



BOARD OF GOVERNORS MEETING MINUTES

Date:	September 29, 2022
Time:	9:00am - 3:35pm (EDT)
Locations:	<p>Remotely: Zoom</p> <p>Thunder Bay Campus: Senate Chambers, UC 1001</p> <p>Orillia Campus: Room OA 3041</p>

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

Administrative Resources in Attendance: Dr. David Barnett - Provost and Vice-President, Academic; Dr. Andrew P. Dean - Vice-President, Research and Innovation; Michael den Haan - Vice-President, External Relations; Toby Goodfellow - Chief of Staff, Office of the President; *Marcie Morrison (Recorder) - Assistant University Secretary; Dr. Heather Murchison - Vice-Provost, Institutional Planning and Analysis; Kathy Pozihun - Vice-President, Administration and Finance; *Dr. Linda Rodenburg - Interim Principal, Orillia Campus; Yvonne Roussel (Secretary) - Interim University Secretary

Invited Guests in Attendance: *Ardyce Kouri (Leaders International); *Thomas Keohoe (Incoming Board of Governors Member); Rachael Paquette (Incoming Board of Governors Member)

*Video Conference

The meeting was called to order at 9:05am.	
The Chair opened the meeting by acknowledging the Indigenous territories of Thunder Bay and Orillia.	
Item	Presenter(s)
1. Approval of Agenda The agenda was approved, as circulated.	Angela Maltese
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.	Angela Maltese

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>	Angela Maltese
4.	<p>Code of Conduct at Meetings</p> <p>Members were reminded of the Board approved Code of Conduct in place to promote a positive environment.</p>	Angela Maltese
5.	<p>Presidential Search Update</p> <p>An update on the status of the Presidential Search was circulated in advance with the meeting materials.</p> <p>The Board Chair and Search Consultant provided a summary of the Presidential Search progress to date.</p> <p>Ardyce Kouri departed the meeting.</p>	Angela Maltese, Ardyce Kouri
6.	<p>Chair's Report</p> <p>The Board Chair's Report was provided during the in camera session.</p>	Angela Maltese
7.	<p>President's Report</p> <p>The President's September Report was circulated in advance of the meeting and can be found online at www.lakeheadu.ca.</p>	Dr. Moira McPherson
8.	<p>Consent Agenda</p> <p>The items listed in the Consent Agenda, along with supporting documentation, were circulated to members in advance with the meeting materials. Prior to approving the Consent Agenda, Board members had the opportunity to request that an item be removed from the Consent Agenda and placed as a separate item on the agenda under Items for Discussion from Committee Reports or elsewhere on this agenda, to allow for discussion or debate.</p> <p>The Board Chair explained how the Consent Agenda is designed for items that are routine and non controversial in nature and should help meetings run more efficiently, reminding members that any item may be removed from the Consent Agenda and added as a separate item to allow for discussion.</p>	Angela Maltese

	<p>It was requested that the following items be moved from the Consent Agenda to the regular agenda.:</p> <ul style="list-style-type: none"> ● C1: Minutes of the June 10, 2022 Board Meeting ● C12(b): Senate Report (of the September 19, 2022 meeting) <p>By consensus, the Consent Agenda was approved, as amended.</p>	
C1.	<p>Previous Minutes</p> <p>MOVED that the minutes of the June 10, 2022 meeting be approved.</p> <p>This item was moved from the Consent Agenda to the regular agenda.</p>	
C2.	<p>Executive Committee Report - for information</p> <p>The Board Executive Committee discussed items of business that were sensitive or confidential in nature during its meetings on July 6, July 21 and September 16, and September 20, 2022. A confidential report will be provided during the in camera session.</p>	
C3.	<p>President's Reports - for information</p> <ul style="list-style-type: none"> a. Annual Report on Student Appeals b. Report on Appointments 	
C4.	<p>Executive Committee Recommendation</p> <ul style="list-style-type: none"> a. Presidential Search Committee Chair Recommendation <p>Whereas Maria Vasanelli has been elected as the Chair of the Board of Governors effective at the close of the 2022 Annual Meeting; and</p> <p>Whereas the Presidential Search Process indicates that the Chair of the PSC is the Chair or Vice Chair of the Board;</p> <p>Be it resolved that Maria Vasanelli be appointed as the PSC Chair effective at the close of the 2022 Annual Meeting. CARRIED</p>	
C5.	<p>Audit and Risk Committee Annual Report</p> <ul style="list-style-type: none"> a. Appointment of Auditors <p>MOVED to appoint BDO Canada LLP as auditors of the University for the 2022-23</p>	

	<p>fiscal year. CARRIED</p> <p>b. Research Ethics Board Annual Report and Letter of Compliance</p> <p>MOVED to accept the Research Ethics Board Annual Report and Letter of Compliance. CARRIED</p> <p>c. The Policy Framework for Research Ethics Involving Humans at Lakehead University</p> <ul style="list-style-type: none"> ● Proposed Amendment (with markup) <p>MOVED to approve the proposed amendment to the review period for the Policy Framework for Research Ethics Involving Humans at Lakehead University. CARRIED</p>
C6.	<p>External Relations Committee Annual Report</p> <p>a. Fellow of the University Guidelines and Procedures</p> <ol style="list-style-type: none"> 1. Current Guidelines and Procedures 2. Proposed amendments (with markup) <p>MOVED to approve the proposed amendments to the Fellow of the University Guidelines and Procedures. CARRIED</p>
C7.	<p>Finance and Operations Committee Annual Report</p> <p>a. Investment Resolution</p> <p>WHEREAS Article 6, Paragraph 6.3 of the Board Bylaws indicated that the investments of the University shall be managed by such University Officers, Signing Officers, or agents of the University as shall be determined from time to time by resolution of the Board;</p> <p>MOVED 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</p>

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 29, 2022 until the close of the annual meeting in 2023. During the absence of:

- 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 September 29, 2022 until the close of the annual meeting in 2023.

CARRIED

b. Statement of Investment Policies and Guidelines for Trust and Endowment Funds

1. Current Policy
2. Proposed Amendments (with markup)
3. Proposed Amendments (no markup)

MOVED to approve the proposed amendments to the Statement of Investment Policies and Guidelines for Trust and Endowment Funds.

CARRIED

c. Statement of Investment Policies and Guidelines for Restricted Internal Funds

1. Current Policy
2. Proposed Amendments (with markup)
3. Proposed Amendments (no markup)

MOVED to approve the proposed amendments to the Statement of Investment Policies and Guidelines for Restricted Internal Funds.

CARRIED

d. Responsible Investment Policy

1. Current Policy
2. Proposed Amendments (with markup)
3. Proposed Amendments (no markup)

	<p>MOVED to approve the proposed amendments to the Responsible Investment Policy. CARRIED</p> <p>e. Trust Account Management Policy</p> <ul style="list-style-type: none">1. Memo2. Current Policy3. Proposed Amendments (with markup)4. Proposed Amendments (no markup) <p>MOVED to approve the proposed amendments to the Trust Account Management Policy. CARRIED</p> <p>f. Statement of Investment Policies and Procedures, Lakehead University Pension Plan (SIPP)</p> <ul style="list-style-type: none">1. Proposed Amendments (with markup) <p>MOVED to approve the proposed amendments to the SIPP. CARRIED</p>
C8.	<p>Governance and Nominating Committee Annual Report</p> <p>a. Board Nominations Process</p> <ul style="list-style-type: none">1. Current Process2. Proposed Amendments (with markup)3. Proposed Amendments (no markup) <p>MOVED to approve the proposed amendments to the Board Nominations Process. CARRIED</p> <p>b. External Re-appointments</p> <ul style="list-style-type: none">1. MOVED that the Board re-elects Maria Vasanelli for a two year term, commencing at the close of the 2022 annual meeting, through to the close of the 2024 annual meeting. CARRIED

2. MOVED that the Board re-appoints Brandon Amyot as the Student Member on the Board for a term commencing at the close of the 2022 annual meeting, through to the close of the 2023 annual meeting.

CARRIED

c. Officer Appointment Recommendation

WHEREAS Barbara Eccles has resigned as Board Secretary effective September 11, 2022;

MOVED to approve that Yvonne Roussel be appointed as Secretary of the Lakehead University Board of Governors for a term commencing immediately through to the end of her appointment as the Interim University Secretary.

CARRIED

d. Board Appointment and Election Recommendations

1. MOVED to elect Thomas Kehoe as an External Board Member for a three year term commencing at the close of the 2022 annual meeting, through to the close of the 2025 annual meeting.

CARRIED

2. MOVED to elect Rachael Paquette as an External Board Member for a three year term commencing at the close of the 2022 annual meeting, through to the close of the 2025 annual meeting.

CARRIED

3. MOVED to appoint Karen Boz as the Alumni Association Member on the Board for a two year term commencing at the close of the 2022 annual meeting, through to the close of the 2024 annual meeting.

CARRIED

e. New Board Member Standing Committee Appointment Recommendations

MOVED that the following 2022-2023 Board Standing Committee appointments be approved:

- Learning and Liaison Committee: Karen Boz, Thomas Kehoe, and Rachel Paquette
- External Relations Committee: Thomas Kehoe, Karen Boz
- Governance and Nominating Committee: Rachael Paquette

CARRIED

C9.	<p>Learning and Liaison Committee Annual Report</p> <p>a. Board Fall Retreat Date</p> <p>MOVED to approve holding the Board fall retreat on October 21, 2022. CARRIED</p> <p>b. Association of Governing Boards (AGB) 2022-23 Membership Renewal</p> <p>MOVED to approve the renewal of the AGB Membership for the 2022-23 term. CARRIED</p>
C10.	<p>Sexual and Gender Based Violence Adjudication Panel Pool Appointments</p> <p>MOVED that the following individuals be appointed to the Sexual and Gender Based Violence Adjudication Panel Pool commencing at the close of this annual meeting, through to the close of the annual meeting in 2023 pursuant to paragraph 11.5 of the Sexual and Gender Based Violence Response Policy:</p> <ol style="list-style-type: none">1. BUSET, Hope (returning)2. CHAPMAN, Frances (returning)3. CLIFFORD, Lorne (returning)4. LADE, Timothy (new)5. McQUEEN, Karen (new)6. MURPHY, Jodie (returning)7. PRISCIAC, Theresa (new)8. ROUSSEL, Yvonne (returning)9. SHIELDS, Victoria (new) <p>CARRIED</p>
C11.	<p>Judicial Panel Appointment Recommendations</p> <p>a. Faculty Appointments:</p> <p>MOVED that the following faculty members of the University be appointed to the Judicial Panel for the terms indicated:</p> <ul style="list-style-type: none">• Dr. Kristin Burnett for the term commencing at the close of the September 29, 2022 Board Annual meeting to the close of the Board Annual meeting in 2025. (renewal)

	<ul style="list-style-type: none"> • Dr. Tamara Varney for the term commencing at the close of the September 29, 2022 Board Annual meeting to the close of the Board Annual meeting in 2025. (renewal) • Dr. Joan Chambers for the term commencing at the close of the September 29, 2022 Board Annual meeting to the close of the Board Annual meeting in 2025. (new) • Dr. Karen McQueen for the term commencing immediately to December 31, 2022. (new) <p>CARRIED</p> <p>b. Student Appointments (recommended by the Lakehead University Student Union):</p> <p>MOVED that the following full-time students of the University be appointed to the Judicial Panel for a term commencing at the close of the annual meeting in 2022 through to the close of the annual meeting in 2023:</p> <ol style="list-style-type: none"> 1. Tristan Bhola (new) 2. Elena Kusaka (new) 3. Rebecca Murray (new) 4. Josia Prince (new) 5. James Ruddy (new) 6. Simran Talpade (new) 7. Saranya Ram Mohan Vyrelil (new) <p>CARRIED</p>
C12.	<p>Other Informational Items</p> <ol style="list-style-type: none"> a. Written Resolution: Appointment of Dean of the Faculty of Natural Resources Management (adopted electronically by the Board of Governors on July 19, 2022) b. Senate Report (of the September 19, 2022 meeting) This item was moved from the Consent Agenda to the regular agenda. c. 2022-23 Board of Governors Meeting Schedule (Public Meetings) - A link to the online schedule was provided. <ol style="list-style-type: none"> a. Next Board of Governors Meeting: November 24, 2022, 9:00am - 1:00pm (EST), Orillia Campus b. Next Committee of the Whole: November 24, 2022, 9:00am - 1:00pm (EST), Orillia Campus
Items for Discussion from the Consent Agenda	Angela Maltese

	<ul style="list-style-type: none"> ● C1: Minutes of the June 10, 2022 Meeting <p>The following amendment was recommended to Item 8.1(a) of the minutes:</p> <ul style="list-style-type: none"> ○ In the first paragraph add the words “of fossil fuel holdings” after the word “divestment” <p>By consensus, the minutes were approved as amended.</p> <ul style="list-style-type: none"> ● C12(b): Senate Report (of the September 19, 2022 meeting) <p>It was noted that during the September 19 Senate meeting, questions regarding the Board’s use of in camera sessions arose. The Board Chair reported that the Board is making a conscious effort to address this, and will continue to do so.</p>	
9.	Items for Discussion from Committee Reports	Angela Maltese
9.1	<p>Item(s) from the Finance and Operations Committee Report</p> <ul style="list-style-type: none"> a. Human Rights Policy <p>The following documents were circulated in advance with the meeting materials:</p> <ol style="list-style-type: none"> 1. Current Policy (Harassment and Discrimination Policy and Procedures) 2. Proposed Revised Policy (renamed the Human Rights Policy) <p>Administration provided background information with regards to the comprehensive review and development of this new policy, including the internal consultation process. Members received an overview of the new policy and had the opportunity to ask questions.</p> <p>MOVED (C. Tuckwell) to approve the proposed amendments to the Harassment and Discrimination Policy and Procedures, including renaming it to the Human Rights Policy, with an effective date of November 1, 2022.</p> <p>Discussion ensued.</p>	<p>Cathy Tuckwell</p> <p>Kathy Pozihun, Dylan Mazur</p>

	<p>Administration clarified that the policy's procedures would be approved by the President's Executive Team and will be posted with the new policy on November 1, 2022.</p> <p>CARRIED</p> <p>During the discussion it was noted that legislation requires the Sexual and Gender Based Violence response policy and procedures to be approved by the Board.</p>	
<p>10.</p>	<p>Strategic Plan Year End Implementation Report (Year Four)</p> <p>The report presentation was circulated in advance with the meeting materials.</p> <p>The report included the "Report Card" for the Strategic Plan metrics that are reported to the Board in June each year, 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.</p> <p>Report on annual targets achieved:</p> <ul style="list-style-type: none"> ● Metric 8 - Lakehead domestic student population will reflect the demographics and diversity in the regions served by the University ● Metric 13 - Increase in number of partnerships with municipalities, government organizations, research institutes and industry (local, national and international) ● Metric 14 - Increasing the number of partnerships with Indigenous groups ● Metric 17 - Increase in total number of engaged alumni (per Alumni Engagement Plan) ● Metric 21 - Increase in number of businesses and start-ups in local communities directly related to University activity ● Metric 27 - Increase proportion of revenue from sources other than government operating grants <p>Report on metrics trending in right direction (progress impacted by COVID-19):</p> <ul style="list-style-type: none"> ● Metric 9 - Baccalaureate participation rate for residence of Simcoe County will increase <p>Report on targets where intervention is required (activity in this area throughout 2020/21 and 2021/22 was significantly impacted by a number of factors resulting from COVID-19, including restricted mobility):</p>	<p>Dr. Moira McPherson, Dr. Heather Murchison</p>

	<ul style="list-style-type: none"> Metric 22 - Increase in the number of patents filed <p>Members had the opportunity to ask questions during the report presentation.</p>	
	<p>The meeting adjourned for a short recess at 11:02am.</p> <p>The meeting was called back to order at 11:22am.</p>	
11.	<p>In Camera Session (including tour and lunch break)</p> <p>By consensus, the Board agreed to adjourn to an in camera session to discuss items of a personnel, legal or real estate nature, or any other item of sensitive or confidential nature, and that only members of and others approved by the Board may be present.</p> <p>Marcie Morrison, Yvonne Roussel, and members of the President's Executive Team were invited to remain for the in camera session.</p> <p>The Board returned to the open meeting at 3:45pm.</p>	Angela Maltese
11.1	<p>Motions Arising from the In Camera Session</p> <p>There were no motions arising from the in camera session.</p>	Yvonne Roussel
12.	<p>Item(s) from the Audit and Risk Committee Report</p> <p>a. Approval of the 2021-22 Financial Statements of Lakehead University and the Independent Auditors' Report</p> <p>A memo dated September 8, 2021, prepared by the Associate Vice-President, Financial Services that provided a comprehensive summary of the draft financial statements was circulated in advance with the meeting materials.</p> <p>MOVED (B. McKinnon) to approve the 2021-22 Financial Statements of Lakehead University and accept the Independent Auditor's Report attached thereto. CARRIED</p>	Brian McKinnon Kathy Pozihun, Rita Blais
13.	<p>Other Business</p>	Angela Maltese

	Discussion ensued regarding the hybrid meeting format and potential ways to improve the experience for those participating virtually.	
The meeting adjourned at 4:27pm. The next Board of Governors meeting is on November 24, 2022, from 9:00am to 1:00pm (EST), on the Orillia Campus.		

Angela Maltese, Chair

Yvonne Roussel, Secretary