



**BRESCIA UNIVERSITY COLLEGE BOARD OF TRUSTEES**

**June 24, 2022**

**1:45pm**

**Oak Room, Ursuline Hall and Via Zoom**

**DRAFT OPEN MINUTES**

**Present:** F. Abdollahi, M. Belcourt, R. Corneil, K. Dahl, K. Darling, L. Frederking, D. Hudecki, P. Nanni, E. Rankin Nash, E. Schuller

**Zoom:** S. McCallum, C. Patrick (*joined at 2:10pm*), B. Savel

**Regrets:** L. Citton-Battel, L. Moist

**Guests:** J. Clark, C. George, H. Hurst, M. Jean, R. Macaulay, J. Mitchell, L. Ochoa, J. Rose

**Recorder:** L. Davison

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**1. Call to Order**

K. Darling called the meeting to order at 1:50pm.

**2. Confirmation of Quorum (*participation of 8 Trustees*)**

Quorum was confirmed.

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

It was acknowledged that the Land Acknowledgement was provided by K. Dahl in the *In camera* Session.

**4. Reflection**

Sr. E. Schuller, Ursuline Nominee provided the Reflection.

**5. Approval of Agenda**

Agenda approved on consensus.

**6. 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 noted that the meeting was brief and there was one item that would remain confidential. The Board members approved the reappointment of Monica Belcourt as an Elected Trustee, and Kathleen Dahl as a Representative Trustee. Lisa Citton–Battel was approved as Chair of FAIC, and Brenda Savel as Vice–Chair; Chris Patrick was approved as Chair of the EDID Ad Hoc Task Force, and Fahimeh Abdollahi as Vice–Chair. The Governance Chair and Vice–Chair are still to be determined. The Board also approved the appointment of Rosemary Tessmer as an Elected Trustee and Mallika Auplish as a Community Trustee, subject to reference checks.

7. **For Information**

K. Darling noted that the items were for information.

8. **Approval of Consent Agenda**

K. Darling reported that there were no requests for discussion on the reports. Approved as presented.

9. **President’s Office**

a. President’s Report to the Board

L Frederking spoke about Brescia’s bright future and the opportunities that emerged as a result of the pandemic. The Leadership Team will be in place by September and prepared to move forward with the new Strategic Plan. There was discussion on the Strategic Plan and enrollment.

10. **For Approval**

a. Finance, Audit and Investment Committee

i. Approval of Audited Financial Statements

S. McCallum reported that the FAIC met with the Auditors last Thursday and reviewed the Financial Statements and the report. The item of most importance was the unanticipated summer tuition revenue from F2020 and F2021. It was noted that we received a clean audit report.

**Motion #1: That the Board of Trustees approve the Audited Financial Statements for Brescia University College for the fiscal year ended April 30, 2022 and the Chair and Secretary of the Board of Trustees be and are hereby authorized to sign the said Financial Statements on behalf of the Board of Trustees to evidence such approval.**

**Motion approved on consensus.**

ii. Approval of Transfer of Funds

S. McCallum reported that annually there is a transfer of funds, and it was clarified that the funds were internal and not donor related.

**Motion #2: That the Board of Trustees approve the transfer of \$463, 141.00 from internally restricted to unrestricted funds.  
Motion approved on consensus.**

iii. Approval of 2022–23 Brescia Non–Tuition Ancillary Student Fees

S. McCallum reported that the fees are non–tuition related and are approved by the Board on an annual basis.

**Motion #3: That the Board of Trustees approve the schedule of Non–Tuition Ancillary Student Fees for 2022–23.**

**Motion approved on consensus.**

iv. Policy on Signing Authorities (revised)

S. McCallum reported that the majority of revisions were to titles and positions. The policy is for cheque signing authority and there was much discussion at FAIC. J. Clark reported that the policy also applies to electronic payments.

**Motion #4: That the Board of Trustees approve the revised Signing Authorities Policy as recommended by the Finance, Audit and Investment Committee.**

**Motion approved on consensus.**

b. Governance Committee

i. Appointment of Officers of the Corporation

R. Corneil reported that annually the Board appoints the Officers of the Corporation. E. Rankin Nash objected to the motion.

**Motion #5: That the Board of Trustees appoint the Officers of the Corporation to hold the offices referred to opposite their respective names starting July 1, 2022 to June 30, 2023:**

1. Chair – Kimberly Darling
2. Vice–Chair – Sandy McCallum
3. Secretary – Laretta Frederking, President
4. Treasurer – Melissa Jean, Executive Director of Strategic Initiatives and Growth

**Motion approved with one objection.**

ii. Second approval: Constitution of the Board of Trustees

K. Darling reported that when the Governance Committee met in March they approved a version of the *Constitution* that was to go forward to the Board at the April meeting. The version presented to the Board at the April meeting was not the correct version. There were minor revisions made to the April version. There were no concerns.

**Motion #6:** That the Board of Trustees approve the revisions to the *Constitution of the Board of Trustees* as recommended by the Governance Committee.

**Motion approved on consensus.**

iii. By-Law #1 (revised)

There were no concerns.

**Motion #7:** That the Board of Trustees approve the revisions to By-Law #1 as recommended by the Governance Committee.

**Motion approved on consensus.**

iv. Policy on the Appointment Review and Renewal of the President of Brescia University College (revised)

There were no concerns.

**Motion #8:** That the Board of Trustees approve the revisions to the Policy on the Appointment, Review and Renewal of the President of Brescia University College as recommended by the Governance committee.

**Motion approved on consensus.**

v. Policy for Selecting a Chancellor for Brescia University College (revised)

There were no concerns.

**Motion #9:** That the Board of Trustees approve the revisions to the Policy for Selecting a Chancellor for Brescia University College as recommended by the Governance Committee.

**Motion approved on consensus.**

vi. Brescia Council Constitution (revised)

There were no concerns.

**Motion #10:** That the Board of Trustees approve the revisions to the *Brescia Council Constitution* as recommended by the Governance Committee.

**Motion approved on consensus.**

c. Approval of Board of Trustees Draft Minutes

i. April 27, 2022

There were no concerns. R. Corneil abstained as he was not present.

**Motion #11: That the Board of Trustees approve the April 27, 2022 Minutes as presented.**

**Motion approved with one abstention.**

**Adjourned at 2:35pm**