

BOARD OF GOVERNORS

Approved Minutes of the Meeting of

April 28, 2023 9:00 a.m., Via Zoom

Present	Absent
<p><u>Voting Members Present</u> Bangs, Jeff, Chair Embleton, Sheila, Interim President & Vice-Chancellor Gallagher, Jim Guay, André Harquail, David Kurkimaki, Laura Manitowabi, Tammy Sbaa, Nawfal</p> <p><u>Non-Voting Members Present</u> Bassett, Shannon, Senate Colin, Fabrice, LUFA Durand, Louis, LUFA Fenske, Tom, LUSU Johnson, Mark, Interim University Secretary Scott, Daniel, Senate Teller, Meredith, LUAPSA</p> <p><u>Also in attendance (Resources):</u> Brouwer, Brenda, Interim Vice-President Academic and Provost Caron, Joseph, Interpreter Cowper-Benoit, Gail, Manager, Health and Safety Croteau, Leeanne, Manager of Procurement and Contracts Dorman, Sandra, Professor, School of Kinesiology and Health Sciences Dowdall, Jennifer, Interim Co-Director, EDHRO Eger, Tammy, Vice-President Research Goffin, Shannon, Interim Co-Director, EDHRO Hodgson, Ann, Acting Associate University Secretary Jubb, Dawne, Interim General Counsel Lehtimaki, Shauna, Director, Institutional Planning Lavallee, Normand, Associate Vice-President, Financial Services MacLeod, Tracy, Chief Advancement Officer Piché, Michel, Interim Vice-President, Finance and Administration Rocca, Gina, Interim Executive Assistant St.Marseille, Nicole, Director, Campus Safety Tremblay-Croxall, Louise, Director, Planning & Budgeting Williams, Liliane, Interpreter</p>	<p><u>Voting Members Absent</u> Barry, Aaron Cameron, Vernon McCue, Meghan (GSA) Recollet, Angela</p> <p><u>Non-Voting Members Absent</u> Morin, Avery (SGA) Motamedi, Monica, CUPE</p>

CLOSED SESSION

The Chair of the Board of Governors (the “**Board**”), Mr. Jeff Bangs, called the meeting to order at 9:06 a.m. and confirmed quorum. Mr. Bangs opened the meeting by acknowledging the Robinson-Huron Treaty of 1850 and further recognized that Laurentian University is on the traditional lands of the Atikameksheng Anishnawbek.

CLOSED INFORMATION AND ACTION ITEMS

1. Adoption of the Closed Agenda

The Chair asked for a motion to approve the agenda of the closed session.

MOTION: Moved by Tammy Manitowabi and seconded by David Harquail.

That the Agenda be approved as presented.

Carried unanimously.

2. Declaration of Conflicts of Interest

The Chair invited members to declare any conflicts of interest relevant to the agenda and reminded Governors that at any time during the meeting proceedings they are respectfully encouraged to consider and raise any potential conflict which may arise during discussions. None were declared.

It was noted for the record by the Interim University Secretary that Mr. Harquail has previously disclosed a potential conflict he may have from time to time regarding discussions concerning the treatment of the University's endowment fund and/or deferred donor contributions.

3. Proposed Naming of Fellowship in Conservation Biology

The Chair invited Dr. Sheila Embleton, Interim President and Vice-Chancellor, to provide more information on this item. Dr. Embleton was joined by Tracy MacLeod, Chief Advancement Officer, and Dr. Tammy Eger, Vice-President Research. Ms. MacLeod provided context about the background of the proposal to have Laurentian establish a Research Fellowship in honour of Dr. Jane Goodall, named the Dr. Jane Goodall Research Fellowship in Conservation Biology. She also provided an overview of the structure of the funding and the benefits to Laurentian of implementing the proposed fellowship.

A resolution of the Board was not required to approve this fellowship. However, the governors were expressed their support of the proposal.

4. CCAA: Update on Transformation

The Chair invited Dr. Sheila Embleton, Interim President and Vice-Chancellor, to provide an update on this item. Dr. Embleton highlighted the next steps in the operational transformation process as well as the next steps with the selection of the consultant for the strategic planning process, and the timeline of the transformation and strategic planning work.

5. Approval: Consultant Agreement

The Chair invited Michel Piché, Interim Vice-President Finance and Administration, to provide further context on this item. Mr. Piché was joined by Dawne Jubb, Interim General Counsel, and Leanne Crouteau, Manager of Procurement. Mr. Piché highlighted the terms and agreement of the contract.

RESOLUTION: Moved by Tammy Manitowabi and seconded by David Harquail.

THAT the Board of Governors direct the University President and Vice-Chancellor and Vice-President of Finance and Administration (Interim) to formalize and execute the contract with Deloitte as the Project Management Consultant to develop Laurentian's detailed Transformation Plan and oversee the implementation of the Plan up to a maximum dollar value of \$1,599,200.00 (including Project Costs and Disbursements) before taxes.

Carried unanimously.

6. Legal Matters: Update

Dawne Jubb, Interim General Counsel, provided a verbal summary of key issues, projects, and legal matters that are currently within the legal department

7. Human Resources Update

a) Executive positions

The Chair invited invited Michel Piché, Interim Vice-President Finance and Administration, to provide an update on this matter. Mr. Piché provided a verbal update of some of the critical staffing requirements.

b) Academic positions

The Chair invited Dr. Brenda Brouwer, Interim Vice-President, Academic and Provost, to provide an update on this item. Dr. Brouwer gave an overview of the status on the current searches for faculty, deans, the university librarian, and the Associate Vice-President, Francophone Affairs. Dr. Sheila Embleton, Interim President and Vice-Chancellor, also provided a brief update on the various searches of senior leadership and management positions as well as the expected timeline these positions are to be filled.

OTHER BUSINESS

8. Other Business

The Chair in consultation with Mark Johnson, Interim University Secretary, confirmed there was no other business.

9. Adjournment of the closed session

Having exhausted the agenda, the closed session of the meeting of the Board of Governors was adjourned at 9:51 a.m.

PUBLIC SESSION

The Chair called the open session of the regular meeting of the Board of Governors to order at 10:30 a.m. and confirmed quorum. Mr. Bangs then opened the meeting by acknowledging the Robinson-Huron Treaty of 1850 and further recognized that Laurentian University is on the traditional lands of the Atikameksheng Anishnawbek.

INFORMATION SESSION

A. Learning and Engagement Session:

CROSH (Centre for Research in Occupational Safety and Health) “Looking Backward to Move Forward: CROSHing it since 2008 and into the future.”

The Chair invited Dr. Sandra Dorman, School of Kinesiology and Health Sciences, to provide a presentation on this item. Dr. Dorman provided a brief explanation about CROSH, its mandate, vision and values. She gave a brief overview of the Centre's partnerships, community outreach efforts, and the different areas of training provided to students and workplaces. She added that the Centre has awarded \$124,000.00 in scholarships to students and highlighted the different research projects and educational outreach completed by the Centre.

Dr. Dorman also gave an explanation about the CROSH workplace simulator and the types of research studies carried out at the facility that help with real world workplace problems.

She provided an overview of the strategic priorities for CROSH based on stakeholder feedback. Dr. Dorman noted these priorities align with Laurentian's strategic plan. As well, the Centre will be providing a series of training programs for occupational health professionals in the upcoming academic year.

ACTION ITEMS

1. Adoption of Agenda

The Chair asked for a motion to approve the agenda of the open session.

MOTION: Moved by David Harquail and seconded by Jim Gallagher.

That the agenda be approved as presented.

Carried unanimously.

2. Declaration of Conflicts of Interest

The Chair invited members to declare any conflicts of interest relevant to the agenda and reminded Governors that at any time during the meeting proceedings they are respectfully encouraged to consider and raise any potential conflict which may arise during discussions. None were declared.

It was noted for the record by the Interim University Secretary that Mr. Harquail has previously disclosed a potential conflict he may have from time to time regarding discussions concerning the treatment of the University's endowment fund and/or deferred donor contributions.

3. Unanimous Consent Agenda

The Chair asked for a motion to approve the consent agenda as presented in the Board materials, more particularly:

3.1. Items include the minutes of the regular meeting held February 17, 2023, and the special meetings held December 9, 2022, March 9, 2023, and April 11, 2023.

MOTION: Moved by David Harquail and seconded by André Guay.

That the items listed in the Unanimous Consent Agenda be approved or received for information.

Carried unanimously.

4. Business arising from minutes.

The Chair in consultation with the Interim University Secretary confirmed there was no business arising from the minutes.

5. President's Report

The Chair invited Dr. Sheila Embleton, Interim President and Vice-Chancellor, to present her report. Dr. Embleton began her presentation by recognizing today is the National Day of Mourning that recognizes workers who have been killed on the job. She briefly described its history, how it started in Sudbury and spread across Canada. Laurentian had its own commemoration services earlier in the day.

She noted that the contract for the transformation consultant has been signed and approved by the Board. Regarding the strategic planning consultant, the contract has been signed and the successful vendor was approved by the Ministry of Colleges and Universities.

She added there are various senior administrative searches underway. The Associate Vice-President, Human Resources and new Director, Labour Relations positions are filled. She highlighted some of the other senior leadership and management searches happening at the University.

Dr. Embleton praised the work of CROSH and the investment given to them from Ministry of Labour, Immigration, Training and Skills development of \$2.5 million and noted the work of graduate student research at Laurentian as outlined in her report in the materials provided.

6. Financial Update (Cash Flow, Financial Forecast, Enrolment Update, Planning Framework, Investment Returns, Pension and Endowment Fund)

Mr. Piché provided an overview of the financial results of the University, the official enrolment for fall and winter 2023, along with highlights of investment returns of the endowment funds and employee retirement funds as of the end of February 2023. In terms of the cash position, Laurentian had an operating cash balance of \$92.2 million and segregated funds totalling \$23.9 million. As of April 7, the University had an operating cash balance of just over \$108 million and segregated funds of \$24.4 million. The higher operating cash balances were the result of unplanned year-end grants from the Ministry, which included past year COVID funding. This amounted to \$11.7 million. In terms of cash position, Laurentian is continuing to do well.

He added Laurentian saw a reduction in total full-time equivalent enrolment for the 2022-2023 academic year, but this is 14% better than projected in the financial plan that was prepared during the CCAA process. Laurentian continues to see strong growth in enrolment in online degree programs, along with international students.

Mr. Piché highlighted the University's endowment fund, which totalled \$48.4 million by the end of February, and it continues to do well. He added the employee retirement fund data is produced on a quarterly basis and the numbers outlined in the report, which was included in the materials, are a partial reflection and are showing a positive return despite difficult market challenges.

7. Finance Committee Item

The Chair invited the Chair of the Finance Committee, David Harquail to provide further information on these items. Mr. Harquail noted the significance of these items due to this being the first time Laurentian has been able to prepare a budget post-CCAA.

7.1 Approval: Tuition Fees for Students 2023-2024

Michel Piché, Interim Vice-President, Finance and Administration, presented this item. On March 2, 2023, the Ministry of Colleges and Universities (MCU) issued its Tuition Fee Framework (TFF) for the 2023-24 academic year for domestic students in Ontario. The framework continues the tuition fee freeze for domestic students at 2022-23 levels and provides institutions the flexibility to increase tuition fees for domestic out-of-province students up to 5%. In addition, subject to the submission of an application and ministry approval, tuition fee increases over a multiyear timeframe will be permitted for certain programs with lower-than-sector-average tuition rates for comparable programs (applicable to first-year incoming students starting 2023-24).

From the previous year's framework, Laurentian implemented total increases of 6% for first- and second-year undergraduate out-of-province students. There were no tuition fee increases for the out-of-province graduate students. International tuition fees are not part of the TFF and are subject to market factors. In determining international fees, the University benchmarks fees from the Ontario university sector.

RESOLUTION: Moved by David Harquail and seconded by Laura Kurkimaki.

THAT the Board of Governors approve the 2023-24 non-Ontario domestic and international tuition fees and per credit tuition for Master's programs as recommended by the Finance Committee and as presented at its meeting of April 28, 2023.

Carried unanimously.

7.2 Approval: Administrative Fees 2023-2024

Michel Piché, Interim Vice-President, Finance and Administration, presented this item. He stated that university students in Ontario are charged a combination of tuition fees, ancillary fees, and compulsory fees which follow the Provincial Ancillary Fee Classification Framework. In addition, the University has a number of administrative fees which are approved annually by the Board of Governors. Administrative fees are based upon services provided by the University. Mr. Piché stated that Laurentian maintained for the Spring/Summer term of 2023-2024 the same administrative fees as 2022-2023. The proposed fees would be implemented for the Fall/Winter term of 2023-2024. Laurentian is proposing an overall fee increase of 3% in administrative fees. This will amount to approximately \$225,000.

RESOLUTION: Moved by David Harquail and seconded by Jim Gallagher.

That the Board of Governors approve Laurentian's 2023-24 Student Administrative Fees as recommended by the Finance Committee and as presented at its meeting of April 28, 2023.

Carried unanimously.

7.3 Approval: Ancillary Fees 2023-2024

Michel Piché, Interim Vice-President, Finance and Administration, presented this item. Laurentian collects compulsory fees from students to support ancillary student services such as athletics,

recreation and mental health. In addition to the funds collected for Laurentian initiatives, each student association charges for services such as health and dental plans, UPass, and food banks.

The ancillary fees collected by the University are estimated at \$3.0 million annually. The total change in student ancillary fees from 2022-23 represents a decrease of approximately \$140,000, with the major changes coming from the elimination of the \$45 Student Recreation Centre Fee, totalling \$218,000 and offset by a 10% increase in Recreation Programming and Athletic Fee, worth \$77,000. These increases will help improve the quality of the University's recreational and varsity programs.

A discussion ensued regarding access copyright fees that were suspended. There is no signed new agreement. Mr. Piché explained it is being discussed and there has been no answer yet. Further follow up will be required.

RESOLUTION: Moved by David Harquail and seconded by Tammy Manitowabi.

That the Board of Governors approve Laurentian's 2023-24 Ancillary Fees and Budget as recommended by the Finance Committee and as presented at its meeting of April 28, 2023.

Carried unanimously.

7.4 Approval: Operating and Capital Budgets 2023-2024

Michel Piché, Interim Vice-President, Finance and Administration, presented this item. He noted that this is the first budget to be prepared since the start of the CCAA process. Following emergence from CCAA, Laurentian resumed planning and budgeting discussions with managers. This process began in the fall of 2022, with input from the Board of Governors and discussions with faculty and staff about priorities and financial pressures. He noted that these discussions were influenced in part by the CCAA Exit Loan Agreement, which contain specific reporting requirements and financial restrictions. The Consolidated 2023-24 Budget presented to the Board includes operating, ancillary, capital, and research activities, and was prepared with the goal of stabilizing the University's operations (following CCAA exit) and to address immediate capacity challenge.

In addition to the Consolidated Budget, the University is also providing an Operating Budget, which is prepared on a different basis than for financial statement reporting for not-for-profit organizations (accrual basis). The major differences relate to the consolidation of related party operations and recognition of certain transactions.

Mr. Fabric Colin, LUFA representative, commented about LUFA's desire to have had greater consultation and the budget's lack of addressing faculty concerns. He reminded Board members of the sacrifices that faculty made under the CCAA process.

RESOLUTION: Moved by David Harquail and seconded by Vernon Cameron.

THAT the Board of Governors approve the 2023-24 Operating and Capital Budget as recommended by the Finance Committee and as presented at its meeting of April 28, 2023.

Carried unanimously.

8. OTHER ITEMS

8.1 Equity, Diversity, and Human Rights Office Report 2022

The Chair invited Jennifer Dowdall and Shannon Goffin, the Co-Directors, Equity, Diversity and Human Rights Office, to provide a summary of the annual report of the services provided during 2021-2022 fiscal year. They provided a brief overview of the services offered at EDHRO. They added the report provides information by anonymized statistics through case contacts with the Office along with resolution services under the policies that the Office administers. It also highlights community and educational engagement initiatives.

They stated that the Office experienced the highest number of case contacts during the 2021-22 fiscal year and explained some of the reasons why this was the case. They also noted the Office also breaks down the constituency groups that are accessing the services. Students have consistently been and continue to be the largest constituency group accessing the services followed by leadership/personnel group.

Ms. Dowdall noted through education and training the Office tries to capture certain groups on campus for mandatory training, such as all students. The Office also makes training and education sessions available to the community and provides specific training as requested from a department.

8.2 Occupational Health and Safety Report 2022

The Chair invited Michel Piché, Interim Vice-President and Administration, to introduce this item. Mr. Piché was joined by Gail Cowper-Benoit, Health and Safety Manager, to present the report. Ms. Cowper-Benoit noted some statistics. The number of injuries reported has decreased over the past couple of years, mostly due to campus being closed because of COVID-19. However, they are rising again but there are no lost time injuries. Laurentian is on the low end of injury rates compared to other universities. She attributed this to Laurentian not having food services or custodial services as part of WSIB.

In 2022 when staff and faculty returned to campus, everyone was required to do a mandatory training and review different policies. She added part-time staff are lagging in completing the necessary training, but they continue to find ways to ensure they receive the required training.

Ms. Cowper-Benoit highlighted some of the things they are working on, such as developing a wellness promotion committee that focuses on the well-being of workers, both at the workplace and at home. This year the Joint Health and Safety Committee is in its infancy of developing what safety initiatives to implement. A survey was sent out to determine what programs to focus on to improve safety at Laurentian.

Summary of Information Reports by Board Standing Committees

8.3 Audit Committee Report

8.4 Executive Committee Report

8.5 Finance Committee Report

8.6 Joint Committee on Bilingualism Report

8.7 Nominating Committee Report

8.8 Property Development and Planning Committee Report

8.9 Chair's Items

The Chair invited Mark Johnson, Interim University Secretary, to present these reports. He explained they briefly summarize information items presented at each Committee meeting but that do not move up to the Board for review or approval. Providing these reports are important for transparency reasons as they demonstrate what the Committee discusses. If a Governor wishes to probe further, there is an opportunity to do so.

9. OTHER BUSINESS

The Chair, in consultation with Mark Johnson, Interim University Secretary, advised there was no other business.

10. IN CAMERA DISCUSSION

The Board of Governors then proceeded with their *in camera* discussion.

11. ADJOURNMENT

Having exhausted the items on the agenda Mr. Jeff Bangs, Chair adjourned the meeting 1:00 pm.



Mark Johnson, Interim University Secretary