

Thursday, April 18, 2024, 2:00 – 6:00 p.m.
Senate & Board Chamber, One Market, Brantford
and virtual via Zoom

Attended: Paul Elliott (Chair), Shelley Boettger, Simon Chan, Ling Chu, Catharine Dutt, Ryan Eldred, Chinyere Eni, Adam Grogan, Chantal Huinink, Abas Kanu, Mary Kelly, Lindsay Lawrence, Kristine Lund, Deb MacLatchy, Ken Maly, Janis Monture, Jim Phillips, Patricia Polischuk, Michael Ras, Marc Richardson, Ken Seiling, Doug Treleaven, Peter Urquhart, Tyler Van Herzele, Brandon Vale

Regrets: Mohammad Abu-Rshaid, Royce Bodaly, Andrew Herman, Eileen Mercier, Avvey Peters, Cynthia Sundberg, Berry Vrbanovic

Secretariat: Karen Jack, Ana Juhik, Anna Kornobis, Anne Lukin, Phil Marfisi

A. OPEN SESSION

1. **Call to Order**, Paul Elliott, 2:00 p.m.
 - a. Declaration of Conflicts of Interest: None.
 - b. Movement of Consent Items to the Main Agenda
Consent items for approval consisted of agenda, minutes, policies, procedures and future meeting dates. Item E.1.e. Policy 13.5, Naming of University Assets, is listed on the agenda but it will come to a future meeting.
Motion (Doug Treleaven/Simon Chan): that the Board of Governors approve the Consent items listed for approval under Item E.1., with an amendment to the agenda. Carried.
2. **Chair's Report and Meeting Roadmap**, Paul Elliott
Congratulations to Jonathan Newman, VP: Research and Jason Coolman, VP: Advancement & External Relations, as they have both been renewed for a second term in their roles.
3. **President's Report**, Deb MacLatchy
The President commented on: thanks to Board members for providing input at the Board Strategic Session in March, with work continuing on the Laurier Strategic Action Plan; that the province released its response to the Blue-Ribbon Panel report on February 26, announcing a \$1.3 billion one-time funding package for the sector, spread over three years; that Laurier received \$11.6M of the \$100M STEM envelope for being over the enrollment corridor for this fiscal, 23/24; that tuition will continue to be frozen for the next three years; that there will be legislation (Bill 166) introduced requiring colleges and universities to have policies related to mental health and wellness, racism and hate, and breakdowns of ancillary and other student fees consistently across programs and courses, to provide greater transparency around fees, with Laurier and other universities are providing feedback on Bill 166; and that the province not meeting the level of investment called for by the Blue Ribbon Panel, the ongoing tuition freeze, and the international study permit cap remain significant challenges for Laurier and the rest of the sector.

The provincial government has outlined its plan for allocating provincial attestation letters (PALs) that Canadian international study permits now require. Laurier received its international student allotment, which will allow similar numbers of international undergraduate students as in recent years, including Wilfrid Laurier International College (WLIC). Institutions will develop a recognized framework for responsible international growth at the conclusion of the two-year cap.

The President noted: that the recent provincial budget did not offer much for universities; however a \$200M fund for sports and community facilities may be a potential source of funding for Seagram stadium and a Brantford Hub; and there was approval for a new medical school at York University and funding for more nurses; a pool of funding over the next 10 years to help institutions modernize facilities; and that individual advocacy efforts for one-time funding will continue. Federally, the government is calling for research on antisemitism and islamophobia. The federal budget for 2024 increased investment in student housing and supports and research funding, including increases in stipends for Tri-Council funding.

The Provost is chairing search committees for the AVP, Equity, Diversity & Inclusion and the Registrar & AVP, Enrolment, with results anticipated in the near future. Eileen Mercier's second term as Chancellor is ending in October, so a recommendation for the next chancellor will be brought to Senate & Board before the end of this governance year. coming. Board members are invited to a farewell event for Ms. Mercier on June 12.

B. STRATEGIC DISCUSSION/DECISION ITEMS

1. Update on Provincial Policy Related to International Student Caps, Tuition, and Grant Framework, Heidi Northwood / Lloyd Noronha

The Board received a presentation summarizing the result of recent government decisions; and providing details on austerity measures and a multi-year budget outlook. Tuition has been frozen for another three years, which will mean eight years total of a freeze in revenue plus an earlier 10% cut. Laurier will receive \$11M of the government's \$100M of one-time-only funding for STEM, so the University did well in this funding envelope. A PSE sustainability fund will provide one-time-only increases of 3, 5 & 7% over the next three years. Out of the remaining possible provincial funding envelopes, Laurier is either not eligible or it is not yet known if/how much support the University might receive.

Board members discussed: that advocacy efforts by Laurier provided good data on outcomes and underfunding, resulting in a sizeable one-time award of additional funding; possible allocation of numbers of international students under the 50% reduction in number of applications, noting that Laurier has been allocated the same level as 2023 applications; Laurier and other institutions are looking at innovative housing solutions for international students; that tuition deposits are now required which help students commit once an application is submitted; that masters programs can be appealing to international students; whether Laurier will be able to access any dollars from the \$203M allocated for institutions with greater financial need, noting that Internally Restricted Net Assets will be an indicator of whether Laurier qualifies for this funding pool; whether the fact that Laurier has been implementing austerity measures, cutting costs and increasing efficiency over the past few years will count favourably with the province; and noting that depending on whether there are strings attached and their conditions, some funding might not be as desirable. Laurier will be able to demonstrate constraints

in place when the Strategic Mandate Agreement (SMA 4) is renegotiated next year.

2. **Governance Committee**, Chinyere Eni

- a. Enhanced Governance Practices: Proposed Board By-laws Revisions; Code of Conduct and Revocation of Policy 14.1, Confidentiality and Roles & Responsibilities

A process of review and consultation to edit the Board By-Laws has been underway for the past year. By-Law No. 1 and a new Code of Conduct were brought for approval, along with a revised Policy 14.2, Conflict of Interest for Board Members. The review work on the By-Laws included a gap analysis with new requirements in the Ontario Not-for-Profit Corporations Act (ONCA), aligning the By-Laws with this new legislation. Major areas of change to the By-Law was the addition of language on the eligibility to serve for students and others; and clarifications for conflicts of interest and quorum. Recent consultation with the WLU Faculty Association (WLUFA) suggests a further amendment to By-Law Section 4.c.2. and to the Code.

Board members discussed: extending the eligibility length of an employee's leave to 6 weeks, to allow, for example, someone on parental leave of five weeks to continue to serve on the Board; that for student members of the Board, to be in good standing equates to not being on probationary status; that language has been left somewhat flexible so that appeals to any decision on non-eligibility could be considered on a case-by-case basis; noting that more subjective reasons for non-eligibility require a Board vote.

Staff will make edits as discussed to extend the length of a leave as noted in the section on eligibility to serve, from 30 days to 60 days.

Motion (Ryan Eldred/Patricia Polischuk): That on the recommendation of the Governance Committee, the Board of Governors approve Board By-Law No. 1, General By-Law, as revised, effective July 1, 2024, as amended. Carried.

Motion (Mary Kelly/Peter Urquhart): That on the recommendation of the Governance Committee, the Board of Governors approve the Board Code of Conduct, as proposed and amended; thereby revoking 14.1 Confidentiality Policy for Members of the Board of Governors and an earlier Board-approved document, Roles & Responsibilities (2002), effective July 1, 2024. Carried.

- b. Policy 14.2, Conflict of Interest for the Board of Governors
This policy speaks to responsibilities for Board members regarding conflicts of interest. It was last updated in 2009, and has been revised to align with the proposed By-Law and Code of Conduct.
Motion (Ling Chu/Lindsay Lawrence): That on the recommendation of the Governance Committee, the Board of Governors approve Policy 14.2, Conflict of Interest for the Board of Governors, as revised, effective July 1, 2024. Carried.

C. FOR DISCUSSION

1. **Academic Update: Experiential Learning & Career Development**, Jan Basso
The Board received a presentation by the AVP, Experiential Learning and Career Development on services available and statistics noting engagement. Career development, community partnerships and co-op education are integral to the Laurier student experience. The vision is for all students to engage in all three elements as part of their Laurier experience. Co-op alternates study terms with periods of paid work, and is fully funded thru co-op fees, so operates at no cost to the University. Laurier is a nationally recognized leader in experiential learning and has been recognized as #1 nationally in a study of career services delivery. Students can record their experiential learning experiences as part of a non-academic 'transcript' which shows participation and competencies gained. Career-Integrated Learning in curriculum looks at real world competencies in course work.

Board members discussed: that labour market fluctuations can impact participation, noting that postings are down 20% this year; that Laurier ranks highly in these areas; that this area tracks 40 years of data on graduate outcomes; the evolving nature of careers and students ending up in non-traditional career paths; that the Career Centre usually sees students in later years rather than first-year students; that stats show student satisfaction with this area, due in part to the impressive dedication of staff to supporting students, which can lead to staff burnout; dramatic changes in the employment landscape over the past five years, with related changes to service delivery; and whether a decline in co-op postings negatively affect Laurier's stats.

2. **Reports from the Standing Committees of the Board**,
 - a. **Finance, Investments & Property Committee**, Jim Phillips
 1. 9-Month Fiscal Update, Zeynep Danis / Christine Dale
Staff provided fiscal results for Q3, noting that the consolidated operating and Ancillary performance shows a surplus of \$5.4M which is favourable to budget. Revenue results are favourable; as are salaries and benefits costs due to the impact of a recent pension valuation. Details were provided in the materials. Leaders and staff are continuing with austerity measures and monitoring financial metrics.
 2. 2024-2025 Budget Planning Process Update, Lloyd Noronha / Heidi Northwood
The Board received a presentation on budget drivers, building blocks, and incremental changes, as well as the budget pressures that contribute to a structural deficit.

Next year, one-time STEM funding of \$11.6 will be used to help offset the deficit. By 25-26, the University will be in more deficit due to inflation, salaries, etc. Leaders noted that looking ahead, a financial cliff awaits. Laurier has already cut \$28M from the budget over time, so further austerity will become more challenging.

The consolidated budget forecasts an Ancillary surplus for this year and next. This will go into the ancillary reserve for asset management and facilities renewal; it is not meant for the current operating fund.

b. Joint FIP/Pension Committees, Abas Kanu**1. WLU Pension Plan Funded Status at January 1, 2024**

Actuary Aon Hewitt provided a summary of the Plan's funded status as of Jan 1, 2024. The status shows the Plan as fully funded with a small surplus in going concern and solvency. The next filing of funded status is not due to the province until 2026.

3. Other Business: None.**D. IN CAMERA SESSION**

Motion (Simon Chan/Doug Treleaven): to move the meeting *in camera*. Carried.

E. CONSENT ITEMS

The Agenda, Minutes and items noted for Approval were approved by consent, with the exception of Item E.1.e., Policy 13.5, Naming of University Assets, which is postponed to a future meeting.

1. Items for Approval

- a. Agenda
- b. Minutes, Board of Governors, February 15, 2024
- c. Policy 7.1 Environmental/Occupational Health and Safety (EOHS) Annual Review
Motion: That on the recommendation of the Audit, Risk and Compliance Committee, the Board of Governors approve Policy 7.1, Environmental/Occupational Health and Safety, as revised.
- d. Revisions to Procedure 8.9 ELT Performance Planning & Assessment
Motion: That on the recommendation of the Compensation Committee, the Board of Governors approve Procedure 8.9 Executive Leadership Team Performance Planning & Assessment, as revised.
- e. ~~Policy 13.5, Naming of University Assets~~
~~**Motion: That on the recommendation of the Development Committee, the Board of Governors approve Policy 13.5, Naming of University Assets, as revised.**~~
- f. Board & Committee Dates Revised for 2024-25 and Proposed for 2025-26
Motion: That the Governance Committee recommend the Board of Governors approve the Board and Committee Dates for 2024-25 as revised and 2025-26 as proposed.

2. Items for Information

- a. Updates on Recent Activity of the Standing Committees
- b. KPMG Audit Planning Report
- c. Space Utilization Study Update
- d. Canadian Dollar Offered Rate (CDOR) Transition To Canadian Overnight Repo Rate Average (CORRA)
- e. Q4 Summary, Investment Performance – Hub Proteus
- f. Pension Annual Compliance Report
- g. Invitation to Convocation
- h. Link to [Donor Engagement: Thank You Video](#)
- i. Report on Senate Activities

Note: If you need assistance or have a question about this agenda or the Board of Governors, please contact the University Secretariat office, by email to alukin@wlu.ca.