

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

**Saturday, June 24, 2017
Louis Riel Room
8:30 a.m.**

Present: Dr. G. Fearon, Mr. D. Stewart, Mr. N. Brown, Mr. B. Schaffer, Dr. T. Corbett, Ms. K. Kerkowich, Mr. S. Chambers, Mr. M. Decter (via teleconference), Ms. S. Senkbeil, Dr. H. Mumin

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

Regrets: Mr. E. Strain, Mr. G. Boyd, Ms. E. Simon, Mr. M. Cain, Ms. C. Stitt

1.0 CALL TO ORDER

The Chair called the meeting to order at 8:42 a.m.

The Chair welcomed Dr. Hamid Mumin, Senate representative, to the Board of Governors, and acknowledged the presence of Ms. Maria Capuzzi and Mr. Chris Nowell, both of the Office of the Auditor General, who will be observing today's meeting as a component of their governance audit that is being conducted. Round-table introductions followed.

2.0 AGENDA AND MINUTES

2.1 Approval of Agenda of June 24, 2017

Motion: Moved and seconded (N. Brown/S. Chambers)

BE IT RESOLVED THAT the agenda of the June 24, 2017, Board of Governors meeting (Open Session) be approved.

**079 Jun17
CARRIED**

2.2 Approval of Consent Agenda

Motion: Moved and seconded (B. Schaffer/N. Brown)

BE IT RESOLVED THAT the Consent Agenda be approved as follows:
a) Minutes of May 13, 2017 (Open Session)

- b) Report from the Vice-President (Academic & Provost)
- c) Report from the Vice-President (Administration & Finance)
- d) Report – Transactions of \$25,000 or More – April 27 to May 31, 2017
- e) Report – Final List of May 2017 Graduates
- f) Report – Library Acquisitions Annual Report

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CARRIED

2.3 Moved to Closed Session

Motion: Moved and seconded (N. Brown/S. Chambers)

BE IT RESOLVED that the meeting move to Closed Session.

CARRIED

2.4 Motion(s) Raised from Closed Session

The following motions were raised from Closed Session:

BE IT RESOLVED THAT the Board of Governors approve the appointment of Dr. Steven Robinson as Interim President for the period of August 1, 2017 until the start date of the new President.

BE IT RESOLVED THAT the Board of Governors approve the engagement of the University of Winnipeg Community Renewal Corporation for pre-design services for the Downtown Campus and Partnership Development Initiative, subject to establishment of terms and conditions of engagement acceptable to the President and Vice-Chancellor. The outcome of the pre-design work is to be returned to the Board for approval and subsequent action.

BE IT RESOLVED THAT the Board of Governors approve the formation of the Downtown Advisory Group of the Board and the Downtown Advisory Group Policy.

BE IT RESOLVED THAT the Board of Governors approve the extension of Dr. Austin Gulliver's term as Acting Dean of Science, from July 1 to December 31, 2017;

AND THAT Dr. Gulliver be granted release from teaching in the period of January to April of 2018 so as to re-start his suspended research program.

CARRIED

3.0 DELEGATIONS

3.1 Enrolment Management Presentation and Survey by Deb Berkan, Director of Institutional Data & Analysis

The Chair introduced Ms. Deb Berkan, Director of Institutional Data & Analysis and commended her on her efforts particularly as they relate to the initiation of an enrolment management strategy.

Ms. Berkan spoke to a PowerPoint presentation and highlights are as follows:

- strategic enrolment management (SEM) is a comprehensive approach to integrating programs, practices, policies, and planning relating to the success of our students (e.g., enrolment, retention, recruitment, experience, etc.);
- everyone at BU will have a role to play; it will be integrated into the culture and will be incorporated into financial planning and budgeting activities;
- the process is currently underway and is expected to come to a close by early 2018;
- clear goals will be established (e.g. the number and types of students that we aspire for) through a data-driven and evidence-based process that aligns with the mission, vision, and priorities as identified with the Academic Plan;
- the cohort survival model was adopted to generate a pool of data and a mathematical equation;
- census data as well as historical enrolment data (e.g., including in terms of diversity, credit hours, retention and transfer rates) was presented.

Ms. Berkan referred to the Brandon University Enrolment Projections Survey which was distributed to Board members. Members were asked to complete and return the survey.

Dr. Mumin noted that Brandon University doesn't seem to follow the normal trends in university enrolment. Ms. Berkan noted that the new programs (e.g., Early Alert Program) established within Student Services are leading to a more stabilized enrolment pattern in that we are focusing more on student success.

With respect to Brandon University's intake of Manitoba students, Ms. Berkan noted that 2.18% of Manitoba high school graduates sequentially come to Brandon University; this is relative to the 6.7% of the entire post-secondary population of Manitoba that chooses to come here.

The framework will establish broad goals which can then be broken down into more specific targets. Once the broad goals have been identified, the completed framework will then return to the Board for approval.

The Chair thanked Ms. Berkan for her presentation.

3.2 Co-op Program Development by Ms. Kelley Mitton

In the interests of quorum, the Board advanced to item 5.1.

Following item 5.13, Dr. Robinson introduced Ms. Kelley Mitton, Co-op Program Coordinator, to the meeting. Ms. Mitton is the first to serve in this newly created position and has been working hard to initiate and implement a number of new services.

Ms. Mitton spoke to a PowerPoint presentation. Highlights are as follows:

- Co-op placements are paid positions and the curriculum will focus on learning objectives, personal evaluation, and reflection;
- Co-op office will be involved to ensure that placements are being considered based on learning merit; opportunity to be flexible and to offer customization to ensure the best fit for our students;
- phase one will include beta-testing of applications;
- initial program parameters will focus on full-time students within a four-year degree program with a declared major; work term requirements will default to a paid, full-time (min. 35 hours/week) summer placement which will be assessed as a pass/fail;
- the student co-op path, following acceptance, includes a prep course (0 credit hour) and three subsequent work terms each of which will be 3 credit hours each; the first of the three work terms will take place after the students' second year of study; any student who has been removed from the program will not be granted re-entry;
- selection criteria will include departmental self-selection; distribution of 4-year degrees in Science and Arts faculties; the potential impact of the co-op option for enrollment (particularly important for those departments who are under-enrolled); and industry demand;
- five primary programs (including anthropology, sociology, and biology) have been identified as well as four secondary programs (including physics and applied disaster and emergency studies);
- the program will return to the Board of Governors for approval late this year.

Dr. Mumin asked about the student's time commitment for the prep course. Ms. Mitton noted that the prep course would be mandatory and the details have not yet been determined. However, the course is currently being viewed as a recurring commitment to ensure that they have skills available to help them navigate their way through the workforce.

Dr. Corbett departed the meeting at 12:55 p.m.

In terms of the manageability of the prep course, Mr. Chambers noted that he often participates in discussions with students and recent graduates to expose them to corporate conversations and to help them make that transition. This is an important component of the students' experience.

4.0 REPORTS

4.1 Governance and Nominating Committee (G. Fearon/Acting Chair)

a) Report from the Governance and Nominating Committee

The Governance and Nominating Committee meeting was cancelled and therefore no report was provided.

4.2 Finance and Audit Committee (B. Schaffer)

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; Compliance with the William D. Ford Federal Direct Loan Program; and the Application of Excess Interest Increase to Pensioners. 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, 2017
- Financial Summary by Object as at May 31, 2017
- Transactions of \$25,000 or More from April 29, 2017 to May 31, 2017

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, 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

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 items were highlighted:

- Experiential learning – early days with Entrepreneurship Manitoba.
- Convocation – a wonderful ceremony and All Nations Pow Wow were held. Dr. Fearon extended congratulations and thanks to all the faculty, staff and volunteers involved.

b) Highlights and Accomplishments of Tenure

A summary of Dr. Fearon's accomplishments over the course of his tenure as President and Vice-Chancellor was distributed. Dr. Fearon again expressed his appreciation to the members of his team.

The Chair and members commended Dr. Fearon for his efforts.

4.5 Brandon University Foundation (G. Boyd/M. Cain/E. Strain)

There was no report.

4.6 Knowles-Douglas Student Centre (S. Lamont/Vacant)

There was no report.

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

Mr. Lamont noted that a meeting was held on June 8th to consider the Financial Statements of the Pension Plan as well as the annual plan valuation.

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

There was no report

4.9 Status of Women Review Committee (K. Kerkowich)

There was no report.

4.10 Brandon University Alumni Association (D. Stewart)

The Chair reported that the Alumni Association has undergone a governance restructuring. This includes the establishment of a new constitution which has resulted in a transition to annual meetings, the first of which was held on June 13th. Joel Springer, former BUSU President, was elected to serve on the BUAA.

4.11 Brandon University Students' Union (N. Brown/E. Simon)

Mr. Brown reported on the activities of Convocation and the All Nations Pow Wow, both of which were very successful and enjoyable events. Mr. Brown reported on his participation in a number of other events including the 30th annual pride parade in Winnipeg, the 3rd annual pride parade in Brandon, and a luncheon of the Winnipeg Chapter of the Alumni Association. Mr. Brown also noted that orientation planning is currently underway.

5.0 NEW BUSINESS

5.1 Brandon University Audit Results Memorandum - 2017

The Chair welcomed Ms. Allison Noto, Director of Financial & Registration Services, who spoke to the results of the Brandon University Audit Results Memorandum. Ms. Noto noted that there were no issues or concerns to report by BDO Canada or the Office of the Auditor General.

Ms. K. Kerkowich departed the meeting at 11:30 a.m.

5.2 Motion: Brandon University Audited Financial Statements

Motion: Moved and seconded (B. Schaffer/N. Brown)

BE IT RESOLVED THAT the Board of Governors approve the audited Financial Statements for Brandon University for the year ended March 31, 2017.

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Ms. Noto stated that the University is reporting totals assets of nearly \$70 million. The largest change is the pension liability which has decreased by approximately \$2.3 million. In the retirement plan statements, the cost of the benefits is reported when they will become due in the future whereas the calculation for the BU statements reflect the cost of the benefits as they are earned in the current period.

With respect to the statement of operations (p. 4), gains of nearly \$3 million were reported. The transition of the Campus Bookstore to Follet has resulted in a reduction of the sales of goods and services by approximately \$1 million. The reduced expenses on the cost of goods sold line also relates to the Bookstore. Specifically, this relates to the selling off of inventory this past year. This is represented by a credit of \$43,000. This is further detailed in note 4. Under the new operation (i.e. the operating agreement with Follet Canada), Brandon University receives a commission from the operation of the Bookstore, rather than reporting sales and expenses.

The notes section of the statements is intended to provide additional information to help the readers understand the accounting policies and principles that govern the

University's management of funds. The notes also include additional information about mortgages, and employee benefits as well as detailed schedules.

CARRIED

5.3 Motion: Bill 57 – Public Sector Compensation Disclosure

Motion: Moved and seconded (S. Senkbeil/N. Brown)

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

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Ms. Noto stated that the Public Sector Compensation Disclosure report lists employees who receive compensation in excess of \$50,000 for the 2016 calendar year. For the purpose of this report, compensation is defined on page 8. This information, as prepared by Payroll, has been audited and, once approved, will be made publicly available (by June 30th) in the Office of the President, the Library, and online on the Vice-President (Administration and Finance) site.

CARRIED

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

Motion: Moved and seconded (S. Chambers/B. Schaffer)

BE IT RESOLVED THAT the Board of Governors approve the Auditor's Report regarding the University's compliance with the William D. Ford Federal Direct Loan Program for the year ended March 31, 2017.

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Ms. Noto reported that the William D. Ford Federal Direct Loan Program is a US student loan program for US students. The student listing, consisting of six students for this reporting period, is supplied to the auditor by the US loan department at the request of Brandon University's student loan office. The US Department of Education has a set of specific regulations to which Brandon University is required to comply and the auditor has indicated that there are no reportable findings. Ms. Noto noted that the names and social insurance numbers of the students have been removed for privacy reasons.

CARRIED

5.5 Brandon University Retirement Plan Annual Report - 2016

Mr. Lamont reported that the financial statements for the BU Retirement Plan received an unqualified opinion from the Office of the Auditor General. The statements were approved by the Board of Trustees of the Retirement Plan at their meeting on June 8th and the report to the Board is being provided for information purposes.

The annual report includes information on the plan and plan investments and will be publicly available on the Vice-President (Administration and Finance)'s website. The plan investments are performing well and the plan is reporting net assets of nearly \$170 million, an increase of approximately \$10 million over last year. The plan includes approximately 500 active members and 300 pensioners. Each year, the plan pays out 140% of what we (employee and employer) contribute as regular service costs and the difference is made up in investments.

Annual valuation reports will be required on an annual basis until such time as the solvency rate of the plan is greater than 90%. The last valuation, conducted for the 2016 calendar year, resulted in a rate of 79.1% which was an increase over the previous year. While the University is exempt from making solvency payments, we are required to make going concern payments.

5.6 Motion: Application of Excess Interest Increase to Pensioners

Motion: Moved and seconded (H. Mumin/B. Schaffer)

BE IT RESOLVED THAT the Board of Governors approve the excess interest increase of 0.21% to be applied as a supplementary increase to pensions in July 2017 in accordance with article 7.3 (e) of the BU Retirement Plan.

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Mr. Lamont noted that the University's pension plan provides for an automatic indexation, up to Consumer Price Index (CPI), when the rate of return on plan investments exceeds 6.0%. CPI is 1.6% and members will automatically receive an increase of this amount. The excess earnings, above CPI, result in an additional 1.6% which can be applied, at the discretion of the Board, to the last year that the plan did not exceed CPI. In this case, anyone who retired prior to 2011 and who did not receive a CPI increase in 2011, are eligible for an automatic Cost of Living Allowance (COLA) increase and the Board of Trustees of the BU Retirement Plan is proposing that these individuals receive an additional 0.21%. This proposal results in an additional cost to the plan of approximately \$100,000.

Members engaged in a discussion pertaining to the costs of the proposal. Mr. Lamont noted that while being benevolent to the pensioners, the costs to the Plan would increase and the additional funds would come by way of the University's operating budget.

Mr. Decter indicated that the actuary is projecting a 3% annual rate of salary increase; however, government is legislatively considering much lower amounts (i.e. potentially 0% in year one of a new agreement). Mr. Decter questioned if these two considerations would diminish our actuarial liability in the plan.

Mr. Lamont indicated that the 3% rate that the actuary uses is determined independent of the University; however, we know that they consider both step and scale increases. Mr. Lamont noted that, should legislation be approved, we can assume that our position should improve as well.

Mr. Chambers questioned if this is a one-time adjustment based on the plan's performance this year. Mr. Lamont noted that the 0.21% would be added to pensions for the remainder of a pensioner's life. Members noted that this adjustment, in effect, prolongs the debt. In considering the competing interests, and noting that members receive an automatic pension increase of 1.5% regardless, members were sensitive to the costs associated with the proposal.

DEFEATED

5.7 Motion: Library Acquisitions Allocation Proposal

BE IT RESOLVED THAT the Board of Governors approve that the Senate Library Committee investigate a new acquisitions allocation model that would allow Acquisitions staff to pay within its approved budget first for ongoing orders (periodicals etc.) and that would also allow Acquisitions staff to allocate the remaining funds according to the current formula.

Motion: Moved and seconded (N. Brown/S. Senkbeil)

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Dr. Robinson noted that the Library has the authority for the library acquisitions budget; however, a long-standing formula that is in place that determines the various departmental allocations (by way of a funds allocation formula) has become an inhibiting factor particularly when it comes to the purchase of online resources. Through the Senate Library Committee, the University Librarian has considered the history of the formula and has considered varying alternatives. The motion presented today will empower the University Librarian to move forward with the modification of the funds allocation formula which will enable her to ensure all resources (e.g., electronic journal subscriptions) are maintained in a reasonable fashion.

CARRIED

Ms. Braaksma, University Librarian, was in attendance and thanked the members of the Board on behalf of the Library and the Senate Library Committee.

5.8 Motion: Harassment and Discrimination Policy and Protocol

BE IT RESOLVED THAT the Board of Governors approve the attached Discrimination and Harassment Prevention Policy and Procedures.

Motion: Moved and seconded (S. Chambers/B. Schaffer)

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Mr. Lamont noted that the Respectful Environment Policy has been split into several components, the first of which – the Sexualize Violence Policy – was approved earlier this year. This policy – the Discrimination and Harassment Prevention Policy – seeks to separate conflict from true discrimination and harassment. This policy has been prepared in consultation with all union groups and is widely supported and accepted.

CARRIED

5.9 Motion: Disposition of Research Equipment Policy and Procedures

BE IT RESOLVED THAT the Board of Governors approve the attached Disposition of Research Policy and Procedures.

Motion: Moved and seconded (S. Chambers/N. Brown)

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Dr. Robinson noted that a number of practices have been identified that do not have any formal policy to support them; several of these practices were identified during a recent audit conducted by the Tri-Council. There have been instances where departing employees misunderstood whether equipment could leave with them and this new policy now aligns existing practices as well as our Purchasing Policy.

CARRIED

5.10 Motion: Brandon University Campus Master Plan

BE IT RESOLVED THAT the Board of Governors approve the Brandon University Campus Master Plan.

Motion: Moved and seconded (G. Fearon/N. Brown)

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Dr. Fearon acknowledged Mr. Lamont and his team for the work done on bringing the Campus Master Plan to fruition.

Mr. Lamont stated that this document follows the presentation by Dialog at the last Board of Governors meeting. The Plan has been shared with the City of Brandon; they are satisfied and minor revisions have been suggested. The final plan is now being shared with the Board for consideration and, once approved, will be presented to City Council.

CARRIED

5.11 Motion: Consideration of Third Term – D. Stewart

The Chair recused himself from the meeting and the Vice-Chair assumed the Chair position.

Motion: Moved and seconded (M. Decter/N. Brown)

BE IT RESOLVED THAT the Board of Governors endorse a third term of service by Mr. Derrick Stewart, Brandon University Alumni Association representative to the Board of Governors.

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Ms. Fisher spoke to the motion and the importance of continuity and mentorship for our recently appointed Vice-Chair. Mr. Decter echoed the statements of continuity and indicated that this will be of particular importance as we embark on a presidential search.

CARRIED

5.12 Annual Review of Board Evaluation Tool

The Board Evaluation Tool was included in the package.

Mr. Chambers noted that this is a very useful exercise for the Governance and Nominating Committee to formulate discussions moving forward.

5.13 Nominations and Election for Secretary

The Chair called for nominations or volunteers for the position of Secretary. None were received. It was agreed that Mr. Chambers and Ms. Fisher would work together to outline the duties and responsibilities of the role for consideration by members.

Mr. Chambers noted that it is important to name a successor as soon as possible to ensure a smooth transition between himself and the incumbent.

S. Senkbeil departed the meeting at 12:30 p.m.

6.0 ANY OTHER BUSINESS

7.0 INFORMATION

8.0 ADJOURNMENT

Moved (N. Brown)

BE IT RESOLVED THAT the meeting adjourn at 1:26 p.m.

CARRIED

Chair, Board of Governors

Secretary, Board of Governors