

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

**Saturday, June 24, 2023  
Via Zoom  
8:30 a.m.**

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**Present:** S. Chambers (Acting Chair); A. Akudo; K. Bayes-McDonald; D. Docherty; J. Galvin;  
M. Juce; ~~M. Magnusson~~; B. MacKalski; M.J. McCallum; Q. Pearce; K. Sumner

**Resources:** K. Campbell; A. Noto; L. Moss; M. Lamontagne (Recorder)

**Regrets:** J. Chikezie; A. Kowalchuk; S. Lamont; A. Li; A. Nelson; M. Magnusson

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**1. CALL TO ORDER**

The Acting Chair called the meeting to order at 8:34 a.m.

The Chair acknowledged that Brandon University campuses are located on Treaty 1 and Treaty 2 Lands, the traditional homelands of the Dakota, Anishinaabek, Cree, Oji-Cree, Dene, and the Red River Métis peoples.

**2. AGENDA & MINUTES**

2.1 Approval of Agenda of June 24, 2023

Motion: Moved and seconded (Q. Pearce/M. Juce)

**BE IT RESOLVED THAT the agenda of the June 24, 2023, Board of Governors meeting (Open Session) be approved.**

**065 Jun23  
CARRIED**

2.2 Approval of Consent Agenda

Motion: Moved and seconded (K. Sumner/D. Docherty)

**BE IT RESOLVED THAT the consent agenda of the June 24, 2023, Board of Governors (Open Session) meeting be approved as follows:**

**2.2.1 Minutes of May 13, 2023 (Open Session)**

**2.2.2 Report from the Vice-President (Administration & Finance)**

**2.2.3 Report – Transactions of \$100,000 or More – April 25 – June 1, 2023**

**2.2.4 Report – Final List of June Graduates**

**2.2.5 Reports from Representatives on Committees Reporting to the Board**

**2.2.5.1 Board of Directors of the BU Foundation**

**2.2.5.2 Board of Trustees of BU Retirement Plan**

**2.2.5.3 BU Senate**

**2.2.5.4 BU Students' Union**

**2.2.5.5 Governance and Nominating Committee**

**066 Jun23  
CARRIED**

**3. REPORTS**

3.1 Report from President

The President's written report was provided in the agenda package. In addition, he highlighted that Convocation was a success, and this was the first year of the Eagle Staff, migizii mitik, which is a new Indigenous ceremonial element for the opening of Convocation and was carried by Chancellor McCallum.

**4. NEW BUSINESS**

4.1 Motion: Public Sector Compensation Disclosure

Motion: Moved and seconded (B. MacKalski/K. Bayes-McDonald)

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

**067 Jun23**

A. Noto reported that the Public Sector Compensation Disclosure Act requires the public sector bodies to report salaries above \$75k. All employees of the University whose compensation exceeds \$75k are included in the report for the 2022

calendar year. Any retirements, severance or any taxable benefits made to employees within the year are included in compensation. It was noted that BU has about 400 regular employees, however, issued about 1600 T4's and T4A's (incl. casual employees, sessionals, etc.). Of the approximate 1600 total employees, 268 employees had salaries that exceeded \$75k.

BDO has confirmed a clean audit of this report. The report is required to be disclosed publicly by June 30<sup>th</sup> and copies are made available by the President's Office, Library and are posted on the BU website on the Administration & Finance webpage.

**CARRIED**

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

Motion: Moved and seconded (K. Sumner/B. MacKalski)

**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, 2023.**

**068 Jun23**

A. Noto reported that BDO (the University's auditors) looks to ensure the University has complied with the requirements set out by this US student loans program and they have indicated that there were no reportable findings as a result of their procedure. It was noted that there were 8 students in total in this year's report.

A question was raised as to whether there is an average number of students with US student loans. A. Noto confirmed that the number changes every year, noting that it has been as low as 3 and as high as 15.

A question was raised at what the cost is for this specific audit. A. Noto confirmed that the cost is approximately \$4000, noting that this audit is a requirement of the US loan program.

**CARRIED**

4.3 BU Retirement Plan Actuarial Valuation as at December

A. Noto reported that the BU Retirement Plan Actuarial Valuation report was provided for information as it is approved by the Pension Trustees.

A. Noto highlighted that the Plan is sitting at 110.3% (\$21.8M surplus) on a solvency basis compared to 89.4% (\$26.7M deficit) in 2021, noting the significant difference is a result in rising interest rates. It was noted that plans funded at more than 85% only require a valuation to be done every three years, however, the Pension Trustees opted to do a valuation this year to see if the Plan was in excess of 90%, which would allow for improvements to the Plan. There will not be a requirement to do the valuation again until December 31, 2025, unless the Pension Trustees choose to. It was further highlighted that the Plan is in a surplus position of \$23.7M on a going concern basis, compared to \$21.9M last year.

A. Noto reported that normally BU's audited financial statements and Retirement Plan statements would be presented at the June meeting, however, the audit work is taking longer than anticipated due to the methodology for valuing different types of investments. The financial statements are complete, and it is not anticipated that the numbers will change; however, the auditor is taking more time to review the methodology to ensure they are satisfied with how they are being valued. It is also taking the auditor longer to review the methodology of how to value asset retirement obligations, which is a new accounting standard that came into effect in April 2022. This requires BU to recognize and value the liability of asbestos in buildings for when and if buildings are demolished. BDO has an expert that is reviewing these methodologies.

4.4 Motion: Amendment No. 23/02 to the Brandon University Retirement Plan

Motion: Moved and seconded (Q. Pearce/K. Sumner)

**BE IT RESOLVED THAT the Board of Governors approve the Brandon University Plan Amendment 23/02, as attached, subject to approval by the Brandon University Faculty Association.**

**069 Jun23**

A. Noto reported that the amendment came by way of a notice from Canada Revenue Agency requiring updates to the BU Retirement Plan to comply with the Income Tax Act of Canada following a cyclical review of the Plan documents. Most of the updates are minor and inconsequential.

There is one update that is more significant, with regards to Article 7.5 of the Pension Plan, which relates to members of the Plan who take early retirement and then subsequently return to work at Brandon University and stop taking their pension and begin to contribute into the plan again. When the member retires a second time, there will now be two pension periods to consider. The previous method of handling this rare situation is no longer allowed under the Income Tax

Act. The method selected happens to be the method used by the Province of Alberta, which is acceptable to CRA.

A. Noto further noted that the date that the amendment comes into effect is stated as January 2019, and this is not a mistake. It was noted that this date could have been when the review began.

S. Chambers stated that as a representative on the Pension Trustees, there has been a lot of discussion and calculation with regards to this amendment.

**CARRIED**

4.5 Motion: Letter of Credit – City of Brandon

Motion: Moved and seconded (M. Juce/K. Bayes-McDonald)

**BE IT RESOLVED THAT the Board of Governors approve a letter of credit issued to the City of Brandon for \$20,000, expiring August 7, 2024.**

**070 Jun23**

A. Noto reported that the University entered into an agreement with the City of Brandon for access to certain City owned infrastructure on University property. The purpose is to enter manholes to access wiring, fibre-optic cables, ducts and conduits for various reasons. While we do not expect it to come into effect, a condition of this agreement is that we are to obtain an irrevocable letter of credit to the City of Brandon in the amount of \$20,000, expiring August 7, 2024.

It was confirmed that this agreement allows the University to access city owned infrastructure without requiring approval from the City, and that the assumption is that the \$20,000 would be payable to the City should any damage occur as a result of the University accessing the infrastructure.

**CARRIED**

4.6 Motion: Research Centre Name Change – BU CARES

Motion: Moved and seconded (B. MacKalski/M. Juce)

**BE IT RESOLVED THAT the Board of Governors approve the proposed name change for BU CARES from the Centre of Aboriginal and Rural Education Studies to the Centre for Applied Research and Education in Indigenous, Rural, and Remote Settings as recommended by Senate.**

**071 Jun23**

Dr. Docherty reported that the motion relates to a change in name for one of BU's research centres. The word "Aboriginal" is no longer reflective of current and respectful terminology and better reflects the Centre's mission. The motion was recommended to the Board for approval at the June 13<sup>th</sup> Senate meeting.

**CARRIED**

4.7 Motion: Indigenous Education Student Tuition & Course Waiver

Motion: Moved and seconded (A. Okudo/K. Bayes-McDonald)

**072 Jun23**

**BE IT RESOLVED THAT the Board of Governors approve that the tuition and course fees for Indigenous education students be waived for Indigenous education students who are taking courses in which the content of those courses would have already been known had residential schooling and colonialism not happened, as recommended by Senate for the following two courses:**

**Faculty of Education: ~~02:23~~02:281 Teaching of Indigenous Studies**  
**Faculty of Education: 04:222 Nature-Based Learning**

Dr. Docherty stated that the recommendation was passed by Senate at their meeting, noting that the Senate has no authority to spend or collect money; therefore, requiring the motion to come forward to the Board of Governors.

Dr. Docherty stated that he supports the motion in principle as a need to do something for Indigenous students, however, he shared concerns that the motion would create inequities through the system in the sense that only students in the Faculty of Education would receive these free courses. There is also concern that it is unknown what the cost of this would be and there could be budgetary impacts that we are unaware of. He noted that the university has not yet found a way of determining whether students are Indigenous, and work continues to find a solution. In addition, there may be other ways that could better support Indigenous students. He reported that the Indigenous Advisor to the President is currently working on a proposal that would allow Indigenous students to take a course to learn their own language at no cost to the student, with the view that this closely reflects to Truth and Reconciliation. Indigenous language courses tend to be low in enrolment and this may encourage students to take these courses.

Dr. Docherty suggested that this motion could be tabled, and that the Board advise senior administration to bring a more comprehensive proposal forward that would meet the needs of Indigenous students across all five faculties with better budget certainty, so that the cost can be built into the budget.

Discussion took place and there were comments raised that this motion would be reactionary and that more time is needed to look into this, as well as the ongoing issue of identity fraud. Members expressed the importance of this matter and the need to implement supports for Truth and Reconciliation. It was agreed that this requires more discussion and determination of what the budget implications would be.

Chancellor McCallum stated that she will be attending the Building Reconciliation Forum conference with others from the university and may be able to provide more information after the conference.

Motion: Moved and seconded (D. Docherty/K. Bayes-McDonald)

**BE IT RESOLVED THAT the motion be tabled, pending more information from administration and understanding of financial implications.**

**CARRIED**

**TABLED**

4.8 Motion: Revisions to the Fiduciary Duty & Conflict of Interest Agreement

Motion: Moved and seconded (K. Bayes-McDonald/Q. Pearce)

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

**073 Jun23**

K. Bayes-McDonald spoke to the motion as Chair of the Governance and Nominating Committee. She reported that the agreement now includes a conflict-of-interest form for Board members to complete on an annual basis. It was noted that some revisions were made to the language in the agreement, and that a tracked changes and clean copy was included in the agenda package. The implementation of the form and the revisions to the agreement were based on recommendations of the 2020 Auditor General of Manitoba's Oversight of Post-Secondary Institution report.

**CARRIED**

**5. INFORMATION**

5.1 Board Service Recognition Luncheon – September

Dr. Docherty reported that the Service Recognition Luncheon is typically held in November, however, the decision has been made to move this to September, noting weather was a consideration in making this change.

Dr. Docherty acknowledged that it was A. Nelson, A. Kowalchuk, and S. Chambers' last meeting. He spoke to S. Chambers' 9 years of service on the Board, including his roles as Secretary, Vice-Chair and Chair, and thanked all for their service on behalf of the Board.

**6. MOVE TO CLOSED SESSION**

Motion: Moved and seconded (K. Sumner/B. MacKalski)

**BE IT RESOLVED THAT the meeting move to Closed Session.**

**CARRIED**

**7. Raise Motion(s) from Closed Session**

The following motion was raised from Closed Session:

**BE IT RESOLVED THAT Dr. Heather Duncan be extended as Dean of Education for the period of July 1, 2023 to July 31, 2023; AND THAT Dr. Duncan's administrative leave be extended to include the period of August 1, 2023 to July 31, 2025.**

**BE IT RESOLVED THAT the Board of Governors approve a special leave for Doug Pople, Career Planning and Placement Coordinator, commencing July 3, 2023, to August 18, 2023.**

**BE IT RESOLVED THAT the Board of Governors approve the contract for Architect Services offered by Prairie Architects Inc., a Winnipeg firm, for development of tender-ready drawings for the J.R. Brodie Science Building.**

**BE IT RESOLVED THAT the Board of Governors appoint Dr. David Docherty as President and Vice-Chancellor for a five-year term from July 1, 2023 to June 30, 2028; AND THAT the Board of Governors approve the terms and conditions of employment as negotiated.**



**8. ADJOURNMENT**

Motion: Moved and seconded (M. Juce/Q. Pearce)

**BE IT RESOLVED THAT the meeting adjourn at 11:01 a.m.**

**CARRIED**

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Chair, Board of Governors

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Board Secretariat