



**BRESCIA UNIVERSITY COLLEGE
BOARD OF TRUSTEES**

**April 17, 2019
6:10pm
Ursuline Hall, Oak Room**

MINUTES

Present: H. Campbell, I. Christensen, A. Conyngham, K. Darling, P. Dworatzek, L. Eldik, L. Frederking, K. Fryday–Field, S. Hajpel, D. Hudecki, M. Hunter, M. Khademi, M. Krauskopf, S. McCallum, K. McKay, L. Moist, S. Mumm, E. Rankin Nash, E. Schuller, B. Walton

Zoom: N. Allossery–Walsh, G. DuBois–Wing, R. Tisdale

Regrets: E. Mitchell

Guests: C. Aguilar, C. George, H. Hurst, Fr. F. Morrissey, Sr. T. Mahoney, J. Rose, T. Thompson, A. Walby

Recorder: L. Davison

1. Call to Order

K. Fryday–Field called the meeting to order.

2. Confirmation of Quorum (participation of 10 Voting Trustees)

Quorum was confirmed.

3. Reflection

K. Fryday–Field provided the Reflection on the Value, “We value women and their potential for leadership in society.”

4. From the Frontline: Administrative Presentation

➤ Experiential Education/Learning Framework

With Tamara Thompson, Learning & Development Specialist, Experiential Education

5. Canonical Sponsorship

With Fr. Francis G. Morrissey, OMI, JCD, PhD

Brief Commentary from an Ursuline Perspective

With Sr. Theresa Mahoney

6. Governance Orientation

K. Fryday–Field provided an overview of the process and progress that has occurred in conducting a review of the Board’s policies and their structure. There were questions and discussion.

7. Business Meeting

a. Reminder of commitment to *BUC Code of Conduct*

b. Declarations of Conflict of Interest
There were no conflicts of interest.

c. Approval of Draft Minutes

i. Board of Trustees, March 20, 2019

Under Summary of Advancement Office Activities, #7 b. 1., the minutes should be revised to state, “... had been asked to simplify the report.”

Motion approved on consensus with the amendment.

d. Business arising from Minutes
There was no business arising from the minutes.

e. Recommendations for Minutes to be Released to the Internet
K. Fryday–Field reminded the Board members that the minutes are posted on Brescia’s website and she asked if there were any concerns. There were no concerns.

f. Report from the Principal
S. Mumm commented that in addition to her report, she would like to note that Dr. Brenda Hartman’s tenure–stream appointment was renewed for an additional three years; and Dr. Jasna Twynstra was promoted to the rank of Associate Professor with tenure. We continue to gain clarity on the province’s plans for education and on student fees for services.

g. The Factual Certificate was accepted and there were no questions.

8. Board Chair Report

a. Affiliated Board Chairs Meeting Update

K. Fryday–Field reported that there was a meeting held at Brescia with Western’s Board Chair, Vice–Chair from Huron, Board Chair from King’s, and Vice–Chair and Chair of Brescia. They agreed that the meeting notes will be shared with the respective Boards after clarity is received on one point. A second meeting date has not been set yet.

K. Fryday–Field reported that she will be representing Brescia at the upcoming CUBA Conference where Board Chairs across Canada will be gathering to discuss relevant issues concerning Universities.

- b. Board Goals
K. Fryday–Field reported that the Board Goals would be reviewed at the June 11th Board meeting.
- c. Chancellor Update
K. Fryday–Field reported that the Executive Committee reviewed the nominees for consideration as our next Chancellor and she will be approaching the candidate.

9. Reports and Proposals of the Standing Committees

- a. Executive Committee Report
K. Fryday–Field provided an overview of her report highlighting the number of people that had responded to the survey and noted that reminders have gone out to the Brescia community.
 - i. Board of Trustees Meeting Schedule 2019–20
K. McKay reported that the Board meeting dates have been set; however, if there is a known event that could potentially affect attendance, there is some flexibility to reschedule a date if notified now. An additional meeting is on the list for next year in case it will be necessary and the Board Orientation, as well as a Chairs’ Orientation will be set soon.
- b. Advancement Committee Report
M. Khademi asked if there were any questions about the report and there were none.
 - i. Summary of Office of Advancement Activities
M. Khademi highlighted that the Chancellor’s Reception is on June 15th and will be Chancellor Gillese’s last reception. June 16th is Baccalaureate and there will be a Past Principal’s Lecture at Homecoming in October. There were no questions.
 - ii. Advancement Financial Report
There were no questions or concerns.
- c. Employee Relations Committee Report
K. Darling asked if there were any questions or concerns and there were none.
- d. Finance, Audit & Investment Committee Report
 - i. Operating Budget
A. Walby provided a presentation on the operating budget. There were questions and discussion.

Proposal #1: That the Board of Trustees approve the Fiscal 2020 Operating Budget as recommended by the Finance, Audit & Investment Committee as presented.

Motion approved on consensus.

ii. Capital Budget

B. Walton reported that there was a summary and A. Walby provided a presentation on the capital expenditures. There were questions and discussion.

Proposal #2: That the Board of Trustees approve the 2–year Capital Budget for Fiscal 2020 and F2021 as recommended jointly by the Finance, Audit & Investment Committee and the Institutional Planning and Budgeting Committee as presented.

Motion approved on consensus.

e. Governance Committee Report

K. Fryday–Field provided an overview of the report.

i. Constitution of the Board of Trustees

K. Fryday–Field reported that this is the second time the *Constitution* was coming forward for final approval. There were no questions or concerns.

Proposal #3: That the Board of Trustees approve the proposed *Constitutional* changes as recommended by the Governance Committee as presented.

Motion approved on consensus.

ii. Voice Recording of Open and Closed Sessions of the Board

K. Fryday–Field reported that there was approval by the Board to record the Open Sessions of the Board meetings for assisting with accuracy and there is now a proposal from the Governance Committee to record the Closed Sessions. There were no concerns.

Proposal #4: That the Board of Trustees approve the voice recording of the Open and Closed Sessions of Board meetings for the exclusive use of the Recording Secretary, as recommended by the Governance Committee. The voice recordings will be destroyed following approval of the minutes of such meetings.

Motion approved on consensus.

iii. Process for Board Evaluation 2018–19

K. Fryday–Field reported that the Governance Committee is recommending that this year the Board does a self–evaluation on how well the Board is operating. The questionnaire will be conducted on–line and submitted by the end of June for action for the following year. There was concern expressed about confidentiality and the Board was reassured that the survey is anonymous and the Governance Committee will only see the compiled data. There was a comment that constructive criticism is useful so that

the Board can improve. Board members agreed to proceed with the evaluation as presented.

f. Institutional Planning Committee Report

A Conyngham reported that there were many details in the report and the key highlights are that the Academic Pavilion is on time and on budget; and IPC requested that the Communications Office provide a communications report to the Board, for information, that summarizes Brescia's community engagement. A similar report was previously available to the Board, but due to some operational restructuring this was no longer the case.

A Conyngham reported that IPC had a lengthy discussion regarding the Strategic Plan and due to the current financial reality, IPC is requesting an extension to the current Strategic Plan.

A. Conyngham reported that three new Community members have joined IPC and the Committee is very much looking forward to the subsequent discussions that will take place.

Proposal #5: That the Board of Trustees approve a one-year extension to the current Strategic Plan, "Inspiring the Next Century of Women Leaders."

Motion approved on consensus.

10. For Information

a. BUC Alumnae Association Report

L. Eldik asked if there were any questions coming out of the report and there were none.

b. BUC Students Council Report

M. Hunter provided a verbal report noting this is a busy time for students. Many projects are under way and they will be working over the summer.

11. Other Business

There was no other business.

Meeting adjourned at 9:40pm