



### BOARD OF GOVERNORS MINUTES

Thursday April 21, 2022, 2:00 – 6:00 p.m.

Senate and Board Chambers, Waterloo Campus

**Present:** Nasik Amanullah, Shelley Boettger, Ryan Brejak, Pam Bryden, Kathie Cameron, Savvas Chamberlain, Simon Chan, Celina Corner, Paul Elliott, Chinyere Eni-McLean, Andrew Herman, Deniza Januzi, Mary Kelly, Lynda Hawton Kitamura, Sarah Lewis, Kristine Lund, Scott Lyons, Deb MacLatchy, Patricia McLaren, Shaun Miller, Jim Phillips, Avvey Peters, Marc Richardson, Joe Rooney, Ken Seiling, Cynthia Sundberg, Doug Treleaven, Brandon Vale

**Regrets:** Cameron Anderson, Dave Jaworsky, Eileen Mercier, Patricia Polischuk, Karen Redman, Berry Vrbanovic

**Secretariat:** Shannon Kelly, Anna Kornobis, Anne Lukin

#### A. Open Session

1. **Call to Order**, Lynda Hawton Kitamura, 2:00 p.m.

a. Declaration of Conflicts of Interest: None.

b. Movement of Consent Items to the Main Agenda

In addition to the agenda and Minutes, Consent materials included for approval several polices, the Non-Tuition Fee Report, guidelines for recognizing Board members, and procedures for Searches and Reviews of Senior Executives.

**Motion (Shaun Miller/Brandon Vale): that the Board of Governors approve the Consent items listed for approval under Item C.1. Carried.**

2. **Chair's Report**, Lynda Hawton Kitamura

The Chair welcomed Board members to the first in-person Board meeting since before the pandemic, noting that 18 members have joined the Board during this period of virtual meetings. Celina Corner joined the Board this week as a provincial appointee. The Chair also commented on: Laurier's nomination for an employee engagement award through the Greater KW Chamber of Commerce Awards Gala; the release of a preliminary report by Ontario's Auditor General on Laurentian University; that Laurier's Budget under consideration today was created in a framework of financial sustainability; and, that Convocation ceremonies will return to in-person this Spring.

3. **Leadership Update**

a. President's Report, Deb MacLatchy

The President provided a written summary of recent activity, and

commented on: Laurier's gratitude for donors' generous gifts in support of Music Building enhancements; that Convocation ceremonies were held to celebrate students who graduated in 2020 and 2021; that Laurier is helping students impacted that the on-going crisis in Ukraine and elsewhere; provincial requirements regarding COVID, noting that Laurier will be pausing its vaccine requirement on May 1 and considering pausing its mask mandate by May 31; that there has been a 65% increase in sick leave use; that some exams have been deferred due to COVID; that 99% of Laurier's employees have been vaccinated with at least two doses; that St. Patrick's Day saw an unsanctioned gathering, estimated at 4,000 attendees compared to approximately 30,000 in 2019; and that this event, which incurs costs to Laurier and to the community, was addressed with extensive advance planning and communications, including peer to peer.

Regarding government relations, the President noted: that the current Strategic Mandate Agreement (SMA) with the province is going into year four; federal budget; that both Board and Senate will review the preliminary report recently released by the Auditor General on Laurentian University; and that potential government appointment of supervisors raise concerns about university autonomy.

Board members discussed: university and community collaboration on preparations for St. Patrick's Day unsanctioned events, including costs for measures such as the fencing installed on Ezra Street.

b. Q and A on Reports of the Senior Executives

The Board received written summaries on recent activity in the various portfolios of the senior leaders. There were no questions.

c. Report on Senate Activities

Dr. Patricia McLaren noted items from the first hybrid Senate meeting, held on April 11<sup>th</sup>: including the consideration of the non-tuition fee report; the University Budget; and the addition of three new ex-officio positions on Senate.

4. **Strategic Accountability Report**, Deb MacLatchy

The Board received a written summary of progress toward strategic priorities. The President highlighted key initiatives, including students fundraising for the Laurier Helps Ukraine Club; research by Laurier faculty impacting provincial policy on autism; the recognition of excellence in research; work in eco-sustainability, which may be supported through future work in Milton on stormwater management; and that the executive leadership team met to develop 2023 priorities in support of the Laurier Strategy.

Board members discussed: credential innovation and its potential contribution to the budget, noting that Senate is putting policies

and procedures in place, and that work is underway on technology platforms and investing in staff resources to develop programming; pausing to look at the five-year strategy, including how while the pandemic has slowed progress on some items, many areas are in really good shape.

5. **Reports from the Standing Committees of the Board**

a. Q&A on Chair's Updates on Committee Activity

There were no questions on the written summaries provided on recent committee activity.

b. Finance, Investments & Property Committee, Jim Phillips

1. 2022-2023 Budget (Operating, Ancillary & Capital)

Approval, Tony Vannelli / Lloyd Noronha

In addition to the full Budget Report, the Board received a presentation providing context for the proposed budget for next year and current year performance. It was noted: that the funding model for Milton will be presented at a future meeting; that Ancillaries performance is tracked separately from the Operating Budget; that the current Operating Budget reflects a small \$2M surplus; and that the Financial Sustainability Project currently underway will wrap up in May/June, including the development of strategies for reserves and for debt.

The key components of the budget were reviewed, including increased enrolment revenue; inflationary salary costs; new investments, including in direct teaching costs and recruitment services; and supports for international students. Senior leaders met budget targets of a 1% cut differentiated between programs. Internally restricted net assets increased by \$1.3M, a relatively small shift but in a positive direction. A multi-year forecast was provided, improved over last year's projections due to work on increasing revenue and cost containment. Laurier is also making progress in net income/loss projections toward a provincially-recommended goal of a 1.5% annual surplus. Ancillaries are projected to pull out of a deficit position by 2024-2025. A capital budget was included, noting that projects have funding plans in place and have been reviewed by the respective committees. The goal for Laurier consolidated budgets is to be in a surplus position in order to be able to contribute to financial sustainability.

Senate reviewed the Budget on April 11 and recommended its approval to the Board.

**Motion (Patricia McLaren/Joe Rooney): to move the meeting in camera. Carried.**

The Board had the opportunity to discuss risks and implications of the proposed budget in a confidential session, before returning to the open meeting.

**Motion (Scott Lyons/Andrew Herman): That on the recommendation of the Finance, Investments & Property Committee the Board of Governors approve the 2022-2023 operating and ancillary budget, as proposed. Carried.**

c. Governance Committee, Cynthia Sundberg

1. Format and Guidelines for Future Meetings

Based on lessons learned from virtual meetings during the pandemic, the Governance Committee discussed the best formats for Board and committee meetings. The Committee has proposed that of the five scheduled Board meetings each year, three be held in person (September, April and June) and two be held virtually (November and February). This arrangement will help balance the benefits of networking and community building with convenience and weather-related safety. Committees will shift based on length of meetings, with stand-alone meetings of two hours or less being held virtually, and Committee Day with its flow of back-to-back meetings being held as hybrid. In-person meetings will shift between Waterloo, Brantford and eventually Milton, as conditions allow. Board and Committee members are encouraged to attend in-person meetings as much as possible, with factors such as geography or illness taken into account; and to participate in virtual meetings through an active and visible on-screen presence as much as possible.

6. **Other Business:** None.

**B. In Camera Session**

**Motion (Cynthia Sundberg/Joe Rooney): to move the meeting *in camera*. Carried.**

**C. Consent Items**

The Agenda, Minutes and items noted for approval were approved by consent.

1. **Items for Approval**

- a. Agenda
- b. Minutes, Board of Governors, February 10, 2022

- c. Policy 7.13, Contract Labour  
**Motion: That on the recommendation of the Audit, Risk and Compliance Committee the Board of Governors approve University Policy 7.13, Contract Labour, as revised.**
- Motion: That on the recommendation of the Audit, Risk and Compliance Committee the Board of Governors delegate the approving authority of Policy 7.13, Contract Labour, to the President.**
- d. Policy 5.16, Enterprise Risk Management  
**Motion: That on the recommendation of the Audit, Risk and Compliance Committee the Board of Governors approve University Policy 5.16, Enterprise Risk Management, as revised.**
- e. Policy 7.18, Prevention of Workplace Violence  
**Motion: That on the recommendation of the HR Committee the Board of Governors approve University Policy 7.18, Prevention of Workplace Violence, as revised.**
- f. 2022-2023 Non-Tuition Fee Report  
**Motion: That on the recommendation of the Finance, Investments & Property Committee the Board of Governors approve the 2022-2023 Non-Tuition Fee Report, as proposed.**
- g. Proposed Guidelines for Recognition of Outgoing Board Leaders and Members  
**Motion: That on the recommendation of the Governance Committee, the Board of Governors approve the proposed guidelines for the recognition of excellence among Board and Committee leaders, and the recognition of outgoing members as they complete their terms.**
- h. Procedures for Searches and Reviews of Senior Executives  
**Motion: That on the recommendation of the Governance Committee, the Board of Governors approve the Board-Approved Procedures for Searches and Reviews of Senior Administrators as revised, as revised.**

## 2. Items for Information

- a. 2021-2022 9 Month Fiscal Update
- b. KPMG Audit Planning Report
- c. External Debt Update
- d. Year-End Pension Funded Status Update
- e. Q4 Investment Performance Summary – Proteus

- f. Pension Plan Annual Compliance Report
- g. Bio: LGIC Appointee Celina Corner
- h. Hold the Date: Spring 2022 Convocation Ceremonies