



**MEETING  
MINUTES OF THE BOARD**

Tuesday, June 2, 2020  
4:00 pm to 6:00 pm  
Held remotely using MS Teams

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<b>Board</b>		<b>Staff</b>
Cherian Itty, Chair	Majid Raja	Jacqui Stewart, VP Finance & Administration
Duncan Brown, Vice Chair	Michael Fleming	Jennifer Ingham, VP University Relations
Paul Dangerfield, President	Mila Mattson	Laureen Styles, VP Academic & Provost
Andrew Petrozzi	Patricia Heintzman	Toran Savjord, VP Strategic Plan, Assess & Inst. Effect
Ash Amlani, Board Liaison	R. Paul Dhillon	Lesley Cook, EA to the Board of Governors
Barbara Joe	Rodger So	
Layne North		

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**Guests**

David Fung, Retired Chancellor  
Jennifer Jamieson, Manager of Policy, Privacy & Governance  
Ryan Blades, Director Facilities Services & Campus Planning  
Natalia Skapski, Manager of OHS & Emergency Preparedness  
Stephen Williams, Senate Vice Chair

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**\* Declaration of vacancy:** *As per Section 24(1) of the B.C. University Act, may it be noted that Grace Dupasquier resigned from the Board effective May 1, 2020; therefore, there is one vacancy amongst the representatives elected by the Capilano University student body, who are members of the student union.*

*We respectfully acknowledge the Lil'wat, Musqueam, Squamish, Sechelt and Tsleil-Waututh people on whose territories our campuses are located.*

The Chair called the meeting to order at 4:23 p.m. following the Farewell session for Retired Chancellor, Dr. David Fung, who left the meeting at this time.

**1. Approval of Agenda**

It was moved (Ash Amlani), seconded by (Majid Raja) and resolved;

*THAT the agenda be approved as presented.*

**2. Consent Agenda**

It was moved (Patria Heintzman) seconded by (Ash Amlani) and resolved;

*THAT the Board approve the following items on the consent agenda as presented:*

- 2.1. Minutes from the March 24, 2020 Board Meeting
- 2.2. Board Committee Reports:
  - 2.2.1. Executive and Human Resources Committee

- 2.2.2. Finance and Audit Committee
- 2.2.3 Governance and Planning Committee
- 2.2.4 Investment Management Committee

2.3. Correspondence

**3. Place Holder (item from the Consent Agenda)**

No items were pulled from the Consent Agenda for discussion.

**4. Board Chair Report**

The Board Chair gave a report. He discussed how the COVID-19 pandemic has impacted Capilano University and has led to challenging times.

He announced that Board members Raj Paul Dhillon and Barbara Joe are leaving the Board to pursue other opportunities. Student Representative, Grace Dupasquier has resigned from the Board to take on the role of the CSU's VP of External. Capilano University also says farewell to Jacqui Stewart, VP of Finance and Administration. The Board Chair thanked all of them greatly for the vast amount of work they've done, for their service to the Board and Capilano University.

**5. Senate Reports**

The Senate Vice Chair provided the highlights from the April and May Senate meetings. He was pleased to report that the shift to virtual meetings hasn't impacted meetings or participation. Senate approved 865 grads for the May graduation. Stephen Williams is pleased to be continuing in the role of Senate Vice Chair.

**6. President's Report**

The President provided a report to the Board. He echoed the words of Dr. Bonnie Henry, "continue to be kind to everyone". He also thanked each and every one of the University's community partners, the students and the employees for all of their efforts to continue working during this time. The University and its Administration has received tremendous support from the Ministry; what CapU is experiencing, all the other institutions are experiencing. Each and every one of the employees is doing a remarkable amount of work. The Board Chair commented that the Centre for International Experience has done a tremendous amount of work to support the students. It was clarified that Academics was brought in specifically to look at the admissions process, whereas AACRAO was hired to look at the broader scope of strategic enrolment management.

**7. Governance Committee**

**7.1 Board Governance Manual**

The Committee Chair provided background and highlights. All of the Board governance documents have been consolidated. The language has been updated, clarified and strengthened. The roles of the Senate and the Board of Governors have been included in the Introduction. To be consistent with other, similar public post-secondary institutions, the two thirds majority rule is in place to change the Board bylaws and Code of Ethics. The Roles and Responsibilities of the President, Chair, Vice Chair and Board members have all been updated and have a dedicated section. The Code of Conduct also has a dedicated section and the language has been updated and modernized.

Additionally, the definitions section contains explanations of the classifications for the three types of meetings that the Board can hold, open, closed and in-camera. Next steps are to create a Board Handbook, which will include this and possible other documents.

It was moved (Duncan Brown), seconded by (Andrew Petrozzi) and resolved;

*THAT the Board approve the Board Governance Manual as presented.*

It was moved (Andrew Petrozzi), seconded by (Duncan Brown) and resolved;

*THAT the Board rescind the following policies:*

*B.306 Board Bylaws*

*B.308 Board Charter*

*B.309 Board Member and Board Chair Role Descriptions*

*B.502 President Responsibilities.*

## **7.2 Student Award Policies**

The Committee Chair provided background regarding the rescission of two policies.

It was moved (Duncan Brown), seconded by (Andrew Petrozzi) and resolved;

*THAT the Board rescind B.203 Emergency Bursaries and Fee Waivers.*

It was moved (Duncan Brown), seconded by (Michael Fleming) and resolved;

*THAT the Board rescind B.204 Board Scholarships.*

## **8. Investment Management Committee**

### **8.1 Investment Policy and Investment Guidelines Review**

A brief overview was given with regard to the motion.

It was moved (Ash Amlani), seconded by (Layne North) and resolved;

*THAT the Board of Governors approves changes in the asset mix for the foundation portfolio.*

### **8.2 Distribution Rate – Foundation Portfolio**

A brief overview was given with regard to the motion. The distribution rate is 3.75%, the same as the last three years. The Stabilization Fund is quite healthy. Any endowment over 20% goes back into the Foundation portfolio for investing. This year the Capilano Students' Union has gone above and beyond the call of duty. They have been quite generous and have donated to the Emergency Bursary Fund.

It was moved (Ash Amlani), seconded by (Andrew Petrozzi) and resolved;

*THAT the Board recommend 3.75 percent as the distribution rate from the Capilano University Foundation Investment Portfolio in 2020/21.*

## **9. Institutional Accountability Plan and Report**

The VP Strategic Planning, Assessment and Institutional Effectiveness explained that the IAPR is like a report card that illustrates how the University is fulfilling mandate. It clarifies plans for the future and tracks completion. It's also a public document that allows the public to view the University's results.

The Board of Governors was asked to provide their feedback of the draft IAPR no later than June 23. The final draft document will be presented at the July meeting. The Board of Governors received the IAPR for information.

## **10. Campus Master Plan**

The Director, Facilities Services & Campus Planning presented an update on the Campus Master Plan and explained its relationship to Envisioning 2030 and the Five-Year Capital Plan. The plan itself represents new directions relating to the physical campus including land use, buildings, accessibility, and incorporation of indigenous values and heritage. Based on demand, two of the key project areas are student housing and child care. The plan has five project categories which are: new buildings, interior renovations, retrofits, linear infrastructure, and property. It also uses three project stages: identification, definition, and implementation. An overview of each project in these categories was given.

## **11. Five Year Capital Plan**

The Director, Facilities Services and Campus Planning provided an overview and background on the Five-Year Capital Plan. The Minister is interested in new priority projects, whole asset replacement or renewal projects, and student housing projects.

It was moved (Ash Amlani), seconded by (Patricia Heintzman) and resolved;

*THAT the Board of Governors approve Capilano University's Five-Year Capital Plan for submission to the Ministry of Advanced Education Skills and Training.*

## **12. COVID-19 Update and Resumption Plan**

The Director Facilities Services & Campus Planning and the Manager of OHS & Emergency Preparedness gave a brief update. COVID-19 has been tracked and monitored as it made its way to BC. All programs at the University are currently being delivered remotely, reducing the square footage by a factor of 12.5%, and all staff have the option to work remotely. Students have access to the WiFi in the Birch Cafeteria and have access to two computer labs. It was reported that there has been an improvement regarding user function ability and access for online learning since the end of the spring term and throughout the beginning of the summer term. An Exposure Control Plan, endorsed by the Executive, has been developed for CapU and will be applied to the University. Next steps include: continue to track COVID-19, review commercial rentals, and apply the Exposure Control Plan. Task groups have been formed to address these projects and tasks. Materials, such as classroom diagrams, have been developed for this purpose. The Board Chair thanked the President, his team and the EOC for all of their hard work.

### **13. Finance and Audit Committee**

#### **13.1 Update on the Three Year Operating and Capital Budget (2020/21-2022/23)**

The President gave a presentation regarding updates to the 2020-21 budget and explained the process behind it. Two key driving questions are considered each time potential budget adjustments are considered: What is the impact on enrolment? What is the impact of using the remote model? Scenario planning is being used for enrollment projections. It is anticipated that there will be a gap between revenues and expenses. Modifications will continue to be made in order to address the gap. Budget principles are applied the same as always and long-term sustainability and the wellbeing of the students, faculty and staff are front of mind. A revised budget will be brought to the July 7 Board meeting.

It is anticipated that there will be a decrease in tuition revenue, ancillary operations, i.e. parking, and investment income compared to the 2019-20 year. This highlights the importance of having an annual surplus, a discussion that will be tabled at the Finance and Audit Committee. Financial Services has identified \$5.7 million in savings so far. The Administration is taking every action possible to reach out to the University's students and communicate that Capilano University is open. The Financial Services Department was thanked for their dedication and energy during these difficult times.

#### **13.2 Audited Financial Statements for 2019/20**

As the Board members did not have questions, a motion was made.

It was moved (Patricia Heintzman), seconded by (Ash Amlani);

*THAT the Board approve the Draft Consolidated Financial Statements of Capilano University for the Year Ended March 31, 2020.*

#### **13.3 Executive Compensation Disclosure**

As the Board members did not have questions, a motion was made.

It was moved (Patricia Heintzman), seconded by (Ash Amlani) and resolved;

*THAT the Board receive the Executive Compensation Disclosure Statement for the Year Ended March 31, 2020 for information.*

#### **13.4 Internal Audit Plan**

As the Board members did not have questions, a motion was made.

It was moved (Patricia Heintzman), seconded by (Ash Amlani) and resolved;

*THAT at the Board approves the approach to establishing an internal audit program for 2020/21.*

### **14. Board Chair and Vice Chair Election**

Paul Dangerfield reviewed the relevant legislation and followed the script for election.

Ash Amlani nominated Cherian Itty for Board Chair, who was elected by acclamation. Patricia Heintzman and Mila Mattson nominated Duncan Brown for Board Vice Chair. Duncan Brown was elected by acclamation.

R. Paul Dhillon left the meeting at 6:11 pm.

**15. Board Meeting Schedule (2020-2021)**

The schedule provided in the agenda package is for the Board's information only.

**16. Business Arising**

There was no Business Arising.

**17. Adjournment**

The Regular Meeting of the Board adjourned at 6:38 pm.