

UNIVERSITY OF KING'S COLLEGE

BOARD OF GOVERNORS MEETING MINUTES

The University of King's College Board of Governors met by Zoom teleconference on Thursday, June 24, 2021, at 12:30 p.m.

PRESENT: Dr. Daniel BRANDES (Faculty Representative); Dr. Sarah CLIFT (incoming Vice-President); Dr. Gwendolyn DAVIES (Vice-Chair); Mr. Tom EISENHAUER (Co-opted Member); Mx. Jennifer GRAY (Secretary); Mr. Nick HARRIS (King's Students' Union President); Mx. Tessa HILL (King's Students' Union Representative); Professor Kim KIERANS (Faculty Representative); Professor William LAHEY (President and Vice-Chancellor); Dr. Laurelle LeVERT (Diocese of Nova Scotia and Prince Edward Island); Ms. Miriam MacQUARRIE (King's Students' Union Representative); Professor Susan NEWHOOK (Faculty Representative); Dr. Peter O'BRIEN (Vice-President); Mr. Stuart PATTILLO (Alumni Association Representative); Ms. Naomi ROSENFELD (Diocese of Nova Scotia and Prince Edward Island); Mr. Douglas RUCK, Q.C. (Chair); Mr. Paul THOMSON (Alumni Association President); Mr. Hugh WRIGHT (Diocese of Fredericton)

REGRETS: Ms. Katrina BEACH (Treasurer); Dr. Susan DODD (Faculty Representative); Mr. Bernard DOUCET (Co-opted Member); The Right Reverend David EDWARDS, Bishop of Fredericton (Diocese of Fredericton); The Right Reverend Sandra FYFE, Bishop of Nova Scotia and Prince Edward Island (Visitor); Ms. Jennifer LAURETTE (Alumni Association Representative); Supt. Don MacLEAN (Co-opted Member); Ms. Catherine MARTIN (Co-opted Member); Ms. Alex McCANN (Co-Opted Member); Ms. Stephanie McGRATH (Co-opted Member); Mr. Ian WHYTOCK (Alumni Association Representative);

BY INVITATION: Ms. Adriane ABBOTT (Advancement Director); Ms. Julie GREEN (Registrar); Ms. Katie MERWIN (Dean of Students); and Ms. Bonnie SANDS (Bursar).

STAFF: Mx. Janet HATHAWAY (minutes)

At 12:38 p.m., the Chair called the meeting to order.

(2021:13) PRAYER

The Vice-President read the College Prayer.

(2021:14) NECROLOGY

The Secretary read the Necrology.

The Chair asked Board members to take a moment of silence and think of the Muslim family that was struck down, the mass grave found at the Kamloops Residential School, and the recently discovered mass grave at the site of a former residential school in Saskatchewan.

(2021:15) CHAIR'S REMARKS

The Chair noted that it has been an extremely difficult period. The Chair noted that King's has a diverse student body and while it is important to recognize the fact that King's is making progress, there is still a long way to go. Under the leadership of President Lahey, the KSU, the Faculty, the staff, the Board of Governors, the University has seen great change, but the change must continue.

The Chair noted that the Board of Governors is in its own period of transition. Vice-President Peter O'Brien is departing, and there is a passing of the torch to incoming Vice-President, Sarah Clift. On behalf of the Board of Governors, the Chair welcomed Dr. Clift, spoke of her accomplishments and thanked her for taking on this task.

(2021:16) CONSENT AGENDA

A Consent Agenda addressing the following matters was circulated:

- a) Approval of Minutes of April 1, 2021
- b) Advancement Director's Report
- c) Advancement Committee Report
- d) Alumni Association Report
- e) President's Report
- f) Registrar's Report
- g) Meeting Schedule for 2022
- h) Human Resources Update
- i) Insurance Update
- j) Annual Report of the Information Access and Privacy (IAP) Administrator
- k) Academic Integrity Officer Annual Report
- l) Sexualized Violence Prevention and Response Officer Annual Report
- m) Equity Committee Annual Report
- n) Accessibility Officer Annual Report

The Secretary noted a small change in numbering of the Minutes but indicated it did not need to be removed from the Consent Agenda.

MOTION: (Davies/Rosenfeld) that the Consent Agenda be approved. CARRIED.

(2021:17) BUSINESS/DECISION ITEMS

a) Master of Fine Arts in Fiction

The Vice-President pointed out the proposal in the meeting package that follows the protocols of the University, Dalhousie, and the Maritime Provinces Higher Education Commission. He advised that the Master of Fine Arts in Fiction proposal is a new proposal but one that is modelled very closely on the highly successful Master of Fine Arts in Creative Nonfiction. The MFA in Fiction recognized the opportunity of extending the University's offerings. It is the result of very hard work and the strategic vision of several people, particularly Kim Pittaway, Stephen Kimber and Dean Jobb.

The proposal has gone through various stages of mandated approval in the Faculty of Graduate Studies, and it has passed through all the stages of administrative and academic approval at Dalhousie and at King's. Faculty approved this proposal go forward at its meeting in May on the recommendation of the Planning and Priorities Committee (P&P).

The Vice-President noted that the proposal recognizes that a certain degree of restructuring will be necessary in the School of Journalism to sustain a program like this, and that has gone through a period of discussion at the School and in Administration. It is anticipated that the necessary approvals will be in place to advertise the program for students to begin in the summer of 2022.

MOTION: (O'Brien/Kierans) that the Board approve that the Master of Fine Arts in Fiction program proposal advance from King's through the remaining external stages of approval at Dalhousie and the Maritime Provinces Higher Education Commission.

The President thanked the Vice-President and noted that he has played a critical role in shepherding this proposal. The President also acknowledged Roberta Barker, from Dalhousie, for moving this forward.

CARRIED.

b) Proposal for a Third Equity Hire

The Vice-President reminded the Board that at its April meeting the discussion and approval of the third and fourth equity hires were part of the original package. Two positions were filled for the coming academic year – Tim Clarke in the Foundation Year Program, and Brian Daly in Journalism for 2021-2022. The third and fourth equity hires were to be managed after discussion with P&P about where they would be assigned. The Vice-President referred the Board to the meeting package. P&P determined that the curriculum needs and filling out the quotient across the programs could do well with an additional equity hire on top of the two recommended. One is allotted to Journalism, and it is now proposed that there be two more equity hires, with the determination of where they fall in the program assignment to be made in consultation with Faculty in early fall this year.

MOTION: (O'Brien/Harris): that in addition to the two equity hires for 2022-23 approved in April 2021, the Board of Governors approve a third equity hire for either 2022-23 or 2023-24, with determination for which year to be made by administration in early September 2021. CARRIED.

At 1:06 p.m., Facilities Director Ian Wagschal joined the meeting.

c) Approval of Surveillance Policy

The President advised that the Director of Facilities Management, Ian Wagschal, had joined the meeting and had a short presentation on the new Surveillance Policy. Mr. Wagschal shared a presentation about the policy. He noted that there are controls in the policy. Only Facilities Management can install and operate surveillance equipment. The public will be made aware of where surveillance equipment exists. Access to surveillance images and data will be controlled and documented. Covert surveillance will only be permitted under exceptional time-limited circumstances and with the approval of the President. Accountability will be by a log. An annual report of surveillance activity will be provided to the Bursar, Senior Administrative Team, Sexualized Violence Prevention and Response Officer (SVPRO), and the Equity Officer; a summary of the annual report will be provided to the Board of Governors.

MOTION: (Lahey/Eisenhauer) that the Board of Governors approves the adoption of the Video/Image/Data Recording and Surveillance Policy. CARRIED.

At 1:10 p.m., Facilities Director Ian Wagschal left the meeting.

d) Approval of Revised Sexualized Violence Policy

The Vice-President advised that the SVPRO would be joining the meeting

At 1:14 p.m., Ms. Jordan Roberts, the SVPRO, joined the meeting. The Vice-President asked her to summarize the revisions to the Sexualized Violence Policy (Policy).

The SVPRO reminded the Board that it had asked the Sexualized Violence Prevention Implementation Advisory Committee (SVPIAC) to come back to the Board with updates to the Policy. The SVPIAC decided it was a good time to do a review of changes that could be easily made. The SVPRO described the various changes and edits.

The Vice-President thanked the SVPRO for her leadership and support and noted how transformative her presence on campus has been. He also thanked the members of the SVPIAC.

The Chair thanked the Vice-President for the work he had done, starting from the early days of the Policy.

MOTION: (O'Brien/Harris) that the Sexualized Violence Policy revisions as detailed in the Board meeting package be approved by the Board. CARRIED.

At 1:20 p.m., the SVPRO left the meeting.

e) Financial Support for International Students

The Bursar referred the Board to her memo in the meeting package. She noted that the University held a student consultation meeting on proposed changes to tuition and fees. Included in the proposed changes was the third of four years of increases in the differential fee at Dalhousie to international students, which also impacts King's students. This 14% increase in the differential fee in 2021-22 over 2020-21 affects the University's first, second and third-year students while students in their fourth year or higher would face a 3% increase. A proposal came from KSU that King's defer this increase. When the proposal was discussed, an alternative solution was proposed that instead of deferring the fee, King's would offer an award to international students to offset the amount of this increase. KSU also wanted a committee to be formed to discuss this in the fall.

MOTION: (Davies/Harris) that the Board of Governors hereby authorizes the provision of financial awards to all international students equivalent to the increase in the international differential fee they will be charged for 2021-22.

In discussion, the Bursar said that the budget impact is estimated to be \$69,000.

CARRIED.

f) 2020-21 Financial Statements

The Bursar advised that rather than taking Board members through the financial statements as she had in the past, she put together a brief slide presentation. She shared her screen with Board members and discussed 2020-2021 financial statement highlights.

i. Audited Financial Statements 2020-21

The University has an excess of revenue over expenses of \$2,100,000, versus a deficiency of \$300,000 in the previous year. This includes a large positive market value adjustment in the current year, which is not really a meaningful comparison, as investments are adjusted to market value. The unrestricted operating fund surplus is \$1,100,000, versus \$1,400,000 in the prior year. The surplus would have been a \$200,000

deficit in the absence of a \$1,300,000 one-time grant from the government for COVID-19 expenditures. The University had lower revenue this year than the prior year (roughly \$600,000), and expenses were lower (roughly \$200,000). Residence occupancy was down and the University lost revenue during the pandemic due to lost rental of facilities and conference services.

The Bursar discussed statements of financial position and cash flow highlights. Included in the highlights: capital assets increased due to the Tri-Bay residence renovation to \$4,700,000, offset by amortization of \$1,000,000. Deferred capital contributions saw a \$1,800,000 increase due to the Tr-Bays renovation contributions of \$2,200,000, offset by amortization of \$400,000. In respect of investing activities, the statements reflect the cumulative transfer of \$11,000,000 in investment assets to new investment managers, which took 26 months.

The Bursar showed a slide of the reconciliation of operating cash surplus with surplus per audited financial statements.

ii. Accountability Report – Framework for Investing Internally Restricted Funds

The Bursar spoke of the accountability report in the meeting package. The Board approved overall spending of \$1,850,000 a few years ago on student employment, recruitment, scholarships, and to establish initiatives. This schedule shows what was spent to date, a total spend of \$448,209.

Around 1:15 p.m., Mr. Wright joined the meeting.

iii. Resolution to Approve 2020-21 Audited Financial Statements

MOTION: (Brandes/Wright) that the Board of Governors hereby approves the University of King's College audited financial statements for the year ending March 31, 2021. CARRIED.

g) 2021-2022 Enrolment and Residence Occupancy

The Registrar presented the enrolment projection for fall 2021. She showed slides showing trends for admissions. A seven-year overview from 2015-2016 through 2021-2022 indicated an increase across the board in applications and in registration for new students that opened June 15 for new students.

She showed a slide of May 15 first-year deposits, which are up from last year. She noted that the trend line is looking good, rebounding from the challenges faced last year. The Journalism degree program's May 15 deposits have also rebounded.

She showed a slide of May 15 deposits for FYP by degree. Although she noted that a straight comparison to last year is not possible, she has reason to believe the strength in registrations of upper year students will increase in student enrolment this year. King's is also seeing a higher percentage of returning students.

The Dean of Students (Dean) showed a slide of Residence occupancy. She is confident that King's will be able to house at least 217 students this fall. There is a push to ensure all first-year students who want a room and apply by the deadline are able to secure a room.

The Dean spoke of the Residence COVID-19 safety plan, saying the three pillars are vaccination, self-assessment, and regular testing. The safety plan is less complex than last year's plan. She noted that the risk is vaccine hesitancy. It is important that students get vaccinated and share that information. The second risk is things may change. There could be an outbreak of variants. King's will have self-isolation spaces in a dedicated building on campus if needed.

The Chair thanked the Bursar and the Dean for their work on this and noted the work of Dr. Strang, who helped guide the efforts.

At 1:46 p.m., the Chair called for a 10-minute break.

At 1:57 p.m., the meeting resumed.

h) 2021-22 Operating Budget

i. Tuition, Ancillary & Auxiliary Fee Increases for 2021-22

The Bursar presented a summary of proposed 2021-22 tuition and fee changes, including:

- Arts and Science tuition fees: 3% increase
- Journalism tuition fees: 1% increase (the Board approved this in December 2019)
- MFA program: 2% increase
- International Differential fee: 3% plus \$1,473 (14% overall) (offset by financial awards discussed previously)

Ancillary and Auxiliary fees include 0% increases across the board with the following exceptions:

- Meal plan fees increase: 3.88% in accordance with the Chartwells' contract (CPI increase of 0.6%). Other factors that impact the increase include that (i) the minimum wage rate has increased; (ii) pandemic-related loss of revenue/increased costs; and (iii) there are four more board days in residence, 221 days versus 217 days in the prior year.
- The Dean spoke about the Residence room proposed fee structure and noted that the previous fee structure was outdated and did not reflect the amenities, size and condition of each room, such as more windows, a sink, etc. The proposed fee structure in the meeting package has a room differential based on the categorization of rooms. It is an overall revenue-neutral approach.

ii. 2021-22 Operating Budget

The Bursar discussed the 2021-22 Operating Budget, with adjustments since the April 2021 Board meeting. She advised that Residence room occupancy and enrolment projections have both increased and there is a higher operating cash surplus from 2020-21 to carryover to 2021-22 creating an improvement of \$1,700,000. The budget presented today has a \$263,000 operating cash surplus, while an operating cash deficit of \$1,400,000 was presented to the Board in April. The major risks regarding this budget are the pandemic. The budget assumes a return to substantial normalcy in the fall, including in-person instruction, double residence room occupancy, the gymnasium open, and possible rental of facilities to third parties. There is the ability to revert to online instruction if necessary. Occupancy will be safely maintained.

The Bursar showed a slide of the operating cash surplus budgeted for 2021-22 v. actuals for both 2020-21 and 2019-20. She said assumptions for 2021-22 are a headcount of 958 and 217 students in residence.

She showed a slide of revenue variance year over year, affected by higher total tuition and fees due to higher headcounts and residence occupancy; ancillary fees are affected by no study abroad or HYP in 2021-22 or 2020-21 and no athletic fee in 2020-21. Fiscal year 2020-21 included one-time provincial government funding for COVID-19 which is not anticipated in 2021-22.

The slide of COVID expenditures showed that University spent \$1,100,000 in 2020-21. The budget for 2021-22 is \$842,000 and includes the continuation of some contract salary positions as well as expenditures for safety/campus preparedness, equipment and marketing.

iii. Resolutions Regarding 2021-22 Operating Budget

MOTION: (Davies/Eisenhauer) Be it resolved that the Board hereby approves the proposed tuition and student fee increases for 2021-22 as presented.

Several Board members spoke against tuition increases.

CARRIED, with three contrary.

MOTION: (Kierans/Wright) that the Board hereby approves the University of King's College operating budget for the 2021-22 fiscal year.

Board members commented on the positive financial position for King's and congratulated the Bursar and her staff.

Board members asked about residence occupancy and safety and the shortage of student housing in the city. The Dean noted that there will be ongoing reviews of the number of required beds to be reserved for public health purposes.

CARRIED.

(2021:18) GOVERNANCE, HUMAN RESOURCES AND NOMINATING COMMITTEE

The Secretary, as chair of the Governance, Human Resources and Nominating Committee, proposed several motions, saying Board members whose names were nominated would be placed in a break-out room when they needed to leave the meeting while they were under discussion.

She thanked Pam Hazel and Janet Hathaway for their continued assistance.

a) Annual Meeting Resolutions

At 2:37 pm, the Chair left the meeting by being placed in a breakout room.

MOTION: (Gray/O'Brien) Be it resolved that the term of Mr. Douglas Ruck as a Co-opted Member of the Board is hereby renewed for a period of four years.

Be it further resolved that the term of Mr. Douglas Ruck as Chair is hereby renewed for a period of three years.

CARRIED.

At 2:38 pm, the Chair rejoined the meeting.

At 2:38 pm, Dr. Davies left the meeting by being placed in a breakout room.

MOTION: (Gray/Harris) Be it resolved that Dr. Gwen Davies is renewed as Vice Chair of the Board for a period of two years. CARRIED.

At 2:39 p.m., Dr. Davies rejoined the meeting.

MOTION: (Gray/Harris) Be it resolved that Ms. Katrina Beach is appointed as Treasurer of the Board until the next Annual Meeting of the Board and confirmed as Chair of the Finance, Audit and Risk Committee. CARRIED.

b) Members and Committees

At 2:41 p.m., Mr. Eisenhauer and Mr. Wright left the meeting by being placed in break-out rooms.

MOTION: (Gray/Kierans) Be it resolved that the term of Mr. Tom Eisenhauer as a Co-opted Member of the Board is hereby renewed for a period of two years and he is confirmed as Chair of the Investment Committee. CARRIED.

Be it resolved that Mr. Hugh Wright is confirmed as the Chair of the Campus Planning Committee until the next Annual Meeting of the Board. CARRIED.

At 2:41 p.m., Mr. Eisenhauer and Mr. Wright rejoined the meeting.

MOTION: (Gray/ Harris) Be it resolved that Ms. Stephanie McGrath is confirmed as a member of the Advancement Committee. CARRIED.

MOTION: (Gray/Davies) Be it resolved that Ms. Catherine Martin is confirmed as a member of the Equity Committee until the next Annual Meeting of the Board. CARRIED.

At 2:42 p.m., the Secretary left the meeting.

MOTION: (Wright/Eisenhauer) Be it resolved that Mx. Jennifer Gray be appointed as Secretary of the Board and of the Executive Committee and a member of the Governance, Human Resources and Nominating Committee until the next Annual Meeting of the Board. CARRIED.

At 2:43 p.m., the Secretary rejoined the meeting.

c) Appointment of Auditors of the University and Confirmation of Committees of the Board and Membership (where required)

MOTION: (Gray/O'Brien) Be it resolved that KPMG LLP are appointed as auditors to the University until the next Annual Meeting of the Board.

Be it further resolved that until the next Annual Meeting of the Board, the following Committees are confirmed and as applicable, the membership hereby confirmed or appointed:

- **Equity;**
- **Honorary Degrees;**
- **Advancement;**
- **Board of Appeal and Discipline;**
- **Executive (committee and membership);**
- **Campus Planning (committee and membership);**
- **Finance, Audit and Risk (committee and membership);**
- **Governance, Human Resource and Nominating; and**
- **Investment.**

CARRIED.

d) Terms of Reference Amendments

MOTION: (Gray/Harris) Be it resolved that the Terms of Reference for the Investment Committee be amended in paragraph (i) of Section A. General Investment Oversight to read: “Ensuring that an annual report covering the University’s Endowment Funds and related policies, including the Responsible Investing Policy...”. CARRIED.

(2021:19) KING'S STUDENTS' UNION (KSU) REPORT

The KSU President noted highlights from his report: the KSU is working hard on Orientation Week, with the theme “Onward”. The KSU is doing a mix of in-person events and online for those who might be hesitant to attend in-person. Second-year students are being invited so they can get to know people.

The KSU President reported that the KSU Council had an emergency meeting upon the revelation of the bodies at the Kamloops Residential School. The KSU wrote letters to the Prime Minister, the Minister of Indigenous Affairs, and the local Member of Parliament, urging Federal Government leaders to act. The KSU committed to working in tandem with the University to implement some of the Truth and Reconciliation Commission’s Calls to Action.

The KSU President advised that student businesses will be coming back this year – the Wardroom and the Galley will be open in the fall.

In respect of the health plan this year, additional mental health resources for students will be provided coming out of a time of social isolation. There is no additional cost to students for the health care plan because of some surpluses. That will continue over the next three years.

Finally, the KSU President reported that the next thing is a social media vaccination campaign to encourage the King’s community to get vaccinated.

(2021:20) VICE-PRESIDENT’S REPORT

The Vice-President, delivering the final report of his term, noted that the Carnegie hiring process is continuing but probably will not be completed by the first of July. Dr. Clift will continue this process as Vice-President. He also noted an array of student employment opportunities. He advised that these opportunities were largely due to the hard work of Joanna Sheridan, who put in a lot of effort to develop those programs and make them available.

The Vice-President reported that Janet Hathaway is retiring from the role of Interim University Librarian, so a University Librarian hiring committee has been struck.

The Vice-President noted that this was his last meeting and thanked Pam Hazel and his colleagues in senior administration. He noted that the President has been an incredible leader through difficult times. He thanked Kim Kierans for ushering him into the role and thanked the students he has worked with during his tenure. The Vice-President also thanked the Board.

The Chair commended the Vice-President for his service. Board members spoke of the Vice-President’s many contributions to the University.

Finally, Dr. O’Brien thanked the Dean for her support.

(2021:21) PRESIDENT'S PERSONNEL RECOMMENDATIONS

The President presented his list of personnel recommendations.

At 3:06 p.m., Dr. Clift left the meeting and went into a breakout room.

The President advised that the candidate for the Equity Officer position has been filled and their appointment is effective July 1, 2021.

MOTION: (Lahey/O'Brien) that the Board approve the appointments and reappointments as set out in the President's Personnel Recommendations.

CARRIED.

At 3:10 p.m., Dr. Clift rejoined the meeting.

Board members noted that Canada Day will mark the start of the President's second term.

(2021:22) OTHER BUSINESS

There was no other business.

(2021:23) IN CAMERA

MOTION: (Gray/Lahey) that the Board of Governors enters an *in camera* discussion.

CARRIED.

The meeting moved to an *in camera* discussion at 3:17 p.m.

MOTION: (Gray/Wright) that the Board of Governors moves out of the *in camera* discussion.

CARRIED.

The meeting of the Board of Governors' Executive Committee was adjourned at 3:50 p.m.

Respectfully submitted,

Douglas Ruck

Jennifer Gray