



## BOARD OF GOVERNORS ANNUAL MEETING MINUTES

<b>Date:</b>	October 12, 2023
<b>Time:</b>	9:00am - 2:00pm (ET)
<b>Locations:</b>	<b>Thunder Bay Campus:</b> Senate Chambers (UC1001) <b>Orillia Campus:</b> Room OA3041 <b>Remotely:</b> via Zoom

*\*In Person \*\*Zoom*

**Board of Governors Members in Attendance:** \*Rajni Agarwal; \*Brandon Rhéal Amyot; \*Karen Boz; \*Peter Caldwell; \*\*Dr. Claudine Cousins; \*Ann Dumyn; \*Thomas Kehoe; \*Dr. Don Kerr; \*Pauline Mickelson; \*Michael Nitz; \*Dr. Gillian Siddall; \*Anna Sampson; \*\*Dr. Bryanna Scott-Kay; \*Mark Smith; \*Brent Sylvester; \*Cathy Tuckwell (Vice-Chair); \*Maria Vasanelli

**Regrets:** Robert Arnone;

**Absent:** Rachael Paquette

**Administrative Resources in Attendance:** \*Dr. David Barnett - Provost and Vice-President; \*Dr. Andrew P. Dean - Vice-President, Research and Innovation; \*\*Toby Goodfellow - Chief of Staff, Office of the President; \*Michael den Haan - Vice-President, External Relations; \*Marcie Morrison (Recorder) - Acting 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

The meeting was called to order at 9:00am.

Item	Presenter(s)
1. Approval of Agenda  The agenda was approved by consensus, as circulated.	Maria Vasanelli
2. In Camera Session  MOVED 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. CARRIED by consensus  Marcie Morrison, Yvonne Roussel, and members of the President's Executive Team were invited to remain for the in camera session.	Maria Vasanelli

	<p>The Board returned to the open meeting at 10:02am and took a short recess.</p> <p>Business resumed at 10:05am.</p>	
2.1	<p>Motions Arising from the In Camera Meeting</p> <p>The Board Secretary reported that there were no motions arising during the in camera meeting.</p>	Yvonne Roussel
<p>The Chair opened the meeting by acknowledging the Indigenous territories of Thunder Bay and Orillia, and welcomed and introduced the new President and Vice-Chancellor, Dr. Gillian Siddal, to her first Board of Governors meeting.</p>		
3.	<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>	Maria Vasanelli
4.	<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>	Maria Vasanelli
5.	<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>	Maria Vasanelli
6.	<p>Chair's Report</p> <p>The Board Executive Committee's annual report was circulated in advance of the meeting.</p> <p>Recognizing this being the Board's Annual Meeting of the 2022-23 term, the Chair shared some positive words of encouragement to end the term and to start off the new 2023-24 term. She also welcomed all of the newest members of the Board who joined throughout the year, and acknowledged and thanked outgoing Board member Ann Dumyn for her contributions during her tenure.</p>	Maria Vasanelli

7.	<p>President's Report</p> <p>The President's October online report to the Board was circulated in advance of the meeting and is posted on the Lakehead website.</p> <p>In addition, a verbal status report on the Orillia expansion project, Gich Kendaasiwin Centre project and the Collaborative Doctor of Veterinary Medicine program was provided. Discussion ensued.</p>	Dr. Gillian Siddall
8.	<p>Consent Agenda</p> <p>Supporting documentation for the items listed in the Consent Agenda was circulated in advance of the meeting. 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>MOVED (B. Amyot) that the Consent Agenda be approved.        CARRIED</p>	Maria Vasanelli
C8.1	<p>Minutes of Previous Meeting</p> <p>MOVED that the minutes of the June 2, 2023 meeting be approved.        CARRIED</p>	
C8.2	<p>President's Reports</p> <ul style="list-style-type: none"> <li>a. Annual Report on Student Appeals</li> <li>b. Report on Appointments</li> </ul>	
C8.3	<p>Audit and Risk Committee Annual Report</p> <ul style="list-style-type: none"> <li>a. Appointment of Auditors           <p>MOVED to appoint BDO Canada LLP as auditors of the University for the 2023-24 fiscal year.                CARRIED</p> </li> <li>b. Research Ethics Board Annual Report and Letters of Compliance           <p>MOVED to accept the Research Ethics Board Annual Report and Letters of Compliance.                CARRIED</p> </li> </ul>	

C8.4	External Relations Committee Annual Report
C8.5	<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 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 12, 2023 until the close of the annual meeting in 2024. During the absence of:</p> <ul style="list-style-type: none"> <li>● 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</li> <li>● 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 12, 2023 until the close of the annual meeting in 2024.</li> </ul> <p>CARRIED</p>
C8.6	<p>Governance and Nominating Committee Annual Report</p> <p>a. External Board Member Recommendation</p> <p>MOVED to approve that Sunil Kumar be elected as an External Board Member for a three year term commencing at the close of the October 12, 2023 Annual Meeting through to the close of the 2026 Annual Meeting.</p> <p>CARRIED</p>

b. Board Officer Recommendation

MOVED to approve that Dr. Gillian Siddall - President and Vice-Chancellor, Lakehead University, be appointed Officer to the Lakehead University Board of Governors for the term commencing July 1, 2023 to the close of the her term as President and Vice-Chancellor of Lakehead University.

CARRIED

c. Committee Chairs and Committee Membership Recommendations

- i. 2023-24 Board Appointment Process Summary
- ii. Recommendations

MOVED to approve the proposed Committee Chairs list, as circulated, and that the term for each Committee Chair be one year, commencing at the close of the 2023 annual meeting, through to the close of the 2024 annual meeting.

CARRIED

MOVED to approve the proposed Committee membership lists, as circulated, and that the term for each member listed be one year, commencing at the close of the 2023 annual meeting, through to the close of the 2024 annual meeting.

CARRIED

d. Recommendations to External Organizations (Senate, Ogimaawin Indigenous Education Council, and Board of the Professional Staff Pension Plan)

MOVED that Mark Smith be recommended for appointment to the Senate, to serve as the Board Member on the Senate for a one year term.

CARRIED

MOVED that Thomas Kehoe be recommended for appointment to the OIEC, as the Board Member on the OIEC for a one year term.

CARRIED

MOVED that Cathy Tuckwell and Ann Dumyn be recommended for appointments to the Board of the Professional Staff Pension Plan for one year, commencing at the close of the annual meeting in 2023 through to the close of the annual meeting in 2024. (*NOTE: The second Board representative on the Pension Board is not required to be a member of the Board.*)

CARRIED

		<p>e. Board Equity, Diversity and Inclusion Annual Report</p> <p>f. 2023-24 Board Meeting Schedule Amendments</p> <p>i. 2023-24 Board Meeting Schedule (with proposed amendments)</p> <p>MOVED that the Board of Governors 2023-24 meeting schedule be amended as follows:</p> <ul style="list-style-type: none"><li>o Add: April 3, 2024, 9am-10:30am (ET), BEREC Meeting</li><li>o Add: April 3, 2024, 11am-12:30pm (ET), BLLC Meeting</li><li>o Add: April 3, 2024, 3pm-5pm (ET), BGNC Meeting</li><li>o Add: April 4 2024, 9am-12:30pm (ET), BFOC Meeting</li><li>o Add: April 4, 2024, 1pm-2:30pm (ET), BARC Meeting</li><li>o Add: April 4, 2024, 3pm-5pm (ET), BEC Meeting</li><li>o Move: May 9, 2024, 9am-12:30pm (ET) BFOC meeting to May 13, 2024, 9am-12:30pm (ET)</li><li>o Move: June 7, 2024 Orillia Board meeting to June 6, 2024, 9am-3pm</li></ul> <p>CARRIED</p> <p>g. Policy Review: Code of Conduct for Members of the Board of Governors of Lakehead University at Meetings</p> <p>i. Current Code of Conduct</p> <p>ii. Proposed Amendments (with markup)</p> <p>MOVED that the proposed amendments to the Code of Conduct for Members of the Board of Governors of Lakehead University at Meetings be approved, as circulated.</p> <p>CARRIED</p>
C8.7		<p>Learning and Liaison Committee Annual Report</p> <p>a. Canadian University Boards Association (CUBA) Membership Renewal</p> <p>The following items were circulated in advance of the meeting:</p> <p>i. Invoice</p> <p>ii. Membership Benefits</p> <p>MOVED that the CUBA Board membership for 2023-24 be renewed.</p> <p>CARRIED</p>

		<p>b. Association of Governing Boards (AGB) Membership Renewal</p> <p>The following items were circulated in advance of the meeting:</p> <ul style="list-style-type: none"><li>i. Invoice</li><li>ii. Membership Benefits</li></ul> <p>MOVED that the AGB Board membership for 2023-24 be renewed. CARRIED</p>
C8.8	Judicial Panel Appointment Recommendations	<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"><li>● Dr. Mariette Brennan for the term commencing at the close of the October 12, 2023 Board Annual meeting to the close of the Board Annual meeting in 2026. (renewal)</li><li>● Dr. Sreekumari Kurissery for the term commencing at the close of the October 12, 2023 Board Annual meeting to the close of the Board Annual meeting in 2026. (new)</li><li>● Dr. Peter Brink for the term commencing at the close of the October 12, 2023 Board Annual meeting to the close of the Board Annual meeting in 2026. (new)</li></ul> <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 2023 through to the close of the annual meeting in 2024:</p> <ul style="list-style-type: none"><li>● Monyo Matthew (new)</li><li>● Jo Moore (new)</li><li>● Griffin Carr (new)</li><li>● Amanda Pacholczak (new)</li><li>● Magdy Alanani (new)</li><li>● Nicholas Damer (new)</li></ul> <p>CARRIED</p>

	C8.9	<p>Other Informational Items</p> <p>a. Approved Written Resolution: Appointment of Dean of the Faculty of Social Sciences and Humanities (Dr. Glenda Bonifacio)</p> <p>b. Senate Report (of the September 18, 2023 meeting)</p>	
9.	Items for Discussion from Committee Reports		Maria Vasanelli
9.1	<p>Audit and Risk Committee</p> <p>Rajni Agarwal joined the meeting.</p> <p>a. Approval of the 2022-23 Financial Statements of Lakehead University and the Independent Auditors' Report</p> <p>The 2022-23 financial statements were circulated in advance of the meeting.</p> <p>Administration provided context, answered questions and provided clarification with regards to the financial statements and Auditor's report. It was reported that no recommendations were made in the report.</p> <p>MOVED (M. Smith) to approve the 2022-23 Financial Statements of Lakehead University and accept the Independent Auditor's Report, as circulated.</p> <p>CARRIED</p>		<p>Mark Smith</p> <p>Kathy Pozihun, Emma Westover</p>
9.2	<p>Finance and Operations Committee</p> <p>a. 2023-24 Operating Budget Presentation</p> <p>The operating budget presentation was circulated in advance of the meeting. Highlights included:</p> <ul style="list-style-type: none"> <li>● budget scenarios established – April 13, 2023</li> <li>● budget scenario update</li> <li>● forecasted enrolment</li> <li>● tuition revenue trends</li> <li>● budget adjustments</li> <li>● mitigation tactics</li> </ul>		<p>Cathy Tuckwell</p> <p>Kathy Pozihun, Dr. David Barnett</p>



	<ul style="list-style-type: none"> <li>● key takeaways and next steps</li> </ul> <p>Following the presentation, Administration answered several questions and provided clarification with regards to the information provided, and provided the rationale for asking the Board to approve a provisional budget at this time.</p> <ul style="list-style-type: none"> <li>i. Recommendation</li> </ul> <p>WHEREAS on July 18, 2002, the Board of Governors adopted a resolution instructing the Administration to manage the University's finances and resources such that beginning in fiscal 2004 only balanced budgets are brought forward to the Board of Governors for approval and that no deficit occur as a result of over expenditures;</p> <p>BE IT RESOLVED that (C. Tuckwell) the balanced budget resolution be temporarily rescinded for the 2023-24 fiscal year; and</p> <p>THAT a provisional \$5.284M operating budget deficit for 2023-24 be approved while work continues concurrently with the development of an action plan that mitigates the University's structural deficit and ongoing advocacy with government.</p> <p>CARRIED</p>	
9.3	<p>Governance and Nominating Committee</p> <ul style="list-style-type: none"> <li>a. Board Bylaw Amendments</li> </ul> <p>In accordance with Article 12.1 of the Board Bylaws, notice of amendment was given at least thirty days prior to this Board Meeting. An email was circulated to all Board members on September 6, 2023.</p> <p>The following documents were circulated in advance with the meeting materials:</p> <ul style="list-style-type: none"> <li>i. Final Report from the Board Governance and Nominating Committee</li> <li>ii. Current Bylaws</li> </ul>	Peter Caldwell

	<p>iii. Proposed Amendments (with markup)</p> <p>MOVED (P. Caldwell) that the proposed amendments to the Board Bylaws be approved, as circulated. CARRIED</p> <p>b. Policy Review: Board Members Seeking Employment with Lakehead University</p> <p>The following documents were circulated in advance of the meeting:</p> <p>i. Current Policy ii. Proposed Amendments (with markup) iii. Proposed Amendments (no markup)</p> <p>The Committee Chair provided a brief summary of the proposed amendments.</p> <p>MOVED (P. Caldwell) that the proposed amendments to the Board Members Seeking Employment with Lakehead University policy be approved, as circulated. CARRIED</p>	
<p>10.</p>	<p>Strategic Plan Year End Implementation Report (Year 5)</p> <p>The presentation was circulated in advance of the meeting.</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"> <li>● Metric 8: Lakehead's domestic student population will reflect the demographics and diversity in the regions served by the University</li> <li>● Metric 9: Baccalaureate participation rate for residents of Simcoe County will increase</li> <li>● Metric 13: Increase in # of partnerships with municipalities, government organizations, research institutes and industry (local, national and international)</li> </ul>	<p>Dr. Gillian Siddall, Dr. Heather Murchison</p>

	<ul style="list-style-type: none"> <li>● Metric 14: Increase in # of partnerships with Indigenous Groups</li> <li>● Metric 17 (new metric in extended SP) : Increase in total # of engaged alumni (per Alumni Engagement Plan)</li> <li>● Metric 21: Increase in number of businesses and start-ups in local communities directly related to University activity</li> <li>● Metric 22: Total number of patents being managed/maintained in the Patent Suite</li> <li>● Metric 27: Increase proportion of revenue from sources other than government operating grants or government-regulated tuition</li> </ul> <p>Report on metrics trending in right direction (progress impacted by COVID-19):</p> <ul style="list-style-type: none"> <li>● Metric 24: Employee engagement</li> </ul> <p>Following the presentation, Administration answered several questions in relation to the data that was provided.</p> <p>2025-30 Strategic Plan Framework:</p> <p>Administration gave a presentation on the 2025-30 Strategic Plan development framework.</p>	
11.	<p>In Camera Session and Lunch Break</p> <p>MOVED (B. Amyot) 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. CARRIED</p> <p>At 12:16pm, the Board adjourned to an in camera session. 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 2:32pm.</p>	Maria Vasanelli
11.1	<p>Items to be Reported in the Minutes of the Open Meeting</p> <ul style="list-style-type: none"> <li>● Approval of Tenure Application - Dr. Glenda Bonifacio, Dean, Faculty of Social Sciences and Humanities</li> </ul>	Yvonne Roussel

	<ul style="list-style-type: none"> <li>● Decanal Reappointments:           <ul style="list-style-type: none"> <li>○ Dean of Education - The Board approved the reappointment of Dr. Wayne Melville, as Dean, Faculty of Education, for a 5 year term commencing July 1, 2025.</li> <li>○ Dean of Graduate Studies - The Board approved the reappointment of Dr. Chander Shahi, as Dean, Faculty of Graduate Studies for a 5 year term commencing July 1, 2025.</li> </ul> </li>   <li>● 2025-2030 Strategic Plan Development Approach - The Board approved the proposed Strategic Plan development approach, as presented, by Administration.</li> </ul>	
12.	<p>Other Business</p> <p>There was no other business.</p>	<p>Maria Vasanelli</p>
<p>The meeting adjourned at 2:34pm.</p> <p>Next Meeting: November 30, 2023, 9:00am - 1:00pm (ET)</p>		

\_\_\_\_\_  
 Maria Vasanelli, Chair

\_\_\_\_\_  
 Yvonne Roussel, Secretary