



## MEETING MINUTES OF THE BOARD

Tuesday, June 25, 2024

4:45 pm to 6:45 pm

[In Person, BR126](#)

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### Board Members Present

David Ayriss, Chair  
Rodger So, Vice Chair  
RJ Wallia, Vice Chair  
Paul Dangerfield, President  
Ash Amlani  
Janet Cox

Patricia Heintzman  
Mayumi Izumi  
Majid Raja  
Sam Teclé  
Shreya Miglani

### Regrets

Troy Abromaitis  
Yuri Fulmer

### Staff

Kartik Bharadwa, VP People, Culture & Diversity  
Kari Wharton, Interim VP, University Relations  
Aurelea Mahood, Vice-Provost & AVP Academic  
Jacquetta Goy, Director Risk Management  
Joyce Ip, AVP Strategy, Analytics and Transformation  
Melissa Nichol, Strategic Director People, Culture & Diversity  
Narisha Jessani, Director Financial Services  
Ryan Blades, AVP Facilities Services and Campus Planning  
Lesley Cook, Executive Assistant, Board of Governors  
Angela Ruggles, Executive Assistant, VP of Finance & Admin

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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 4:55 p.m.

### 1. Approval of Agenda

It was moved (RJ Wallia), seconded (Rodger So) and resolved;

*THAT the agenda be approved as presented.*

### 2. Consent Agenda

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

*THAT the Board approves the following items on the Consent Agenda:*

- 2.1. Minutes from the April 30, 2024 Board Meeting
- 2.2. Board Committee Reports:
  - 2.2.1 Audit and Risk Committee
  - 2.2.2 Executive and Human Resources Committee
  - 2.2.3 Finance Committee
  - 2.2.4 Governance and Planning Committee
  - 2.2.5 Investment Management Committee
- 2.3 Correspondence

### 3. Place Holder

There were no items pulled from the Consent Agenda for discussion.

#### **4. Board Chair's Report**

David Ayriss, Board Chair gave a verbal report. He thanked the Board for their support in his new role as Board Chair. He commented that this past year has been challenging due to having two vacancies on the Board of Governors. Without a full Board it's difficult for participating Board members to fill the gap at the Committee and Board level. David expressed how grateful he is for the Board's continued support, dedication and giving of their personal time.

Over the course of this academic year we were able to get the Squamish campus going, which has included three student housing buildings, and we look forward to seeing this campus grow. We also held a very successful Chancellor's dinner on April 17<sup>th</sup> at CapU Lonsdale. It was hosted by Chancellor Yuri Fulmer with 108 attendees and raised over \$182,000.

In the upcoming academic year of 2024-2025 we have a big challenge ahead of us, which is to choose the next Capilano University President. This will be the biggest decision that we make for the Capilano University community. We look forward to meeting our new leader, but it is with a heavy heart that we will eventually say farewell to President Paul Dangerfield.

David thanked the Administration, Management, and support staff for their time, effort and attention to detail in all the hard work that they brought to the Board over the year. Last but not least, he spoke about departing Board members Patricia Heintzman and Ash Amlani who have brought with them a wealth of knowledge and experience. Patricia and Ash will have each served their full term and we are grateful for their level of dedication and selfless commitment to the University. They will be missed.

#### **5. Senate Reports**

##### **5.1 Vice Chair**

Senate Vice Chair, Sue Dritmanis is away, and her report is included in the agenda package.

##### **5.2 Senate Liaison**

Patricia Heintzman, Senate Liaison and Board member commented that Sue wrote a great briefing which can't be outdone. She added that Senate meetings operate a little differently and that they do a great job of deliberating.

#### **6. President's Report**

President Paul Dangerfield provided a verbal report to the Board. He highlighted Convocation, June 5-7, 2024 with five Convocation ceremonies. He gave a shout out to those who volunteered, including Board member Janet Cox. It was a wonderful three days of celebration. Five individuals were recipients of honorary doctorate degrees. Elder Latash Nahanee was one of the recipients of an honorary degree. Three individuals were recipients of Faculty Emeritus. He encouraged the Board members to read the full report included in the agenda package.

Ryan Blades, AVP Facilities Services and Campus Planning updated the Board regarding the Capilano University closure, June 21-23, 2024. The Administration received a message from a faculty member on Thursday evening saying that a student had received a threat from another student and that there was an imminent harm to life. The campus was named as the place as where the threat was going to happen. The RCMP were contacted, and the Administration discussed the idea of closing the campus. As it got closer to Friday the Administration didn't have enough information from the

RCMP to announce the opening of the campus and the decision was made to keep the campus closed throughout the weekend.

On Saturday evening they received some information confirming that the threat was low. The RCMP had conducted a background check and met with the student who threatened the other student. Communications from the RCMP from that point forward provided enough information to allow the Administration to reopen the campus for Monday, June 24.

Student Affairs has had preliminary meetings with both students, and they will continue to meet with them over the course of the week to give each student a chance to speak and for the process to be followed. Ryan clarified that an RCMP officer is assigned to Capilano University as a liaison however, since the students don't live in North Vancouver the liaison officer doesn't have much scope.

Over the course of the next three weeks the Administration will have further details regarding the incident. It's important to the Administration that they gain a full sense of what the students and the community really felt. Some information has been gathered and a more fulsome briefing will be shared with the Board at their next meeting in September.

**Action:** Ryan Blades will provide further information to the Board of Governors at their September meeting regarding the Capilano University closure, June 21-24, 2024..

## **7. Audit and Risk Committee**

### **7.1 B.605 Records Management Policy**

Jacquetta Goy, Director Risk Management, provided background and rationale for the new policy B.605 Records Management Policy, which is aligned with B.700 Privacy and Access to Information Policy. As part of the development process a review of similar records management policies across the province's post-secondary institutions (PSIs) was conducted and helped to develop B.605. Further consultation was undertaken with key topic experts across the University's campus. This new policy is straightforward, providing directions and setting out responsibilities for the creation, maintenance, retention and destruction of records. The policy also commits the University to maintaining a directory of records and records management schedule.

It was moved (Rodger So), seconded (Patricia Heintzman) and resolved;

*THAT the Board of Governors approve the new B.605 Records Management Policy.*

### **7.2 B.604 Acceptable Use and Security of Digital Technology Policy**

Jacquetta provided the background on this policy which was originally an operational policy approved by Senior Leadership Council (SLC). I came to light in May of 2024 that this policy's jurisdiction should move from SLC to the Board to better reflect its importance as part of the cyber security management system and is in line with best practices at other provincial PSIs. Like all policies it underwent a consultation process. It provides the expectations for all employees. All new employees must read and commit to following this policy as a part of their onboarding process. Existing employees will require a reminder of compliance.

It was moved (Mayumi Izumi), seconded (Sam Teclé) and resolved;

*THAT the Board of Governors approve B.604 Acceptable Use and Security of Digital Technology Policy.*

## **8. Executive and HR Committee**

### **8.1 President and Vice-Chancellor Search Procedure**

Melissa Nichol, Strategic Director, People, Culture & Diversity summarized the developmental journey for this procedure, and she went through the final set of changes. Of note, there are newly created guidelines concerning the key partner meetings and the re-appointment procedure has been removed, which is in keeping with legislation.

It was moved (Rodger So), seconded (RJ Wallia) and resolved;

*THAT the Board of Governors approve the amended President and Vice Chancellor Search Procedure as presented.*

## **9. Fiscal 2023-24 Draft Audited Financial Statements**

Narisha Jessani, Director Financial Services, provided an overview of the Fiscal 2023-24 Draft Audited Financial Statements. The statements were approved on behalf of the Board at the June 17, 2024 Executive and HR Committee to expedite the submission to the Ministry. They show a final year end operating surplus of \$11.6 million, which includes a capital and operating restriction. The \$10 million capital restriction is allocated to the digital transformation project and Squamish campus capital costs. A further restriction of \$7 million has been set aside for renovations and deferred maintenance to the Squamish and North Vancouver campuses. A subsequent note of disclosure is required to disclose the purchase of the Squamish student housing.

Narisha explained that the annual surplus is deposited into the accumulated surplus, shown on the Consolidated Statement of Financial position, which is \$111.6 as at March 31, 2024. As part of a conservative approach and best practices, Management has focused on developing surplus budgets.

Narisha confirmed that KPMG acted independently as Capilano University's external auditors.

It was moved (Rodger So), seconded (Janet Cox) and resolved;

*THAT the Board of Governors receives for information the Capilano University Consolidated Financial Statements for the Year Ended March 31, 2024, approved by the Executive and HR Committee.*

## **10. Finance Committee**

### **10.1 Integrated Planning – Fiscal 2023/24 Top Highlights from Draft Institutional Accountability Plan and Report (IAPR)**

Joyce Ip, AVP Strategy, Analytics and Transformation, provided background regarding the Institutional Accountability Plan and Report. It's like a report card that CapU issues to the Ministry on an annual basis. She summarized the top ten highlights:

1. Chénchenstway
2. Degree Quality Assessment Board (DQAB) Exempt Status
3. Two new baccalaureate programs approved

4. New Interaction Design Diploma
5. \$1.5 million competitive grant from the Natural Sciences and Engineering Council (NSERC) to support research engaged with the UN Sustainability Goals (UN-SDGs)
6. Squamish campus
7. Childcare Centre construction
8. Student housing
9. The People Plan
10. Revision in sexual violence policy and procedures, and continued development of EDI activities to create a safer and more inclusive environment

The top 10 highlights included in this report are only 10 of the many, many, things that CapU has accomplished this year.

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

*THAT the Board of Governors receives for information the 2023/24 Institutional Accountability Plan and Report (IAPR) Top 10 Highlights.*

### **10.2 Final Fiscal 2023/24 Financial Results**

Narisha provided an overview of the final Fiscal 2023/24 financial results as previously reported to the Finance Committee at their June meeting and shared with the University on June 10 and the Senate Budget Advisory Committee on June 11.

Narisha went over the financial results. As previously noted the final year-end operating surplus is \$11.63 million. Narisha pointed out that that the internal statement, not included in the audited financial statements, is included in the agenda package as Attachment 1 to this report. Also previously noted, the \$11.63 million surplus includes the restriction of the Ministry operating grant of \$17 million. The total surplus of \$11.63 also includes the \$1.29 million that will be set aside as a restriction for Student Success Support fee. She also went over the fiscal 2023/24 actuals compared to budget and summarized the fiscal 2023/24 forecast.

It was moved (Rodger So), seconded (RJ Wallia) and resolved;

*THAT the Board of Governors receives for information the final Fiscal 2023/24 Financial results.*

### **10.3 Executive Compensation Disclosure**

VP People, Culture & Diversity, Kartik Bharadwa, reported to the Board of Governors that the Executive Compensation Disclosure Report is an annual report prepared in accordance with and for submission to the Public Sector Employers' Council Secretariat (PSEC). The report is comprised of all compensation paid to the Chief Executive Officer and the next four highest ranking or highest paid executives that earn an annual salary of \$125,000 or more. The compensation disclosure must also be accompanied by an attestation letter from the Board Chair confirming accuracy. Kartik noted that the two things that stand out in this report are the retirement and vacation pay for the previous VP University Relations.

**Action:** The Board of Governors requested that the Finance Committee have a discussion on living wages and that it be brought forward to the Executive and HR Committee.

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

*THAT the Board of Governors approve the Executive Compensation Disclosure Report for Fiscal Year 2023-24.*

#### **10.4 Five-Year Capital Plan 2025/26 – 2029/30**

Ryan summarized the Five-Year Capital Plan 2025/26 – 2029/30. All post-secondary institutions submit these plans to the Ministry and the Ministry in turn uses them for planning. Annually the CapU team hosts the Ministry for a day at the North Vancouver campus to show them the projects that we're working on. Our team also meets with the Ministry annually in Victoria, at their office, and prior to submitting the Five-Year Plan to them. The 2025/26 – 2029/30 plan is a product of our team working with them to identify the Ministry's priorities.

He went over the top four projects which are:

1. Student Housing Building 4 Acquisition – Squamish,
2. Canoe Home for Indigenous Education and Affairs,
3. kálah-ay Campus Renewal and Expansion, and
4. Fir Building Revitalization of Envelope and Mechanical/Electrical Systems.

One of the Board members suggested incorporating funding origin information, such as philanthropic or government funding, within corresponding project plans and reports. Ryan noted that the funding source is included on the Dashboard that the BOG receives Quarterly. The Ministry does not request, or desire any information on philanthropic funds for the Five-year Capital Plan submission.

Board Chair David Ayriss expressed his thanks to Paul Dangerfield, Ryan Blades, Narisha Jessani and the team for the way in which they have carried out their work with the Ministry to formulate plans and capture funding.

It was moved (Sam Tecele), seconded (RJ Wallia) and resolved;

*THAT the Board of Governors approve the Five-Year Capital Plan 2025/26 - 2029/30.*

#### **10.5 B.206 Budget Policy**

Narisha summarized the rationale for rescinding B.206 Budget Policy. A policy isn't required in this area, the current policy is out of date and doesn't contain correct information. The decision to recommend rescission is as a result of a robust consultation process, including a peer PSI review and consultations with the Senate Budget Advisory Committee. The Finance team developed the financing and budgeting guidelines that are now on Frontlines, the University's intranet, which compliments the integrated planning and budget work that Tally Bains, VP Finance and Administration and Toran Savjord, VP Strategic Planning, Assessment and Institutional Effectiveness present to the Capilano University community regularly.

It was moved (RJ Wallia), seconded (Rodger So) and resolved;

*THAT the Board of Governors approve the rescission of B.206 Budget Policy.*

#### **10.6 B.213 Travel, Business and Hospitality Expenses Policy**

Narisha provided background on the changes made to B.213 Travel, Business and Hospitality Expenses Policy. The original policy was written in 1999 and was overdue for review. B.302 Expenses

Meetings and Hostings, Other Gatherings of Employees or Community Members and ARM 5503 Holiday Celebrations and Expenses were reviewed at the same time. The idea is to move relevant information from B.302 and ARM 5503 into the travel and business expenses policy, rescind both policies and rename B.213 to B.213 Travel, Business and Hospitality Expenses Policy.

The Finance team maintains a log regarding the payment, reimbursement of eligible travel business, and hospitality. As part of the review process Finance reviewed the ledgers and log, P-card expenditures (previously not covered by the policy), hospitality expenses, and reviewed peer PSI policy, all of which informed the revised policy.

It was moved (Patricia Heintzman), seconded (Sam Teclé) and resolved;

*THAT the Board of Governors approve the revised B.213 Travel, Business and Hospitality Expense Policy as presented and approve the rescission of B.302 Expenses Meetings & Hostings /Other Gatherings of Employees or Community Members Policy.*

## **11. Governance and Planning**

RJ Wallia, Governance and Planning Committee Chair summarized the briefing note included in the agenda package. The recommendation to collapse the Investment Management Committee into the Finance Committee was brought to the Investment Management Committee and the Governance and Planning Committee at their June meetings. Both Committees approved of the collapse, the changes to the Finance Committee's Terms of Reference and the rescission of the Investment Management Committee's Terms of Reference. Upon the Board's approval of these motions, all investment information will be brought to the Finance Committee going forward.

It was moved (Rodger So), seconded (Janet Cox) and resolved;

*THAT the Board of Governors approve the changes to the Finance Committee's Terms of Reference.*

It was moved (Mayumi Izumi), seconded (Ash Amlani) and resolved;

*THAT the Board of Governors rescind the Investment Management Committee's Terms of Reference and collapse the Investment Management Committee into the Finance Committee.*

## **12. Meeting Close**

The Open Meeting of the Board finished at 6:27 pm.