

BOARD OF GOVERNORS

Minutes of the Meeting of February 21, 2025
9:00 a.m., Executive Learning Centre, FA-386
or via Zoom

Present	Absent
<p><u>Voting Members Present</u></p> <p>Alvarez-Sierra, Christian (AEF Representative) Barbeau, Jay, Vice-Chair Barltrop, James Barry, Aaron Bouchard, Roxanne Cameron, Vern, Chair Guay, André Harquail, David Kasunich, Staysha (SGA Representative) Kurkimaki, Laura Minor, Ryan Ramakko, Brian Wells, Lynn, President and Vice-Chancellor (ex-officio)</p> <p><u>Non-Voting Members Present</u></p> <p>Colin, Fabrice, LUFA Representative Fenske, Tom, LUSU Representative Gorham, Robyn LUFA Representative McGibbon, Joseph, LUAPSA Representative Vincent, Danielle, University Secretary</p> <p><u>Others in attendance (Resources & Presenters)</u></p> <p>Boyer, Céleste, General Counsel Campbell, Malcolm, Provost & Vice-President, Academic Champeau, Leia, External Consultant, Deloitte Choi, Angela, External Consultant, Deloitte Corboy, Hannah, Associate University Secretary Dion, Nicholas, Associate Vice-President, Strategic Initiatives Eger, Tammy, Vice-President, Research Laporte, Marianne, Acting-Director, Institutional Planning Leclerc, Renée, Executive Administrative Assistant, University Secretariat MacLeod, Tracy, Chief Advancement Officer Massimiliano, Michael, Associate Vice-President, Facilities Peng, Maureen, External Consultant, Deloitte Piquette, Nicole, Associate Vice-President, Financial Services Racine-Bouchard, Lily, Advancement Manager Richardson, Mabel, External Consultant, Deloitte Strickland, Thomas, Assistant Professor, Learning Session Presenter</p>	<p><u>Voting Members Absent</u></p> <p>Manitowabi, Tammy Prudhomme, Rachel</p> <p><u>Non-Voting Members Absent</u></p> <p>Cavaliere, Patrick, Senate Representative Patel, Jeet, GSA Representative Pianosi, Birgit, Senate Representative Yazdani, Noushin, CUPE Representative</p>

CLOSED SESSION

The Chair, Mr. Vernon Cameron, called the meeting to order at 9:02 a.m. and University Secretary, Ms. Danielle Vincent, confirmed quorum. Mr. Cameron began the meeting by acknowledging the Robinson-Huron Treaty of 1850, that Laurentian University is on the traditional lands of the Atikameksheng Anishnawbek and that the City of Greater Sudbury, also includes the traditional lands of the Wahnapiatae First Nation.

Mr. Cameron noted that this was a closed session and any material or discussions were to remain confidential.

CLOSED INFORMATION AND ACTION ITEMS

1. Adoption of the Closed Agenda

MOTION: That the Agenda be approved as presented.

Moved by Roxanne Bouchard and seconded by James Barltrop.

Carried unanimously.

2. Declaration of Conflicts of Interest

The Chair, Mr. Cameron, invited members to declare any conflicts of interest. It was noted for the record that Board member Mr. David 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. No additional conflicts of interest were declared.

3. President's Items (Oral Update)

The Chair, Mr. Cameron, invited President and Vice-Chancellor, Dr. Lynn Wells, to speak to this item. Dr. Wells provided an overview of the performance metrics in her written report, highlighting various activities undertaken in recent months. Dr. Wells also noted that Laurentian University has been engaging with a number of local organizations and institutions to develop partnerships, reflecting the positive progress being made in renewing the University's reputation as a strong and collaborative partner.

Following Dr. Wells' remarks, a discussion took place regarding the University's ability to fill staff vacancies. It was noted that recruitment remains a key area of focus, and the University is seeking the right candidates to fill vacant roles. It was also noted that faculty recruitment efforts had met with significant success, attracting applications from highly accomplished and well-respected academics and researchers.

4. Audit and Risk Committee Items

The Chair, Mr. Cameron, invited the Chair of the Finance and Property Committee, Ms. Roxanne Bouchard, to introduce the following item.

4.1 For Information: Insurance Annual Report

Ms. Bouchard invited Vice-President, Finance and Administration, Ms. Sylvie Lafontaine, to speak to this item. Ms. Lafontaine provided a high-level introduction to this item and invited Mr. Tony Lackey, Risk Specialist to provide remarks. Mr. Lackey provided an overview of the University's enterprise risk

management and insurance services and referred Board members to the report provided in the meeting material which covers key elements of the University's Risk Financing program, including premiums paid, changes in coverage, and claims incurred.

Following remarks, a question was raised regarding the type of insurance coverage available to Board Governors, to which Mr. Lackey noted that since passing the Indemnification Policy in late 2024, Governors have protection through means of the policy as well as the University's Canadian Universities Reciprocal Insurance Exchange (CURIE) insurance policy.

5. Finance and Property Committee Items

The Chair, Mr. Cameron, invited the Chair of the Finance and Property Committee, Mr. Brian Ramakko, to introduce each of the following items.

5.1 For Consultation: Draft Efficiency and Accountability Fund Report

Mr. Ramakko invited the President and Vice-Chancellor, Dr. Lynn Wells, to present this item. Dr. Wells explained that the draft report was produced by Deloitte under the Ministry of Colleges and Universities' Efficiency and Accountability Fund (EAF). Dr. Wells explained that Laurentian's participation in the fund was mandated by the Ministry of Colleges and Universities (MCU), along with approximately 20 other post-secondary institutions selected by the Ontario government. Dr. Wells noted that the draft EAF report was informed by the Strategic Plan, the Transformation Plan, the NOUS and Auditor General reports, and the ongoing development of the Academic and Strategic Research Plans. She emphasized that the report did not represent a commitment from the University to implement specific initiatives but instead outlined possible actions that could be pursued should funding become available. Dr. Wells then invited Associate Vice-President, Strategic Initiatives, Dr. Nicholas Dion, to speak to the next steps in the process. Dr. Dion advised that the draft report would be updated based on feedback received from Governors and the revised report would be presented to the Board Finance and Property Committee as well as the Board of Governors for approval before final submission to the Ministry.

Following remarks, a discussion took place regarding space optimization on campus. It was noted that, space optimization would be addressed as part of the University's ongoing transformation initiatives.. Members also discussed the availability of funding to support the initiatives outlined in the report and it was confirmed that no funding had yet been committed.

5.2 For Approval: Alphonse Raymond Building

Mr. Ramakko invited Vice-President, Finance and Administration, Ms. Sylvie Lafontaine, to speak to this item. Ms. Lafontaine explained that the item brought forward to the Board for consideration is an increase of just over \$1.4M to the original budget for the Alphonse-Raymond Building Air Handling Systems Replacement project, a project which will span two (2) fiscal years. Ms. Lafontaine noted that several factors have contributed to the increase in the original budgeted amount, including an increase in material costs since the time of the project tender, and the decision to consider a more efficient air handling system than the one originally proposed - the latter being deemed a prudent long-term investment. Following Ms. Lafontaine's remarks, Mr. Michael Massimiliano, Associate Vice-President, Facilities, provided additional information regarding funding sources for this project, as well as a detailed overview of the scope, equipment and fees that make up the new total project cost.

Following remarks, a discussion took place regarding funding received from the Department of Canadian Heritage (Patrimoine canadien) and whether the original funding amount had been reduced. It was confirmed there has been no reduction in the total funding received, but there was a change in allocation amongst eligible projects.

The following resolution was considered and carried.

BE IT RESOLVED,

THAT the Board of Governors approve the increase of the overall project budget to support the publicly tendered Request For Proposal (RFP) to address the Alphonse Raymond Building Mechanical and Air Handling System renewal project, to be completed over the fiscal years 2024-25 and 2025-26, as recommended by the Board Finance and Property Committee and as presented at its meeting of February 21, 2025.

Moved by Christian Alvarez-Sierra and seconded by Jay Barbeau.

Carried unanimously.

5.3 For Information: Real Estate Update

Mr. Ramakko invited Vice-President, Finance and Administration, Ms. Sylvie Lafontaine, to speak to this item. Ms. Lafontaine highlighted that the sale of the first of the designated properties, the Vale Living with Lakes Centre, had been finalized and announced, with confirmation that with the University leasing the property back from Infrastructure Ontario (IO), there would be no change in service or use of the building. With respect to the six (6) remaining properties, it was confirmed that progress was being made and the target for completion of the transactions was late Spring 2025.

Lastly, with respect to the former Bell Mansion property, Ms. Lafontaine noted that a request for proposal to enlist a realtor had been issued and it was hoped that the sale would be finalized by the end of May 2025. Ms. Lafontaine also noted that arrangements were being made to secure the artwork located at the Bell Mansion property prior to the sale being finalized.

Following remarks, fulsome discussions ensued regarding costs that might be associated with moving the artwork. Members also sought assurances that the transactions would be completed in advance of November 2025, in light of the remaining steps and the upcoming provincial election. It was confirmed by Management that the target date for completion remained Spring 2025.

5.4 For Approval: Gift Agreement

Mr. Ramakko, invited Chief Advancement Officer, Ms. Tracy MacLeod, to speak to this item. Ms. MacLeod expressed appreciation for the opportunity to share positive news in the form of a \$2.5M commitment from IAMGOLD. Ms. MacLeod noted this gift consisted of an annual financial contribution to the university of \$500,000 over five (5) years to support projects to drive innovation in education, research, and mining. Ms. MacLeod also noted that IAMGOLD has committed these funds to the University with few restrictions providing for a high degree of discretion for determining how best to allocate these funds. Additionally, Ms. MacLeod advised that should the gift be approved, a formal announcement would be expected to take place at the Prospectors & Developers Association of Canada (PDAC) breakfast event in early March 2025.

The following resolution was considered and carried.

BE IT RESOLVED,

THAT the Board of Governors approve the IAMGOLD Annual Gift Agreement, as recommended by the Board Finance and Property Committee, and as presented at its meeting of February 21, 2025.

Moved by Aaron Barry and seconded by Ryan Minor.

Carried unanimously.

6. Human Resources Committee Items

The Chair, Mr. Cameron, invited the Chair of the Human Resources Committee, Mr. Aaron Barry, to introduce the following items.

6.1 For Approval: Vice-President, Research, Employment Agreement

**Due to confidentiality, only Voting Governors and the University Secretariat staff remained in the meeting. All others were excused for the presentation and discussion of the following item.*

Mr. Barry invited President and Vice-Chancellor, Dr. Lynn Wells to present this item. Dr. Wells informed the Committee that, following the Board of Governors' approval of the renewal of Dr. Tammy Eger as Vice-President, Research, the Renewal Agreement was now being presented for the Board's consideration. Dr. Wells noted that this agreement had been reviewed by all necessary parties and would serve as the employment contract between Laurentian University and Dr. Eger for her second term.

A brief discussion took place regarding the *Broader Public Sector Executive Compensation Act* constraints and it was also confirmed the agreement was compliant with the provisions.

The following resolution was considered and carried.

BE IT RESOLVED,

THAT the Board of Governors approve the terms and conditions of the Renewal Agreement with Dr. Tammy Eger, as set out in Item 5 A, as recommended by the Board Human Resources Committee, and as presented at its meeting of February 21, 2025.

Moved by Christian Alvarez-Sierra and seconded by Andre Guay.

Carried unanimously.

**All temporarily excused attendees were returned to the meeting.*

6.2 For Information: Laurentian University Faculty Association Bargaining

**Due to a conflict of Interest, Associate University Secretary, Ms. Hannah Corboy, was excused for this item.*

Mr. Barry, invited Provost and Vice-President, Academic, Dr. Malcolm Campbell, to present this item. Dr. Campbell provided an update on labour relations with LUFA and preparations in light of the upcoming expiry of the current collective agreement.

**At the conclusion of this item, Associate University Secretary, Ms. Hannah Corboy, returned to the meeting.*

7. Other Business

A discussion took place regarding opportunities for partnerships with respect to the University's soccer fields.

9. Adjournment of the Closed Session

Having exhausted the agenda, the closed session of the meeting of the Board of Governors was adjourned at 10:02 a.m.

PUBLIC SESSION

The Chair, Mr. Vernon Cameron called the meeting to order at 10:12 a.m. and University Secretary, Ms. Danielle Vincent, confirmed quorum. Mr. Cameron began the meeting by acknowledging the Robinson-Huron Treaty of 1850, that Laurentian University is on the traditional lands of the Atikameksheng Anishnawbek and that the City of Greater Sudbury, also includes the traditional lands of the Wahnapiet First Nation.

Mr. Cameron welcomed and introduced one of the newest members of the Board of Governors, Dr. Ryan Minor, and also noted that this meeting was an open public session and was being live streamed.

INFORMATION SESSION

A. LU Architecture and Community Collaboration

The University Secretary, Ms. Danielle Vincent, introduced Dr. Thomas Strickland, Assistant Professor with the McEwen School of Architecture to highlight the collaboration between Laurentian University's Master of Architecture students and Independent Living Sudbury Manitoulin, to utilize architectural teachings, concepts and skills to create accessible housing designs in a real-world setting.

ACTION ITEMS

1. Adoption of Agenda

Prior to the adoption of the agenda, a member sought clarification for the reason for the inclusion of two items in the Closed Session, *Item 5.2, For Approval: Alphonse Raymond Building* and *Item 5.4, For Approval: Gift Agreement*, to which University Secretary, Ms. Danielle Vincent, advised that careful consideration is always given in determining whether items are required to be discussed in Closed Session and in this case, both items pertain to agreements with third parties that could not be made public at that time.

The following motion was considered and carried.

MOTION: Moved by Laura Kurkimaki and seconded by Brian Ramakko.

That the agenda be approved as presented.

Carried unanimously.

2. Declaration of Conflicts of Interest

The Chair, Mr. Cameron, invited members to declare any conflicts of interest. It was noted for the record that Board member Mr. David 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. There were no additional conflicts of interest declared.

3. Unanimous Consent Agenda:

The Chair, Mr. Cameron, asked for a motion to approve the consent agenda items as presented in the material package.

3.1. *Adoption* - Minutes: Electronic vote of December 2, 2024, Special closed meeting held December 13, 2024 and Regular meeting held October 18, 2024

3.2. *Received for information* - Summary of Information Reports by Board Standing Committees:

3.2 A Audit and Risk Committee Report

i. 2023-24 Campus Security Annual Report

3.2 B Finance and Property Committee Report

3.2 C Governance Committee Report

i. Governor Attendance Report

3.2 D Human Resources Committee Report

MOTION: Moved by Aaron Barry and seconded by Laura Kurkimaki.

THAT the items listed in the Consent Agenda be approved as presented.

Carried unanimously.

4. President's Report

The Chair, Mr. Cameron invited the President and Vice-Chancellor, Dr. Lynn Wells, to present her report. Dr. Wells highlighted topics of particular importance to the post-secondary sector, including negotiations for a new Strategic Mandate Agreement (SMA), working through the Efficiency and Accountability Fund process, and continuing to make strides to finalize the sale of all designated properties as soon as possible. Additionally, Dr. Wells announced that Mr. Tobias Mankis had been named the inaugural recipient of the Governance Excellence Award. Dr. Wells commended Mr. Mankis on his contributions to governance at Laurentian University, noting that a \$1,000 scholarship would be established in his name for a duration of three years to support a student demonstrating exemplary leadership in governance.

5. For Approval: Strategic Plan Key Performance Indicators

The Chair, Mr. Cameron, invited President and Vice-Chancellor, Dr. Lynn Wells, to introduce this item, following which she invited Associate Vice-President, Strategic Initiatives, Dr. Nicholas Dion, to present this item in further detail. Dr. Dion explained that in November 2024 the initially proposed Key Performance Indicators (KPIs) associated with the Strategic Plan were presented to the Board of Governors for consultation. Further to feedback received these KPIs were revised to ensure clear association with initiatives identified in the Strategic Plan and that, where possible, results were measurable and closely aligned with desired outcomes.

Following Dr. Dion's remarks, Dr. Wells noted that the University Administration was eager to obtain approval of the KPIs and begin to report to the Board of Governors on progress made against those benchmarks.

The following resolution was considered and carried.

BE IT RESOLVED,

THAT the Board of Governors approve the revised Key Performance Indicators for the Strategic Plan, as recommended by the Board Finance and Property Committee, and presented at its meeting of February 21, 2025.

Moved by Roxanne Bouchard and seconded by Jay Barbeau.

Carried unanimously.

6. Financial Update

The Chair, Mr. Cameron invited Vice-President, Finance and Administration, Ms. Sylvie Lafontaine, to introduce this item, following which she invited Associate Vice-President, Financial Services, Ms. Nicole Piquette, to highlight the University's cash flow figures and investment returns as well as deferred contribution and endowment fund activity.

A discussion took place regarding the nature of funds which form part of segregated accounts, noting the actual fund balance was shown to be higher than what had been projected. The purpose for which such funds were used was clarified, noting that the data represented only a snapshot in time, not accounting for timing in transfers.

7. Finance and Property Committee Items

The Chair, Mr. Cameron, invited the Chair of the Finance and Property Committee, Mr. Brian Ramakko, to introduce each of the following items.

7.1 For Approval: 2025-2026 Laurentian University Ancillary Fees

Mr. Ramakko invited Vice-President, Finance and Administration, Ms. Sylvie Lafontaine, to speak to this item. Ms. Lafontaine explained that ancillary services are required to be self-sustaining as no funding is available to offset their cost and noted that ancillary services cover Housing, Food, Parking, Campus Services, and the Print Hub. Furthermore, Ms. Lafontaine explained how these services fit into the University's recruitment strategy and ability to attract students. There were no questions.

The following resolution was considered and carried.

BE IT RESOLVED

THAT the Board of Governors approve Laurentian University's 2025-26 Ancillary Fees and Operating Budget submission, as recommended by the Finance and Property Committee, and as presented at its meeting of February 21, 2025.

Moved by Laura Kurkimaki and seconded by James Barltrop.

Carried unanimously.

7.2 For Approval: Endowment Report and Distribution Rate for 2025-2026

It was noted that this item engaged Governor David Harquail's declared conflict of interest. Given the item was being discussed in a public session, Mr. Harquail remained in the meeting but did not participate in the discussion

Mr. Ramakko, invited the Vice-President, Finance and Administration, Ms. Sylvie Lafontaine to speak to this item. Ms. Lafontaine explained that Endowment Funds support the University activities, primarily student scholarships and bursaries, and other specific school initiatives and that as such, a balanced approach was being recommended which considers student needs, accumulated investment income and anticipated returns. Furthermore, in accordance with the Board approved Endowment Policy, it was confirmed that no distribution would be made unless there was sufficient accumulated investment income available in the endowment account.

At the conclusion of the presentation of this item, it was noted that during Committee discussions regarding this item, members had emphasized to the Administration the importance of prioritizing the use of these funds to benefit eligible students and to ensure that diligent efforts were made to effectively distribute the funds as intended

The following resolution was considered and carried.

BE IT RESOLVED,

THAT the Board of Governors approve a total Endowment Fund distribution rate of 5% for 2025-2026, as recommended by the Finance and Property Committee, and as presented at its meeting of February 21, 2025.

Moved by Roxanne Bouchard and seconded by Jay Barbeau.

Carried with one (1) abstention (D. Harquail due to the declared conflict of interest)

7.3 For Approval: Policy on Naming - Amendment

Mr. Ramakko invited Ms. Tracy MacLeod, Chief Advancement Officer, to speak to this item. Ms. MacLeod explained that revisions were being brought forward for consideration with respect to adding a requirement for Indigenous consultation. It was noted that revising the policy to include Indigenous consultation in naming decisions would be in keeping with the University's tricultural mandate. It was further noted that extensive consultation had taken place, including with the Laurentian University

Native Education Council (LUNEC), resulting in the proposal before the Board of Governors. There were no questions.

The following resolution was considered and carried.

BE IT RESOLVED,

THAT the Board of Governors approve the updated Policy on Naming, as recommended by the Finance and Property Committee, and as presented at its meeting of February 21, 2025.

Moved by Aaron Barry and seconded by Lynn Wells.

Carried unanimously.

7.4 For Information: Enrolment Update

Mr. Ramakko, invited Provost and Vice-President, Academic, Dr. Malcolm Campbell, to introduce this item. Dr. Campbell provided an update on official enrolment for the 2024 Fall term as well as a comparison of actuals to the 2024-25 budgeted enrolment. Dr. Campbell also noted that the figures provided were from November 2024 due to timing of Ministry of Colleges and Universities (MCU) reporting and Board and Committee meeting schedules. Dr. Campbell confirmed that internal processes would be adjusted to align with a more timely reporting schedule in the coming year. Lastly, Dr. Campbell advised that preliminary international applications were showing a decline of sixty-four percent (64%); however, domestic applications were showing an increase of eleven percent (11%). As such, while progress was being made on the domestic front, efforts to increase international recruitment were being intensified.

Following Dr. Campbell's remarks, a discussion took place regarding trends in program choices and it was confirmed that professional programs continued to attract students given the accreditation offered and the high employment prospects upon graduation.

8. Human Resources Committee Items

The Chair, Mr. Cameron, invited the Chair of the Human Resources Committee, Mr. Aaron Barry, to introduce the following items.

8.1 For Approval: Procedures for the Appointment/Re-Appointment of a Chancellor

Mr. Barry invited President and Vice-Chancellor, Dr. Lynn Wells to present this item. Dr. Wells explained that it was determined that the University's process for the appointment of a Chancellor required modernization. Dr. Wells noted that following a review, it was being recommended that a new, comprehensive set of procedures for the appointment of a Chancellor be adopted. Dr. Wells further explained that the procedures require both Board of Governor and Senate approval and confirmed that, following consultation with Senate members and other stakeholder groups, the Procedures presented to the Board had received Senate approval.

The following resolution was considered and carried.

BE IT RESOLVED,

THAT the Board of Governors approve the Procedures for the Appointment and Reappointment of a Chancellor, as approved by Senate, as recommended by the Human Resources Committee, and as presented at its meeting of February 21, 2025.

Moved by Roxanne Bouchard and seconded by Ryan Minor.

Carried unanimously.

9. Governance Committee Items

The Chair, Mr. Cameron, invited the Chair of the Governance Committee, Ms. Laura Kurkimaki, to introduce the following items.

9.1 For Approval: Electronic Voting Guidelines

Ms. Kurkimaki, invited the University Secretary, Ms. Danielle Vincent, to introduce this item. Ms. Vincent explained this policy was being proposed to establish standardized guidelines for conducting electronic voting (e-voting) for resolutions by the Board of Governors and Board Committees at Laurentian University. The proposal was noted to aim to ensure e-voting was secure, transparent, and effective while respecting governance principles, legal requirements, and confidentiality. Associate University Secretary, Ms. Hannah Corboy, also added that the proposed guidelines were aligned with sector standards and would serve to formalize the process for existing practices at the University.

Following remarks, a discussion took place regarding special meetings and practices for distribution of materials. It was noted that requirements for timing of notice of special meetings were set out in the Board by-laws. It was also noted that although the same requirements did not apply to circulation of materials, where a special meeting arose from an item first circulated pursuant to an electronic vote, members would have been provided materials in advance as part of the electronic vote process. Similarly, if a special meeting was otherwise required, members would receive the necessary materials once the notice for the meeting was issued.

The following resolution was considered and carried.

BE IT RESOLVED,

THAT the Board of Governors approve the Electronic Voting Guidelines, as recommended by the Governance Committee, and as presented at its meeting of February 21, 2025.

Moved by Christian Alvarez-Sierra and seconded by Brian Ramakko.

Carried unanimously.

OTHER ITEMS

10. Chair's Items

The Chair, Mr. Cameron highlighted the ongoing improvements to the University's financial health, noting that there was a plan in place to address the international student decline and that progress had been made toward the sale of designated properties. While acknowledging that much work remained, Mr. Cameron emphasized the significant strides and noted that these achievements deserved recognition.

11. Other Business

Vice-President, Research, Dr. Tammy Eger, noted that the week of February 24, 2025 was Research Week and invited participation from anyone who wished to attend.

**The Open Session of the Board of Governors meeting was adjourned at 11:54 a.m.*

IN CAMERA

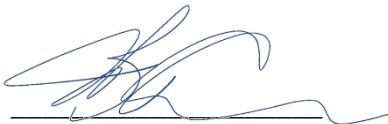
12. In Camera Discussion

The Board of Governors then proceeded with their In Camera Discussion without the Executive Team, first in the presence of the President and Vice-Chancellor, and then in her absence.

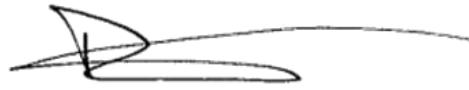
ADJOURNMENT

13. Adjournment

Having exhausted the items on the agenda, the meeting was adjourned at 12:44 p.m.



Vernon Cameron, Chair



Danielle Vincent, University Secretary