

**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, September 29, 2022, at 12:30 p.m.

<b>Last Name</b>	<b>First Name</b>	<b>Title</b>	<b>Present</b>	<b>Regrets</b>
BEACH	Katrina	(Co-opted Member)		X
BRANDES	Dr. Daniel	(Faculty Representative)		X
CLIFT	Dr. Sarah	(Vice-President)	X	
DAVIES	Dr. Gwendolyn	(Vice-Chair)	X	
DEANE-LITTLE	Debra	(Chancellor)	X	
DOUCET	Bernard	(Co-opted Member)		X
EDWARDS	Archbishop David	Archbishop of Fredericton	X	
EISENHAUER	Tom	(Co-opted Member)	X	
FYFE	The Right Reverend Sandra	Bishop of Nova Scotia and Prince Edward Island		X
GIBBS	Victoria	(King's Students' Union President)	X	
GLOWACKA	Dr. Dorota	(Faculty Representative)		X
GRAY	Jennifer	(Secretary)	X	
HILL	Tessa	(King's Students' Union Representative)	X	
LAHEY	Prof. William	(President and Vice-Chancellor)	X	
MacLEAN	Supt. Don	(Co-opted Member)	X	
MACLENNAN	Dale	(Co-opted Member)	X	
MALLOY	Adrienne	(Co-opted Member)	X	
MARTIN	Catherine	(Co-opted Member)		X
McCANN	Alex	(Co-opted Member)		X
McGRATH	Stephanie	(Alumni Association Representative)	X	
MORRIS	Dr. Kathryn	(Faculty Representative)	X	
PATTILLO	Stuart	(Alumni Association Representative)	X	
ROSENFELD	Naomi	(Diocese of Nova Scotia and Prince Edward Island)		X
RUCK, Q.C.	Douglas	(Chair)	X	
SHARP	Sam	(King's Students' Union Representative)	X	
THOMSON	Paul	(Alumni Association Representative)		X
TOUGHILL	Prof. Kelly	(Faculty Representative)	X	
WHYTOCK	Ian	(Alumni Association President)		X
WRIGHT	Hugh	(Diocese of Fredericton)		X

By invitation:

Last Name	First Name	Title	Present	Regrets
ABBOTT	Adriane	(Advancement Director)	X	
GREEN	Julie	(Registrar)	X	
MERWIN	Katie	(Dean of Students)	X	
ROBERTS	Jordan	(Sexual Health and Safety Officer)	X	
SANDS	Bonnie	(Bursar)	X	

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

**(2022:27) PRAYER**

The Chair noted the destruction caused by Hurricane Fiona. Archbishop Edwards delivered a prayer for those affected by the storm in Atlantic Canada, particularly in Port aux Basques, NL. The Archbishop also noted the upcoming National Day for Truth and Reconciliation.

**(2022:28) NECROLOGY**

The Secretary read the Necrology. A moment of silence was observed.

The Director of Advancement and the Chair noted the generosity of John Bragg, who recently provided a \$300,000 gift to the University.

**(2022:29) CONSENT AGENDA**

A Consent Agenda addressing the following matters was circulated:

- a) Approval of Minutes of the meeting of June 23, 2022
- b) Other reports from officers or Committee Chairs, as available
  - i. Bursar's Report
  - ii. Advancement Director's Report
  - iii. Registrar's Report
- c) Investment Committee Report
- d) Department of Facilities Management Report to Campus Planning Committee
- e) President's Report
- f) Vice-President's Report

The Chair declared the consent agenda approved as presented for this meeting.

**(2022:30) CHAIR REMARKS**

At 12:36 p.m., Jordan Roberts, the Sexual Health and Safety Officer (SHSO), arrived.

The Chair noted that lingering health issues are hindering his ability to be online for extended periods and thanked the Vice Chair and the Secretary for assisting with the Executive meeting.

**(2022:31) BOARD ACTION PLAN TRAINING AND UPDATE ON IMPLEMENTATION OF THE ACTION PLAN**

The President advised that training would take place first, with an update following.

The SHSO reported that training on the King's Sexualized Violence Policy as well as resources/supports at King's are being offered to students, as well as to staff and faculty at upcoming meetings.

The SHSO then provided the Board with a comprehensive training session on the King's Sexualized Violence Policy.

The Dean of Students thanked the Board for the opportunity to conduct the training. She then proceeded to provide an update. She noted the Independent Review was initiated in 2021. The Interim Report from Rubin Thomlison LLP focussed on campus life and made certain recommendations to King's for action, which have now become part of the Action Plan for a Culture of Respect & Consent (the Action Plan).

The Dean of Students referred Board members to the Action Plan in the materials and delivered a presentation reviewing the recommendations from the Interim Report in detail and summarizing King's response to each.

Concerning the recommendations that supports to be put in place, the Dean of Students welcomed input from the Board on support. She noted that increased supports will be provided in the form of in-person and virtual support spaces, including but not limited to, one-on-one opportunities and bringing in trauma-informed facilitators.

In addition to the training provided to the Board today, the SHSO noted that she has hired a Student Educator. The SHSO's office is working with the University's HR Manager (Pethrona Russell) concerning onboarding. A course is being provided on Brightspace that was developed as part of the SHSO's work with a provincial subcommittee. On the issue of whether or not to make training mandatory, currently the focus has been on encouraging and making such training part of the expectations of joining the community at King's; considering how to incentivize members; and make training accessible to ensure it is completed. The SHSO noted that the door is open for making training mandatory if engagement is lower than expected. There has been a lot of engagement to date without a mandatory requirement.

The SHSO highlighted training activities with the KSU as part of Orientation Week.

The SHSO reported that she is working with the Vice-President on faculty engagement. The faculty conversation is one that needs to be led by faculty. The SHSO and Vice-President have developed a discussion guide and are starting conversations in small groups of faculty. This will likely extend to the larger Faculty Committee. The University is also conducting a cross-country policy review on staff and student relationships, which will involve community consultation and research on best practices.

The Dean of Students noted that the University is collaborating with the communities and the organizations that exist to support equity-seeking groups. King's has hired a Student Support Advisor. Under their leadership, using the National Standard for Mental Health and Wellbeing of Post-Secondary Students as a guide, the University will seek to further diversify the types of supports and services available. She advised that 103 of 192 residence students have self-identified as wanting early intervention support. The Dean of Students also referenced co-hosting an Education and Policy Consultant with Dalhousie and SMU.

1:25 p.m., Stephanie McGrath rejoined the meeting.

The Dean of Students advised that this effort will also include working with people who have caused harm.

With respect to recommended enhancements and changes to the Policy, the Dean of Students noted the efforts of the SHSO in preparing a draft for review and lauded the SHSO generally for her leadership.

The Chair remarked on the efforts of the team surrounding the release of the Interim Report and thanked all involved for their work.

The SHSO noted that enhanced supports will be put in place for the release of the Final Report proactively, including as may be necessary for Board members.

## **(2022:32) BUSINESS/DECISION ITEMS**

### **a) Enrolment Update**

At 1:32 p.m., the SHSO left the meeting.

The Registrar reminded the Board that the enrolment projection model is also used for financial/budgeting purposes. The model looks at trends over the last number of years. There is an 8% increase in enrolment over the past five years, which is quite extraordinary.

The Registrar directed Board members to the materials, where she noted there is a “high” and “low” forecast for the October 15 add/drop date.

On enrolment, the Registrar noted that the University is up over last year and holding its own but is not at the level forecasted earlier in the cycle.

### **b) Residence Occupancy Report**

The Dean of Students noted that as of move-in day, there were 263 students in residence. Residence is “full to the brim,” with some students living in temporary spaces to accommodate demand. The University was able to offer all first-year students a place in residence and the University is on track to be within anticipated withdrawal numbers. Increasing capacity has been accomplished by the conversion of some single to double rooms, with additional temporary accommodation in common areas. The University has also reached out to the community and is working with Dalhousie and the Province regarding the housing crunch. Housing challenges are reflected in the number of returning students seeking to live in residence.

Board members asked about reasons for students not returning to campus. The Registrar indicated that some have made decisions based on concern about the housing situation. Her office is conducting a survey of students who chose not to come to King’s. Until that data is available, the Registrar noted that it may be a combination of factors, including wanting to stay closer to home for various reasons (COVID, inflationary increases, etc.). The University is trying to learn more and is looking at the conversion rate data. There are no real trends apparent by region, but the conversion rates by program are more striking.

The President noted that there will always be attrition between September 1 and October 15. This is an expected part of operations. The overriding message for the Board is stability from last year. Last year’s enrolment numbers saw a significant increase. King’s maintained that increase this year, which in the circumstances should not be taken for granted. That is an achievement.

Board members asked whether there was an update on the number of King’s students who are still looking for housing. The Dean of Students advised that she is not aware of any students at this moment seeking housing.

The Chair thanked both the Registrar and the Dean of Students for their reports.

At 2:01 p.m., Tom Eisenhauer left the meeting.

### **c) Financial Update**

The Bursar noted that while the Board approved in June an \$82,000 operating cash surplus, there is now forecast to be a deficit this year. The Bursar presented updated forecasted ranges:

1. Best case scenario: a 972 headcount (with a FYP class of 221 students). This will result in a \$38,000 projected deficit.
2. Worst case scenario: a 960 headcount (with FYP class of 216 students). This will result in a \$138,000 projected deficit.

The Bursar also advised that utilities are negatively impacting the bottom line. There has been a 225% increase in natural gas costs and other utilities are trending upward – roughly \$156,000 higher. Conference Services had a good season.

The Bursar noted that the deficit will need to be financed with internally restricted funds. Her office will be working with departments to do everything to balance the budget for year-end.

### **d) Update on internationalization strategy**

The President advised that the work done over the last year on internationalization was an *internationalization strategy*, not an *international students strategy*. He noted the importance of acknowledging the full range of perspectives as to how internationalization must be done if done correctly. Recruitment and retention of more international students are vitally important to the future of King's, in addition to everything else that internationalization can bring to the community.

The Registrar acknowledged the work of Kim Gosse. The report in the Board materials is presented as a draft report.

The Registrar noted the requirement for a comprehensive system of supports to ensure international students can be successful. The University will need to look at what supports have been put in place and what will be required. A vast majority of students are from the United States with few different cultural expectations. However, as the plan considers and suggests diversification of the student population, this may require a different approach.

Potential markets identified include: the United States, Bermuda and the Caribbean, IBO and GCSE schools, Latin America and India. There may be a possibility of students starting in their home countries (1+2 or 2+2).

Board members inquired about collaboration with other institutions, such as SMU. The Registrar noted that there are joint institutional efforts through EduNova, but that it makes the most sense at this time to move forward with Dalhousie.

Board members asked what percentage of students are from Nova Scotia. The Registrar estimated about 30 to 35%.

The President noted that Dalhousie President Sani was of the view that there is a unique opportunity to recruit internationally for students in humanities, with King's being seen as an asset in successful recruitment of humanities students.

Board members inquired about various recruitment strategies, including private UK schools and "reactive" marketing. The Registrar noted that the desire is to avoid a scattershot approach and it will likely take three to five years to see sustained recruitment growth.

Board members asked about communications with previous international students at the University. The Registrar felt that more was needed but noted that international student input was part of the current report.

**e) Authority to Bind the University – TD Asset Management Agreements**

The Bursar noted that TD Asset Management, King's sole investment manager, was seeking evidence that the relevant agreements signed between the University and TD Asset Management were executed in accordance with an "authority to bind" policy or governing document and that the individuals who executed such agreements had the authority to enter into such agreements on behalf of the University. A general "authority to bind" document for the University could not be located, so it was determined that a motion would be required.

**MOTION: (MacLennan/Clift) that**

**(a) The entering into by the University of the following agreements with TD Asset Management:**

- **Amended and Restated Investment Management Agreement; and**
- **Subscription Agreement for Client-Directed Purchases of Alternatives Funds,**

**substantially in the form presented to the Board for its review (the "Agreements"), together with such amendments as both the President and the Bursar (acting together) shall approve (such approval to be evidenced by such written document as authorized hereby), and the performance of the University's obligations thereunder, is hereby approved and authorized.**

**(b) The President and the Bursar, acting together, are hereby authorized and empowered to execute and deliver the Agreements for and on behalf of the University, and whether under seal or otherwise.**

**(c) The entering into by the University of all documents, agreements and other instruments (the "Other Documents") as may be considered necessary or desirable in connection with the Agreements is hereby approved and authorized.**

**(d) The President and the Bursar, acting together, are hereby authorized and empowered to execute and deliver the Other Documents for and on behalf of the University, and whether under seal or otherwise, and to do or cause to be done all such actions and things as they may consider necessary or desirable in connection with the Agreements, the Other Documents or otherwise in order to fulfill the intent of the foregoing resolutions.**

**CARRIED.**

At 2:26 p.m. the Board took a break.

At 2:38 p.m. the meeting resumed. Kelly Toughill left the meeting.

**(2022:33) GOVERNANCE, HUMAN RESOURCES AND NOMINATING BUSINESS AND CHAIR'S REPORT**

The Secretary, as Chair of the Governance, Human Resource and Nominating Committee advised that no report was tabled for this meeting.

**(2022:34) UPDATES FROM OTHER COMMITTEES**

The President advised that he has encouraged the Investment Committee to provisionally decide the level at which withdrawals from the total portfolio could jeopardize the security of the University's capital. The Board will hear more about this in the immediate future.

**(2022:35) KING'S STUDENTS' UNION (KSU) REPORT**

The KSU President advised that Orientation Week was very successful. This was the first fully attended O Week since 2019 and received compliments from students and parents.

The KSU is getting organized for student support on campus. The KSU President noted that the Day Students Lounge was opened during the hurricane and the KSU is establishing an emergency planning committee for future events like power outages.

There have also been significant conversations regarding international students and students left behind on campus. While this is much less than the last few years, there are always a number of students unable to go home and the KSU is looking to better support these students.

The KSU is planning its fall general meeting to elect members to committees.

**(2022:36) UPDATES FROM THE PRESIDENT**

The President noted he had taken little vacation because of illness and then the passing of his father. This was the first time he had designated the Vice-President as Acting President and acknowledged the Vice-President for the amazing job she did as Acting President.

The President noted that the whole Senior Administration Team equally demonstrated they could operate with high efficiency without him and highlighted some of their accomplishments:

- The Dean of Students, the Registrar and teams developed the Action Plan, executed on enrolment decisions, dealt with housing issues and successfully intervened to assist students seeking housing.
- The Bursar and her team implemented the first of three components of an overhaul of the HR system for staff, in addition to concluding the Alex Hall accessibility project, which was on time and on budget.
- This was a big summer for King's public profile and the President noted that King's was featured positively in the news more this summer than in the previous six years. He noted the excitement around the cohort program for Mi'kmaw students, which he acknowledged was due to the efforts of Trina Roache. There is real enthusiasm in the 13 Indigenous communities. He also noted the efforts of the Advancement Director and her office in the associated communications.

The President acknowledged the incredible team leading the organization on the administrative side and personally thanked them for supporting him during an incredibly challenging time.

The President then touched on the discussions with HRM around heritage status for King's buildings. The President noted he is a conservationist at heart and is predisposed to making the designation official, but there are associated restrictions that can slow down and make expensive any building updates. This process is still in motion and will be brought to the Campus Planning Committee.

The President noted that King's is at an important moment. The University has committed itself to future expenditures. Revenue needs to respond positively. While enrolment is an accomplishment, there remains a possibility of a diverging gap between expenditures and revenues as the University's ability to increase enrolment from existing sources may be limited. Historically, King's had a deficit that grew large very quickly and required an internal plan to secure provincial funding. Internationalization is a hugely important part of minimizing the expenditure/revenue gap.

The Treasurer is collaborating with the Bursar, the President and the Registrar to look at projections to increase confidence in what the outer years will look like. The University is also looking for opportunities to adjust expenditures where possible.

At 3:00 p.m., Stuart Pattillo left the meeting.

**(2022:37) UPDATES FROM THE VICE-PRESIDENT**

The Vice-President directed Board members to her report in the Board materials. She noted the launch of the School of Journalism, Writing and Publishing.

The Vice-President advised that a considerable amount of time has been spent (and will be spent) on faculty recruitment. She expressed enthusiasm for the four tenure track positions that will be hired in one year, three of which are the diversity hires that the Board has approved.

The Vice-President also noted the hiring of the new Chapel Choir Director, Neil Cockburn.

**(2022:38) PRESIDENT'S PERSONNEL RECOMMENDATIONS**

The President expressed his appreciation for the work of Liz McElroy with her assistance generally and in particular with the preparation of the Board package.

The President noted that among the personnel recommendations to be considered, he was pleased to note that Kim Pittaway has been appointed Interim Director of the Writing and Publishing Program in the School of Journalism, Writing and Publishing.

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

**(2022:39) OTHER BUSINESS**

There was no other business.

The President noted again his appreciation to the members of the Senior Administration Team and the Vice-President for their support during the passing of his father. The Chair expressed the Board's support for the President and his family during this difficult time and spoke in remembrance of the President's father.



(2022:40) *IN CAMERA*

**MOTION:** (Gray/Ruck) that the Board of Governors enter an *in camera* discussion with the Bursar present. **CARRIED.**

The meeting moved to an *in camera* discussion at 3:09 p.m.

**MOTION:** (Gray/Ruck) that the Board of Governors move out of the *in camera* discussion. **CARRIED.**

The meeting of the Board of Governors was adjourned at 3:25 p.m.

Respectfully submitted,

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Douglas Ruck

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Jennifer Gray