



## BRESCIA UNIVERSITY COLLEGE BOARD OF TRUSTEES

April 18, 2018

6:00pm

Ursuline Hall, Oak Room

### MINUTES

**Present:** H. Campbell, I. Christensen, A. Conyngham, K. Darling, K. Fryday–Field, L. Haagsma, S. Hajpel, M. Krauskopf, M. J. Le Ber, L. MacKinnon, E. Mitchell, J. Mitchell, L. Moist, S. Morrison, S. Mumm, R. Ogilvie, E. Rankin Nash, E. Schuller, M. Simm, B. Walton

**Teleconference:** N. Allossery–Walsh

**Regrets:** M. Khademi, K. McKay, R. Tisdale

**Guests:** C. Aguilar, C. George, M. Hunter, J. Mancini, K. Pittao, C. Rogers, J. Rose, A. Walby, C. Whippey

**Recorder:** L. Davison

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#### 1. Call to Order

K. Fryday–Field called the meeting to order and welcomed the guests. R. Ogilvie was thanked for being the BUCSC representative on the Board this year and was presented with a gift. R. Ogilvie introduced Mikaila Hunter the incoming BUCSC President.

#### 2. Confirmation of Quorum (participation of 9 Voting Trustees)

Quorum was confirmed.

#### 3. Reflection

K. Darling provided the Reflection on the value, “We value women and their potential for leadership in society.”

#### 4. Business Meeting

##### a. Reminder of Commitment to BUC *Code of Conduct*

K. Fryday–Field reminded Trustees of the commitment to the 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, February 7, 2018  
**Motion approved on consensus.**
- d. Business arising from Minutes  
There was no business arising.
- e. Recommendations for Minutes to be Released to the Internet  
K. Fryday–Field asked if there were any concerns in the minutes that should be removed before posted publicly. There were no concerns.
- f. Report from the Principal  
S. Mumm reported that Dr. Laretta Frederking would be joining Brescia on July 1<sup>st</sup> as the next Vice–Principal and Academic Dean. The public announcement would be made next week. There were no questions regarding the Principal’s Report.
  - i. Outcomes Report  
S. Mumm remarked that the report was requested by a Board member for the purpose of clarifying why particular items have been deferred or are being deleted. The red flagged items indicate that we are not where we had anticipated being. There was discussion.
  - ii. Brescia One Update  
S. Mumm reported that Brescia One originated from *Shaping Lives of Purpose*. Two pilots have been run and feedback has been received from students. The common intellectual experience is still being worked on and is not ready to be a requirement of all first–year students and the Acting Vice–Principal and Academic Dean has been investigating what steps need to be taken to formally make this a mandatory first–year course. We are not closing the Humanities programs. Sister institutions south of the border have been working on developing signature programs and Brescia would like to investigate.
  - iii. Revisions to Policy on Policies  
S. Mumm reported that the Policy on Policies did not include language on Brescia Council as part of the approval process on policies. K. Fryday–Field noted that it was an omission in the policy and didn’t require formal approval to make that revision.
- g. The Factual Certificate was accepted and there were no questions.

## 5. Board Chair Report

- a. Updates  
K. Fryday–Field reported that the new Board Chair at Western will meet with her and the other Affiliated Board Chairs. They are planning to meet in May to work on common interests and discuss challenges.

An update on the Strategic Plan will be forthcoming in June, as well as the status of Board goals.

## 6. Reports and Proposals of the Standing Committees

- a. Advancement Committee Report
  - i. Brescia LEAD Update

E. Rankin Nash introduced Jo–Anne Mancini, the new Interim Executive Director, Advancement and welcomed her. Brescia LEAD is tomorrow evening and there is much excitement. She thanked the team for all the hard work that has been involved.
- b. Employee Relations Committee Report

K. Darling spoke on behalf of K. McKay and noted that an updated version of the Executive Compensation Framework will be forthcoming. There were no questions.
- c. Executive Committee Report
  - i. Chancellor Search Update

K. Fryday–Field reported that nominations were requested from Board members to be submitted to the Executive Director, Advancement, the Principal or herself. A meeting had been planned for April, but due to a new development, the meeting needed to be rescheduled to May.
  - ii. Principal’s Performance Evaluation Policy Update

K. Fryday–Field reported that the Principal’s evaluation will be conducted prior to the June Board meeting. A policy is being developed that will outline the process. A performance evaluation will be conducted this spring and will include all Board members. The feedback received will be shared with the Board including the Principal’s goal setting for 2018–19. It is anticipated that the broader Brescia community will be engaged for feedback in January 2019.
  - iii. Role of Board of Trustees Policy Update

K. Fryday–Field reported that we are working on a policy for Board members and anticipate having it ready for approval by the Board at the June meeting.
  - iv. Board of Trustees Meeting Schedule 2018–19

K. Fryday–Field reported that the Board meeting schedule is being presented at this time in order to have everyone set the dates in their calendars, including the Board Orientation and Board Retreat. The meetings are currently scheduled to start with a dinner at 5:00pm with the meeting starting at 6:00pm; however, feedback is welcome from Board members if they would prefer a different timing such as the one used today.
- d. Finance, Audit & Investment Committee Report

B. Walton provided an overview of the report and noted that FAIC recently updated and approved three policies: 1) Accounting, Capital Expenditures; 2) Amortization of Capital Assets; and 3) Credit Card Use, which have been provided for information. FAIC will be reviewing the policy on Signing Authority at their next meeting. There were no questions.

  - i. Operating Budget

A. Walby provided an overview of the presentation including the steps in the process indicated in the narrative. The enrolment projections were highlighted and we are

anticipating a steady year. It was also noted that due to the new corridor system we are no longer funded for growth. S. Mumm noted that the Board will have to approve the replacement hires for 2019 and this will be coming forward to the June Board meeting.

**Proposal #1: That the Board of Trustees approve the Fiscal 2019 Operating Budget as presented.**

**Motion approved on consensus.**

ii. Capital Budget

A. Walby provided an overview of the capital budget presentation noting that this year is viewed as a year of caution due to the construction of the Academic Pavilion which will require funding and we are still uncertain on the impact of Bill 148. We do know that the grant will be the same as last year.

**Proposal #2: That the Board of Trustees approve the 2–year Capital Budget for Fiscal 2019 and Fiscal 2020 as presented.**

**Motion approved on consensus.**

e. Governance Committee Report

L. MacKinnon reported that the Committee reviewed and discussed many items that will come forward in subsequent meetings.

i. Code of Conduct Revised

L. MacKinnon reported that K. McKay had reviewed the Code of Conduct and made revisions to the language. There was a question under the Public Support section, half way down, commenting that it should be directed through the Board Chair first – there was concern with the wording. L. MacKinnon noted that it was meant to remain within Brescia. K. Fryday–Field asked if there were additional questions, comments or concerns. L. MacKinnon asked the Board that if they were comfortable to approve as is, it will go back to the Governance Committee for a review of the language that was of concern and they would report back to the Board whether approved or revised.

**Proposal #3: That the Board of Trustees approve the revised Code of Conduct as recommended by the Governance Committee.**

**Motion approved on consensus with the knowledge that the concerning language will be discussed at the next Governance meeting and a report will come back to the Board.**

f. Institutional Planning Committee Report

K. Fryday–Field provided an overview of the report and noted that there was an error in the report which will be revised, specifically the amount should have read \$14.5 million vs \$4.5 million. The voting and non–voting status in the Terms of Reference and will come forward in June. There were no questions.

**7. For Information**

a. BUC Alumnae Association Report

L. Haagsma provided an overview of the report noting that Board members will be invited to the Chancellor's Reception on June 16<sup>th</sup>, Baccalaureate on June 17<sup>th</sup>, and Convocation on June 18<sup>th</sup>.

b. BUC Students Council Report

R. Ogilvie reported that the Early for Life collaboration with King's was successful in fundraising. The March Break Open House was successful and the BUCSC launched their new website. Elections were held and the Executive is in place starting May 1<sup>st</sup>. K. Fryday-Field thanked the Students Council.

**8. Other Business**

There was no other business.

**Meeting adjourned at 7:50pm**