



BOARD OF GOVERNORS MEETING

MINUTES

Date of Meeting:	October 1, 2020
Time:	9:00am – 1:00pm
Location:	Zoom Meeting Only

Board of Governors Members in Attendance: Robert Arnone; Michel Beaulieu; Ann Dumyn; Angela Maltese; Brian McKinnon; Dr. Moira McPherson; Ross Murray (Chair); Anna Sampson; David Tamblyn; Cathy Tuckwell; Maria Vasanelli; Murray Waboose

Regrets: Dr. Christine Gottardo; Dawne Mowbray; Wendy Walberg

Absent: Sean Speer

Administrative Resources in Attendance: Barbara Eccles (Secretary) - General Counsel & University Secretary; Marcie Morrison (Recorder) - Assistant University Secretary; Yvonne Roussel - Associate University Secretary

Invited Guests in Attendance:

Brandon Amoyt (Incoming Board of Governors Member)
Dr. David Barnett - Provost and Vice-President, Academic (Lakehead University)
Ann Brandt - Interim Vice-President, External Relations (Lakehead University)
Dr. Kristin Burnett - Chair, Research Ethics Board (Lakehead University)
Claudine Cousins (Incoming Board of Governors Member)
Dr. Andrew P. Dean - Vice-President, Research and Innovation (Lakehead University)
Toby Goodfellow - Chief of Staff, Office of the President (Lakehead University)
Dr. Dean Jobin-Bevans - Principal, Orillia Campus (Lakehead University)
Dr. Heather Murchison - Vice-Provost, Institutional Planning and Analysis (Lakehead University)
Michael Nitz (Incoming Board of Governors Member)
Kathy Pozihun - Vice-President, Administration and Finance (Lakehead University)
Mark Smith (Incoming Board of Governors Member)
Debra Woods (Incoming Board of Governor)
Susan Wright - Research Ethics and Administrative Officer (Lakehead University)

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

The Chair opened the meeting by acknowledging the Indigenous territories of Thunder Bay and Orillia.

	Item
1.	<p>Approval of Agenda</p> <p>MOVED (A. Maltese) that the agenda be approved. It was recommended that items 8 and 9 be moved to the in camera session. CARRIED as amended</p>
2.	<p>Need for In Camera Items to be Declared</p> <p>Members were reminded that items arising that need in camera attention should be declared at the point of discovery.</p>
3.	<p>Declaration of Conflict of Interest</p> <p>Members were reminded of their duty to declare a conflict of interest should awareness of conflict arise at any time during the meeting.</p>
4.	<p>Approval of the June 5, 2020 Minutes</p> <p>The minutes of the June 5, 2020 meeting were circulated in advance with the meeting materials.</p> <p>MOVED (R. Arnone) that the minutes of the June 5, 2020 meeting be approved. CARRIED</p>
5.	<p>Business Arising from the Minutes (not on the Agenda elsewhere)</p> <p>There was no business arising from the minutes.</p>
6.	<p>Chair's Report</p> <p>The Chair acknowledged all who supported him during his time as Board Chair.</p> <p>Maria Vasanelli joined the meeting during the Chair's report.</p>
7.	<p>President's Report</p> <p>The September 2020 President's Report was circulated in advance with the meeting materials and can be found on the Lakehead website at www.lakeheadu.ca.</p>

Highlights from the President's verbal report included:

- spring convocation plans, noting that the fall convocation has been cancelled due to the COVID-19 pandemic
- plans for winter semester.

a. 2019-23 Strategic Plan Year End Implementation Report (Year 2)

The Strategic Plan report was circulated in advance with the meeting materials. Highlights from the presentation included:

- The background data that was used to assess the metric scoring on the "Report Card", including baseline data, targets, and actuals, providing the Board insight into the data tracked by the Executive Team
- The "Report Card" for the nine Strategic Plan metrics that are reported to the Board in autumn each year
- Narrative slides for each Strategic Plan theme, highlighting in-year achievements
- Baseline reflects the University's starting point at the beginning of the Strategic Plan
- Where an SMA target/band had been established, the in-year goal is to stay within the target/band
- Year on year variations are normal, and some metrics are not expected to change in a 1-2 year timeframe

Discussion ensued following the presentation.

b. Annual Report on Student Appeals 2019-20

The annual report on Student Appeals, dated September 4, 2020, submitted by the Director of Risk Management and Access to Information and Secretary to the Judicial Panel and the Senate Academic Appeals Committee, was circulated in advance with the meeting materials for information.

c. Report on Appointments

A memo from the President, dated September 23, 2020, listing recent appointments to the Research Ethics Board was circulated in advance with the meeting materials for information.

Item 11 was discussed next.

8.	<p>Sexual and Gender Based Violence Adjudication Panel Pool Appointments</p> <p>Discussion took place during the in camera session.</p>
9.	<p>2020-21 Judicial Panel Student Appointments</p> <p>Discussion took place during the in camera session.</p>
10.	<p>Executive Committee Report</p> <p>The Board Executive Committee discussed items of business that were sensitive or confidential in nature. The approved minutes of the September 17, 2020 Board Executive Committee meeting were circulated to the Board of Governors for information with the in camera meeting package.</p>
11.	<p>Finance and Operations Committee</p> <p>a. Annual Report</p> <p>The Finance and Operations Committee's annual report was circulated in advance with the meeting materials.</p> <p>b. Investment Resolution</p> <p>WHEREAS Article 35 of the Board Bylaws requires the Board at its annual meeting to designate two or more individuals to manage the University's investments;</p> <p>MOVED (A. Maltese) that the President and the Vice-President (Administration and 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 October 1, 2020 until the close of the annual meeting in 2021.</p> <p>During the absence of:</p> <ul style="list-style-type: none">• either the President or the Vice President (Administration and 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 and Finance), any two of the signing officers shall be authorized to perform the aforementioned activities, effective at the close of the annual meeting on October 1, 2020 until the close of the annual meeting in 2021.

CARRIED

c. Responsible Investment Update

The Committee Chair acknowledged the Fossil Free Lakehead guests in attendance and reported that members of the Finance and Operations Committee and members of Fossil Free Free Lakehead met on September 25, 2020 in response to the letter that Fossil Free Lakehead sent to the Board on September 18, 2020. During the September 25 meeting, both groups had the opportunity to share their concerns, discuss expectations and timelines. Fossil Free Lakehead was assured that the Board is committed to ongoing communications regarding responsible investment. Administration is in the process of drafting a report on Lakehead's investment portfolio with regards to responsible investing that is scheduled to be presented to the Finance and Operations Committee in November 2020.

Murray Waboose joined the meeting during the update.

d. Lakehead University Employee Pension Plan (LUEPP) Text Amendment (NEW)

A memo dated September 17, 2020 prepared by the Vice-President, Administration and Finance, summarizing the proposed change to the LUEPP as drafted by the Plan's Actuary, Eckler Ltd., arising as a result of the Memorandum of Agreement between the University and the International Union of Operating Engineers and Lakehead University Faculty Association - Contract Lecturers, was circulated in advance with the meeting materials.

The proposed amendment, 2020/3 Resolution of the Board of Governors of Lakehead University, was circulated in advance with the meeting materials. It was clarified that the amendment was approved and is being recommended by the Pension Advisory Board.

MOVED (A. Maltese) to approve the resolution relating to the LUEPP Text Amendments 2020/23 that has been circulated with the meeting materials.
CARRIED

The meeting was adjourned for a ten minute recess.

The meeting was called back to order at 10:20am.

Susan Wright and Kristin Burnett joined the meeting.

12. Audit and Risk Committee

a. Annual Report

The Audit and Risk Committee's annual report was circulated in advance with the meeting materials.

b. Approval of the 2019-20 Financial Statements of Lakehead University and the Independent Auditors' Report

A memo dated September 10, 2020, prepared by the Associate Vice-President, Financial Services that provided a comprehensive summary of the draft financial statements and the financial statements presentation were circulated in advance with the meeting materials.

The draft Lakehead University Financial Statements for the year ending April 30, 2020 were circulated in advance with the meeting materials.

MOVED (A. Dumyn) to approve the 2019-20 Financial Statements of Lakehead University and accept the Independent Auditor's Report attached thereto.
CARRIED

c. Appointment of Auditors

MOVED (A. Dumyn) to appoint BDO Canada LLP as auditors of the University for the 2020-21 fiscal year.
CARRIED

d. Research Ethics Board (REB)

- Annual Report and Letter of Compliance

The REB annual report and letters of compliance were circulated in advance with the meeting materials.

MOVED (A. Dumyn) to accept the Research Ethics Board Annual Report and Letter of Compliance.
CARRIED

	<ul style="list-style-type: none"> Proposed Amendments to the REB Terms of Reference <p>The proposed amendments to the REB Terms of Reference were circulated in advance with the meeting materials.</p> <p>MOVED (A. Dumyn) to approve the amendments to the Research Ethics Board Terms of Reference.</p> <p>CARRIED</p> <p>Kristin Burnett and Susan Wright left the meeting.</p>
13.	<p>External Relations Committee Annual Report</p> <p>The External Relations Committee's annual report was circulated in advance with the meeting materials. The Committee Chair highlighted some of the substantive work that was accomplished during the term.</p>
14.	<p>Learning and Liaison Committee Annual Report</p> <p>The Learning and Liaison Committee's annual report was circulated in advance with the meeting materials. The Committee Chair highlighted some of the substantive work that was accomplished during the term.</p>
15.	<p>Governance and Nominating Committee</p> <ul style="list-style-type: none"> Annual Report <p>The Governance and Nominating Committee annual report was circulated in advance with the meeting materials.</p> <ul style="list-style-type: none"> Kathy Rippey Resignation Letter (effective as of July 9, 2020) – for information External Appointments <ul style="list-style-type: none"> MOVED (D. Tamblyn) that Angela Maltese be elected as an External Member commencing as of December 3, 2020 until the close of the 2023 annual meeting. CARRIED MOVED (D. Tamblyn) that Ann Dumyn be re-elected as an External Member, for a three year term commencing at the close of the 2020 annual meeting until the the close of the 2023 annual meeting. CARRIED

3. Cathy Tuckwell declared a conflict of interest.

MOVED (D. Tamblyn) to approve that Cathy Tuckwell's term as an External Member on the Board of Governors be renewed commencing at the close of the 2020 annual meeting until the the close of the 2023 annual meeting or until her LGIC appointment is approved, whichever comes first.

CARRIED

4. MOVED (D. Tamblyn) to approve that the following individuals be elected to fill External Member vacancies on the Board of Governors for three year terms, commencing immediately at the close of the 2020 annual meeting, through to the close of the 2023 annual meeting:

- Claudine Cousins
- Mark Smith and
- Michael Nitz

CARRIED

d. Appointments from Other Organizations

1. MOVED (D. Tamblyn) that Debra Woods be appointed as the Alumni Association of Lakehead University member for a two year term, commencing at the close of the 2020 annual meeting, through to the close of the 2022 annual meeting.

CARRIED

2. Murray Waboose declared a conflict of interest.

MOVED (D. Tamblyn) that Murray Waboose be reappointed as the Ogimaawin Indigenous Education Council Member for a one year term commencing at the close of the 2020 annual meeting through to the close of the 2021 annual meeting.

CARRIED

3. MOVED (D. Tamblyn) that Brandon Amyot be appointed as the Student Member for a one year term commencing at the close of the 2020 annual meeting through to the close of the 2021 annual meeting.

CARRIED

e. Appointments to Other Organizations

1. MOVED (D. Tamblyn) that Cathy Tuckwell be recommended to the Senate as the Board of Governors member on the Senate for up to a one year term.

CARRIED

	<p>2. MOVED (D. Tamblyn) that Ann Dumyn be recommended to the Ogimaawin Indigenous Education Council (OIEC) for reappointment as the Board of Governors member on the OIEC for a three year term. CARRIED</p> <p>f. Other Recommendations for Appointments</p> <p>1. MOVED (D. Tamblyn) 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 2020 through to the close of the annual meeting in 2021. CARRIED</p> <p>2. MOVED (D. Tamblyn) that Cathy Tuckwell and 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 2020 through to the close of the annual meeting in 2021. CARRIED</p> <p>g. Appointment of Standing Committee Membership</p> <p>The proposed Standing Committee membership for the 2020-21 term was circulated in advance with the meeting materials.</p> <p>MOVED (D. Tamblyn) that the Standing Committee membership recommendations be approved as presented and that the term for each member listed be for one year, commencing at the close of the 2020 annual meeting, through to the close of the 2021 annual meeting. CARRIED</p>
16.	<p>In camera Session</p> <p>MOVED (R. Murray) 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 and others approved by the Board may be present. CARRIED</p> <p>All Board members, the President's Executive Team members, the University Secretariat staff and Dr. Millo Shaw were invited to remain for the in camera session.</p>

	<p>The Board returned to the regular meeting at 1:09pm.</p> <p>Dr. Millo Shaw left during the in camera session.</p> <p>Members from the public returned to the meeting.</p>
17.	<p>Motions Arising from the In Camera Session</p> <p>Appointment of Officers:</p> <p>MOVED that the following individuals be appointed as Officers of the Lakehead University Board of Governors for a one year term, commencing at the close of the 2020 annual meeting, through to the close of the 2021 annual meeting:</p> <ul style="list-style-type: none">• Angela Maltese - Board Chair• Ann Dumyn - Vice-Chair• Ross Murray - Past Chair• Moira McPherson - President• Barbara Eccles - Secretary <p>Sexual and Gender Based Violence Adjudication Panel Pool Appointments:</p> <p>MOVED that the following individuals be appointed/re-appointed to the Sexual and Gender Based Violence Adjudication Panel Pool for one year, commencing at the close of the annual meeting in 2020 through to the close of the annual meeting in 2021 pursuant to paragraph 11.5 of the Sexual and Gender Based Violence Response Policy:</p> <ul style="list-style-type: none">• Buset, Hope (new)• CHAPMAN, Frances (new)• CLIFFORD, Lorne (new)• LUKKAROINEN, Mari (new)• MacELHERON, Sabreena (new)• MURPHY, Jodie (returning)• NIITTYNEN, Miranda (new)• OINONEN, Kirsten (new)• ROUSSEL, Yvonne (returning)• TENIUK, Roy (new)• VAILLANCOURT, Anita (new) <p>2020-21 Judicial Panel Student Appointments:</p>

	<p>MOVED that the following full-time students of the University be appointed to the Judicial Panel for one year, commencing at the close of the annual meeting in 2020 through to the close of the annual meeting in 2021:</p> <ul style="list-style-type: none"> • Ritik Puri (new) • Clifford Mushquash (reappointment) • Sarah Foulds (reappointment) • Cameo Sameshima (new) • Aria Kamal (new)
18.	<p>Other Reports for Information</p> <p>a. Ogimaawin Indigenous Education Council Report</p> <p>A report of the May 25, 2020 OIEC meeting, prepared by the General Counsel and University Secretary and Secretary to the OIEC, was circulated in advance with the meeting materials.</p> <p>b. Senate Report</p> <p>A report of the September 14, 2020 Senate meeting, prepared by the General Counsel and University Secretary and Secretary to Senate, was circulated in advance with the meeting materials.</p>
19.	<p>Informational Items</p> <p>Members were reminded of the next meeting on November 26, 2020 from 9:00am to 1:00pm.</p>
20.	<p>Other Business</p> <p>The Board Chair recognized outgoing Board members and welcomed incoming Board members.</p> <p>Outgoing Board members: Sean Speer, Michael Beaulieu, Dawne Mowbray, David Tamblyn</p> <p>Incoming Board members: Claudine Cousins, Debra Woods, Mark Smith, Michael Nitz, Brandon Amyot</p>
The meeting adjourned at 1:30pm.	