

## Report on the November 25, 2021 Board of Governors Meeting

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**Members:** *Brandon Rhéal Amyot; Robert Arnone; Peter Caldwell; Claudine Cousins; Ann Dumyn; Dr. Don Kerr; Angela Maltese (Chair); Brian McKinnon; Michael Nitz; Dr. Moira McPherson; Ross Murray; Anna Sampson; Mark Smith; Cathy Tuckwell; Maria Vasanelli; Wendy Walberg; Debra Woods*

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The COVID-19 pandemic restrictions prevented the Board of Governors from meeting in person on the Thunder Bay campus on November 25, 2021 for its scheduled meeting. In accordance with the Board of Governors Bylaws, Article 14, the Board held a video conference meeting on November 25, 2021.

### OPEN MEETING

The following items of business were dealt with during the open meeting:

**Previous Minutes** - The October 1, 2021 minutes were approved.

**Board of Governors Bylaw Revisions** - Notice of Motion was presented at the October 1, 2021 Board of Governors meeting. Following a comprehensive Bylaw Review, carried out by the Board of Governors Bylaws Review Sub Committee, the Board approved the proposed revisions to the Bylaws, effective November 26, 2021.

**Investing to Address Climate Change Charter** - On November 26, 2020 the Board of Governors approved a motion, in camera, to:

- a. initialize steps to become signatory/members of a Responsible Investment organization(s) (such as Responsible Investment Association, UN PRI or IACC)
- b. work towards total divestment (fossil-free) by the end of the current Strategic Plan in 2023 but in step with the Responsible Investment Policy and aligned and guided by the work that will be completed as part of recommendation (a) above and in a manner consistent with the fiduciary and legal obligations of the Board.

The Board approved a motion to direct Lakehead University to initiate the first step to become a signatory of the Investing to Address Climate Change Charter.

**Notice of Expiring Terms** - Once a year, the Board shall be advised in writing by the Secretary of the names of those members whose terms expire during the current year (Bylaws: Article 7):

- Ross Murray (Term: October 3, 2018-AGM 2022) - eligible for 1 more year unless an officer (9 year limit is the AGM 2023)

- Maria Vasanelli (Term: October 3, 2018-AGM 2022) - eligible for two more years unless an officer (9 year limit is the AGM 2024)
- Anna Sampson (Term: October 3, 2019-AGM 2022) - eligible for one additional three year term
- Debra Woods (Term: October 1, 2020-AGM 2022) - eligible for one additional two year term

**Appointment to the Board Learning and Liaison Committee (BLLC)** - The Board approved the appointment of Board member Peter Caldwell to the BLLC, for the remainder of the term.

**Approval of the Research Ethics Board (REB) Terms of Reference Amendments** - The Board approved the proposed amendments to the REB Terms of Reference.

**Lakehead University Pension Plan Text Amendments 2021/2** - Amendment 2021/2 was recommended for Board approval at the September 17, 2021 Joint Pension meeting of the Pension Board and Advisory Committee. The Board approved the proposed amendments to the Lakehead University Employee Pension Plan and Pension Plan for Professional Staff of Lakehead University.

**Sexual and Gender Based Violence Adjudication Panel Pool Appointments** - The Board approved the re-appointed of 11 faculty members to the Sexual and Gender Based Violence Adjudication Panel Pool commencing immediately, through to the close of the annual meeting in 2022.

**The following updates, reports and presentations were provided:**

- Chair's Report
- President's November 2021 Online Report
  - President's Report on Appointments
- Audit and Risk Committee Report (of the meeting held on November 4, 2021)
- External Relations Committee Report (of the meeting held on November 3, 2021)
- Finance and Operations Committee Report (of the meeting held on November 4, 2021)
- BFOC Responsible Investing Policy Review Ad Hoc Committee Report
  - Update on the Divestment of Fossil Fuel Investments in Lakehead Trusts and Endowments
- Governance and Nominating Committee Report (of the meeting held on November 4, 2021)
- Board Learning and Liaison Committee Report (of the meeting held on November 3, 2021)
- Ogimaawin Indigenous Education Council Reports (of the October 7 and November 15, 2021 meetings)
- Senate Report (of the October 18, 2021 meeting)

**The following motions were adopted during the open meeting:**

- MOVED that the proposed amendments to the Research Ethics Board Terms of Reference be approved. CARRIED
- MOVED that the resolution relating to the Employee Plan Amendment 2021/2, circulated with the meeting materials, be approved. CARRIED
- MOVED that the resolution relating to the Professional Plan Amendment 2021/2, circulated with the meeting materials, be approved. CARRIED
- MOVED that Peter Caldwell be added as a member of the Board Learning and Liaison Committee, commencing immediately until the close of the Annual Meeting in 2022. CARRIED

- MOVED that the following individuals be re-appointed to the Sexual and Gender Based Violence Adjudication Panel Pool commencing immediately, through to the close of the annual meeting in 2022 pursuant to paragraph 11.5 of the Sexual and Gender Based Violence Response Policy:
  1. BUSET, Hope (returning)
  2. CHAPMAN, Frances (returning)
  3. CLIFFORD, Lorne (returning)
  4. LUKKAROINEN, Mari (returning)
  5. MacELHERON, Sabreena (returning)
  6. MURPHY, Jodie (returning)
  7. NIITTYNEN, Miranda (returning)
  8. OINONEN, Kirsten (returning)
  9. ROUSSEL, Yvonne (returning)
  10. TENIUK, Roy (returning)
  11. VAILLANCOURT, Anita (returning)

CARRIED
- MOVED that the University initiate the first step for Lakehead to become a signatory of the Investing to Address Climate Change charter. CARRIED
- MOVED:
  - (a) that the attached revised Board of Governors Bylaws be approved effective November 26, 2021; and
  - (b) that the Board Bylaws in effect on November 25, 2021 are repealed.

CARRIED

## IN CAMERA SESSION

An in camera session was held to discuss items of personnel, legal, or real estate nature, and other sensitive or confidential matters. The following items of business were dealt with in camera:

- Approval of the October 1, 2021 in camera minutes
- In Camera Report from Standing Committee (of the November 2021 meetings)
- Approval of 2021-22 Board Meeting Schedule amendment
- 2022-23 Annual Integrated Planning and Budget Development Process presentation
- 2020-21 Board Performance Survey results
- President's Report
- Approval of 2021-22 Board Workplan

**The following motions were adopted during the in camera session, and announced when the Board returned to its open meeting:**

- MOVED that the 2021-22 Board of Governors workplan be approved. CARRIED
- MOVED to change the date of the June 2022 meeting of the Board of Governors from 3 June 2022 to 10 June 2022. CARRIED

The next scheduled meeting of the Board of Governors is on February 4, 2022 from 9:00am - 1:00pm (EST).