



BRESCIA UNIVERSITY COLLEGE BOARD OF TRUSTEES

December 14, 2022

7:00pm

Via Zoom and In-person (Oak Room, Ursuline Hall)

DRAFT OPEN MINUTES

Present: L. Citton-Battel, K. Dahl, K. Darling, L. Frederking, K. Henderson, S. McCallum, P. Nanni, B. Savel, E. Schuller, L. Staudt, R. Tessmer

Zoom: M. Belcourt, E. Schuller, R. Tessmer

Regrets: F. Abdollahi, D. Hudecki, C. Patrick

Recorder: L. Frederking

Guests: C. George, H. Hurst, M. Jean, J. Sutton

Recorder: L. Frederking

1. **Call to Order**

K. Darling called the meeting to order.

2. **Confirmation of Quorum**

Quorum was confirmed.

3. **Acknowledgement of the First Nations' Lands and Reflection**

It was acknowledged that the Land Acknowledgement was provided by B. Savel and the Reflection was provided by L. Citton-Battel during the *In camera* Session.

4. **Approval of Agenda**

The agenda was approved.

5. **Business Meeting**

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

b. Declarations of conflicts of interest

There were no conflicts of interest.

c. Report from the Board Chair on the *In camera* Session

K. Darling reported that the President provided a report and there were discussions focussed on the Board Priorities.

6. **For Information**

K. Darling noted that the Mission, Vision, and Values & Board Priorities were pulled into one document. K. Darling also noted the calendar of Brescia events which may be updated from time to time.

7. **Approval of Consent Agenda**

Approved as presented. K. Darling reported that there was a request for F2023 Q2 to be removed from the consent agenda to be discussed.

Consent Agenda approved on consensus.

8. **Discussion of Consent Agenda Item(s)**

M. Jean presented information around Q2 and the Board heard FAIC recommendations to provide longer projection models as well as continue to provide information around contingencies.

9. **President's Office**

a. President's Report to the Board

There was a request for more information around Communications and learning about the social media platforms as well as meaning around the numbers. There was also discussion about the mental health of staff and students.

***Action:* L. Frederking to invite Rachel Macaulay to provide a short presentation to the Board at the next meeting.**

10. **For Discussion**

a. Chancellor Selection

K. Darling reported that the Chancellor's terms ends June 30, 2024. The policy does not allow for a renewal. The policy indicates that Board Members should consider potential candidates. It may be worthwhile to set up a working group to take on this work. Further discussions will occur.

***Action:* Each Board member should consider individuals for this role and send any suggestions to K. Darling.**

b. Microcredentials

L. Frederking provided a summary and update about microcredentials at Brescia.

11. **For Approval:**

12.

a. **Governance Committee**

The terms of reference were amended in respect of membership to include Elected and Representative Trustees.

Motion #1: That the Board of Trustees approve the revisions to the Finance, Audit and Investment Committee's Terms of Reference as recommended by the FAIC as amended.

Motion approved on consensus.

The Governance of Risk Policy was amended to replace the reference to "stakeholder" in the policy

Motion #2: That the Board of Trustees APPROVE the revisions to the Governance of Risk Policy as recommended by the Governance Committee and reviewed by the EDID *Ad Hoc* Task Force as amended.

Motion approved on consensus.

The Harassment and Discrimination Policy was amended for some minor typographical items

Motion #3: That the Board of Trustees APPROVE the revisions to the Harassment and Discrimination Policy as recommended by the Governance Committee as amended.

Motion approved on consensus.

The Workplace Violence Policy was amended to replace the word "Principal" with "President" and to remove the reference to the Employee Relations Committee

Motion #4: That the Board of Trustees APPROVE the revisions to the Workplace Violence Policy as recommended by the Governance Committee as amended.

Motion approved on consensus.

Motion #5: That the Board of Trustees RESCIND the Granting Honourary Alumnae Status Policy as recommended by the Governance Committee.

Motion approved on consensus.

Motion #6: That the Board of Trustees RESCIND the Naming Policy as recommended by the Governance Committee.

Motion approved on consensus.

Motion #7: That the Board of Trustees approve the October 19, 2022 Minutes as presented.

Motion approved.

Motion to adjourn at 8:30pm