



## BOARD OF GOVERNORS ANNUAL MEETING

### MINUTES

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| <b>Date:</b>     | October 1, 2021       |
| <b>Time:</b>     | 9:00am - 4:00pm (EDT) |
| <b>Location:</b> | Zoom                  |

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

**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:**

Dr. David Barnett - Provost and Vice-President, Academic (Lakehead University)  
Rita Blais - Associate Vice-President, Financial Services (Lakehead University)  
Michael den Haan - Vice-President, External Relations (Lakehead University)  
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)  
Lyn McLeod - Chancellor (Lakehead University)  
Dr. Heather Murchison - Vice-Provost, Institutional Planning and Analysis (Lakehead University)  
Kathy Pozihun - Vice-President, Administration and Finance (Lakehead University)  
Dr. Millo Shaw - Director of Risk Management and Access to Information (Lakehead University)

The Chair opened the meeting by acknowledging the Indigenous territories of Thunder Bay and Orillia, and spoke about National Truth and Reconciliation day.

The meeting was called to order at 9:01am EDT.

| Item  | Presenter(s)          |
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| <p>1. Approval of Agenda</p> <p>MOVED (C. Tuckwell) that the agenda be approved, as amended.</p> <ul style="list-style-type: none"> <li>• Move item 11a right before item 9.</li> </ul> <p>CARRIED AS AMENDED</p>   | <p>Angela Maltese</p> |
| <p>2. 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>   | <p>Angela Maltese</p> |
| <p>3. 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>   | <p>Angela Maltese</p> |
| <p>4. 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>  | <p>Angela Maltese</p> |
| <p>5. Previous Minutes</p> <ul style="list-style-type: none"> <li>• Approval of the June 4, 2021 Minutes:<br/>The June 4, 2021 minutes were approved, as circulated.</li> <li>• Business Arising from the Minutes:<br/>There was no business arising from the minutes.</li> </ul>   | <p>Angela Maltese</p> |
| <p>6. Acknowledging Lakehead University's Chancellor</p> <p>The Chair recognized Chancellor Lyn McLeod on behalf of the Board. In addition Angela Maltese spoke to Lyn McLeod's significant contributions during her four years of service as Chancellor, and her service to our communities.</p> <p>Chancellor McLeod addressed the Board noting her enjoyment filling the role of Chancellor and highlighting Lakehead University's amazing accomplishments.</p> <p>Debra Woods joined the meeting during this agenda item.</p> | <p>Angela Maltese</p> |

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| 7.  | <p>Chair's Report</p> <p>The Board Chair acknowledged and thanked all members and Committee Chairs for their hard work and dedication of the past year.</p>  | Angela Maltese                             |
| 8.  | <p>President's Report</p> <p>The October 2021 President's Report was circulated in advance with the meeting materials and is available on the Lakehead website at <a href="http://www.lakeheadu.ca">www.lakeheadu.ca</a>.</p> <p>The President announced the signing of a MOU agreement with Lakehead and Open Text, and spoke of the positive opportunities this partnership will bring for Lakehead students.</p>  | Dr. Moira McPherson                        |
| 8a. | <p>Annual Report on Student Appeals 2020-21</p> <p>The annual report on student appeals, dated September 13, 2021, submitted by the Director of Risk Management and Access to Information, was circulated in advance with the meeting materials for information.</p>   | Dr. Moira McPherson                        |
| 8b. | <p>Report on Appointments</p> <p>The President's report on appointments, dated September 21, 2021, was circulated in advance with the meeting materials for information.</p> <p>Item 11 was discussed next.</p>  | Dr. Moira McPherson                        |
| 9.  | <p>2019-23 Strategic Plan Year End Implementation Report (Year 3)</p> <p>The Strategic Plan Year 3 annual report presentation was circulated in advance with the meeting materials. Highlights included:</p> <ul style="list-style-type: none"> <li>● overview of the five Strategic Plan pillars: 1. Academic Excellence; 2. Social Responsibility; 3. Local and Global Partnerships; 4. Entrepreneurship and Innovation; 5. Capacity Development</li> <li>● annual reporting cycle timeline</li> <li>● Report on annual targets achieved:</li> </ul> | Dr. Moira McPherson, Dr. Heather Murchison |

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|     | <ul style="list-style-type: none"> <li>○ Metric 7- Increase in number of Research Chairs to 25</li> <li>○ Metric 8 - Lakehead’s domestic student population will reflect the demographics and diversity in the regions served by the University</li> <li>○ Metric 13 - Increase in # of partnerships with municipalities, government organizations, research institutes and industry (local, national and international)</li> <li>○ Metric 14 - Increase in number of partnerships with Indigenous Groups</li> <li>○ Metric 17 - Increase in total number of engaged alumni (per AlumniEngagement Plan)</li> <li>○ Metric 27 - Increase proportion of revenue from sources other than government operating grants or government-regulated tuition</li> <li>● Report on annual targets trending in the right direction /progress impacted by COVID-19:       <ul style="list-style-type: none"> <li>○ Metric 9 - Baccalaureate participation rate for residents of Simcoe County and Northwestern Ontario will increase</li> <li>○ Metric 21 - Increase in number of businesses and start-ups in local communities directly related to University activity</li> <li>○ Metric 22 - Increase in the number of patents filed</li> </ul> </li> <li>● 2018-2019 Strategic Plan Report Card</li> <li>● Year 4 key initiatives/considerations</li> <li>● Year 4 implementation planning process and approach</li> </ul> <p>Discussion ensued following the presentation.</p> |                |
| 10. | <p>Executive Committee Report</p> <p>The Board Executive Committee discussed items of business that were sensitive or confidential in nature during its meetings on August 23, 2021 (special meeting) and September 9, 2021. A confidential report was provided during the in camera session.</p>  | Angela Maltese |
| 11. | <p>Audit and Risk Committee Annual Report</p> <p>An annual report from the Audit and Risk Committee, for the 2020-21 term, was circulated in advance with the meeting materials.</p>   | Brian McKinnon |

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| 11a. | <p>Approval of the 2020-21 Financial Statements of Lakehead University and the Independent Auditors' Report</p> <p>A memo dated September 9, 2021, submitted by the Associate Vice-President, Financial Services that included a comprehensive summary of the draft financial statements and the Independent Auditor's Report, was circulated in advance with the meeting materials.</p> <p>MOVED (B. McKinnon) to approve the 2020-21 Financial Statements of Lakehead University and accept the Independent Auditor's Report attached thereto.</p> <p>At the request of a Board member, Administration explained what the surplus means.</p> <p>At the request of a Board member, Administration explained how the FSRA matter impacted the financial statements and confirmed that the FSRA lump sum and future payments are reflected in these financial statements.</p> <p>CARRIED</p> <p>Item 9 was discussed next.</p> <p>Kathy Pozihun left the meeting.</p> | Brian McKinnon |
| 11b. | <p>Appointment of Auditors</p> <p>MOVED (B. McKinnon) to appoint BDO Canada LLP as auditors of the University for the 2021-22 fiscal year.</p> <p>CARRIED</p>  | Brian McKinnon |
| 11c. | <p>Research Ethics Board (REB) Annual Report and Letter of Compliance</p> <p>The annual report of the REB (for the period May 1, 2020 to April 30, 2021), including the Letter of Compliance, submitted by the Chair of the REB, were circulated in advance with the meeting materials.</p> <p>MOVED (B. McKinnon) to accept the Research Ethics Board Annual Report and Letter of Compliance.</p> <p>CARRIED</p>  | Brian McKinnon |

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| 12.  | <p>External Relations Committee Annual Report</p> <p>An annual report from the External Relations Committee, for the 2020-21 term, was circulated in advance with the meeting materials.</p>  | Ann Dumyn      |
| 13.  | <p>Finance and Operations Committee Annual Report</p> <p>An annual report from the Finance and Operations Committee, for the 2020-21 term, was circulated in advance with the meeting materials.</p>  | Cathy Tuckwell |
| 13a. | <p>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 (C. Tuckwell) 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, 2021 until the close of the annual meeting in 2022. 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,</li> </ul> | Cathy Tuckwell |

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|      |   | effective at the close of the annual meeting on October 1, 2021 until the close of the annual meeting in 2022.<br>CARRIED |                        |
| 14.  | <p>Governance and Nominating Committee Annual Report</p> <p>An annual report from the Governance and Nominating Committee, for the 2020-21 term, was circulated in advance with the meeting materials.</p> <p>The Committee Chair highlighted some of the outstanding workplan items that will be carried forward to the 2021-22 term.</p> <p>Some clerical corrections to the report were requested.</p> |   | Maria Vasanelli        |
| 15.  | <p>Learning and Liaison Committee Annual Report</p> <p>An annual report from the Learning and Liaison Committee, for the 2020-21 term, was circulated in advance with the meeting materials.</p>  |   | Maria Vasanelli        |
| 15a. | <p>Association of Governing Boards (AGB) Membership Renewal</p> <p>The AGB invoice was circulated in advance with the meeting materials.</p> <p>MOVED (M. Vasanelli) to approve that the AGB Membership be renewed.<br/>CARRIED</p>   |   | Maria Vasanelli        |
| 16.  | Other Reports for Information   |   |                        |
| 16a  | <p>Senate Report</p> <p>A report of the September 20, 2021 Senate meeting was circulated for information.</p>   |   | Dr. Christine Gottardo |
| 16b. | <p>Northern Ontario School of Medicine</p> <ul style="list-style-type: none"> <li>● Dean's Report &amp; Strategic Plan Status, Fall 2021</li> </ul>   |   |                        |
| 17.  | In Camera Session   |   |                        |

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|             | <p>MOVED (A.Sampson) to adjourn to an in camera session 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.</p> <p>CARRIED</p> <p>Dr. David Barnett, Dr. Andrew Dean, Barbara Eccles, Toby Goodfellow, Michael den Haan, Dr. Dean Jobin-Bevans, Marcie Morrison, Dr. Heather Murchison, Kathy Pozihun and Yvonne Rousell were invited to remain for the in camera meeting.</p> <p>The Board returned to the open meeting at 4:19pm.</p>  |                       |
| <p>17a.</p> | <p>Motions Arising from the In Camera Meeting:</p> <p>The Secretary reported that the following resolutions were adopted during the In Camera meeting:</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 2021 annual meeting, through to the close of the 2022 annual meeting:</p> <ul style="list-style-type: none"> <li>● Chair - Angela Maltese (elected)</li> <li>● Vice-Chair - Ann Dumyn (elected)</li> <li>● Past Chair - Ross Murray (normally appointed)</li> <li>● President - Dr. Moira McPherson (appointed)</li> <li>● Secretary - Barbara Eccles (appointed)</li> </ul> <p>External Member Re-appointments:</p> <p>MOVED that the Board re-elect Wendy Walberg for a three year term, commencing at the close of the 2021 annual meeting, through to the close of the 2024 annual meeting.</p> <p>MOVED that the Board re-elect Robert Arnone for a three year term, commencing at the close of the 2021 annual meeting, through to the close of the 2024 annual meeting.</p> <p>Appointments from Other Organizations:</p> | <p>Barbara Eccles</p> |



MOVED to approve that Brandon Rhéal Amyot be re-appointed as the Student Member on the Board of Governors for a one year term, commencing at the close of the 2021 annual meeting, through to the close of the 2022 annual meeting.

MOVED to approve that Dr. Don Kerr be appointed as the Senate Member on the Board of Governors for a three year term, commencing at the close of the 2021 annual meeting, through to the close of the 2024 annual meeting.

Appointments to External Organizations:

MOVED to approve that Maria Vasanelli be appointed as the Board Member on the Senate for a one year term, commencing immediately to June 30, 2022.

MOVED to approve that Ann Dumyn be appointed as the Board Member on the OIEC for a one year term, commencing immediately to June 30, 2022.

MOVED to approve 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 2021 through to the close of the annual meeting in 2022.

MOVED to approve that Cathy Tuckwell and Peter Caldwell be appointed to the Board of the Professional Staff Pension Plan for one year, commencing at the close of the annual meeting in 2021 through to the close of the annual meeting in 2022.

Committee Chairs and Committee Membership Appointments:

MOVED 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 2021 annual meeting, through to the close of the 2022 annual meeting.

Committee Chairs and Committee Membership appointments are posted on the Lakehead University website.

Judicial Panel Appointments:

Faculty:

MOVED that the following faculty members of the University be appointed to the Judicial Panel for the terms indicated:

1. Dr. Susan Scott for the term commencing at the close of the annual meeting in 2021 through to the close of the annual meeting in 2024 (renewal)
2. Dr. Gerald Walton for the term commencing at the close of the annual meeting in 2021 through to the close of the annual meeting in 2024 (renewal)
3. Dr. Paolo Sanzo for the term commencing immediately through to the close of the annual meeting in 2022 (new)
4. Dr. Joan Chambers for the term commencing January 1, 2022 through to June 30, 2022 (new)

Student:

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 2021 through to the close of the annual meeting in 2022:

1. Natasha Magyar (new)
2. Manoj Shanake Dissanayake Mudiyanseelage (new)
3. Aman Jaswal (new)
4. Taylor O'Brien (new)
5. Vishnu Avinash Nair (new)
6. Petri Bailey (new)
7. Clifford Mushquash (renewal)

The Secretary also reported the following for Information:

Board of Governors Bylaw Revisions - Notice of Motion:

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|     |                              | <p>NOTICE OF MOTION: The following motion will be presented to the Board during a future regular meeting:<br/>         MOVED that the attached revised Board of Governors Bylaws be approved effective immediately.</p> <p>Written Resolutions Adopted by the Board of Governors on July 5, 2021:<br/>         WHEREAS the President has recommended a candidate for the position of Dean of the Faculty of Behavioural Sciences;<br/>         MOVED that Dr. Mirella Stronik be appointed as the Dean of the Faculty of Health and Behavioural Sciences for a five year term, commencing August 1, 2021, and any one Board or University Signing Officer be and is hereby authorized to execute and deliver all agreements, notices, consents, acknowledgements, certificates, and other instruments and do all such acts and things as such Officer may consider necessary, desirable or useful for the purpose of giving effect to the foregoing.</p> <p>Other:</p> <p>The Board Chair thanked John Guerard for his work on the Pension Plan Board.</p> |                |
| 18. | Informational Items          |  |                |
|     | 18a.                         | <p>Amendment to 2020-21 Board Meeting Schedule</p> <p>On September 22, 2021, via email, by consent in writing of all members in accordance with the Ontario Corporations Act, the Board agreed to reschedule the Annual Meeting from September 30, 2021 to October 1, 2021.</p>  |                |
|     | 18b.                         | Next Meeting: November 25, 2021, 9:00am - 1:00pm (EDT)   |                |
|     | 18c.                         | <p>Year of Climate Action (YOCA)</p> <p>The YOCA is an invitation, a call to action, and an opportunity for faculty, staff, administration, students, and our larger community to collectively join together to listen, learn, share, and most importantly act on climate change. Find out more at <a href="http://lakeheadu.ca/yoca">lakeheadu.ca/yoca</a>.</p>   |                |
| 19. | Other Business               |  | Angela Maltese |
|     | There was no other business. |  |                |

The meeting adjourned at 4:21pm.

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Angela Maltese, Chair

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Barbara Eccles, Secretary