

**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, March 23, 2023, 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              |                |
| BOOS             | Stephen                   | (Faculty Representative)                                      |                | X              |
| BRANDES          | Dr. Daniel                | (Faculty Representative)                                      |                | X              |
| CLIFT            | Dr. Sarah                 | (Vice-President)  | X              |                |
| DAVIES           | Dr. Gwendolyn             | (Diocese of Fredericton)                                      | 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 (12:40)      |                |
| FYFE             | The Right Reverend Sandra | Bishop of Nova Scotia and Prince Edward Island                |                | 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              |                |
| LENFESTY         | Ms Tracy                  | (Faculty Representative)                                      | X              |                |
| MacLEAN          | Supt. Don                 | (Co-opted Member)   | X              |                |
| MACLENNAN        | Dale                      | (Co-opted Member)   | X (12:43)      |                |
| MALLOY           | Adrienne                  | (Co-opted Member)   | X              |                |
| MARTIN           | Catherine                 | (Co-opted Member)   | X              |                |
| McCANN           | Alex                      | (Co-opted Member)   | X (12:47)      |                |
| McGRATH          | Stephanie                 | (Alumni Association Representative)                           |                | X              |
| MORRIS           | Dr. Kathryn               | (Faculty Representative)                                      | X              |                |
| PATTILLO         | Stuart                    | (Alumni Association Representative)                           |                | X              |
| ROSENFELD        | Naomi                     | (Vice-Chair; Diocese of Nova Scotia and Prince Edward Island) | X              |                |
| RUCK, Q.C.       | Douglas                   | (Chair)   | X              |                |
| SHARP            | Sam                       | (King's Students' Union Representative)                       |                | X              |
| SWICK            | David                     | (Faculty Representative)                                      | X              |                |
| THOMSON          | Paul                      | (Alumni Association Representative)                           | X              |                |
| TOLA             | Natalia                   | (Interim King's Students' Union President)                    |                | 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       |         |
| CARTER    | Terra      | (KSU Participant)      | X       |         |
| GREEN     | Julie      | (Registrar)            | X       |         |
| MACDONALD | Susan      | (Minutes)              | X       |         |
| MERWIN    | Katie      | (Dean of Students)     | X       |         |
| SANDS     | Bonnie     | (Bursar)               | X       |         |

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At 12:32 p.m., the Chair called the meeting to order.

**(2023:02) PRAYER**

Catherine Martin opened the meeting with words of prayer.

At 12:40 p.m. Tom Eisenhauer arrived.

**(2023:03) NECROLOGY**

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

The Chair noted the passing of the Vice-Chair's grandmother and asked the Board to include her in the Board's thoughts and prayers.

At 12:43 p.m. Dale MacLennan arrived.

**(2023:05) CHAIR REMARKS**

The Chair noted the many challenges the University and society as a whole have faced over the past few years: COVID, the war in Ukraine, and Black Lives Matter to name just a few. These challenges have not left and universities are on the front line.

The President's recent address to the University community represents a moment of great significance. King's is at a point of transition.

At 12:47 p.m. Alex McCann arrived.

The Chair asked: how does King's take this opportunity to demonstrate in a meaningful way that it is different? How does the University show students and the community that the University has changed? How does King's demonstrate that it is not the university that was defined in the Scholarly Inquiry on Slavery? The next steps are up to the University – the responsibility rests with the Board and there is a great deal of work ahead. The time has come to make those changes. The University has been dealing with crises throughout - financial, political, and social. Hopefully, King's can now look at how the institution

moves forward. This will take discussion and time. The Chair advised that the University cannot return to how things were previously done. He noted reconstitution of the Equity Committee is needed.

The Chair's own health has played a role in his own effectiveness. One cannot guarantee health and succession planning should be considered in that as well. The Chair indicated that he was delighted to have Naomi Rosenfeld in the role of Vice-Chair and acknowledged the efforts Gwen Davies previously in that role. The Chair noted that the former Vice-Chair took the helm despite her own challenges and for that he was grateful.

The Board discussed movements in the agenda to accommodate timing constraints.

**(2023:04) CONSENT AGENDA**

A Consent Agenda addressing the following matters was circulated:

- a) Approval of Minutes of the meeting of September 29, 2022
- b) Approval of the December 2022 Email Resolutions
- c) Approval of the March 2023 Email Resolutions
- d) Bursar's Report
- e) Advancement Office Report
- f) Advancement Committee Report
- g) Facilities Management Report
- h) Registrar's Report

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

**(2023:06) BUSINESS/DECISION ITEMS**

**a) Investment Committee Report – Approval of the SRIP&G (Statement of Responsible Investment Policy & Goals)**

The Chair of the Investment Committee, Tom Eisenhauer reminded members that there was an update on investment performance in September 2022. The main business item to be considered here is formal approval of the updated SRIP&G and wording updates and adjustments based on the technical requirements of the investment manager. The Responsible Investing Policy has been merged with the Statement of Investment Policy & Goals and the Investment Committee will still report annually on this merged document.

The Investment Committee Chair also reported that TD Asset Management advised that the University's investments were not impacted by credit challenges with various bank failures, including banks in the US and Credit Suisse, other than through general market volatility.

In response to questions from Board members, the Investment Committee Chair noted that he is impressed with TD Asset Management – in particular, the level of willingness to talk about goals. TD has confirmed they can work well within the guidelines.

The Investment Committee Chair also noted that there are two vacant positions on the committee. It was decided to take an open and transparent approach to filling those vacancies – these have been posted publicly on the University's website. There have been two good candidates who have expressed interest. The Committee decided to hold open the advertisement for a little while longer to seek greater diversity of candidates. It is expected that by the time the Board meets next, there will be two members to confirm.

**MOTION: (Eisenhauer/Wright) that the Board approve and adopt the Statement of Responsible Investment Policy & Goals. CARRIED.**

**b) Approval of the University's Accessibility Plan**

The Vice-President provided a brief overview of how the plan was developed. She noted that there are seven pillars - seven aspects that had to be compliant with accessibility standards by 2030. Two working groups were established: academic and non-academic (which included the built environment, communications, services, and employment). In 2021 and 2022, the University held a series of consultations through the Accessibility Advisory Committee (AAC), which was chaired by the Vice-President and the Dean of Students. In March 2022 the University submitted a full three-year plan (presently in the Board's package) to the Province's Accessibility Directorate. King's was the first to submit its plan and the Vice-President noted that King's was "punching above its weight" on the plan.

The goal is to have a fully accessible campus by 2030. There is a three-phase project – King's is a little behind on the Phase 1 timeline but has hired a full-time Accessibility Officer. The new Accessibility Officer, Michelle Mahoney, was unable to make it to the Board meeting today but will be introduced to the Board in the future.

Board members asked how King's can achieve a fully accessible physical campus by 2030. The Vice-President advised that the Director of Facilities Management, Ian Wagschal is working with Michelle Mahoney on this. For example, there is capacity in the Arts & Administration Building for an elevator. Some buildings may be more challenging based on heritage status. The Vice-President advised that the Director of Facilities Management (not present) could speak more on this issue.

Board members requested that the Board receive regular reporting on the Accessibility Plan and accessibility efforts on campus. The Vice-President agreed.

**MOTION: (Clift/Gray) That the Board of Governors approve and adopt the multi-year King's Accessibility Plan. CARRIED.**

**c) Ratification of agreement – UKCTA and the University**

The Vice-President noted that the negotiations with the UKCTA were some of the most pleasant series of meetings she has participated in all year and there were no major points of contention between the parties. Three or four meetings were required to resolve all points.

The Vice-President provided a broad overview of the issues in the meeting materials, which included such items as job postings, teaching assessments, and limited basis appointments for senior fellows (rather than waiting for a failed search). The University agreed to allow senior fellows who wish to have a second term to submit an application at the same time as other applicants. The final agreement also included a salary increase which matched the Dalhousie Faculty Association salary increases received by permanent King's faculty members.

The Bursar noted the skill of the Vice-President in the negotiations and the Chair thanked both the Vice-President and the Bursar for their work on the matter.

**MOTION (Clift/Beach): that the Board ratifies the Bargaining Settlement with the University of King's College Teachers' Association (UKTCA). CARRIED.**

#### **d) Financial – 3<sup>rd</sup> Quarter Update**

The Bursar reminded the Board that in December there was a forecast deficit of \$170,000. The University is now looking at a break-even forecast. The year-end for the University is next week.

Several positive adjustments have been made since September: with respect to steam heat, it was a warm winter and Dalhousie's natural gas prices have come down (reduced, but still over budget). There were other savings of \$123,000.

Only seven of the 46 international students (or 15%) requested bursary funding, representing only 26% of the international bursaries budget. The 2022-23 other student support budget included tuition waivers for students formerly in the foster care system and tuition waivers for Indigenous students. Waivers were not fully utilized as budgeted.

The University did experience a lower winter retention rate than predicted; however, there were fewer residence withdrawals and higher meal plan commissions.

The Treasurer noted that uncertainty continues and further planning will be done over the next few months to manage those uncertainties.

#### **e) International Student Tuition**

The Registrar directed Board members to the full report of the international student tuition subcommittee (of the Budget Advisory Committee) in the meeting materials. She noted that the subcommittee's terms of reference are also in the package.

The Registrar advised that the subcommittee chose to get current and past applicant and student feedback. Feedback indicated that international students prefer the guaranteed tuition model that Dalhousie has pursued. The subcommittee recommended staying on track with Dalhousie as international students will know how much tuition will be for the four or five years of school at Dalhousie/King's. This will result in significant increases in tuition for the incoming cohort for the first year, but as this option allows for predictability it is the preferred option.

The Registrar touched on other items in the report: international student bursaries will continue to be awarded on top of other international scholarships and bursaries. The University will continue to do very broad-based publicity around the international bursary program and there will be a communications plan unveiled over spring and fall. The KSU has also been involved.

Board members asked about increases in international student financial awards. The Bursar advised that \$90,000 was made available this year and that she has incorporated \$100,000 in next year's budget based on the increase in international tuition next year. The Registrar noted that making larger amounts of bursary funds available to students has a bigger impact on individual students rather than an "across the board" amount.

**MOTION: (MacLennan/Lahey) that King's adopt the approved Tuition Guarantee Model proposed by Dalhousie for the Faculty of Arts and Social Sciences and Faculty of Science for all undergraduate King's students commencing in Fall 2023/24. CARRIED.**

### **f) Enrolment Update/Residence Occupancy Report**

The Registrar provided an update as of March 1 – there has been a slight downturn in application numbers with a decrease in applications in FYP and Journalism overall and increased enrollment in the new MFA in fiction. Concerning regions: there has been a dip in the number of students from Ontario. The University is focused on conversion efforts, resulting in increased on-campus tours, additional open houses, and financial awards for the incoming cohort.

The Dean of Students reported an increase in residence applications for incoming students (over 220 applications).

The Registrar noted that among current students there is a little dip in retention. The University has a lot to be proud of with the number of students continuing studies, particularly where universities are seeing declines.

The President inquired about the status of Terra Carter, who advised they were there as a stand-in for KSU representatives who were not present at the meeting. After discussion, the Chair indicated he would allow Terra Carter to sit in as an observer, but as a KSU participant who was not a duly elected KSU Representative to the Board, they would not be permitted to vote.

### **g) Financial – Provisional 2023/24 Budget**

The Treasurer reported that with respect to the budget, the work in December is the time to clarify and agree on financial assumptions and to ensure alignment of the priorities of the University.

The Treasurer noted that a number of expenditures and projects have annual operating expenses that continue to be funded through endowments or other funds. These are initiatives where there are two or three years of costs for a piece of work that will deliver benefits hopefully in the fourth or fifth year. There needs to be a revenue strategy for these costs. This will be examined in late spring and summer.

The Bursar noted that her memo in December presented three different enrollment scenarios, all of which resulted in deficits. The current provisional budget shows a break-even position.

The Bursar reviewed the key changes – higher revenue is expected from tuition and fees (\$225,000 to \$506,000 higher revenue). Conference Services is expected to have a \$142,000 increase in profit. King's taught more Dalhousie students, resulting in a lower expense to Dalhousie of \$159,000. Finally, the Bursar noted that \$300,000 of scholarship funding is proposed to come from the Bicentennial Fund.

The Bursar then reviewed the purposes of the Bicentennial Fund, which is to be used for (a) library operations, maintenance and repair; (b) bursaries and scholarships; (c) programs and (d) faculty support. The approximate value of the fund is \$2 million. The operating budget is financing 37% of total scholarships and bursaries. The provisional budget proposes applying \$300,000 from the fund to help fund scholarships.

The Bursar then reviewed other changes in the 2023/24 March provisional budget v. the budget from the previous year. The operating cash surplus is expected to be \$75,000 lower. Revenue is expected to be \$1.1 million higher but will be offset by expenses which are expected to be \$1 million higher as well. In terms of other items of note: the Dalhousie faculty salary settlement was higher than anticipated resulting in higher labour costs. In respect of the Rubin Inquiry – this was financed last year so professional fees are lower in this budget.

Board members asked if the proposed \$300K is a higher amount than is normally taken out of the fund. The Bursar noted that it is and is an addition to the usual draw and would lead to a small erosion of capital.

Certain board members noted that an operating fund should not be funding 37% of scholarships and bursaries. The Treasurer indicated more work will need to be done on this issue as part of the ongoing financial planning and strategy for the University

Other Board members inquired as to how often has the University taken funds out of restricted accounts or reserves over the last four to five years. The Bursar noted that the University has not used the funds to balance the budget and that that the money taken from reserves was intended for strategic initiatives.

The President noted that it is not ideal to be raising money when running a deficit.

Board members were reminded of the March 31 year-end and that financial support of the University through a donation was encouraged.

At 1:56 p.m., Tom Eisenhauer left the meeting.

#### **h) Update on Mi'kmaw Cohort and Related Initiatives**

The President noted that some material did not make it into the package and that the item would be deferred to the next meeting.

#### **i) Rubin's Final Report and Response**

The President noted that other comments would be made *in camera*, but requested that the Board read the report very carefully.

The meeting took a 10-minute break and resumed at 2:10 p.m.

#### **(2023:07) GOVERNANCE, HUMAN RESOURCES AND NOMINATING BUSINESS AND CHAIR'S REPORT**

The Secretary, as Chair of the Governance, Human Resource and Nominating Committee provided a brief update on vacancies and appointment activities from the previous quarter.

#### **(2023:08) UPDATES FROM OTHER COMMITTEES**

None were noted.

#### **(2023:09) KING'S STUDENTS' UNION (KSU) REPORT**

The KSU participant at the meeting advised that there was a new executive. Food security initiatives remain important. The graduation gift was a fridge – this will be purchased in the next couple of months.

Lack of housing and rental increases remain of concern. While there is a rental cap into 2024, housing and food are critical to student success on campus, in particular for international students.

#### **(2023:10) PRESIDENT'S REPORT**

The President invited the Advancement Director to speak to the Annual Fund. The Advancement Director noted that the Annual Fund is one week away from closure and invited Board members to give whatever they are able to give. Funds can be directed as desired (<https://ukings.ca/alumni/giving/make-a-gift/>).

The President noted that he had provided a written report and took the opportunity to highlight some recent University successes in sports:

- At the CCAA Badminton championships King's athletes won two gold and two silver medals. These are the first national titles by King's in any sport – and by any Atlantic school in any sport. Ritu Shaw won gold in women's singles. This was two days after winning MVP.
- In other sports, King's is very deliberately making students more competitive. The President noted the contributions of the Chancellor and her family in providing academic scholarships for students who play varsity sports. Fourteen scholarships have been awarded to athletes this year. The key eligibility for this scholarship is that students have to take FYP. The President reported on the high calibre of students in varsity sports at King's and the strength of teams such as women's soccer and men's rugby. He noted that varsity athletes who are simultaneously excelling academically should be the brand of King's when it comes to varsity sports.

The Chancellor noted receipt of a box from King's including letters from scholarship students. She spoke of the beautiful notes she had received and her pride in these students and their coaches.

### **(2023:11) VICE-PRESIDENT'S REPORT**

The Vice-President noted that she had been away and no written report was included in Board materials. She then highlighted a few items she has been working on:

- **Academic Planning: Planning and Priorities (P&P)** has been working on this since last year. King's is not the same university as 10 years ago when the last academic plan was established (2014). King's has new programs; it exists in a new climate and has new aspirations. There are also new faculty and new expectations. Draft papers are in development from academic units. These will be put into one discussion document, noting challenges and recommendations. There has been wide consultation held with stakeholders at King's, including an evening session at the end of March with students, a faculty session, and a staff session. An email address has been established specifically for academic planning. P&P can take this feedback and bring together a final academic plan. The Vice-President noted that the discussion to date indicates that the plan will be compatible with the mandate of the President - all the programs have emphasized equity, diversity, inclusion and accessibility (EDIA). Other items such as faculty renewal, workload planning and program collaboration have also been highlighted. The Vice-President indicated her excitement for the final outcomes.
- **Hiring.** The Vice-President reported on a number of new hires in FYP/CSP and Journalism, Writing and Publishing. This demonstrates real renewal, consistent with EDIA. The President reminded the Board that it had provisionally approved positions in the 2017 to 2019 period, at the same time as it approved amounts from reserves to support the enhanced voluntary retirement program. The President noted that these new positions over time contribute to EDIA efforts at the University and that these strategic initiatives take a while. The President noted the collective efforts of the academic programs, two Vice-Presidents and the P&P in achieving these outcomes.
- **Rubin Report.** The Vice-President noted that the Rubin Report contained a set of recommendations, including a policy or statement of principles regarding faculty/student boundaries. The University is in the process of drafting that document. The Vice-President is going through the exercise of having all academic programs weigh in on a discussion guide that she is working on getting out to the community. Documents will be coming the Board's way shortly.



At 2:33 p.m. the Dean of Students left the meeting.

**(2023:12) PERSONNEL RECOMMENDATIONS**

The President presented the list of personnel recommendations.

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

**(2023:13) OTHER BUSINESS**

There was no other business.

**(2023:14) 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 2:35 p.m.

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

The meeting moved from *in camera* discussion at 3:43 p.m.

The Secretary asked the Board to ratify the resolution regarding the President's expenses which was passed by the Executive on January 23, 2023.

**MOTION: (Gray/Ruck) that the Board of Governors ratifies the resolution passed by the Executive Committee on January 23, 2023.**

The meeting of the Board of Governors was adjourned at 3:45 p.m.

Respectfully submitted,

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Douglas Ruck

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Jennifer Gray