

**Brandon University Board of Governors
(Open Session)**

**November 28, 2015
Room 104 Clark Hall
8:30 a.m.**

Present: Mr. G. Boyd, Mr. L. Evans, Mr. J. Kilpatrick, Mr. D. Stewart (Chair), Mr. M. Cain, Mr. S. Chambers, Mr. M. Decter (via telephone), Mr. S. Gouthro, Ms B. Jolly, Mr. B. Schaffer, Ms S. Senkbeil, Mr. A. Thompson, Dr. G. Fearon, Ms Jennifer Woodbury

Resource: Dr. S. Robinson, Mr. S. Lamont, Ms K. Fisher (Recorder)

Regrets: Mr. N. Brown, Ms K. Phillips

1.0 CALL TO ORDER

The Chair called the meeting to order at 8:40 a.m.

The Chair welcomed Ms Stacy Senkbeil to the Board of Governors; round-table introductions followed.

2.0 AGENDA AND MINUTES

2.1 Approval of Agenda of November 28, 2015

Motion: Moved and seconded (S. Gouthro/S. Chambers)

BE IT RESOLVED THAT the agenda of the November 28, 2015, Board of Governors meeting (Open Session) be approved.

**080 Nov15
CARRIED**

2.2 Move to Closed Session

Motion: Moved and seconded (A. Thompson/B. Jolly)

BE IT RESOLVED THAT the meeting move to Closed Session.

CARRIED

2.3 Approval of Minutes of September 19, 2015

Motion: Moved and seconded (S. Gouthro/A. Thompson)

BE IT RESOLVED THAT the minutes of the September 19, 2015, Board of Governors meeting (Open Session) be approved.

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CARRIED**

3.0 CONTINUING BUSINESS

There were no items of continuing business.

4.0 CORRESPONDENCE

There were no items of correspondence.

5.0 REPORTS

5.1 Finance and Audit Committee (B. Schaffer)

a) Report from the Finance and Audit Committee

The Finance and Audit Committee met on Friday at 4:30 p.m.

The following regular reports were received for information:

- Financial Summary as at October 31, 2015
- Financial Summary by Object as at October 31, 2015
- Research and Special Purpose Funds for the Period of April 1, 2015 to September 30, 2015
- Transactions of \$25,000 or More from September 1, 2015 to November 9, 2015

The Committee also received the bi-annual reports on Contracts/Agreements, Insurance Policies, Telephones/Computers and Maintenance/Warranty Agreements, and International Agreements. One item of new business, that being the annual endowment earnings disbursement rate as recommended for approval by the Brandon University Foundation at their Semi-Annual meeting on October 9, 2015, was discussed and recommended to the Board for approval.

5.2 Executive Committee (D. Stewart)

a) Report from the Executive Committee

The Executive Committee met on Friday at 5:15 p.m.

Reports were received from the Finance and Audit Committee, the President, and the Vice-Presidents. The reports and all other Executive business, including the proposed establishment of the Governance and Nominating Committee, as well as the adoption of Consent Agenda protocol, are included on the Board of Governors agenda for discussion and approval.

5.3 President (G. Fearon)

a) Report from the President

A copy of Dr. Fearon's written report was included in the package and presented. A set of key priorities have been identified and a number of corresponding activities and engagements that are in support of these priorities were noted.

Dr. Fearon and the Board recognized the efforts and support of Ms Fisher.

The following additional highlights were discussed:

- the recent Throne Speech reiterated the Provincial Government's commitment to post-secondary education and Brandon University's mature student family housing project was specifically mentioned;
- the search for the Vice-President (Academic and Provost) has been launched and consultations were held on campus this past week;
- Prime Minister-designate Justin Trudeau attended the recent Universities Canada memberships meeting and re-affirmed his commitment to post-secondary education and research;
- attended the Aboriginal Chamber of Commerce's annual gala with Mr. George Kennedy, our new Director, Indigenous Peoples' Centre and Aboriginal Initiatives, as well as Dr. Robinson, Vice-President (Academic and Provost).

With respect to the search for the Vice-President (Academic and Provost), Dr. Fearon noted that a position profile, including ideal characteristics, and minimum qualifications will be identified by the Search Committee which will assist with the selection process.

b) Joint ACC/BU School of Business

A copy of ACC and BU's joint press release, as well as the Brandon Sun coverage of the announcement, was distributed for information. Both institutions believe that this initiative has the potential to enhance both programs and will increase the offerings to our students. The actual course content for the certificate and degree programs will be developed in more detail over the coming weeks and months. It was noted that combining our

efforts is providing us with the opportunity to explore the diversification of the streams within the credentials, including potential offerings in areas such as Human Resources and Marketing. Dr. Fearon recognized Dr. Robinson for his efforts on leading this initiative for Brandon University.

Dr. Robinson noted that the community response to this announcement has been tremendous and there is a great deal of support within the City, the government, the business community, as well as the Chamber. This initiative aligns with the Province's Post-Secondary Strategy and we look forward to providing them with our formal proposal in the coming weeks. Dr. Robinson noted that a soft launch of the program is expected in September 2016 and the first full intake into the combined program is anticipated for September 2017.

5.4 Vice-President (Academic and Provost) (S. Robinson)

a) Report from the Vice-President (Academic and Provost)

A copy of Dr. Robinson's written report was included in the package. The following highlights were discussed:

- the search for the Dean of Music has begun and there is a great deal of positive energy surrounding this search;
- two (2) Tier II Canada Research Chairs are currently vacant and areas have been identified in which we will be seeking to nominate persons of distinction. A significant amount of effort goes into this process and applications are expected to be submitted in April and October of 2016;
- a Senate sub-committee has been struck to review the existing Professor Emeritus/Emerita Policy. A revised policy is expected to come before Senate for consideration early in the new year but any revisions to the policy will not affect those who have previously received this designation;
- the government has established new policies on receiving/reviewing/approving new program proposals that will require funding. Proposals that require funding will be considered in April of each year which will delay the launch of any new proposals by approximately 17 months;
- the University has undertaken discussions with the City of Dauphin and the province regarding the possibility of offering academic programming (in-person not distance delivery) in Dauphin. The City of Dauphin has a strong interest in increasing the post-secondary education participation rate of the people within their region. The number of students coming to Brandon University from Dauphin has dwindled over the past number of years and this may be an opportunity to support the region as well as grow our enrolment.

Dr. Fearon noted that there is currently a cohort of approximately 40 students in Dauphin working on their Master of Education degree.

Ms Senkbeil asked if any discussions have taken place with the University College of the North. Dr. Robinson noted that Brandon University has not spoken directly with them but the City of Dauphin has.

5.5 Vice-President (Administration and Finance) (S. Lamont)

a) Report from the Vice-President (Administration and Finance)

A copy of Mr. Lamont's written report was included in the package. The following highlights were discussed:

- the University continues to work with the City of Brandon and the land owner to complete the land transfer to support the mature student family housing project at the former Fleming School site. The Class C estimates have been completed and we have been authorized to move to the development of Class B estimates;
- staffing plans and preliminary budget information has been consuming a great deal of time. Given the transition year with the new Collective Agreement, we are working towards a workload assignment date of December 4th;
- a number of leadership development opportunities for senior and middle managers have been established and are being supported by our Human Resources team;
- a team of consultants was brought on campus to meet with a number of individuals to discuss issues relating to safety and security. The University is awaiting a report which is to include set of recommendations. This report will be made available to the public;
- attended a number of association meetings and development sessions including an advanced resource management workshop at which over 50 universities were represented.

5.6 Brandon University Foundation (G. Boyd/M. Cain/J. Kilpatrick)

Mr. Boyd reported the following:

- the Semi-Annual meeting was held on October 9th;
- the BUILD Campaign was closed on September 18th, 2015. Donors and campaign volunteers were recognized for their contributions;
- the Foundation has identified two areas that they would like to address, those being: 1) to examine the role of the Foundation Board to ensure that it supports the goals of the University; and 2) to address the scholarship, bursary and awards program to ensure that the maximum amount of funds available are being awarded to students annually;
- the Foundation has approximately \$62.3 million in investments and is represented as follows: 26% in cash; 16% in bonds; 58% in equities.

Mr. Lamont noted that the majority of growth is represented by capital appreciation.

5.7 Knowles-Douglas Student Centre (J. Woodbury/S. Lamont)

Ms Woodbury provided the following report:

- meeting was held on November 1st;
- a discussion regarding the SUDS levy took place. The Board will discuss the continuation of the levy and any changes will need to be brought to a referendum before the students;
- a discussion on the legal issues surrounding the loss of charitable status in 2008 took place.

5.8 Board of Trustees of the BU Retirement Plan (S. Chambers/S. Lamont)

Mr. Chambers reported the following:

- attended first meeting as the Board's representative on November 12th;
- Ms Lori Satov of Connor, Clark and Lunn, the investment manager for the pension funds, attended and spoke to a presentation on the Plan's performance;
- the investment portfolio is composed of 60% equity; 35% fixed income, and 5% cash;
- the economic and market outlook moving forward was discussed;
- Mr. Andrew Kulyk, a Principal with Eckler presented on factors that affect defined benefit pension plans. Mr. Kulyk also introduced a web tool that is available for pension members that will assist them to estimate their own future pension as well as a new program, Club Vita, that is a resource available to Actuaries to assist with pension plan valuations. This new program will be considered and discussed further by the Board of Trustees before any decision is made.

Mr. Lamont noted that in our defined contribution pension plan, there is an automatic clause that states when there is a rate of return above 6%, there is an automatic indexation up to the rate of Consumer Price Index (CPI).

5.9 Brandon University Senate (G. Boyd/M. Cain/S. Gouthro)

Mr. Boyd provided the following report on the October 13, 2015, and November 17, 2015, Senate meetings:

- Senators were elected to serve on the Dean of Music search;
- new and revised terms of reference for scholarships were approved as recommended;
- the Disability Services office has changed its name to Accessibility Services;
- Senators were elected to serve on the review teams for Physical Education and Applied Disaster and Emergency Studies (ADES);
- pre-requisite, course number and course changes in various courses and faculties were approved as were the Fall, Winter, and Spring/Summer session calendars.

5.10 Review Committee on the Status of Women (B. Jolly)

Ms Jolly provided the following report:

- meeting was held on November 25th;
- monthly writing days in the Library have been organized for female faculty members to provide an opportunity to work on their research;
- Katie Gross, Director of Recruitment and Retention, led a session on the topic of procrastination;
- a number of sessions have been planned for next term on the following topics: Creating an Assertive Presence in the Classroom with David Playfair and Gordon Portman; Creating Your Online Presence with Dr. Jonathan Allan, and The Dirty Art of Self-Promotion led by faculty members;
- Women's History Month was celebrated by featuring women's accomplishments at BU including an interview of Bea Jolly and presentations by six female BU faculty members on their areas of research;
- the Committee is preparing for a peer mentoring program for next year.

5.11 Brandon University Alumni Association (D. Stewart)

The Chair reported on the following:

- meeting was held on November 9th;
- organizing a strategic planning session;
- members participated in the Long Night Against Procrastination by handing out pizza to students in attendance.

5.12 Brandon University Students' Union (A. Thompson/N. Brown)

Mr. Thompson reported on the following:

- hosted a number of events in conjunction with Homecoming;
- October 19th marked the close of the "It's No Secret Campaign" to support student voting;
- held annual Halloween food drive on October 31st. Well over 4,000 pounds of food were collected to restock the food bank;
- laid a wreath at the Remembrance Day ceremony;
- participated in the Long Night Against Procrastination;
- Nick Brown attended the Canadian Federation of Students national general meeting in Quebec this past week to discuss local, national, and international issues.

6.0 NEW BUSINESS

6.1 Motion: Annual Distribution Rate – Endowment Funds

Motion: Moved and seconded (S. Senkbeil/S. Chambers)

BE IT RESOLVED THAT the Board of Governors approve the endowment earnings disbursement rate of 5.0% as recommended by the Brandon University Foundation.

Mr. Lamont noted that 4.5% will go towards the purpose for which the endowment was created (i.e. the scholarship) and 0.5% will go towards the operation of the Office of Institutional Advancement.

CARRIED

6.2 Motion: Proposed Amendments to By-Law No. 11 – Committees of the Board

Motion: Moved and seconded (B. Schaffer/B. Jolly)

BE IT RESOLVED THAT the Board of Governors approve the proposed revisions to By-Law No. 11 – Committees of the Board of Governors.

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Dr. Fearon provided an overview of the proposed house-keeping changes and spoke to the proposed terms of reference for the Governance and Nominating Committee. One additional responsibility has been added to the Executive Committee; this responsibility was formerly delegated to the Academic Operations Committee which will cease to exist.

Dr. Fearon noted that much of the work of this Committee will relate to the conduct of the Board of Governors and will also consider ongoing development initiatives and identifying competencies, skills and attributes that the Board, as a whole should possess.

CARRIED

6.3 Motion: Adoption of Proposed Consent Agenda Protocol

Motion: Moved and seconded (B. Jolly/L. Evans)

BE IT RESOLVED THAT the Board of Governors adopt the proposed Consent Agenda protocol.

085 Nov15

Dr. Fearon noted that the purpose of a Consent Agenda is to expedite items that are routine and non-controversial in nature to maximize meeting time for discussions of substantive and strategic items. It was noted that an audit mechanism has been identified within the protocol to ensure the effectiveness of the Consent Agenda.

Ms Senkbeil noted that she served on the University of Manitoba Board while she was a law student and is familiar with the use of a Consent Agenda. She noted that it does enable the Board to spend time on items of significance but encouraged members to pull items from the Consent Agenda if they have any questions or if they feel it warrants discussion.

CARRIED

7.0 ANY OTHER BUSINESS

The Chair made reference to the Crown Corporations Council session on Financial Essentials for Directors which will be held in Brandon on January 28, 2016. If members wish to participate, they were encouraged to contact K. Fisher so that she could assist with registration.

8.0 INFORMATION

- 8.1 Report – Transactions of \$25,000 or More – September 1, 2015 to November 9, 2015
- 8.2 Report – Contracts/Agreements – November 2015
- 8.3 Report – Insurance Policies – November 2015
- 8.4 Report – Telephones/Computers and Maintenance/Warranty – November 2015
- 8.5 Report – International Agreements – November 2015
- 8.6 Report – Final List of October 13, 2015 Graduates
- 8.7 Healthy Living Centre (HLC) Facility and Community Access Agreement Committee Meeting – Minutes of September 16, 2015
- 8.8 Event Announcement – Long Service Recognition

Items 8.1 through 8.8 were received for information.

9.0 ADJOURNMENT

Moved (L. Evans)

BE IT RESOLVED THAT the meeting adjourn at 11:30 a.m.

CARRIED

Chair, Board of Governors

Secretary, Board of Governors