

The volunteer Board of the charitable Foundation represents the entire region served by Okanagan College. The Foundation is financially accountable to its Board. The Foundation also provides a report to the Okanagan College Board of Governors annually.

Sec. 5-4	Created: 10/01/06	Updated:
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## 6. ORGANIZATIONAL AFFILIATIONS AND AGREEMENTS

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### 6-1 Liaison and MOU with University of British Columbia Okanagan

#### **Memorandum of Understanding**

Recognizing the importance of maintaining a close working relationship and establishing cooperative approaches for the benefit of students, a Memorandum of Understanding (MOU) has been established between Okanagan College and UBC Okanagan extending to March 31, 2010.

- Under this agreement areas of cooperation that have been established pertain to:
- Promoting research opportunities
- Addressing regional post-secondary needs
- Exploring resource sharing opportunities

The MOU enables specific mechanisms for cooperation to be developed.

The Board of Governors of Okanagan College and UBC Okanagan receive an annual report on undertakings and accomplishments stemming from the MOU.

#### **Co-conference of Bachelor of Business Administration Degree**

A program agreement is in place concerning the Bachelor of Business Administration degree (BBA). The BBA degree provided by Okanagan College will be co-conferred with UBC Okanagan until 2009. This means that students in the program who graduate in June 2009 or earlier will receive a degree from both Okanagan College and UBC Okanagan.

Sec. 6-1	Created: 10/01/06	Updated:
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## 6-2 Relationship with Okanagan Nations

Okanagan College supports First Nations programs in the College, and seeks to maintain liaison and cooperation with the First Nations community.

A Memorandum of Agreement (MOA) is in place with the Okanagan Nation Alliance (September 1, 2005- August 31, 2010) outlining guiding principles for cooperation in developing and offering courses with content of Okanagan indigenous culture, history, philosophy and knowledge.

Under the guiding principles of the MOA, a Memorandum of Understanding (MOU) has also been established with the Okanagan Indian Education Resources Society (“En’owkin Centre”) agreeing that the Okanagan College will work jointly with the En’owkin Centre concerning programs/curricula pertaining to Okanagan Nation history, culture, language and science.

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Sec. 6-2	Created: 10/01/06	Updated:
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## 6-3 Association of Canadian Community Colleges

The Association of Canadian Community Colleges (ACCC) is the national organization representing colleges and institutes in relations with government, business and industry.

The ACCC:

- Lobbies the federal government on behalf of members
- Provides a forum for members to share insights and experiences
- Organizes conference/workshops and professional development for college staff, students and Board members
- Facilitates participation in national and international activities (e.g. sector studies, awards programs and linkages)
- Prepares studies, reports and publications to support its membership and for advocacy purposes

The Okanagan College Board of Governors is apprised of significant ACCC activities as appropriate.

Sec. 6-3	Created: 10/01/06	Updated:
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## 6-4 Human Resource Agreements

### Collective Agreements

Okanagan College has collective agreements with the following groups:

**BCGEU Support Staff:** This agreement pertains to about 370 staff in a range of support occupations such as clerks, secretaries, facility services workers, technicians, and utility workers.

**BCGEU Vocational Instructors:** About 250 vocational instructors who teach programs in trades, office administration, health, and adult education are covered by this agreement.

**Faculty Association Agreements:** About 220 faculty responsible for diploma and degree level programs such as Business Administration, technology programs, computer science and nursing are members of the Faculty Association

The above collective agreements set out salary and benefits, pension/retirement benefits, leave provisions and various other provisions relating to elements of employer/employee relations. Current collective agreements may be viewed online via the Human Resources page.

Collective bargaining takes place in accordance with the *BC Labour Relations Code*. The Okanagan College negotiating team is appointed by the President. The process involves the exchange and tabling of proposals for discussion towards reaching a settlement. Where a collective agreement has expired, the terms and conditions remain in place until a new agreement is reached.

### Role of the Board in Collective Bargaining:

- Approve the mandate of the Okanagan College negotiating team
- Receive periodic updates on negotiations
- Approve final agreements
- Board Chair signs final agreements

### Policy for Senior Managers, Administrators and Excluded Support Staff

Senior managers, administrators and a number of designated support staff are not subject to a collective agreement. Each of these groups has a separate policy outlining their terms and conditions of employment. (*Policy for Senior Management, Administrative Policy and Support Staff Policy*)

Sec. 6-4	Created: 10/01/06	Updated:
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## 6-5 Post Secondary Employers Association (PSEA)

The Post Secondary Employers' Association (PSEA) is the employer bargaining agent for all public colleges, university-colleges and institutes in British Columbia. It is a Society created under the Public Sector Employers Act (Bill 78).

The role of the PSEA includes coordinating:

- Compensation for employees who are not subject to collective agreements
- Benefit administration
- Human resource practices
- Collective bargaining objectives

The PSEA has authority to delegate bargaining to local institutions and this is normally the practice with regard to Okanagan College.

## 6-6 Public Sector Employers Council (PSEC)

The Public Sector Employers Council (PSEC) is a provincial government body with an extensive policy role in labour relations. It is mandated with setting and coordinating strategic labour relations and human resources objectives in BC's public sector. The PSEC is chaired by the Minister of Finance and consists of eight Ministers or Deputy Ministers, the Commissioner of the Public Service and a representative from each of six public sector employers' associations, including PSEA.

Sec. 6-5 – 6-6	Created: 10/01/06	Updated:
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## 7. CURRENT OKANAGAN COLLEGE BOARD MEMBERS AND COMMITTEES

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### **Board Goals**

The Board's goals as discussed at the last meeting were reviewed and the following is the governance committee's recommendation to the Board:

### **Board Goals for 2006-2007**

1. The Board will review all Key Directions outlined in the Strategic Plan at least once throughout the year
2. The Board will conduct a review of the President's performance
3. The Board will develop a succession plan for the President
4. The Board will ensure that an institutional-wide risk assessment profile is developed
5. The Board will confirm that appropriate organizational policies have been developed
6. The Board will develop and implement a succession plan for governors including the appropriate tools required
7. The Board will develop a comprehensive governor orientation process
8. The Board will evaluate itself according to its stated goals

## Okanagan College Board Members

<b>Board Members</b>	<b>Term of Appointment</b> yy/mm/dd	<b>Community</b>
Jim Hamilton*	2004 11 28 -	President
Anne Cossentine*	2005 12 07 - present	Education Council Chair
Janet Shaw	2005 11 25 - 2007 11 25	Oliver
Jane Lister	2005 11 25 - 2007 11 25	Vernon
Bill Cooke	2007 01 18 - 2008 01 18	Celista
Paul Johnson	2005 11 25 - 2007 11 25	Kelowna
Brian Hughes	2007 01 12 - 2009 01 12	Penticton
Lance Kayfish	2007 01 18 - 2008 01 18	Kelowna
Pauline Terbasket	2007 05 30 - 2008 05 29	Westbank
Allen Tozer	2005 11 25 - 2007 11 25	Kelowna
Michael Conlin**	2006 01 01 - 2008 12 31	Faculty Representative
Angie March**	2006 01 01 - 2008 12 31	Support Staff Representative
Mark Preston Horin**	2006 11 02 - 2007 31 10	Student – Kelowna
Eve Nicole Brighthouse-Warren**	2006 11 02 - 2007 31 10	Student – Outside Kelowna

\* ex officio, non voting members

\*\* elected members

All other members are appointed by the Lieutenant Governor in Council.

### Assistant to the Board

Linda Le Gallee  
1000 KLO Road  
Kelowna, B.C.  
V1Y 4X8  
Ph: 250-862-5472  
Fx: 250-862-5439

### College Table Officer (s)

Jim Hamilton  
Andrew Hay  
Steve Koehle  
President  
Vice President, Education  
Vice President, Integrated Planning and Operations

### Bursar

Robert Eby  
Vice President, Finance & Administration

### Official Observers to the Board

Gerry Born  
John Pugsley  
Cam McRobb  
Jo-Anne Yacheson  
Support Staff  
Instructional Staff: Academic  
Instructional Staff: Vocational  
Administrative Staff

### Students:

Sam Clark-Johnson  
Liam Caves  
Desiree Day  
OC Student Union

Crystal Murphy  
Paul Champness  
Kalamalka Students Association

## OKANAGAN COLLEGE BOARD EXECUTIVE COMMITTEE

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### **I. PURPOSE**

The purpose of the Executive Committee is to review and advance the work of the Board, the Board's committees and to set the Board of Governor's meeting schedules and agendas.

### **II. COMPOSITION AND OPERATIONS**

- A. The Board Chair, Vice Chair and the President will compose the Executive Committee of the Board. From time to time the Board Chair may ask other Board Committee Chairs to attend meetings of the Executive Committee.
- B. The Executive Committee will meet two weeks prior to all regularly scheduled Board meetings.
- C. The Secretary to the Board of Governors will serve as a resource to the Executive Committee.

### **III. DUTIES AND RESPONSIBILITIES**

The Committee will perform the following duties:

- A. Set the annual schedule of Board meetings to be approved by the Board.
- B. Set the agendas for the Board meetings.
- C. From time to time, as may be required, address and report on matters not assigned to other Board committees.
- D. Act on behalf of the Board in situations that require immediate action or attention and it is not possible to convene the whole Board.
- E. In concert with the Governance Committee Chair, review and report to the Board on a semi-annual basis the implementation, progress and evaluation of the annual goals of the Board.

### **IV. ACCOUNTABILITY**

The Executive Committee shall report its discussions to the in-camera meetings of the Board by maintaining minutes of its meetings and providing an oral report at the next in-camera meeting of the Board.

Established 2005 01 18

## OKANAGAN COLLEGE BOARD GOVERNANCE COMMITTEE

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### **I. PURPOSE**

The purpose of the Governance Committee (the “Committee”) is to provide a focus on governance that will enhance the College’s performance. The Committee assesses and makes recommendations regarding Board effectiveness, provides direction regarding ongoing Board member development and leads the process for recommending Board criteria to the Government for consideration when appointing Board members.

### **II. COMPOSITION AND OPERATIONS**

- A. In addition to the Board Chair and President as ex-officio members of the Committee, the Committee shall be composed of not fewer than two Board members and not more than four Board members.
- B. The Committee shall meet at least three times each year.

### **III. DUTIES AND RESPONSIBILITIES**

The Committee has the responsibility to:

- A. Prepare as may be required, and review annually, for Board approval, a Board Manual containing the policies and procedures by which the Board will operate, Board Bylaws and the duties of the Board Chair, the President, individual Governors and the Board Committees.
- B. Recommend to the Board, and annually implement, an appropriate evaluation process for the Board, the Board Chair and the Board Committees. From time to time, the Committee shall recommend an evaluation of individual Board member’s performance.
- C. Develop recommendations regarding the essential and desired experiences and skills for potential Board members, taking into consideration the Board’s short-term needs and long-term succession plans.
- D. In consultation with the President and Board Chair, recommend, through the Board Chair, to Government the criteria and potential candidates the Minister should consider when appointing members to the Board.
- E. In concert with the Board Chair and President, conduct new Board member orientation.
- F. In concert with the Board Chair and the President, develop the Annual Board Calendar for approval by the Board.
- G. Recommend to the Board Chair and the President annual Board professional development requirements and activities.

- H. Review from time to time the College's code of conduct and ethics policy.
- I. At the request of the Board Chair or the Board, undertake such other corporate governance initiatives as may be necessary or desirable to contribute to the success of the College.

#### **IV. ACCOUNTABILITY**

The Committee shall report its discussions to the Board by maintaining minutes of its meetings and providing an oral report at the next Board meeting.

Established 2005 01 18

## OKANAGAN COLLEGE BOARD FINANCE AND AUDIT COMMITTEE

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### I. PURPOSE

The purpose of the Finance and Audit Committee (the "Committee") is to monitor the significant financial planning and reporting requirements of the College, and make recommendations and deliver reports to the Board of Governors, and serve as the Board's audit committee.

### II. COMPOSITION AND OPERATIONS

- A. In addition to the Board Chair and President as ex-officio members of the Committee, the Committee shall be composed of no fewer than three Board members and no more than five Board members, and may invite an independent external professional accountant as required and appropriate to assist with the review of the annual audited financial statements.
- C. Committee members shall be "financially literate"<sup>1</sup> and at least one member shall have "accounting or related financial expertise".
- D. The Committee shall meet at least four times each year. Additional meetings will be scheduled as necessary during budget deliberations and annual approval of the financial statements. The external auditor or any member of the Committee may also call a meeting of the Committee.
- E. Committee members are expected to attend all meetings.
- F. The majority of members of the Committee will constitute a quorum.

### III. DUTIES AND RESPONSIBILITIES

The Committee will perform the following duties:

#### A. Financial Statements and Other Financial Reporting

The Committee will:

- i) Review and recommend for approval to the Board, financial information that will be forwarded to the government, including:
  - a) the financial content of any reports required by government or regulatory authorities that require Board review; and
  - b) any management report that accompanies published financial statements (to the extent such a report discusses the financial position or operating results) for consistency of disclosure with the financial statements themselves.

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<sup>1</sup> The Board has defined "financial literacy" as the ability to read and understand a balance sheet, income statement and a cash flow statement. Board members should have a clear understanding of the difference between cash and accrual accounting.

- ii) Review normal periodic internal financial information provided to the Board, including:
  - a) internal periodic financial statements;
  - b) annual audited financial statements;
  
- iii) Ensure that:
  - a) the Board receives timely reports that keep it properly informed of the College's financial situation and that provide the information needed for the Board's decision-making; and
  - b) the Board receives any known factors which may significantly influence either revenue or expense components.
  
- iv) Review and discuss:
  - a) the appropriateness of accounting policies and financial reporting practices used by the College;
  - b) any significant proposed changes in financial reporting and accounting policies and practices to be adopted by the College; and
  - c) any new or pending developments in accounting and reporting standards that may affect the College;

## **B. Limits of Spending**

The Committee will:

- i) review the policies of spending authorities for operating and capital expenditures and present these recommendations to the Board for its approval; and
- ii) monitor compliance through the audit process and recommend to the Board any changes which may be necessary from time to time.

## **C. Internal Control Systems**

The Committee will review and obtain reasonable assurance that internal control systems are operating effectively to produce accurate, appropriate and timely information. This includes:

- i) review the College's financial controls and policies;
- ii) obtain reasonable assurance that the systems of internal controls are properly designed and effectively implemented through discussions with and reports from management and the external auditor; and
- iii) monitor compliance with statutory and regulatory obligations;

## **D. External Audit**

The Committee will review the planning and results of external audit activities and the ongoing relationship with the external auditor. This includes:

- i) review and recommend to the Board, for approval, engagement of the external auditor;
- ii) review the annual external audit plan, including but not limited to the following:
  - a. engagement letter;
  - b. objectives and scope of the external audit work;
  - c. procedures for quarterly review of financial statements;
  - d. materiality limit;

- e. areas of audit risk;
  - f. staffing;
  - g. timetable; and
  - h. proposed fees.
- iii) meet with the external auditor to discuss the College's annual financial statements and the auditor's report including the appropriateness of accounting policies and underlying estimates;
  - iv) review and advise the Board with respect to the planning, conduct and reporting of the annual audit, including but not limited to:
    - a. any difficulties encountered, or restriction imposed by management, during the annual audit;
    - b. any significant accounting or financial reporting issue;
    - c. the auditor's evaluation of the College's system of internal controls, procedures and documentation;
    - d. the post audit or management letter containing any findings or recommendation of the external auditor, including management's response thereto and the subsequent follow-up to any identified internal control weaknesses;
    - e. any other matters the external auditor brings to the Committee's attention; and
    - f. assess the performance and consider the annual appointment of external auditors for recommendation to the Board.
  - v) review and receive assurances on the independence of the external auditor;
  - vi) review the non-audit services to be provided by the external auditor's firm or its affiliates (including estimated fees), and consider the impact on the independence of the external audit; and
  - vii) meet periodically, and at least annually, with the external auditor without management present.

### **E. Investment Management Activity**

The Committee will:

- i) annually review the investment policy for those handling the College's funds and recommend any needed revisions to the Board;
- ii) where appropriate, recommend the appointment, renewal or replacement of fund managers; and
- iii) regularly review the performance of fund managers against the investment policy.

### **F. Budget Development**

- i) The Committee will, with the assistance of the Vice President, Finance, make an in-depth examination of the budget development process including:
  - a. the methodology used to establish the operating budget - revenue estimates, base assumptions for expense projections, risk factors, inflation allowances, etc.;
  - b. planned capital expenditures by category and the projections for expenditures justified by rate of return;
- ii) review the planned management summary presentation to the Board to ensure that it will provide the Board members with a clear, concise picture of the financial implications of the operating plan and the associated risks;

- iii) recommend the operating budget and the annual capital budget for approval by the Board.

### **G. Monitoring On-going Financial Performance**

The Committee will ensure, through the Vice President, Finance;

- i) that the Board receives timely reports which keep it properly informed of the overall financial situation of the College;
- ii) that all reports to Board show a clear picture of the financial situation in each principal area of activity and include cash flow for the period and year to date;
- iii) that capital budget reports provide information on both a project and total expenditure basis.

### **H. Other**

The Committee shall:

- i) review insurance coverage of significant risks and uncertainties;
- ii) review material litigation and its impact on financial reporting;
- iii) review policies and procedures for the review and approval of the President's and Board's expenses.

## **IV. ACCOUNTABILITY**

The Committee shall report its discussions to the Board by maintaining minutes of its meetings and providing an oral report at the next Board meeting.

## OKANAGAN COLLEGE BOARD CAMPUS PLANNING COMMITTEE

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### **I. PURPOSE**

The purpose of the Capital Planning Committee (the “Committee”) is to assist the Board in fulfilling its responsibility for the oversight of long term campus development, including developing master plans for its campuses, facilities development, major capital projects, maintenance of facilities and land development.

### **II. COMPOSITION AND OPERATIONS**

- A. In addition to the Board Chair and President as ex-officio members of the Committee, the Committee shall be composed of no fewer than two Board members and no more than five Board members.
- B. The Committee shall meet at least three times each year.

### **III. DUTIES AND RESPONSIBILITIES**

The Committee has the responsibility to:

- A. Review the planning processes, risk assessments, building design, and recommend for approval to the Board, where appropriate, the construction of major facilities capital projects.
- B. Consider the principal strategic risks and opportunities associated with facilities developments and capital projects.
- C. Review management’s plans to develop land and facilities opportunities.
- D. Assist in identifying all sources of funding for major capital projects.
- E. Review leases which require Board approval and make recommendations to the Board.
- F. Review facilities project progress reports and make a report to the Board.
- G. Ensure that the Finance and Audit Committee is aware of any capital projects valued at \$100,000 or more.
- H. Ensure appropriate building security and personal safety policies are in place.
- I. Review the deferred, regular and new maintenance issues from time to time.
- J. Review the plans for required technology and infrastructure support for classrooms, as outlined in the Key Directions, that support a broad array of learner-centred methodologies.

### **IV. ACCOUNTABILITY**

The Committee will report its discussions to the Board by maintaining minutes of its meetings and providing an oral report at the next Board meeting.

Established 2006 02 28

## OKANAGAN COLLEGE HUMAN RESOURCES AND COMPENSATION COMMITTEE

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### **I. PURPOSE**

The purpose of the Human Resources Committee (the “Committee”) is to assist the Board in fulfilling its obligations relating to human resources and compensation matters and to establish a plan of continuity and development of senior management.

### **II. COMPOSITION AND OPERATIONS**

- C. In addition to the Board Chair and President as ex-officio members of the Committee, the Committee shall be composed of not fewer than two Board members and not more than four Board members.
- D. The Committee shall meet at least two times each year.

### **III. DUTIES AND RESPONSIBILITIES**

The Committee has the responsibility to:

- A. Develop and recommend to the Board the succession plan for the President, and provide recommendations to the Board on succession planning strategies.
- B. Ensure there are succession plans in place for the Vice President level of management and report annually to the Board.
- C. Review with the President the organizational structure of management (Vice President level and Leadership Team).
- D. Ensure that compensation arrangements for Vice Presidents and excluded staff comply with the Post Secondary Employers Association requirements.
- E. Review proposed bargaining mandates and bargaining committee recommendations regarding collective agreements and recommend acceptance or rejection by the Board.
- F. Review and approve collective agreements with unionized employees.
- G. Review the College's significant human resource policies from time to time.

### **IV. ACCOUNTABILITY**

The Committee shall report its discussions to the in-camera meetings of the Board by maintaining minutes of its meetings and providing an oral report at the next in-camera meeting of the Board.

Established 2005 04 26

## **OKANAGAN COLLEGE PRESIDENTIAL REVIEW COMMITTEE**

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### **I. PURPOSE**

The purpose of the President Review Committee (the “Committee”) is to manage and negotiate all terms and conditions of the President’s employment relationship with the Board, manage the evaluation of the President and manage the selection of the President through the Selection Committee.

### **II. COMPOSITION AND OPERATIONS**

- A. The Board Chair, Vice Chair and the Chair of the Human Resources Committee will compose the President Review Committee of the Board.
- B. The Committee will meet semi annually, or as necessary.
- C. The Secretary to the Board of Governors will serve as a resource to the Committee.

### **III. DUTIES AND RESPONSIBILITIES**

The Committee will perform the following duties:

- A. Appoint the members of the Selection Committee and work with the Selection Committee pursuant to the Terms of Reference for the Selection Committee.
- B. Negotiate the terms and conditions of employment, including the job description for the President. Recommend to the Board, for Board’s approval, the President’s term, compensation and duties.
- C. Review and agree upon the President’s annual goals with the President.
- D. Conduct the annual performance evaluation of the President.
- E. Make a recommendation to the Board on the renewal of an existing President.
- F. Review performance issues and investigate any complaints of inappropriate behaviour by the President.

### **IV. ACCOUNTABILITY**

The Committee shall report its discussions to the in-camera meetings of the Board by maintaining minutes of its meetings and providing an oral report at the next in-camera meeting of the Board.

Established 2005 04 26

## 8. COLLEGE AND INSTITUTE ACT

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For online version go to:

**[http://www.qp.gov.bc.ca/statreg/stat/C/96052\\_01.htm](http://www.qp.gov.bc.ca/statreg/stat/C/96052_01.htm)**

## 9. OKANAGAN COLLEGE BOARD BY-LAWS

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## 10. OKANAGAN COLLEGE VIEW BOOK 2007/08

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For online version go to:

**<http://www.okanagan.bc.ca/AssetFactory.aspx?did=1645>**

## 11. ORGANIZATIONAL CHART - LEADERSHIP TEAM

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**Organization Chart – Leadership Team**

## 12. USEFUL CONTACTS

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## Useful Contacts

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### Frequent Contacts

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## Board Observers

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## Students

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## Okanagan College Foundation

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<b>Kathy Butler</b> Director, Advancement & Alumni Affairs	762-5445 ext. 4775 kbutler@okanagan.bc.ca

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<b>Hon. Tom Christensen</b> Okanagan-Vernon	Victoria Vernon	250-953-4844 250-503-3600 tom.christensen.mla@leg.bc.ca
<b>Sindi Hawkins</b> Kelowna-Mission	Victoria Kelowna	250-953-4887 250-712-3620 sindi.hawkins.mla@leg.bc.ca
<b>Al Horning</b> Kelowna-Lake Country	Victoria Kelowna	250-953-4896 250-65-8516 al.horning.mla@leg.bc.ca
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<b>Sen. Ross Fitzpatrick</b> Okanagan-Similkameen	Ottawa	613-992-4974 <a href="mailto:fitzpr@sen.parl.gc.ca">fitzpr@sen.parl.gc.ca</a>

## 13. BEST PRACTICES GUIDELINES

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For online version go to:

**<http://www.fin.gov.bc.ca/oop/brdo/corporateguidelines.pdf>**

## 14. LIST OF ONLINE REFERENCES

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## List of References Online

The references that follow are available on the Okanagan College website:

**[www.okanagan.bc.ca](http://www.okanagan.bc.ca)**

Each item is listed below with the specific corresponding web address. However, these addresses may change from time to time and members are advised that all items may be located via the College's home page.

<b>a. Policy Catalogue</b>	<a href="http://www.okanagan.bc.ca/Page15334.aspx">http://www.okanagan.bc.ca/Page15334.aspx</a>
<b>b. Okanagan College Board Website</b>	<a href="http://www.okanagan.bc.ca/Page1426.aspx">http://www.okanagan.bc.ca/Page1426.aspx</a>
<b>c. Okanagan College Education Council</b>	<a href="http://www.okanagan.bc.ca/Page1428.aspx">http://www.okanagan.bc.ca/Page1428.aspx</a>
<b>d. Okanagan College 2006/07 Calendar</b>	<a href="http://www.okanagan.bc.ca/calendar/">http://www.okanagan.bc.ca/calendar/</a>
<b>e. Continuing Studies Brochures</b>	<a href="http://www.okanagan.bc.ca/Page12278.aspx">http://www.okanagan.bc.ca/Page12278.aspx</a>
<b>f. Administrative Personnel Policy</b>	<a href="http://www.okanagan.bc.ca/Asset831.aspx">http://www.okanagan.bc.ca/Asset831.aspx</a>
<b>g. Faculty Association Collective Agreement</b>	<a href="http://www.okanagan.bc.ca/Asset4054.aspx?method=1">http://www.okanagan.bc.ca/Asset4054.aspx?method=1</a>
<b>h. BCGEU Vocational Instructors Collective Agreement</b>	<a href="http://www.psea.bc.ca/docs/OC%20Vocational%20April%201,%202004%20to%20March%20031,%202007.pdf">http://www.psea.bc.ca/docs/OC%20Vocational%20April%201,%202004%20to%20March%20031,%202007.pdf</a>
<b>i. BCGEU Support Staff Collective Agreement</b>	<a href="http://www.psea.bc.ca/docs/OUC%20BCGEU%20Support%20Staff%20CA%20July%201%202002%20to%20June%2030%202006.pdf">http://www.psea.bc.ca/docs/OUC%20BCGEU%20Support%20Staff%20CA%20July%201%202002%20to%20June%2030%202006.pdf</a>
<b>j. Okanagan College Foundation</b>	<a href="http://www.okanagan.bc.ca/Page12600.aspx">http://www.okanagan.bc.ca/Page12600.aspx</a>
<b>k. Strategic Planning – Designing Our Future</b>	<a href="http://www.okanagan.bc.ca/Asset2819.aspx">http://www.okanagan.bc.ca/Asset2819.aspx</a>