



BRESCIA UNIVERSITY COLLEGE BOARD OF TRUSTEES

**December 11, 2019
5:30pm
Ursuline Hall, Oak Room**

MINUTES

Present: A. Conyngham, K. Dahl, K. Darling, P. Dworatzek, L. Eldik, L. Frederking, S. Hajpel, M. Hunter, M. Khademi, M. Krauskopf, M. J. LeBer, S. McCallum, K. McKay, L. Moist, S. Mumm, E. Rankin Nash, S. Rich, E. Schuller, M. Simm, R. Tisdale

Zoom: M. Belcourt, G. DuBois–Wing, K. Fryday–Field

Regrets: I. Christensen

Recorder: L. O’Connor

1. Call to Order

K. McKay called the meeting to order and welcomed Karla Szauter, the new Vice–Principal, Finance and Administration.

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

Quorum was confirmed.

3. Reflection

E. Rankin Nash provided a Reflection on the Value, “We value effective, innovative approaches to education that encourage and support women’s learning and enable them to develop their voices, confidence and leadership skills.”

4. Approval of Agenda

The agenda was approved.

5. From the Frontline: Research Presentation

Professor Latifeh Ahmadi presented on, “Effect of Plant Protein on Bio–accessibility of Bio–active Compounds in Blueberry Smoothies – An in vitro Gastro–intestinal Digestion.”

6. Business Meeting

a. Members committed to the Annual Commitment to BUC Board of Trustees *Code of Conduct*.

- b. Declarations of Conflict of Interest
There were no conflicts of interest.
- c. Approval of Draft Minutes
 - i. Board of Trustees, October 16, 2019
There was a request to add “recruitment” before “program” on page 3, under Principal’s Report in the third paragraph.

Motion approved on consensus with the amendment.

- a. Business arising from Minutes
There was no business arising from the minutes.
- b. Recommendations for Minutes to be released to the Internet
There were no concerns.

7. Consent Agenda

There was a request to move Exhibit 5a, the Employee Relations Committee Work Plan (*provided for information only*), off the Consent Agenda to Discussion of Consent Agenda Items.

Motion approved on consensus.

There were questions about the key responsibilities and timelines and discussion. It was noted that the Work Plan is a living document and will be changed as needed by the Employee Relations Committee.

8. Discussion of Consent Agenda Item(s)

- a. Report from the Principal
S. Mumm highlighted information on the new provincial KPIs and noted that Brescia is waiting for information from Western on how the 10 provincial KPIs will be weighted. Brescia will not be reporting directly to the government. Provincial grant will be tied to the KPIs up to 60% in 4 years. S. Mumm advised Board members that there is a new tab on the Board OWL site called “Educational Resources” and there is a document called “Performance/Outcomes Based Funding” that will be of interest.

It was agreed that it is essential for the Board to be apprised of the funding requirements. It was suggested that the Board review the KPIs in Brescia’s Strategic Plan and overlay with the provincial KPIs for funding. There was much discussion and it was agreed that the discussion will be ongoing after Board members have an opportunity to review the educational material.

9. For Approval

- a. Executive Committee
 - i. Canonical Sponsorship Statutes and By-laws
K. McKay reported that this version has incorporated the changes discussed and suggested by the various constituencies. The next step will be to meet with Bishop Fabbro in February with Sr. T. Campeau and S. Mumm, to ensure that he is comfortable

with the Statutes and By-laws. It was noted that the language in 4.1 needs to be updated to be consistent throughout the document and S. Mumm will make the revision.

Resolution: That the Board of Trustees of Brescia supports the Canonical Statutes and By-laws of the Mother St. Anne Lachance Society, subject to the amendment as noted above and recommended by the Executive Committee.

Motion approved on consensus.

- ii. Executive Committee Terms of Reference
K. McKay provided an overview of the revisions.

Proposal #1: That the Board of Trustees approve the revised Executive Committee's Terms of Reference as recommended by the Governance Committee.

Motion approved on consensus.

- b. Advancement Committee
 - i. Board's Financial Participation in Campaign
E. Rankin Nash reported that the launch of the Campaign was very successful, and noted that it is very important that there is 100% participation of the Board for the LEAD WITH US Campaign.
 - ii. Advancement Committee Terms of Reference
E. Rankin Nash asked if there were any questions and there were none.

Proposal #2: That the Board of Trustees approve the revised Advancement Committee's Terms of Reference as recommended by the Governance Committee.

Motion approved on consensus.

- c. Employee Relations Committee
 - i. Employee Relations Committee Terms of Reference
K. Darling provided an overview of the revisions.

Proposal #3: That the Board of Trustees approve the revised Employee Relations Committee's Terms of Reference as recommended by the Governance Committee.

Motion approved on consensus.

- d. Finance, Audit and Investment Committee
 - i. Finance, Audit and Investment Committee Terms of Reference
R. Tisdale reported that there were no changes.

Proposal #4: That the Board of Trustees acknowledge that the Finance, Audit and Investment Committee reviewed their Terms of Reference and reported to the Governance Committee that there were no changes and they are current.

Motion approved on consensus.

e. Governance Committee

i. First approval: *Board of Trustees Constitution*

K. McKay reported that due to the implementation of the Canonical Sponsorship Statutes and By-laws, it is necessary to make changes to the *Constitution* and she provided an overview. There were no questions.

Proposal #5: That the Board of Trustees approve the revised *Board of Trustees Constitution* as recommended by the Governance Committee.

Motion approved on consensus.

ii. First approval: By-law #1

There were no questions.

Proposal #6: That the Board of Trustees approve the revised By-law #1 as recommended by the Governance Committee.

Motion approved on consensus.

iii. Board Recruitment and Nomination Policy

K. Fryday-Field provided an update on the status of the policy review, and the process that is now in place for recruitment of Board members. The following amendments were discussed:

➤ On the fourth page, the first bullet should read, “Strong belief...”

➤ Under Review of Nominations, move the second last bullet up to the third bullet in that list so that April is in advance of May. In the same bullet, “Alternate state” should be changed to, “A slate of potential recommended...”

Proposal #7: That the Board of Trustees approve the Board Recruitment and Nominations Policy with the amendments noted above, as recommended by the Governance Committee.

Motion approved on consensus with amendments.

iv. Role of Trustee Policy

K. Fryday-Field requested Board members to review the document.

- f. Institutional Planning Committee
 - i. Institutional Planning Committee Draft Performance Indicators – Part II (Enrollment Indicators)

A. Conyngham reported that this report used to come to the Board at the end of the year in a very large package and there was little discussion. The Committee agreed that it would be beneficial if the report could be broken down into smaller reports that would provide an opportunity for discussion. The smaller report resulted in an excellent discussion at the Committee level and a decision was made to present the smaller reports to the Board.

It was asked whether the members are approving the indicators or agreeing that they are the appropriate indicators on the subject of enrollment and retention. A. Conyngham noted that the Board is approving both. There was much discussion.

S. Mumm reminded the Board that they had previously expressed concern that there were far too many KPIs in the report, and with the Board's approval some were removed. By frequently changing what is measured, it can limit historic data and benchmarking. The Board expressed an interest in enrolment and retention rates.

There was a request to take the report back to IPC for further discussion.

Proposal #8: That the Board of Trustees approve the report on the Performance Indicators – Part II (Enrollment Indicators), as recommended by the Institutional Planning Committee.

Motion approved.

10. New and Other Business

Board members were reminded that there was a reception at the Past Chair's residence on Friday, December 13th in honour of the new Chancellor, and the Brescia Christmas lunch is on December 20th.

Meeting adjourned at 7:18pm