



TWENTY-FOURTH MEETING OF THE COMMONWEALTH OF LEARNING
BOARD OF GOVERNORS
JUNE 19 & 20, 2007 (VANCOUVER, CANADA)

Summary of the Minutes

COL/BD/24/MIN

Page 1 of 6

PRESENT

Members:

H.E. The Honourable Burchell Whiteman (*in the Chair*); Ms. Shona Butterfield; Ms. Denise Chong; Ms. Jennifer Glennie; Dr. Henry Kaluba (*representing the H.E. The Rt. Hon. Don McKinnon, Commonwealth Secretary-General*); Dr. David Levesque; Dr. (Ms.) Tara de Mel; H.E. Professor Michael Omolewa; Sir John Daniel (*President*)

In attendance:

Ms. Laura Griggs, Canadian International Development Agency, Advisor to the Canadian Member

COL Staff:

Professor Asha Kanwar, Vice President; Ms. Doris McEachern, Director – Finance, Administration & Human Resources; Mr. Paul West, Director – Knowledge Management & Information Technology; Ms. Helena Fehr, Board Secretary & Gender Officer (*Meeting Recorder*)

APOLOGIES

Shri R.P. Agarwal; Professor Penina Mlama; H.E. The Rt. Honourable Don McKinnon, Commonwealth Secretary-General; The Honourable Teima Onorio; Mr. Lewis Perinbam; Professor John Tarrant, Acting Secretary-General, Association of Commonwealth Universities

The meeting began at 1400hrs Pacific Daylight Time.

The President opened the meeting by formally inviting H.E. The Honourable Burchell Whiteman to accept the role of Acting Chair for the meeting, in the absence of the Chair of the Board. The invitation was accepted and ratified by the Board Members.

I. OPENING REMARKS BY THE CHAIR

The Acting Chair welcomed the Members and on their behalf, he conveyed good wishes to the Chair of the Board who was absent in light of his recent surgery.

II. APPROVAL OF THE AGENDA

The agenda was approved as circulated with the agreement that item VIII Administrative Matters be addressed before item VI.E. Financial Matters.

III. MINUTES OF THE LAST MEETING OF THE BOARD OF GOVERNORS –
MAY 21 & 22, 2006 (VANCOUVER)

A. Approval of the Minutes

THE MINUTES WHICH HAD BEEN CIRCULATED TO THE BOARD FOR APPROVAL WERE RATIFIED.

B. Matters Arising from the Minutes

1. Review of Action Items from the 23rd Board of Governors' Meeting (May 2006)

A LIST OF ACTION ITEMS IS TO BE CIRCULATED IN CONJUNCTION WITH THE MINUTES FROM EACH MEETING OF THE BOARD AND ITS COMMITTEES.

IV. MINUTES OF THE EXECUTIVE COMMITTEE MEETINGS – SEPTEMBER 11, 2006;
FEBRUARY 2, 2007 & ORAL REPORT FROM THE MEETING ON JUNE 18, 2007

1. Review of Action Items from the 26th Meeting of the Executive Committee
(February 2007)

The Chair briefly reviewed the Executive Committee minutes from the September 2006 and February 2007 meetings. He also summarised the discussions, and decisions taken, at the Committee's most recent meeting: the financial statements will be posted on COL's website following the Audit Committee's approval and without waiting for ratification of the statements by the Board; the report on the success factors and risk management was considered and several modifications proposed; it was recommended that the Executive be authorised to redraft the terms of reference for the three Committees of the Board.

V. PRESIDENT'S REPORT

A. Draft message to the Commonwealth Heads of Government Meeting (CHOGM) November 23-25, 2007 (Kampala, Uganda)

MEMBERS ENDORSED COL'S PROPOSED APPROACH OF ITS REPORT TO CHOGM.

B. Report on the Fifth Pan-Commonwealth Forum (PCF5), London

The next Pan-Commonwealth Forum will be hosted by the University of London in 2008. The programme emphasis will be a combination of COL's programming priorities and issues brought to the table by delegates/presenters. The programme will also emphasise results: it is anticipated that the action and collaboration arising from the discussions will carry forward from this meeting to 17CCEM in Malaysia in 2009. Fundraising efforts have already begun and are being led by the University of London.

It was proposed that a meeting of COL's focal points be held on the periphery of PCF5. Senior Management indicated that the focal points have been encouraged to engage in the conference as presenters by submitting abstracts. COL will also rely on them as a major point of contact for publicising the event in their countries.

VI. PROGRAMME MATTERS AND APPROVAL OF PLANS

A. Report on the outcomes of the 16th Commonwealth Conference of Education Ministers (16CCEM) December 10-14, 2006

1. Endorsement of the Three-Year Plan: *Learning for Development*, 2006-2009

The President reported that COL's three-year plan had been positively received by Ministers at 16CCEM. Several Members also praised the usefulness of the plan.

2. Ministerial Working Group on a proposed tertiary education facility

At the Executive Committee's February 2007 meeting, the issue of COL's contribution to the higher education sector was raised in the context of the establishment of a Ministerial Working Group at 16CCEM. The Working Group's mandate is to consider a proposal from the ACU to establish a tertiary education facility with the expectation that its recommendations will be presented to the 17CCEM in Malaysia in 2009. In response, COL developed a summary of its work in support of higher education, which was circulated to Ministers of Education.

B. Three-Year Plan, 2006-2009 – progress report

The Vice President paid tribute to the former Programme Director, Mr. Rod Tyrer, acknowledging his contribution to the development of the revised progress report format. She described the internal review process and the overall direction of the monitoring and evaluation strategy, which includes an external review of fifteen initiatives. It is expected that this review will be completed by September 2008.

To assist in managing expectations of Member governments and other stakeholders, all activities are filtered through a "6R" lens: relevance, results, reach, regions, resources and relationships. A Member suggested adding an additional "R" for 'readiness' both for COL and its partners; another Member proposed that the equal weight currently given to the six filters be reviewed as 'results' should carry more weight.

Members indicated their appreciation for the thoroughness of the new reporting format with its focus on outcomes.

The relevance of the current performance indicators was questioned: are they still appropriate? It was agreed that a review of the indicators was required and modifications will be made accordingly.

MEMBERS COMMENDED COL ON THE PRESENTATION OF THE THREE-YEAR PLAN PROGRESS REPORT AND NOTED THE PROGRESS MADE ON THE IMPLEMENTATION OF THE PROGRAMME.

C. Virtual University for Small States of the Commonwealth (VUSSC) – Update

COL continues to be encouraged by the support shown by the 27 Commonwealth small states involved with the initiative. Part of the human capacity development strategy is the creation of a diaspora of professional educators with strong ICT skills whose responsibility it is to share their training within their country and region.

The Director – Knowledge Management & Information Technology provided a short progress report. With the capacity building and content development activities under way, the future

focus is the development of a Transnational Qualifications Framework (TQF), which currently does not exist internationally. The intended outcomes of this work are to enable small states to continue their collaboration with the development of content and to promote trans-national agreements for the transfer of courses and course credits.

The current sustainability plan includes regular contact with the boot camp alumni and the country interlocutors; an external evaluation of VUSSC's progress; and ensuring internal sustainability. Almost all of the programme costs are covered by extra-budgetary funds including contributions from the William and Flora Hewlett Foundation and the Commonwealth Fund for Technical Cooperation (CFTC), and supplemented by substantive in-kind contributions by the Government of Singapore. The ultimate sustainability of the initiative, however, will be borne by the Ministers of Education and is dependent on their long-term commitment to its success.

Members commended COL on managing the Ministers' expectations to date by ensuring that participating governments are responsible for the initiative's sustainability.

MEMBERS NOTED THE PROGRESS REPORT ON VUSSC'S RECENT ACTIVITIES.

D. Strategic and Emerging Issues

1. COL's Gender Policy and Gender Action Plan

MEMBERS EXPRESSED THEIR SUPPORT FOR COL'S GENDER POLICY AND ACTION PLAN. THE REVISED ACTION PLAN WILL BE PRESENTED AT THE NEXT EXECUTIVE COMMITTEE MEETING.

2. "Green" policy

MEMBERS CONSIDERED COL'S DRAFT GREEN POLICY, INDICATING THEIR SUPPORT FOR THE OVERALL DIRECTION OF THE POLICY.

3. Communications strategy – update

MEMBERS NOTED THE COMMUNICATIONS STRATEGY UPDATE.

E. Approval of Programme of Activity and Budget for 2007-2008

COL predicts that member government funding will be at a level of CDN\$8.6 million and that another Cdn\$2.0 million should be attainable through extra-budgetary sources based on signed contracts that will be realised in the next financial year and on new contracts.

THE BOARD APPROVED THE BUDGET AT A LEVEL OF \$10.26 MILLION CONTIGENT UPON COL RECEIVING THE FUNDS TO SUPPORT THE PLAN.

VII. FINANCIAL MATTERS

A. Minutes of the Audit Committee Meetings – November 16, 2006; March 26, 2007 & Oral Report from the Meeting on June 18, 2007

The Chair of the Audit Committee highlighted the key items addressed at the three recent Audit Committee meetings. These included: a process for reviewing COL's internal controls over the next two years; a review and approval of the 2005-2006 financial statements; a review of the first, second and third quarter financial statements for 2006-2007 with the inclusion of

additional detailed information (as supplied in Schedule 5); the appointment of the audit firm PricewaterhouseCoopers as the auditors for the year ending June 30, 2007; and a review of the report on success factors and risk management paper, which will continue to be considered by the Committee. A review of audit firms beyond 2007 was also undertaken with a decision to be ratified by the Committee at its next meeting.

The Chair concluded her comments with a summary of the audit plan for next year and the discussion held around the issue of fraud and the importance of ensuring a process is available to staff members to anonymously report fraudulent activities. She also advised Board Members that new international accounting policies requiring that the fair value of assets be reflected in the financial statements are now in effect.

- B. Ratification of the audited Consolidated Financial Statements, June 30, 2006

MEMBERS RATIFIED THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR JUNE 30, 2006 AND AGREED THAT THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS SHOULD BE POSTED FOLLOWING AUDIT COMMITTEE APPROVAL.

- C. Interim Consolidated Financial Statements for the period ended March 31, 2007

THE BOARD NOTED THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2007 WHICH WERE ALSO CIRCULATED TO THE AUDIT COMMITTEE. THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED JUNE 30, 2007, ONCE PREPARED, WILL BE APPROVED BY THE AUDIT COMMITTEE AND CIRCULATED TO THE BOARD TO BE RATIFIED AT THEIR NEXT MEETING, IN ACCORDANCE WITH THE GOVERNANCE MANUAL.

VIII. HUMAN RESOURCES AND ADMINISTRATIVE MATTERS

- A. Report on Staffing

THE BOARD NOTED THE REPORT ON STAFFING.

- B. Performance Management and Cost of Living adjustments – approval of budget allocation

THE BOARD NOTED THE ONGOING WORK CENTRED AROUND THE HUMAN RESOURCE FRAMEWORK AND COMPENSATION PLAN AND APPROVED THE PAYMENT OF A COST OF LIVING ADJUSTMENT TO COL STAFF AND TO ELIGIBLE CEMCA STAFF AND A BASE PAY PERFORMANCE AWARD TO ELIGIBLE STAFF BASED ON THE PERFORMANCE MANAGEMENT SYSTEM WHERE A PROVISION HAS BEEN INCLUDED IN THE 2007-2008 BUDGET TO MEET THESE COSTS WITH EFFECT FROM JULY 1, 2007.

IX. GOVERNANCE MATTERS

- A. Follow-up from the Governance Workshop

A written summary of the key issues emerging from the half-day workshop with the governance consultant, Ms. Carol Hansell, was tabled. Members agreed that the workshop was useful: it provided useful mechanisms for improving the Board's engagement and advanced the collective understanding of the information requested and the presentation of this information by COL.

The Chair reviewed the summary paper item by item requesting input from both Members and Senior Management, noting where progress had been made during the course of the Board Meeting.

- B. Review and Ratification of revised Governance Manual

THE BOARD RATIFIED THE PROPOSED REVISIONS TO THE GOVERNANCE MANUAL.

- C. Terms of Office for Board of Governors and Committee Membership

MEMBERS ACCORDED THEIR APPRECIATION FOR THE DEPARTING MEMBERS' TIME AND CONTRIBUTIONS TO COL. THE BOARD APPROVED THE ACTING CHAIR'S RECOMMENDATIONS ON THE COMPOSITION OF THE AUDIT, EXECUTIVE AND PERFORMANCE COMMITTEES.

X. IN-CAMERA SESSION

- A. Approval of the In-Camera Minutes
- B. Matters Arising from the Minutes
- C. Report of the Performance Committee

XI. ANY OTHER BUSINESS

The Chair repeated his wish that the Board Chair will be restored to good health shortly. He thanked the President and his team for the arrangements that have been made for this meeting, particularly for the production of the documents which have been very useful and reflect the quantity and quality of COL's work.

XII. NEXT MEETING OF THE BOARD

The President proposed that the next meeting include a half-day planning session to consider the approach for the next three-year plan and a celebration to mark COL's 20th anniversary. The tentative dates are June 16 – 19, 2008 in Vancouver.

The meeting ended at 1600hrs Pacific Daylight Time.