



**BOARD OF GOVERNORS
ANNUAL MEETING #17-290**

September 28, 2017

9:00am – 11:45am

Thunder Bay Location - UC1001 (Senate Chambers)

Orillia Location – OA3041

MINUTES

Present:

Ms. Nancy Bouchard
Mr. Cameron Clark
Dr. Mary Louise Hill
Ms. Angela Maltese
Mr. Ian McCormack
Mr. Brian McKinnon
Mr. Ross Murray
Mr. Lou Pero

Ms. Maria Phipps
Ms. Frances Picherack
Ms. Kathryn Rippey
Dr. Brian Stevenson
Mr. David Tamblyn (Chair)
Ms. Maria Vasanelli
Mr. Bruce Waite

Regrets:

Ms. Leslie deMeulles

Mr. Murray Walberg

Administrative Resources:

Ms. Barbara Eccles – Secretary to the Board, General Counsel & University Secretary (Lakehead University)
Ms. Marcie Morrison – Recorder, Assistant University Secretary (Lakehead University)

Others In Attendance:

Ms. Deb Comuzzi – Vice President, External Relations (Lakehead University)
Ms. Ann Dumyn - Incoming Board of Governors Member (Lakehead University)
Mr. Toby Goodfellow – Chief of Staff, Office of the President (Lakehead University)
Dr. Dean Jobin-Bevans* – Principal, Orillia Campus (Lakehead University)
Mr. Michael Kennedy – Hicks Morley Hamilton Stewart Storie LLP
Mr. Gerry Martin - Incoming Board of Governors Member (Lakehead University)
Dr. Carney Matheson - Chair/Professor, Anthropology (Lakehead University)
Dr. Moira McPherson – Provost and Vice President (Academic) (Lakehead University)
Dr. Heather Murchison – Vice Provost, Institutional Planning & Analysis (Lakehead University)
Mrs. Kathy Pozihun – Vice President, Administration & Finance (Lakehead University)
Ms. Catherine Siemieniuk - Incoming Board of Governors Member (Lakehead University)
Mr. Sean Speer - Incoming Board of Governors Member (Lakehead University)
Ms. Cathy Tuckwell - Incoming Board of Governors Member (Lakehead University)

* *Teleconference*

The meeting was called to order at 9:08am.

1. Approval of Meeting Agenda

MOVED (C. Clark/M.L. Hill) that the agenda be approved.
CARRIED

2. Need for In-Camera Items to be Declared

Members were reminded that items arising that need in-camera attention should be declared at the point of discovery.

3. Declaration of Conflict of Interest

Members were reminded of their duty to declare a conflict of interest should awareness of conflict arise at any time in the meeting.

4. Approval of Previous Meeting Minutes

The minutes of the August 30, 2017 meeting were distributed in advance with the meeting materials.

MOVED (B. Waite/A. Maltese) that the minutes of the special meeting held on August 30, 2017 be approved.
CARRIED

5. Board Executive Committee Meeting Minutes

The August 9, 2017 Board Executive Committee special meeting minutes were approved electronically on August 16, 2017 and were distributed in advance with the meeting materials for information.

6. Chair's Annual Report

Mr. Tamblyn's verbal annual report included a review of the Board's priorities over the last year:

- Continue implementing the current Strategic Plan
- Development of the 2018-2023 Strategic Plan
- Achievement Program

- International Recruitment
- Executive Compensation legislation compliance
- Governance Review project
- New Board member recruitment

And a summary of the following significant events from the past year:

- Bonnie Patterson orientation/retreat
- Board/Alumni/LUSU networking event
- Board/Senate/O-AGC Truth and Reconciliation event
- Peter McKinnon dinner
- Board retreat
- LU/Georgian College Boards joint event (MOU signing)
- Executive Compensation compliance
- Chancellor Derek Burney's retirement
- Installation of a new Chancellor – Lyn McLeod
- Announcement of Dr. Stevenson's resignation and the beginning of a Presidential search

Dr. Jobin-Bevans joined the meeting during the Chair's report.

7. President's Report

The September 2017 President's Report was distributed in advance with the meeting materials and can be found on the Lakehead website at www.lakeheadu.ca.

Highlights from Dr. Stevenson's report included:

- Psychology celebrates Mary Lysenchuk's 50 years at Lakehead
- Bora Laskin Faculty of Law - Welcome to the Legal Profession Ceremony
- New Faculty Orientation
- Record number of international students at orientation
- International Centre opens to world
- Denise Baxter appointed Vice-Provost, Aboriginal Initiatives
- Lakehead and Georgian College formalize partnership
- Lakehead adds Graduate Diploma in Accounting
- J. Armand Bombardier Foundation's new scholarship for Lakehead business students
- New Honours Bachelor of Education program for Sandy Lake First Nation

- Lakehead hosts Canada-Mexico roundtable on Indigenous Higher Education
- The Joyce Family Foundation gives \$1 million to Aboriginal Mentorship Program
- Lakehead-Georgian welcomes first students
- Canada 150 Research Chairs Nominations
- Homecoming Weekend 2017
- Fall Orientation
- Student Central opens its doors

7.1 Report on Appointments – *for information*

- Dr. Donald Kerr was re-appointed as Acting Chair of Aboriginal Education effective July 1, 2017 to December 31, 2017.
- Dr. Tom Potter was appointed as Acting Director of Outdoor Recreation, Parks & Tourism effective July 1, 2017 to December 31, 2017.
- Dr. Margaret Johnston was appointed as Acting Director of Outdoor Recreation, Parks & Tourism effective January 1, 2018 to June 30, 2018.
- Dr. Marek Polcyn was appointed as an External Adjunct Professor in the department of anthropology effective May 1, 2017 to April 30, 2021.
- Dr. Nicolas Lepine's term as an External Adjunct Professor in the department of history was extended by one year, ending on June 30, 2021.

7.2 Report on Student Appeals 2016-17

The report on Student Appeals 2016-17 was distributed in advance with the meeting materials for information.

7.3 Final Progress Report on the 2016-17 Institutional Strategic Objectives (ISO's)

Mr. Goodfellow shared a presentation on the 2016-17 ISO's. Highlights from the progress report on the 2016-17 ISO's included a breakdown of the ISO's either achieved or in progress for each of the five pillars of the 2013-18 Strategic Plan:

1. Nurturing Scholarship: 14 achieved / 2 in progress
2. Learner-Centred Student Experience: 6 out of 6 achieved
3. Growth and Capacity Development: 27 out of 27 achieved
4. Community Engagement: 10 out of 10 achieved
5. Economic Development: 8 achieved / 1 in progress

It was noted that a report on the 2017-18 ISO's will be presented to the Board at their next meeting in November.

8. Consent Agenda

Supporting documentation for items 8.1 through 8.4 was distributed in advance with the meeting materials.

- 8.1 Board External Relations Committee Annual Report
- 8.2 Board Learning & Research Committee Annual Report
- 8.3 Board Finance & Operations Committee Annual Report
- 8.4 Report from the Senate
- 8.5 Acceptance of the Consent Agenda

MOVED (M.L. Hill/K. Rippey) to accept the Consent Agenda.
CARRIED

9. Motions Arising out of Committee Reports

- 9.1 Board Audit & Risk Committee Annual Report & Operating and Ancillary Budget Results for 2016-17

The Audit & Risk Committee's annual report including the 2016-17 operating budget results and operating and ancillary expenditures for the year were distributed in advance with the meeting materials.

- 9.1.1 2016-17 Financial Statements of Lakehead University and the Independent Auditors' Report

2016-17 Financial Statements of Lakehead University and the Independent Auditors' Report were distributed in advance with the meeting materials.

MOVED (B. Waite/F. Picherack) to approve the 2016-17 Financial Statements of Lakehead University and accept the Independent Auditor's Report attached thereto.

CARRIED

9.1.2 Appointment of Auditors

MOVED (B. Waite/C. Clark) to appoint BDO Canada LLP as auditors of the University for the 2017-18 fiscal year.

CARRIED

9.1.3 Acceptance of the Board Audit & Risk Committee Annual Report

MOVED (B. Waite/B. McKinnon) to accept the Board Audit & Risk Committee's Annual Report.

CARRIED

9.2 Board Governance & Nominating Committee Annual Report

Mr. Clark provided an overview of the the Governance & Nominating Committee's annual report that was distributed in advance with the meeting materials, including some recommendations to guide the work of the Committee through the coming year. Mr. Clark discussed Board recruitment, and the new recruitment process.

9.2.1 Review/Approval of Inactive Board Members Policy
(Governance Review Recommendation 11.3)

Mr. Clark provided background information about the proposed Inactive Board Members Policy that was distributed in advance with the meeting materials.

MOVED (C. Clark/M. Phipps) that the Inactive Board Members Policy be approved.

CARRIED

9.2.2 Appointment of Officers of the Board of Governors

MOVED (C. Clark/K. Rippey) that the following individuals be appointed as Officers of the Lakehead University Board of Governors commencing at the close of the annual meeting in 2017, through to the close of the annual meeting in 2018:

- Mr. David Tamblyn - Chair
- Mr. Ross Murray - Vice-Chair
- Mr. Murray Walberg - Past-Chair
- Ms. Barbara Eccles - Secretary

CARRIED

MOVED (C. Clark/M. Vasanelli) that the following individuals be appointed as Officers of the Lakehead University Board of Governors for the term set out below:

- Dr. Brian Stevenson - President, commencing at the close of the annual meeting on September 28, 2017 through to and including December 31, 2017; and
- Dr. Moira McPherson - President (Interim), commencing on January 1, 2017 through to the close of the annual meeting held in 2018.

CARRIED

9.2.3 Internal Re-Appointment to the Board of Governors

Full-Time, Non-Faculty Staff Member:

The Secretary provided background information about Ms. Vasanelli's term.

MOVED (C. Clark/F. Picherack) to re-appoint Ms. Maria Vasanelli for a one year term, commencing at the close of the annual meeting in 2017, through to the close of the annual meeting in 2018.

CARRIED

9.2.4 Appointments from Internal/External Organizations:

A biography for Mr. Martin was distributed in advance with the

meeting materials for information.

MOVED (C. Clark/N. Bouchard) that Mr. Gerry Martin be appointed as the O-AGC Member on the Lakehead University Board of Governors for one year, commencing at the close of the annual meeting in 2017 through to the close of the annual meeting in 2018.

CARRIED

Mr. Wainwright's nomination form and resume was distributed in advance with the meeting materials for information.

MOVED (C. Clark/L. Pero) that Mr. Nathan Wainwright be appointed as the Student Member on the Lakehead University Board of Governors for one year, commencing at the close of the annual meeting in 2017 through to the close of the annual meeting in 2018.

CARRIED

Dr. Matheson's biography was distributed in advance with the meeting materials for information.

MOVED (C. Clark/ M.L. Hill) that Dr. Carney Matheson be appointed as the Faculty Senator Member on the Lakehead University Board of Governors for three years, commencing at the close of the 2017 annual meeting through to the close of the 2020 annual meeting.

CARRIED

9.2.5 Appointments to Organizations and Other Committees

MOVED (C. Clark/M. Phipps) that Ms. Ann Dumyn be appointed to serve on the O-AGC as the Board of Governors Member pursuant to paragraph 3.1a(ii) of the O-AGC Bylaws, for a one year term commencing at the close of the annual meeting in 2017 through to the close of the annual meeting in 2018.

CARRIED

MOVED (C. Clark/M. Vasanelli) that Mr. Sean Speer be appointed to serve on Senate as the Lakehead University Board of Governors Member pursuant to paragraph 8(i) of the Senate Bylaws for a one year term commencing at the close of the annual meeting in 2017 through to the close of the annual meeting in 2018.

CARRIED

9.2.6 Other Recommendations for Appointments

MOVED (C. Clark/R. Murray) that the Lakehead University Vice-President of Administration and Finance and the Associate Vice-President of Human Resources be appointed to the Lakehead University Employee Pension Plan Advisory Committee for one year, commencing at the close of the annual meeting in 2017 through to the close of the annual meeting in 2018.

CARRIED

MOVED (C. Clark/R. Murray) that Ms. Ann Dumyn and Mr. John Guerard be appointed to the Board of the Professional Staff Pension Plan for one year, commencing at the close of the annual meeting in 2017 through to the close of the annual meeting in 2018.

CARRIED

9.2.7 2017-18 Board Standing Committee Membership

Supporting documentation was distributed in advance with the meeting materials.

MOVED (C. Clark/B. Waite) that the individuals listed below be appointed to the respective Board Standing Committee commencing at the close of the annual meeting in 2017 through to the close of the annual meeting in 2018:

Audit & Risk: Angela Maltese (Chair); Ann Dumyn; Brian McKinnon; Ross Murray; Cathy Tuckwell; President

Executive: David Tamblyn (Chair); Angela Maltese; Ross

Murray; Kathryn Rippey; Catherine Siemieniuk; Murray Walberg; President

External Relations: Brian McKinnon (Chair); Carney Matheson; Lou Pero; Sean Speer; David Tamblyn; Maria Vasanelli; President

Governance & Nominating: Kathryn Rippey (Chair); Ross Murray; Catherine Siemieniuk; David Tamblyn; Cathy Tuckwell; Maria Vasanelli; Murray Walberg; President

Learning & Research: Catherine Siemieniuk (Chair); Carney Matheson; Gerry Martin; Lou Pero; Cathy Tuckwell; Nathan Wainwright; President

Finance & Operations: Ross Murray (Chair); Ann Dumyn; Ian McCormack; Angela Maltese; Carney Matheson; President; Kathryn Rippey; Sean Speer; David Tamblyn; Maria Vasanelli; Nathan Wainwright

Upon request, the Secretary provided clarification as to why an additional member has been recommended for the Executive Committee.

CARRIED

9.2.8 Acceptance of the Board Governance & Nominating Committee Annual Report

MOVED (C. Clark/B. Waite) to accept the Board Governance and Nominating Committee's Annual Report.

CARRIED

10. Investment Resolution

WHEREAS Article 35 of the Board By-Laws requires the Board at its Annual Meeting to designate two or more individuals to manage the University's investments;

MOVED (R. Murray/F. Picherack) that the President and the Vice-President (Administration & Finance) shall be authorized to manage the investments of the University and to purchase, transfer, exchange, sell or otherwise dispose of or

turn to account or realize upon securities, in accordance with the policies established by the Board on the recommendations of the Board Finance and Operations Committee, such as the Statement of Investment Policies and Guidelines for Trust and Endowment Funds Policy, in accordance with the terms of reference of the Committee, and the laws and statutes of the Province of Ontario and the Government of Canada, effective at the close of the annual meeting on September 28, 2017 until the close of the annual meeting in 2018.

During the absence of:

- either the President or the Vice-President (Administration & Finance) any one of the University's signing officers shall be authorized as the second signature; and
- both the President and the Vice-President (Administration & Finance) any two of the signing officers shall be authorized to perform the aforementioned activities, effective at the close of the annual meeting on September 28, 2017 until the close of the annual meeting in 2018.

CARRIED

11. 2017-18 Judicial Panel Faculty Appointments

Supporting documentation was distributed in advance with the meeting materials. The Secretary provided background information.

MOVED (B. Stevenson/M.L. Hill) that the following faculty members of the University be appointed to the Judicial Panel for one year, commencing at the close of the annual meeting in 2017 through to the close of the annual meeting in 2018:

- Kristin Burnett, Indigenous Learning/Social Sciences
- Frances Chapman, Law
- Ron Davis, Psychology
- Sonja Grover, Education
- Thamara Laredo, Department of Sustainability Sciences, SES Faculty
- Susan Scott, Social Work
- Tamara Varney, Anthropology/Science & Environmental Studies
- Beatrice Vernier, Languages

It was noted that Beatrice Vernier is on sabbatical this semester and that if necessary a revised motion will come forward to the Board at the next meeting.

A discussion ensued regarding the recruitment process of faculty members.

CARRIED

12. Sexual Violence Adjudication Panel Re-Appointments

A list of the Sexual Violence Adjudication Panel appointments was distributed in advance with the meeting materials. Dr. Stevenson provided background information.

MOVED (B. Stevenson/C. Clark) that the following individuals be re-appointed to the Sexual Violence Adjudication Panel for one year, commencing at the close of the annual meeting in 2017 through to the close of the annual meeting in 2018 pursuant to paragraph 11.5 of the Sexual Violence Response Policy:

1. Rachid Benlamri, Professor of Engineering
2. Alice den Otter, Associate Professor
3. Joy Wakefield, Bilingual Hybrid Staff Lawyer for Legal Aid Ontario and Contract Lecturer for the Faculty of Law
4. Nancy Luckai, Deputy Provost
5. Chris Glover, Director of Student Affairs (Orillia) and Acting Director of Student Success Centre
6. Sherry Herchak, Assistant Director, Human Resources
7. Kristin Jones-Bonofiglio, Director Centre for Health Care Ethics
8. Bryanna Scott, Indigenous Education Programs Coordinator
9. Ron Davis, Assistant Professor – Psychology
10. Kathy Sanderson, Faculty of Business Administration
11. Lorne Clifford, Director Security Services
12. Florence Bailey, Manager, Industry Research Partnerships in the Economic Development and Innovation Office
13. Kimberley Gagan, Director, Community Legal Services
14. Jayal Chung, Advocacy Coordinator, Northwestern Ontario Women's Centre
15. Rita Ann Lemick, Education Planner, Centre on Aging and Health

It was noted that a year-end report on the matters that went to the Sexual Violence Adjudication Panel will be presented to the Board in January 2018.
CARRIED

By consensus, the Board agreed to take a five minute recess.

Ms. Blais and Dr. Jobin-Bevans left the meeting.

Mr. Kennedy joined the meeting.

The meeting was called back to order at 10:18am.

13. In-Camera Meeting

MOVED (D. Tamblyn/M. Phipps) to adjourn to an in-camera meeting to discuss items of a personnel, legal, or real estate nature, and other sensitive or confidential matters, and that only members of the Board and others specifically invited by the Chair may be present.

CARRIED

All guests were invited to remain for the in-camera session.

The Board returned to the regular meeting at 10:58am.

Ms. Comuzzi, Mr. Goodfellow, Mr. Kennedy, Dr. Matheson, Dr. McPherson, Mrs. Pozihun and Dr. Stevenson left during the in-camera meeting.

14. Motions Arising from the In-Camera Meeting

There were no motions arising from the in-camera meeting.

15. Items for Information

Supporting documentation for items 15.1 through 15.3 was distributed in advance with the meeting materials.

15.1 Appointments to the Board of Governors for the 2017-18 Term

On July 13, 2017 the Board of Governors approved the following motions during an in-camera session:

MOVED that Catherine Siemieniuk be asked to submit a Lieutenant Governor in Council (LGIC) application for the Board vacancy which will be created by the expiration of Bruce Waite's term on the Board.

MOVED that the following individuals be elected to the Board of Governors effective at the close of the annual meeting on September 28, 2017 to hold office until the close of the annual meeting of the University three years later:

External: Ann Dumyn

External: Sean Speer

External: Cathy Tuckwell

MOVED to recommend to the Ontario Public Appointments Secretariat that Ms. Angela Maltese be considered for reappointment to the Board of Governors for an additional term.

MOVED that the following individuals be appointed as Chair of the following Standing Committees commencing at the close of the annual meeting in 2017 through to the close of the annual meeting in 2018:

- *Board Audit & Risk Committee: Angela Maltese*
- *Board External Relations Committee: Brian McKinnon*
- *Board Finance & Operations Committee: Ross Murray*
- *Board Governance & Nominating Committee: Kathryn Rippey*
- *Board Learning & Research Committee: Catherine Siemieniuk*

15.2 Next Meeting:

Thursday, November 16, 2017 from 9:00am to 12:00pm/ Committee of the Whole: Thursday, November 16, 2017 from 12:00pm to 3:00pm

15.3 Board of Governors Performance Evaluation

16. Other Business

There was no other business.

The meeting adjourned at 11:00am.

Mr. David Tamblyn, Chair

Ms. Barbara Eccles, Secretary