



Focused on academic excellence, Brescia University College creates an actively engaged student experience, educating women to think critically and participate actively in society. A Catholic university college in the Ursuline tradition, we prepare our graduates to lead with wisdom, justice and compassion in a changing world.

BRESCIA UNIVERSITY COLLEGE BOARD OF TRUSTEES

**December 6, 2017
6:00pm
Oak Room, Ursuline Hall**

AGENDA

1. Call to Order

2. Confirmation of Quorum¹

3. Reflection:

Value – We value the building of community in participative and collaborative ways.

E. Mitchell

4. Ongoing Board Orientation

4a) From the Frontline: Academic Presentation

- “Leader Character and Gender: Does a Women's University Make a Difference?”

Marlene J. Le Ber

4b) From the Frontline: Administrative Presentation

- “The MScFN Internship Stream and Diploma in Dietetic Education and Practical Training Programs”

Kayla Glynn
Lesley Macaskill

4c) Governance Development/Orientation

- Governance Risk – Building the Board’s Risk Framework

K. Fryday–Field

1. Given the Elected Trustee population of the 2017–18 academic year, *quorum* is achieved by the participation of 9 Elected Trustees.

5. Business Meeting

- a. Annual Commitment to **BUC Code of Conduct** L. Moist
R. Ogilvie
- b. Declarations of conflict of interest
- c. Approval of Draft Minutes
 - i. Board of Trustees, October 4, 2017 – **Exhibit 1**
- d. Business arising from Minutes
- e. Report from the Principal – **Exhibit 2** S. Mumm
- f. Factual Certificate – **Exhibit 2a** S. Mumm

6. Board Chair Report

- a. **Updates:** K. Fryday–Field
 - Board Governance Development and Planning Retreat Debrief from November 25, 2017

7. Reports and Proposals of the Standing Committees

- a. Report from the Advancement Committee – **Exhibit 3** M. Khademi
C. Vitkauskas
 - Summary of Office of Advancement Activities – Exhibit 3a
 - Board Orientation on Advancement
- b. Report from the Employee Relations Committee – Exhibit 4 K. McKay
 - i. Communication with the Ministry
- c. Report from the Executive Committee – Exhibit 5 K. Fryday–Field
 - i. Chancellor Search – **Exhibit 5a**
 - ii. Executive Committee Terms of Reference – **Exhibit 5b**

Proposal #1: That the Board of Trustees approve the revised Executive Committee’s Terms of Reference as recommended by the Executive Committee and presented in Exhibit 5b.

- d. Report from the Finance, Audit & Investment Committee – **Exhibit 6** B. Walton
 - Summary Statement of Operations – **Exhibit 6a**

- For Information: Errors and Omissions Insurance Coverage
– **Exhibit 6b**

- i. Appointment of the External Auditors

Proposal #2: That the Board of Trustees recommend to the Members the appointment of Ernst & Young LLP as the External Auditors for fiscal 2018 as recommended by the FAIC, following a Request for Proposals for External Audit Services process.

- ii. Approval of the 2–year F2018 and F2019 Capital Budget – **Exhibit 6d**

Proposal #3: That the Board of Trustees approve the 2–year F2018 and F2019 Capital Budget as recommended by the FAIC and the IPC, and presented in Exhibit 6d.

- iii. Selection of Lender for Academic Pavilion financing
 - Financial Planning for the Academic Pavilion
– **Exhibit 6f (STRICTLY CONFIDENTIAL)**

Proposal #4: That the Board of Trustees approve the selection of The Bank of Nova Scotia as the successful proponent in the Request for Financing Proposals for the Academic Pavilion, and approve proceeding to enter into a credit agreement and forward swap arrangement in accordance with the terms and conditions of the proposal received from the successful proponent, as recommended by the FAIC.

- iv. Statement of Investment Policies and Procedures – **Exhibit 6g**
 - SIPP Blacklined Draft – **Exhibit 6h**

Proposal #5: That the Board of Trustees approve the proposed changes to the Statement of Investment Policies and Procedures, to better reflect the allowance for short-term spending plans within the Capital Fund, as recommended by the FAIC.

- e. Report from the Governance Committee – **Exhibit 7** L. MacKinnon
 - i. Governance Committee Update
- f. Report from the Institutional Planning Committee – Exhibit 8 K. Fryday–Field
 - i. IPC Terms of Reference – **Exhibit 8a**

Proposal #6: That the Board of Trustees approve the revised IPC Terms of Reference as recommended by IPC and presented in Exhibit 8a.

- ii. Overview of Strategic Plan – **Exhibit 8b**

Proposal #7: That the Board of Trustees accept the Brescia Year 1 Performance Indicators of the Strategic Plan as evidence that Brescia made reasonable progress toward achieving our stated outcomes in Year 1 of the plan, as recommended by IPC and presented in Exhibit 8b. Further, that the Board looks for additional progress in Year 2 particularly in the areas where improvement is needed.

8. For Information

- a. Report from the BUC Alumnae Association – **Exhibit 9** L. Haagsma
- b. Report from the BUC Students Council – Exhibit 10 R. Ogilvie

9. Recommendations for Minutes to be Released to the Internet

10. Other Business

Adjourned