

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

**Saturday, September 26, 2020
Via Video Conference
8:30 a.m.**

Present: S. Chambers (Chair); K. Auriat; E. Bach; T. Corbett; M. Decter; D. Docherty; T. Friesen; J. Galvin; K. Kerkowich; A. Kowalchuk; B. Lawrence; S. Montague; T. Rourke; W. Taylor; B. Zander

Resource: S. Robinson; S. Lamont; K. Fisher; M. Lamontagne (Recorder)

Absent: O. Adeleye; J. Omoregie

1.0 CALL TO ORDER

The Chair called the meeting to order at 8:33 a.m.

The Chair welcomed new members Stephen Montague, Taylor Friesen, and Adam Kowalchuk to the Board.

2.0 AGENDA AND MINUTES

2.1 Approval of Agenda of September 26, 2020

Motion: Moved and seconded (T. Corbett/T. Rourke)

BE IT RESOLVED THAT the agenda of the September 26, 2020, Board of Governors meeting (Open Session) be approved.

**060 Sep20
CARRIED**

2.2 Approval of Consent Agenda

Motion: Moved and seconded (K. Auriat/M. Decter)

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

- a) **Minutes of June 20, 2020 (Open Session)**
- b) **Report from the Vice-President, Academic & Provost (S. Robinson)**
- c) **Report from the Vice-President, Administration & Finance (S. Lamont)**

- d) Approval of electronic resolutions of July 21 , 2020
 - i) Student Non-Academic Misconduct Policy Revisions
- e) Approval of electronic resolution of August 28, 2020
 - i) Student Non-Academic Misconduct Policy Revisions
- f) Approval of Proposed Revisions to the Student Non-Academic Misconduct Policy
- g) Report – Transactions of \$100,000 or More – June 1 to August 30, 2020

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CARRIED

3.0 REPORTS

3.1 Report from the President (D. Docherty)

Dr. Docherty reported the following:

- Despite the ills of COVID, enrolment has not suffered as much as anticipated with overall registration down by approximately 3%;
- Indigenous and international numbers are up substantially;
- Domestic enrollment is down for first-year students; however, we could see an increase next year and will need to monitor this;
- Thanks to the hard work of the leadership team, a coloured system (phases blue, grey and gold) was established to indicate BU's COVID response. BU is currently in the most cautious blue phase;
- There are a number of students on campus in labs, studios and the Library noting they are being well monitored;
- Searches are underway for the Associate Vice-President: People & Talent and for the Vice-President (Academic & Provost).

The Chair thanked everyone involved in the preparation for the arrival of students in the Fall.

4.0 NEW BUSINESS

4.1 Brandon University Audit Results Memorandum – 2020

The Audit Results Memorandum was provided for information. S. Lamont reported that the auditors presented the audit to the Audit & Risk Committee and reported a clean audit with no concerns. It was noted that due to the new Public Service Accounting Standards (PSAS) and the pandemic, there were delays in completing the audited financial statements earlier this year.

4.2 Motion: Brandon University Audited Financial Statements

Motion: Moved and seconded (B. Zander/K. Kerkowich)

BE IT RESOLVED THAT the Board of Governors approve the audited Financial Statements for Brandon University for the year ended March 31, 2020.

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S. Lamont highlighted the following:

- Financial statements have been prepared using the new PSAS accounting standards without 4200 series;
- Note 3 of the financial statements provides a full explanation of the changes;
- Financial results:
 - Net surplus of \$174k, which is approximately break-even for the University;
 - Balance sheet was down approximately \$10M due to markets and consolidation of the BU Foundation;
 - BU Foundation financial statements are now being consolidated with the University. It was noted that their year-end was December 31, 2019, however, the statements had to be consolidated as at March 31st when markets were not doing well and were down \$11M in unrealized losses, which is why the balance is down;
 - Financial statements acknowledge that COVID has happened, however, the impact was not determinable at the time the statements were prepared, therefore, there is nothing included by way of financial results. As next year unfolds, the actual financial impacts will become apparent and will be included in next year's financial statements.

CARRIED

4.3 Motion: Adjustment to the Approved University Budget for 2020/21

Motion: Moved and seconded (E. Bach/M. Decter)

BE IT RESOLVED THAT the Board of Governors approve the adjustment to the 2020-2021 University Budget.

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S. Lamont reported the following:

- When the budget was presented in June, one significant change noted was asset retirement obligations which were producing an additional amortization of \$705k;

- This amount recognizes there is asbestos in buildings on campus which represents a liability and as renovations happen, this will have to be removed;
- The cost of the removal is being amortized over the remaining life of the buildings;
- There was a misinterpretation of timing, noting that it was previously understood that this should be done in the 2021 year, however, it was actually supposed to be done for the 2020-21 year;
- This means that the amortization needs to be reversed and the 2020-21 budget will need to be reduced by \$705k (expense);
- In order to keep the budget balanced, an adjustment was done to reduce amortization by \$705k and an offsetting reduction to tuition revenue for \$705k which recognizes the reduction in domestic tuition fees;
- A budget update will be provided at the next meeting and a detailed projection will be presented to the Finance Committee.

CARRIED

4.4 Motion: 2021-22 Budget Estimates

Motion: Moved and seconded (B. Zander/T. Rourke)

BE IT RESOLVED THAT the Board of Governors approve the 2021 – 2022 Budget Estimates as recommended by the Finance Committee.

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S. Lamont shared a PowerPoint presentation. The following is a summary of his presentation:

- Purpose of Budget Estimates is for government to monitor comprehensive government spending at a high level throughout the year;
- Budget Estimates are consolidated with the core government budget, which they are required to announce in March 2021;
- Government would like to know if revenues and expenses are coming in as predicted noting this is provided on a monthly and quarterly basis;
- For the Board, these estimates are a “target” or estimate of expected revenues and expenditures with both known and estimated/projected details included;
- Once details come into focus, to be determined by May 2021, the budget will be presented to the Board for approval and operational accountability;
- Unknowns include: enrollment in 2020-21; enrolment in 2021-22; mix of domestic and international enrolment; teaching resources needed in a pandemic; retirements, resignations, hiring; salary changes; sabbaticals

- approved and taken; budget principles and objectives; and initiatives beyond status quo;
- Support staff union agreements expired in March 2020 and with Bill 28, there are some uncertainties as to what to expect;
 - Assumptions include:
 - Positions in the approved 2020-21 budget included;
 - Negotiated salary increases for agreements per Bill 28;
 - Enrolment for domestic students same as 2020-21, which is -8.0% v. 2019-20;
 - Enrolment for international students same as 2020-21, which is -5.0% v. 2019-20;
 - Tuition and fees increase 3.75% (Provincial guideline);
 - Grants remain the same as 2020-21 (guideline);
 - Inflation for utilities at 3%;
 - Inflation at 2% for all other expenses;
 - No new initiatives at this point;
 - Travel budgets restored to 2019-20 levels (could be adjusted again)
 - Other Assumptions include:
 - Ancillary Services assumed to break even;
 - Special Programs (PENT, OCN, CMB) expected to break even and expected to adjust operations;
 - Conservatory of Music to break even;
 - Research & Special Purpose to break even;
 - BU Foundation expected to make \$1.1M on ROI noting markets have been interesting and there is some uncertainty;
 - Capital, principle payments, amortization assumed to be the same as 2020-21
 - Budget Drivers include:
 - Operating grant (1% = \$373k);
 - Tuition and fees (1% = \$142k);
 - International premium (1% = \$25k);
 - BUFA scale and increments (\$693k noting -1% is \$345k);
 - Support scale and increments (\$167k noting -1% is \$54k);
 - Government Objectives include:
 - Labour market alignment;
 - Key performance indicators;
 - Transition funding;
 - Pandemic cost management
 - Other topics include:
 - COVID-19 impacts (both 2020/21 and 2021-22) such as to enrolment, teaching, technology, PPE and other safety measures;
 - Consolidation of Foundation statements;
 - Online and on campus impacts on operations including Ancillary Services;

- Bill 28 court ruling;
- How will BU come out of the pandemic?
- Outputs, outcomes and KPIs;
- Risk analysis (e.g. enrolment; funding; COVID-19; infrastructure failure);
- Staffing levels;
- Capital asset acquisition plans/possibilities;
- Expense management and impacts on clients;
- Government “direction” to reduce costs;
- Impacts of 1% increase or decrease in grant funding

Member commented that there is a possibility that a COVID vaccine will be available at some point between now and next June. Question was raised as to whether there is a plan to get the community vaccinated as quickly as possible should a vaccine become available.

Dr. Docherty stated that we are still in early days and when a vaccine does become available, it is likely that the University would work in cooperation with Prairie Mountain Health to develop a plan.

S. Lamont informed members that the budget estimates were submitted to the Province in mid-August after approval by the Finance Committee and that government is aware that these were subject to Board approval.

CARRIED

4.5 Motion: Nominations and Elections for Board Committee Representatives

Motion: Moved and seconded (S. Montague/B. Lawrence)

BE IT RESOLVED THAT the Board of Governors approve the appointment of the following individuals to the indicated committee(s) for the 2020-2021 period:

Knowles- Douglas Student Centre

Stephen Montague (Board Representative)
Scott Lamont (Administration Representative)
Kayvon Razzaghi (BUAA Representative)

Board of Trustees of the BU Retirement Plan

Scott Lamont (Administration Representative)
Shawn Chambers (Board Representative)

Review Committee on the Status of Women

Katie Kerkowich (Board Representative)

Board of Directors of the Brandon University Foundation

Brad Zander (OIC non-student Representative) – *also member of the Foundation Management Committee*

Taylor Friesen (Student Representative)

Breanna Lawrence (Faculty Senator)

Brandon University Senate

~~VACANT~~ Tami Rourke (Board Representative)

Governance and Nominating Committee

Breanna Lawrence (Faculty Senator)

VACANT (Student Representative)

Julee Galvin (OIC Representative)

Finance Committee

VACANT (Faculty Senator)

VACANT (Student Representative)

~~ONE OF: Brad Zander or~~ Trudy Corbett (OIC Representative)

Audit and Risk Committee

Brad Zander (External Board Member-at-Large Representative)

Julee Galvin (External Board Member-at-Large Representative)

Human Resource Committee

Stephen Montague (External Board Member-at-Large Representative)

Executive Committee

Edward Bach (Faculty Senator)

VACANT (Student Representative)

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K. Fisher reported that the slate of committee members presented represents those who came forward to let their name stand after a call for nominations and

volunteers was sent to the Board. Some vacancies were noted and members were reminded that volunteers can be accepted from the floor.

The Chair called for volunteers to fill the noted vacancies.

It was confirmed that B. Zander has chosen to remove his name from volunteering for the Finance Committee and T. Corbett's name will stand unopposed.

T. Rourke volunteered to let her name stand as representative on Senate.

No other volunteers came forward.

The Chair asked members to contact K. Fisher should they be interested in any of the remaining vacancies and reminded members that committees are a great way to develop an understanding of the inner workings of the Board and the University.

CARRIED AS AMENDED

4.6 Motion: Board of Governors Meeting Schedule

Motion: Moved and seconded (T. Rourke/B. Lawrence)

BE IT RESOLVED THAT the Board of Governors approve the 2021 meeting schedule as follows:

Board of Governors - Meeting Dates

Saturday, January 23, 2021

Saturday, March 20, 2021

Saturday, May 15, 2021

Saturday, June 26, 2021

Saturday, September 25, 2021

Saturday, November 27, 2021

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As per the rationale provided in the agenda package, it was proposed that the Board continue to meet six times per year. It was noted that special meetings may also occur on an as-needed basis. K. Fisher stated that effort was made to avoid holiday weekends which is why some meeting dates deviated from the fourth Saturday. It was noted that committee meetings will be determined separately.

CARRIED

4.7 Annual Signing of Acknowledgement and Undertaking of Fiduciary Duty and Avoidance of Conflict of Interest Agreement

The Chair stated that the Agreement was provided in the agenda package for reference along with a PowerPoint presentation regarding the BU Act and responsibilities of the Board.

K. Fisher stated that under normal circumstances this would have been circulated and signed during an in-person meeting. A follow up email will be sent to the Board next week to request the signed agreement from members.

Members were reminded of the importance in reviewing the material provided and their commitment to expectations.

4.8 Move to Closed Session

Motion: Moved and seconded (B. Zander/T. Rourke)

BE IT RESOLVED that the meeting move to Closed Session.

CARRIED

4.9 Raise Motion(s) from Closed Session

The following motions were raised from Closed Session:

BE IT RESOLVED THAT Shawn Chambers be elected for the position of Chair of the Board of Governors.

BE IT RESOLVED THAT Trudy Corbett be elected for the position of Vice-Chair of the Board of Governors.

BE IT RESOLVED THAT Kerry Auriat be elected for the position of Treasurer of the Board of Governors.

BE IT RESOLVED THAT Katie Kerkowich be elected for the position of Secretary of the Board of Governors.

BE IT RESOLVED THAT the Board of Governors approve the extension of Dr. Heather Duncan's appointment as Associate Vice-President (Research) until such time as the position is filled on a full-time basis, up to a maximum of two (2) years ending September 30, 2022.

5.0 ADJOURNMENT

Motion: Moved and seconded (D. Docherty/J. Galvin)

BE IT RESOLVED THAT the meeting adjourn at 11:25 p.m.

CARRIED

Chair, Board of Governors

Secretary, Board of Governors