

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

**June 25, 2016
Room 043, Health Studies Complex
8:30 a.m.**

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- Present:** Mr. G. Boyd, Mr. N. Brown, Mr. S. Chambers, Mr. M. Cain, Mr. M. Decter (via telephone), Dr. G. Fearon, Ms K. Phillips, Mr. D. Stewart (Chair), Ms Laura Davidson
- Resource:** Dr. S. Robinson, Mr. S. Lamont, Ms M. Lamontagne (Recorder), Ms M.McFarlin (Recorder), Ms D. Berkan
- Regrets:** Ms J. Vanderheiden, Ms B. Jolly, Mr. B. Schaffer, Mr. J. Kilpatrick, Ms S. Senkbeil, Ms Leslie Hutchinson
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1.0 CALL TO ORDER

The Chair called the meeting to order at 8:38 a.m.

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

2.0 AGENDA AND MINUTES

2.1 Approval of Agenda of June 25, 2016

Motion: Moved and seconded (K. Phillips/M. Cain)

BE IT RESOLVED THAT the agenda of the June 25, 2016, Board of Governors meeting (Open Session) be approved, as amended.

Addition:

- 5.7 Motion: Brandon University Board of Governors Annual Assessment**
5.8 Brandon University Technology Discussion

Items 2.3 (Move to Closed Session) and 2.4 (Motion(s) Raised from Closed Session) were struck from the agenda.

**052 Jun16
CARRIED AS AMENDED BY
UNANIMOUS CONSENT**

2.2 Approval of Consent Agenda

Motion: Moved and seconded (K. Phillips/N.Brown)

BE IT RESOLVED THAT that the Consent Agenda be approved as follows:

- a) **Minutes of May 14, 2016 (Open Session)**
- b) **Report from the Vice-President (Academic and Provost)**
- c) **Report from the Vice-President (Administration and Finance)**
- d) **Transactions of \$25,000 or More – April 28 to June 8, 2016**
- e) **Report – Final List of May 2016 Graduates**

**053 Jun16
CARRIED**

3.0 CORRESPONDENCE

There were no items of correspondence.

4.0 REPORTS

4.1 Governance and Nominating Committee (S. Chambers)

- a) Report from the Governance and Nominating Committee

The Governance and Nominating Committee met on Friday at 4:30 p.m.

One item of new business was presented for discussion, which was the draft Annual Self-Evaluation tool. The objective of the evaluation is to rate the Board's effectiveness as a whole in regards to roles and responsibilities. Members discussed the evaluation tool and made a motion to bring forward a recommendation, for consideration by the Board.

A draft of the Committee Work Plan was also discussed as an item of continuing business. Amendments to the status and responsibility section were highlighted for review by the committee.

There was a discussion initiated by Michael Cain regarding the universities use of technology and the possibility of bringing forward a technology report to the Board of Governors in the future. There was concurrence among members that the discussion of the technology report be added to the June 25, 2016 Open Session agenda.

4.2 Finance and Audit Committee (D. Stewart)

a) Report from the Finance and Audit Committee

The Finance and Audit Committee met on Friday at 5:15 p.m.

Mr. Todd Birkhan of BDO Canada and Mr. Brendan Thiessen of the Office of the Auditor General attended the meeting to present and discuss the results of the annual audit.

Five items of new business were discussed and motions were passed regarding the following: Brandon University Audited Financial Statements; Bill 57 – Public Sector Compensation Disclosure; and Compliance with the William D. Ford Federal Direct Loan Program. The Brandon University Retirement Plan Annual Report was also received for information.

The following regular reports were received for information:

- Financial Summary as at May 31, 2016
- Financial Summary by Object as at May 31, 2016
- Transactions of \$25,000 or More from April 29, 2016 to June 8, 2016

4.3 Executive Committee (D. Stewart)

a) Report from the Executive Committee

The Executive Committee met on Friday at 6:00 p.m.

Reports were received from the Governance and Nominating Committee, the Finance and Audit Committee, the President, and the Vice-Presidents. The reports and all other Executive business are included on the Board of Governors agenda for discussion and approval.

4.4 President (G. Fearon)

a) Report from the President

With sadness, the Board was informed that retired Faculty of Science Professor, Dr. Bill Paton recently passed away. Dr. Paton's long service to the university was recognized. S. Robinson will speak further about this development (see in minutes).

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.

The following additional highlights were discussed:

- University is engaging in Master and Space Plan as it relates to infrastructure and space usage.
 - The Governance and Nominating Committee will have further discussions about institutional priorities in regards to these plans (i.e., Master Plan and Institutional Plan) and will bring items forward to the Board in the future.
 - It was noted that the idea of ‘value for money’ was emphasized in meetings with the new government and will be a key component in these plans.
- BU Economic Impact Evaluation Report is currently being developed to look at the dollar value impact and economic analysis as well as analysis on wage impact of graduates. Will hopefully be complete within the next few months.
- Annual budget estimates have been requested by the Ministry and are due in September 2016. Normal consultation process will occur. The submission will not be specific to budget but will also be driven by academic mission.
- It was noted that strong emphasis is being placed on sexual violence, response and presentation with the Sexual Assault Advisory Group (SAAG) to move the university forward in terms of policies and procedures. The working group will include 8 student representatives from across the university. S. Robinson Chair’s this committee.
- Minister and Deputy Minister took the opportunity to establish meetings with Presidents of universities and colleges across the Province. A number of points were noted including:
 - Education is a priority, including Indigenous Education being emphasized
 - 2.5 percent operating grant increase represents their commitment to education as a priority
 - Community Development
 - Ministry has a broader mandate that now includes trades, jobs and labour market
 - Student safety, sexual assault and mental health requiring continued efforts and attention
 - Transition from high school to post-secondary
 - International student recruitment linkages to education and labour market needs of the province

Other points of update were as follows:

- The City of Brandon has recently released a Cultural Plan which includes the riverbank and downtown development. The City looks to the university as a component of this engagement.

- Convocation and All Nations Pow-Wow were both successful. Former Prime Minister, Paul Martin and CBC Commentator, Eric Friesen both received Honorary Doctorates. Dr. Louis Visentin was awarded the designation of President Emeritus.
- Attended an Alumni event in Winnipeg on June 23rd. Former President, Dr. Anderson also attended the event. It was noted that quite a renewed engagement of former presidents and alumni has been recognized at events and it is gratifying to see. The event was successful and many alumni attended.
- The LEAD certificate program finished in May. Sharon Hooper and the HR department were recognized along with coordination with ACC on the development of the program. The program was established for professional development for staff at BU and ACC. S. Lamont was also congratulated for his support on this initiative.
- Attended and gave greetings at Brandon National Aboriginal Day. Participated as both a BU representative and an Urban Aboriginal Council member.

Clarification was requested from members in regards to the Institutional Plan. G. Fearon elaborated by sharing that the university is seeing an increase in enrollment which will inform the Space and Master plans and Institutional Plan. The Academic Plan was also noted as a component of the Institutional Plan. The Institutional Plan aims to integrate enrolment, the Academic Plan and Master and Space Plan in to a single document that charts the University's progress over the past several years. Some successes from the past several years were highlighted such as moving towards both graduate and undergraduate programs as well as a teaching and research oriented University as opposed to primary undergraduate programs of previous years.

S. Lamont provided supplementary comments to members and advised that we should think of institutional plans as strategies to some extent and noted that a plan cannot be static and must be considered dynamic and ever-changing. It was also noted that as governments change, this has an impact on the plans as well. It was also noted that these changes were also reflected in the progress that has been made already in regards to sexual assault, student safety, graduate programs, and indigenous education was highlighted.

One member requested additional information in regards to meetings and possible initiatives from the City of Brandon Cultural Plan consultation in terms of how the university can be helpful for downtown development. G. Fearon elaborated by sharing that the idea is that arts and culture has been shown to be catalysts for economic growth and downtown core renewal for many cities. The City has been working at doing an inventory on arts and culture activity so they can be able to advertise to have people come in to the city for an event. It was noted that the School of Music is a major part of the arts and culture of the community for the city.

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

No report.

4.6 Knowles-Douglas Student Centre (S. Lamont)

The budget was approved and there are some repairs that need to be done. These include a hand washing sink, treads on stairs, safety floor in Suds kitchen and a new floor in the Elephant Room.

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

The financial statements were approved. There was some discussion regarding investments in the pension plan. No decisions were made due to some trustees being absent and so item was deferred to next meeting.

4.8 Brandon University Senate (G. Boyd/M. Cain)

G. Boyd reported that the following items have been approved by Senate:

- Senate meeting dates for the upcoming year
- The removal of Elementary Conducting and Score Study I as a requirement of the String Performance Program. This is being replaced with 1.5 credit hours of Music Electives.
- Directed Study as a new course to the School of Music
- The Department of Music (Arts), cross listening of 67:440 Baroque Counterpoint, with 64:440 (School of Music)
- The Department of Physical Education added one laboratory hour to Fitness Testing and Prescription
- The Department of Business Admin removed 16:151 as a prerequisite and replaced it with 16:250
- Recommendation that Board of Governors approve the BU and ACC joint program in the Faculty of Arts, Department of History, Public History and that it be forwarded to the Education and Advanced Learning Division of the Provincial Government
- Election of Senators to various Boards and two Senators to the Board of Governors. One Senator was elected for a one-year term to finish S. Gouthro's term and one Senator was elected for a two-year term.
- Starting with the October 2016 convocation, the Bachelor of Arts (A.D.) graduates will cease to receive Distinction upon conferral of degree
- Ethnomusicology & the Canadian Museum (64:364) has been added as a new course to the School of Music
- The Faculty of Education changed the description for 01:443 Educator and the Law
- All graduate Thesis submissions must be submitted electronically

Senate also received notice from Dr. Steve Robinson that Ms Cordell Friesen from the Ministry will be attending Senate as a new Senator representing the Government of Manitoba. This practice of having an observer from the Ministry to Senate is a regularly conducted at University of Manitoba and University of Winnipeg.

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

There was no report.

4.10 Brandon University Alumni Association (D. Stewart)

The last BUAA meeting was held on June 13th. The following items were highlighted from the meeting:

- BUAA is currently in the process of updating the Constitution and Bylaws;
- Degree picture frame sales at Convocation were down slightly from last year; and
- The Brandon Chapter will be changing its name to the BU Westman Alumni Chapter in consideration of alumni who serve Brandon as well as the surrounding area

4.11 Brandon University Students' Union (N. Brown/J. Vanderheiden)

N. Brown reported the following highlights:

- PENT BBQ was held on May 11th. It was a successful event with 150 students who attended
- New BUSU council as of May 1st. There are seven vacancies for Directors that need to be filled.
- Attended Convocation and All Nations Pow-Wow
- Attended National Aboriginal Caucus
- Will be attending National Day of Action on November 2nd. Will be targeting federal government for promises to fund student support program.
- Attended Brandon Pride.
- Will be attending Steinbach Pride on July 9th
- Crash the courtyard will be held on September 9th

5.0 NEW BUSINESS

5.1 Brandon University Audit Results Memorandum – 2016

The Chair welcomed Ms Deb Berkan, Director of Financial & Registration Services, to the meeting.

Ms Berkan noted that the audit was conducted in accordance with Canadian Public Sector Accounting Standards (PSAS) and that the statements were found to be free from material misstatement.

It was noted that BDO stated that although they provide a very high level of assurance that the audit is complete and accurate, nonetheless 100 percent assurance is never provided for these audits.

5.2 Motion: Brandon University Audited Financial Statements

Motion: Moved and seconded (K. Phillips/G. Boyd)

BE IT RESOLVED THAT the Board of Governors approve the audited Financial Statements for Brandon University for the year ended March 31, 2016.

Ms Berkan noted that there were no significant accounting changes that would result in different presentation. Ms Berkan provided the following overview of the University's Financial Statements:

Page 2 – Statement of Financial Position

Overall, assets are just over \$70 million. There was a decrease in accounts receivable largely due to lower student accounts receivable. Inventories are also lower than in previous years due to no longer carrying a bookstore inventory with Follet coming in. The pension liability decreased by \$3.2 million (details are in note 11).

Page 4 - Statement of Operations

There was a gain of approximately \$4 million which is about the same as last year. There have been no significant increases or decreases. It was noted that the University donations have changed due to scholarships and bursaries in the expense section going up by approximately \$600,000 whereas the revenue from the Foundation has gone down about \$600,000. Additionally, last year there was a donation of \$850,000 of land that we did not have this year.

Page 6 - Notes

Ms Berkan stated the Notes section follows the statements and can be referenced for additional information. This section is intended to assist the reader in understanding the principles and policies that govern the stewardship of University funds and the preparation of the financial statements.

Page 21 – Additional Financial Information

The seven (7) schedules are to be referred to for additional information.

5.3 Motion: Bill 57 – Public Sector Compensation Disclosure

Motion: Moved and seconded (K. Phillips/G. Fearon)

BE IT RESOLVED THAT the Board of Governors approve the attached document as prepared in accordance with the Public Sector Compensation Disclosure Act.

Ms Berkan noted that the University must provide an audited report of all employees who have received an annual compensation in excess of \$50,000 in a calendar year. Compensation is defined in the Notes section of the report and includes the total value of salary payments, allowances, overtime payments, retirement or severance payments, vacation payouts, retroactive payments, payments for self-funded research grants, taxable benefits including those for rent and life insurance, and professional dues paid by the employer on behalf of the employee.

Copies of the report must be made available publicly in the Office of the President, the John E. Robbins Library and online on the Administration and Finance webpage.

**055 Jun16
CARRIED**

5.4 Motion: Compliance with William D. Ford Federal Direct Loan Program

Motion: Moved and seconded (K. Phillips/G. Fearon)

BE IT RESOLVED THAT the Board of Governors receive the Auditor's Report regarding the University's compliance with the William D. Ford Federal Direct Loan Program for the year ended March 31, 2016.

Ms Berkan stated that the U.S. Department of Education has strict rules and regulations for how we manage the William D. Ford Federal Loans for U.S. students. The University is responsible for assuring our compliance with these regulations. Given the University's small population of U.S. students, all students are included in the audit. The audit reported no adverse findings.

**056 Jun16
CARRIED**

5.5 Brandon University Retirement Plan Annual Report – 2015

Ms Berkan stated that the Financial Statements for the BU Retirement Plan for the year ended December 31, 2015, were received and approved by the Board of Trustees at their last meeting on June 8, 2016.

The following components of the Annual Report were highlighted:

Page 12 – Statement of Financial Position

Net assets of the plan are \$159.2 million. On a going concern basis, there is a deficit of \$7.9 million; which is a difference of \$3.2 million compared to last year.

Page 13 – Statement of Changes of Net Assets Available for Benefits

Reports a increase of \$3.5 million in net assets available for benefits from the previous year.

Page 14 – Statement of Changes in Pension Obligations

Pension obligations, calculated on an actuarial basis, are reported at \$167 million.

D. Berkan noted that because the University's solvency rate is less than 90 percent, another evaluation will be completed as of December 31, 2016.

S. Lamont gave credit to Ms Berkan and staff for professionalism to their roles and reliability of information.

5.6 Motion: Proposed Revisions – Fiduciary Duty & Conflict of Interest Agreement

Motion: Moved and seconded (K. Phillips/N. Brown)

BE IT RESOLVED THAT the Board of Governors approve the proposed revisions to the Fiduciary Duty & Conflict of Interest Agreement, as recommended by the Governance and Nominating Committee.

AND THAT the Agreement be signed annually in September of each year.

S. Chambers stated that the agreement was one of the first tasks of the Governance and Nominating Committee. The existing document that had previously been reviewed by the Board of Governors was taken to legal counsel for review. Updates were recommended and have been incorporated into the final draft for approval.

**057 Jun16
CARRIED AS AMENDED
BY UNANIMOUS CONSENT**

5.7 Brandon University Board of Governors Annual Assessment

Motion: Moved and seconded (K. Phillips/M. Cain)

BE IT RESOLVED THAT the Board of Governors adopt the Brandon University Board of Governors Annual Assessment Form as recommended by the Governance and Nominating Committee;

AND THAT the Annual Assessment be conducted by July 31, 2016.

Mr. Chambers spoke to the Brandon University Board of Governors Annual Assessment that was distributed to members. The purpose of the tool is to provide direction by providing thoughts and comments with regards to effectiveness of the Board.

Mr. Decter congratulated Mr. Chambers as the Chair of the Governance and Nominating Committee and Mr. Stewart as Chair of the Board of Governors for moving forward with items (ex. Consent agenda) and complimented improvements to the governance of the board and committees.

**058 Jun 16
CARRIED**

5.8 Brandon University Technology Discussion

Mr. Cain attended the Governance and Nominating Committee meeting on June 24th where he spoke to the item of a Brandon University Technology Report. There was concurrence among members of the committee to move the discussion to the Board Open Session agenda on June 25th.

There was a broad discussion on the use of technology at the University and the integration of augmented learning and research across Faculties and Schools as well as how we support a new generation of learners.

The following activities were noted for possible next steps, including:

- It was recognized that work will be done to develop a presentation on this subject that will come back to the Board in the future.
- It was proposed that technology discussions be brought forward to Senate, PAC and at the Faculty level relating to how a strategy can be developed to have these considerations move forward at the faculty level as well as how these efforts can be supported across the University and by the Board.

This discussion was recognized as an item of how the Board may want to look at priority items and strategic directions to be discussed at Board meetings in a more systematic action in September.

6.0 ANY OTHER BUSINESS

Mr. Robinson spoke to the passing of Dr. William Paton who passed away suddenly on June 13th, 2016. Dr. Paton was a Professor at Brandon University for 40 years since 1974 and had recently retired. He was in the Department of Botany before it was merged. Aside from his research career and a wonderful record of teaching, Dr. Paton was a good example of a public intellectual. He was highly engaged with citizens and had a national audience. He was a regular attendee in public commentary (city planning, post-secondary

funding etc.). He was a large part of community engagement. He started the Hort-Line which offered botanical advice for citizens and just recently had a local segment on television. He will be very much missed. A memorial service will be held on Monday, June 27, 2016 at 1:30pm at the Westman Centennial Auditorium.

7.0 INFORMATION

8.0 ADJOURNMENT

Moved (K. Phillips)

BE IT RESOLVED THAT the meeting adjourn at 11:29 a.m.

CARRIED

Chair, Board of Governors

Secretary, Board of Governors