



BRESCIA UNIVERSITY COLLEGE BOARD OF TRUSTEES

December 5, 2018
6:20pm
Ursuline Hall, Oak Room

MINUTES

Present: N. Allossery–Walsh, A. Conyngham, P. Dworatzek, L. Eldik, L. Frederking, K. Fryday–Field, S. Hajpel, D. Hudecki, M. Hunter, M. Krauskopf, S. McCallum, L. Moist, S. Mumm, E. Rankin Nash, E. Schuller, M. Simm, R. Tisdale, B. Walton

Zoom: G. DuBois–Wing

Regrets: H. Campbell, I. Christensen, K. Darling, M. Khademi, K. McKay, E. Mitchell

Guests: C. Aguilar, C. George, J. Mancini, J. Rose, A. Walby

Recorder: L. Davison

1. Call to Order

K. Fryday–Field held a moment of reflection for the Board members that were facing challenges at this time and C. George provided a prayer. The meeting was called to order.

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

Quorum was confirmed.

3. Reflection

L. Moist provided the 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. K. Fryday–Field requested that L. Moist share her summarized Reflection to be posted on OWL.

Action: L. Moist to send summarized Reflection to L. Davison for posting to OWL.

4. From the Frontline: Academic Presentation

- “Feeding your nerves: The role of blood flow.”
With Professor Jasna Twynstra, Food and Nutritional Sciences

5. Business Meeting

- a. Annual Commitment to BUC *Code of Conduct*

K. Fryday–Field reminded Trustees of the commitment to the BUC *Code of Conduct* and requested that all members who were not in attendance at the last meeting to verbally commit.

b. Declarations of Conflict of Interest

There were no conflicts of interest.

c. Approval of Draft Minutes

i. Board of Trustees, October 10, 2018

There were no errors or omissions.

Motion approved on consensus.

d. Business arising from Minutes

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 being posted publicly. It was noted that the grounds–keeping amounts would be redacted.

f. Report from the Principal

S. Mumm reported on two events that were scheduled for December 6th. Brescia is holding a National Day of Remembrance Ceremony in commemoration of the Montreal massacre and the Annual Carol Service would be held in the Brescia Chapel, all were welcome to join. The Centenary calendar was circulated to each Board member and S. Mumm thanked C. Aguilar for the hard work that her team had invested.

There was a question about the roundtable discussion that was held at Brescia with Minister Bardish Chagger, and if it was a planned event. S. Mumm responded that they chose Brescia as the venue.

i. Faculty Recruitment Update

S. Mumm noted that we are in the process of starting the work on the hiring process for the two faculty positions that the Board had approved.

ii. Executive Director, Advancement and Alumnae Relations Update

S. Mumm noted we have a new Executive Director, Advancement & Alumnae Relations that will start in the New Year. S. Mumm thanked J. Mancini for all the work she did as Interim Executive Director of Advancement.

iii. Canonical Sponsorship Update

S. Mumm reported that we are continuing with discussions and research, and are now considering a Ministerial Juridic Person which is primarily for an organization that deals with a single ministry such as education. It is a small difference, but has been recommended rather than a Public Juridic Person.

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

6. Board Chair Report

a. Chancellor Update

K. Fryday–Field noted that the Chancellor will complete her term in June 2019. She will preside over the Baccalaureate Ceremony in June and will pass the baton on to the new Chancellor if one is in place. There were no questions.

b. Affiliated Board Chairs Update

K. Fryday–Field noted that a date is being scheduled for the Affiliated Board Chairs to meet in January and the Vice–Chairs will be invited.

c. Outcomes of Board Retreat – Follow–up

K. Fryday–Field noted that a brief summarized report will be prepared for the Board to review on the key findings of the day.

K. Fryday–Field commented on the recent announcement regarding the Maple Leaf Plant coming to London and that Brescia was included in the announcement. A. Conyngham noted that this project has been worked on for three years and LEDC was delighted to be able to include Brescia in the announcement. They have received many social media hits and this will be the single largest food processing plant in Canada.

7. Reports and Proposals of the Standing Committees

a. Executive Committee Report

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

i. Chancellor Search

K. Fryday–Field reported that nominations for the next Chancellor have been received and that additional nominations are welcome to be submitted until January 4, 2019. K. Fryday–Field provided an overview of the characteristics that are being considered and what the process will be. There were no questions.

ii. Update on Brescia Community Input to the Principal’s Performance

K. Fryday–Field reported that feedback on the Principal’s performance will be sought from the Brescia community in January 2019.

iii. Brescia University College Name

K. Fryday–Field reported that this was discussed at the Board Retreat and she has invited the Ursulines to provide their feedback. Following discussion, the proposal was revised as follows:

Proposal #1: That the Board of Trustees approve the Executive Committee’s recommendation to change the name of Brescia University College as is to Brescia University for branding and related purposes contingent on feedback from Brescia Council and the Ursuline Sisters.

Motion approved on consensus.

b. Advancement Committee Report

i. Summary of Office of Advancement Activities

E. Rankin Nash reported on behalf of M. Khademi. The new Senior Development Officer was hired and just started, and the Executive Director of Advancement and Alumnae Relations will start in January. E. Rankin Nash provided a summary on ‘Giving Tuesday.’ J. Mancini was thanked for all her hard work in the past few months.

ii. Advancement Targets 2018–19

There were no questions on this report.

iii. Advancement Status Report

E. Rankin Nash reported that the major giving report was very positive due to the gift of property recently received.

iv. Designated vs Undesignated Donations

E. Rankin Nash reported that the goal is to obtain as many undesignated donations as possible in order to have the flexibility to apply donations in places that are needed.

E. Rankin Nash reminded that as discussed at the Board Retreat, we were going into a Capital Campaign.

v. Terms of Reference

There were no questions or concerns.

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

Motion approved on consensus.

vi. Gift Valuation Policy

There was a question about the use of “will accept” or “may accept” and a decision was made to amend #5 on page 2, substituting “Brescia will” to “Brescia may accept...”

Proposal #3: That the Board of Trustees approve the Advancement Committee’s Gift Valuation Policy as recommended by the Governance Committee and amended as discussed above.

Motion approved on consensus.

K. Fryday–Field announced that she had one more proposal to add to the agenda that had emerged from the Board Retreat after the agenda had been set. The proposal was to nominate E. Rankin Nash as Chair of the Capital Campaign Committee and she wanted to have a Board member appointed at this time and M. Khademi was highly supportive of this nomination. They are hoping to align this with the Centenary celebrations. K. Fryday–Field noted that the Terms of Reference will be distributed when available. The role of the Chair will be to coordinate the group, populate it and work collaboratively with the Advancement Team to build contacts, bring resources to the table or bring others to the table. E. Rankin Nash was nominated because she has the experience and is in favour of the campaign.

E. Rankin Nash was then requested to recuse herself.

K. Fryday–Field asked if there were any concerns and there were none.

Motion unanimously accepted.

E. Rankin Nash joined the meeting and K. Fryday–Field announced that she will be the Campaign Chair.

c. Employee Relations Committee Report

K. Fryday–Field reported that K. Darling submitted the report and asked if there were any questions. There were no questions or concerns.

d. Finance, Audit & Investment Committee Report

B. Walton reported that there is a fair amount of information available and new this year will be regular summary reports on the Academic Pavilion. There were no questions or concerns.

➤ Summary Statement of Operations

There were no questions.

➤ For Information: Errors and Omissions Insurance Coverage

B. Walton reported that the Committee reviewed the coverage and noted that liability coverage relating to environmental contamination, terrorism, cyber risk and asbestos is limited to \$3 million total. It was asked if that was enough. A. Walby reported that she will do further research and report back to see if a policy may be required. It was suggested that the word “Trustees” be added, however, A. Walby noted that we are not allowed to change the language with CURIE and that “Directors” completely covers all positions including Trustees. It was commented that the question and the answer are to be included in the minutes of the meeting.

i. FAIC Work Plan

It was noted that the Work Plan is in place and provided for information.

ii. 2–Year Capital Budget

A. Walby provided an overview of the report. A. Conyngham noted that IPC had a very good discussion on this and that there were some very large ticket items that needed to be addressed.

Proposal #4: That the Board of Trustees approve the revised 2–Year Capital Budget – F2019 and F2020 as recommended by the FAIC and the Institutional Planning Committee as presented.

Motion approved on consensus.

iii. Purchasing Policy

B. Walton reported that there weren't any significant changes, mostly titles and legislative changes. A. Walby also noted that there are more resources available online and the links are included in the policy.

Proposal #5: That the Board of Trustees approve the revised Purchasing Policy as recommended jointly by the FAIC and Institutional Planning Committee, as presented.

Motion approved on consensus.

e. Governance Committee Report

K. Fryday–Field reported that there will be a review of all Board policies.

i. Freedom of Expression Policy Draft

S. Mumm reported that when the new Provincial government came into office they gave post–secondary institutions six months to have a Freedom of Expression policy in place. Western drafted a policy with consultation from the Affiliates and Western's Board approved their policy last week. S. Mumm reported that she had also consulted with the other Catholic Universities to find out what they were doing. S. Mumm provided an overview of the differences that were being proposed for Brescia's policy compared to Western's, in particular that Brescia observes *Ex Cordia Ecclesia* and a statement has been included to that effect.

There was support to start the policy with the last paragraph. It was also noted that in Brescia's policies, "Brescia" is referred to rather than "University" and there was a desire to remain consistent with that practice. There was a question in regard to the formatting of the policy and S. Mumm commented that the policy would be formatted according to our policy template.

There was discussion on who provides the counselling and health services and it was noted that counselling is provided by both Brescia and Western, and health services is only provided by main campus. It was decided to leave the language as is.

There was a request to include "catholicity" in the policy and it was requested to have language included in the second last paragraph that states there will not be interference and entrances will not be blocked for events. S. Mumm was asked to investigate blocking of access during peaceful assemblies and report back to the Board. There was extensive discussion.

Action: S. Mumm to confer on clauses #1 through to #6 and report back to the Board.

It was suggested that there be a friendly amendment to approve the policy today with a review of the reformatted policy in February 2019. The proposal had a friendly amendment as follows:

Proposal #6: That the Board of Trustees approve the draft Freedom of Expression Policy as recommended by the Governance Committee in principle as presented and will review the reformatted policy with the suggested amendment in February 2019.

Motion approved on consensus.

- f. Institutional Planning Committee Report
 - A. Conyngham provided an overview of the report.
 - i. Work Plan
 - A. Conyngham reported that the Work Plan was provided for information.
 - ii. Terms of Reference
 - A. Conyngham reported that a factual change was made by the Governance Committee clarifying that the Principal would report back to Brescia Council, rather than IPC reporting back to Brescia Council.

Proposal #7: That the Board of Trustees approve the IPC Terms of Reference as recommended by the Governance Committee as presented.

Motion approved on consensus.

- iii. Refreshed 10–Year Capital Plan F2019 – F2029
 - A. Conyngham reported that there was a good discussion at the IPC meeting. It was noted that the Mary Manor building is currently occupied by CultureWorks on a monthly lease. It has been painted and a new roof installed.
- iv. Academic Pavilion Update
 - A. Conyngham reported that Brescia was not affected by the steel tariffs and there aren't any concerns about disruptions to students during exams.

8. For Information

- a. BUC Alumnae Association Report
 - L. Eldik provided an overview of the report.
- b. BUC Students Council Report
 - M. Hunter provided a verbal report noting that it had been a successful semester for students and have been working on a number of events. A General Manager will be hired for January 2019.

9. Other Business

Meeting adjourned at 8:35pm