

UNIVERSITY OF KING'S COLLEGE

BOARD OF GOVERNORS MEETING MINUTES

The University of King's College Board of Governors met by hybrid meeting (Zoom/Boardroom) on Thursday, December 7, 2023, at 12:30 p.m.

Last Name	First Name	Title	Present	Regrets
BOOS	Stephen	(Faculty Representative)	X	
BURTON	Kathryn	(Diocesan Representative)	X	
CLIFT	Dr. Sarah	(Vice-President)	X	
DALY	Brian	(Faculty Representative)	X (2:22 p.m.)	
DAVIES	Dr. Gwendolyn	(Diocesan Representative)	X	
DEANE-LITTLE	Debra	(Chancellor)		X
EDWARDS	Archbishop David	Archbishop of Fredericton	X	
FERNANDO	Carolle	(Co-opted Member)	X	
FISHER	Bruce	(Co-opted Member)		X
FYFE	The Right Reverend Sandra	Bishop of Nova Scotia and Prince Edward Island	X	
GRAY	Jennifer	(Secretary)	X	
HOLTEBRINCK	Laura	(Alumni Association Representative)	X	
LAHEY	Prof. William	(President and Vice-Chancellor)	X	
MacCALLUM	Sara	(KSU President)	X	
MacLEAN	Chief Don	(Co-opted Member)		X
MacLENNAN	Dale	Treasurer	X	
MARTIN	Catherine	(Co-opted Member)	X (12:40 p.m.)	
McGRATH	Stephanie	(Alumni Association President)	X	
MORRIS	Dr. Kathryn	(Faculty Representative)	X	
PATTILLO	Stuart	(Co-opted Member)		X
ROSENFELD	Naomi	(Vice-Chair; Diocesan Representative)	X	
RUCK, K.C.	Douglas	(Chair)	X	
SWICK	David	(Faculty Representative)	X	
THORNHILL VERMA	Jenn	(Alumni Association Representative)		X
WHYTOCK	Ian	(Alumni Association Representative)	X	
WRIGHT	Hugh	(Diocesan Representative)	X (12:59 p.m.)	

By invitation:

Last Name	First Name	Title	Present	Regrets
ABBOTT	Adriane	(Advancement Director)	X	

Last Name	First Name	Title	Present	Regrets
HAZEL	Pam	(Manager of Governance and University Ceremonies)	X	
MERWIN	Katie	(Dean of Students)	X	
O'HEARN	Justin	(Interim Registrar)	X	
SANDS	Bonnie	(Bursar)	X	
SCHUT	Kirsten	UKTCA Representative	X	
MESHEAU	Susan	Guest Consultant	X (12:50 p.m.)	
WAGSCHAL	Ian	Director of Facilities	X (2:24 p.m.)	

At 12:36 p.m., the Chair called the meeting to order.

(2023:42) INVOCATION

The Chair gave the land acknowledgement and the invocation.

(2023:43) NECROLOGY

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

(2023:44) CHAIR REMARKS

The Chair and President spoke about the departure of Equity Officer, Jasmine Parent. The President noted that Jasmine had an opportunity in her hometown of East Preston, which was too important for her to pass on.

The Chair indicated he would defer his remaining remarks to later in the agenda.

(2023:45) CONSENT AGENDA

A Consent Agenda addressing the following matters was circulated:

- a) Approval of Minutes of September 28, 2023
- b) Reports from Officers:
 - i. President
 - ii. Advancement Director
- c) Committee Reports
 - i. Campus Planning
 - ii. Advancement
- d) Report of the Alumni Association

The Chair declared the consent agenda approved.

(2023:46) BUSINESS/DECISION ITEMS

- a) **2023-2024 Financial Update**

The Bursar noted that there were small enrolment variances following the add/drop date on October 15 but that the anticipated deficit of just under \$500,000 and enrolment projections remain largely the same. She also advised that programs and departments had found the \$195,000 in expenditure reductions that were included in the budget and that she hopes to find more in the new year.

b) New Members

The Secretary, as Chair of the Governance Human Resources and Nominating Committee, spoke about the two potential Board appointments and requested that these items be moved up in the agenda to allow all present to participate as Board members.

Carolle Fernando left the meeting while her nomination was being considered.

MOTION (Gray/Clift): that Carolle Fernando is appointed as a Co-opted member of the Board of Governors and a member of the Governance, Human Resources and Nominating Committee. CARRIED.

MOTION (Gray/MacLennan): that Bruce Fisher is appointed as a Co-opted member of the Board of Governors and a member of the Finance, Audit and Risk Committee. CARRIED.

Carolle Fernando rejoined the meeting.

c) Update on First-Year Recruitment

The Interim Registrar delivered his report. In terms of application numbers, there have been more for undergraduates and less for graduate programs. The focus of the Registrar's Office is on getting offers out. The number of undergraduate applications as of November 29, 2023 is 344 compared with 330 in the prior year and the number of graduate applications is 17 compared with 48 in the prior year.

d) Draft Implementation Plan for President's Review of Enrolment and Recruitment

Susan Mesheau joined the meeting at 12:50 p.m.

The President indicated that he is seeking approval of the implementation plan in the meeting package. He noted that this was the first time that the Board would have a look at the financials. The implementation plan is not rigid but contains a list of aspirations with an ambitious timeline.

He noted feedback received: that the timeline is "unrealistic" and "rigid". He emphasized the strategic importance of the timeline and that establishing a conservative timeline would mean a longer period to accomplish what is needed, which will not provide the results that King's needs.

He indicated that it was unrealistic to expect enrolment to go from 182 to 220. It took King's five years to get to 220 from 182. Two hundred and twenty students was never the goal – the goal was that FYP needed to be at 250. A financial crisis continues to exist with 220 students, given the relationship between the lower and upper-year enrolment.

The Bursar noted that there was still a \$600K to \$700K deficit in the years with a 220-student FYP class.

The President advised that although not all pieces can be in by end of year, the semblance of a system is much better than not having it in place by end of year.

Hugh Wright joined the meeting at 12:59 p.m.

The President directed Board members to the detailed memo prepared by the Bursar and noted that this memo was improved upon by the contributions of Neil Robertson.

The President noted the proposed spend of \$4.9M from reserves. He advised the Board that deficits would result regardless - the difference with this proposal is the additional revenue in six years' time if the University implements this plan and is successful. If King's does not make radical changes in the leadership of recruitment activity, it is highly likely that the financial scenario is the one predicted by the Bursar - substantial operating deficits. If King's implements this plan and it works, there is projected to be additional net revenue in 2029/2030 in the range of \$2M to \$3M.

The President noted the past work that was done and indicated that he had the highest regard for the people in the Registrar's Office. This group works incredibly hard and he had two lengthy meetings with them. Both meetings were increasingly positive. Staff in the Registrar's Office understand the need for a strategy and to have operational decisions informed by that strategy. The President acknowledged that recruiting for King's was not an easy job: undergraduate programs at King's are ones that are in low demand in the market, and thus to push to be more successful than more diverse liberal arts colleges. The current approach is unlikely to yield success.

The President reported that he had received good advice from the Enrolment Management Committee, the Registrar's Office and the Priorities and Planning Committee. The President noted that there may be concern that faculty have not been involved in the development of this plan. However, he emphasized that faculty needs to be heavily involved in the implementation of this plan and that it could not be successful without their involvement.

Board members asked about the Board's role in oversight of progress. The President suggested that the motion incorporate a requirement to report to the Board at every meeting in the resolution.

Board members asked about the pace of implementation and the noted period seemed a bit slow. The President noted that he spoke with the Registrar's Office about this. The University has to recover ground lost domestically. The plan is fluid and the University will bring forward the international plan if domestic rebounds.

The Interim Registrar indicated that the Registrar's Office was happy to support the implementation of the plan.

MOTION (Lahey/Fyfe):

Whereas on June 22, 2023, the Board of Governors directed the President to undertake a complete review of the University's recruitment and enrolment planning and operations.

And whereas the President engaged Ms. Susan Mesheau to assist him with carrying out this review.

And whereas on September 28, 2023, the Board of Governors generally endorsed the findings, conclusions and recommendations of the President's review, as contained in the report of Ms. Mesheau, and directed the President to proceed with the implementation of Ms. Mesheau's recommendations by developing for the board's meeting of December 7, 2023:

- **An implementation plan**

- A detailed estimate of the costs of implementation and of the corresponding increase of revenues that will be expected from the additional expenditures; and,
- A plan for funding implementation.

Be it resolved:

a) that the Board approves the implementation plan as presented by the President, subject to such adjustments and changes as are determined by the President to be required, including to incorporate advice from the Enrolment Management Committee and from other discussions underway;

b) that the Board approves the financing of any deficit for each respective year on an annual basis;

c) that the Board approves, in the absence of other new sources of revenue, to utilize the internally restricted funds as the primary source of funds needed to cover the net cost of the implementation plan; and

d) that the President reports at each Board meeting on the status of the implementation plan.

CARRIED.

The President noted that efforts were underway to ensure the job opportunity for this new leader could be in the market before Christmas.

e) Academic Plan

The Vice-President highlighted different pillars of the Academic Plan. She provided a summary of the Academic Plan and asked for questions.

A question was asked on the topic of the reduction of faculty commitments mentioned in the plan and if that meant faculty would be working less. The Vice-President explained that they would not be working less. There are greater demands on instructors, including supporting the wellbeing of their students and increased committee work. Faculty are concerned they have no time for research. Financial constraints notwithstanding, there is a request for reducing (shifting) workloads. Increasing revenue means the University can think in different ways – for example, research leaves may be possible.

Board members also inquired about the additional support for international students. The Vice-President responded that this is not yet in place as this work must be in lockstep with the Strategic Enrolment Plan.

MOTION (Clift/Wright): That the Board of Governors approve the University of King’s College Strategic Academic Plan 2023 – 2028. CARRIED.

The meeting took a break at 1:45 p.m. and resumed at 1:55 p.m.

f) Multi-Year Financial Strategy

The Treasurer introduced the document and spoke on the additional work to be done to develop this further. She noted that King’s has a clear strategic direction that comes from several sources and that there is a need to tie these documents/policies together.

g) Expenditure and Revenue Management Framework

The Treasurer noted that this document was a replacement document for the 2019 Expenditure Reduction, Control and Reallocation Plan in that it is an expenditure and revenue management framework. The

Treasurer reviewed the document with the Board and indicated that she would be reaching out for further conversations with committees and the Senior Administration Team.

MOTION (MacLennan/Lahey):

Whereas the Board has received the proposed Expenditure and Revenue Management Framework to replace the existing Expenditure Reduction, Control, and Reallocation Plan and has had a presentation outlining the components, process, and benefit of the development of a current Multi-Year Financial Strategy for the College, and

Whereas the primary benefit of such a Strategy is to provide the structure to ensure that the financial plan over the next three years is aligned with the achievement of the strategic direction of the College:

Be it resolved that the Board of Governors approve the proposed Expenditure and Revenue Management Framework and the development of a Multi-Year Financial Strategy as presented today in the Multi-Year Financial Strategy Overview document. CARRIED.

h) Vice-President's Report

The Chair requested that the Vice-President's report be moved into Business Items as the Vice-President had to depart early.

The Vice-President provided a verbal report and highlighted some key activities:

- providing advice on the draft implementation plan (in particular, at the Enrolment Management Committee);
- bringing the approval process for the Centennial Carnegie for the Study of History of Slavery process to completion and this is open for application. She is also working on the Chair in Medical History at King's and Dalhousie;
- working on implementing the academic plan and is meeting with program directors;
- delivering virtual recruitment lectures for high school students; and
- work outside the University, including the adjudication for 2023/2024 Banting Awards (the most prestigious post-doc award in Canada).

The Vice-President also delivered a presentation with Janice Rubin at the Faculty Bargaining Services conference last month in Montreal entitled "When the Past Comes Knocking", about the Hankey scandal. The presentation had a packed attendance, and an extremely rich Q&A. Attendees were grateful for King's willingness to share how King's processed a difficult situation collectively and individually. Relief was expressed that there was a way to discuss historical sexualized violence. There was considerable respect expressed in that group for President Lahey and the institutionalized courage that King's has shown.

Brian Daly joined the meeting and 2:22 p.m.

Sara Clift departed the meeting at 2:24 p.m.

i) Capital Project Approval Process

Ian Wagschal joined the meeting at 2:24 p.m.

The Director of Facilities walked the Board through the process for how capital projects are approved. The Chair of the Campus Planning Committee noted the efforts at the committee to set the "right levels" of approvals. Numbers were adjusted upward to give greater discretion to Management. The University

currently does most of these steps already, but this document formalizes the processes, ensures all processes are consistent and that there is proper oversight.

The President noted that this process does not circumvent the budget approval process.

MOTION (Wright/MacLennan) that the Board approve the Capital Project Approval Process document as presented in the meeting package. CARRIED.

Ian Wagschal left the meeting.

j) Major Gifts Support

The Advancement Director presented the document in the Board package entitled “Welcoming the Future King’s”. The Chair of the Advancement Committee noted that this was truly a collaborative effort and gave the Advancement Director credit for taking all feedback. She thanked those who provided input.

The Advancement Director then provided an update on the Major Gifts Campaign, which has now hit the \$11M mark. As well, they have been successful in raising \$3.5M for the medical chair. The President and Board members applauded her efforts.

(2023:47) GOVERNANCE, HUMAN RESOURCES AND NOMINATING COMMITTEE (GHRNC) BUSINESS

The Secretary, as Chair of the GHRNC, presented the final resolution of the committee relating to the Equity Committee:

MOTION (Gray/Fyfe):

Whereas the Board passed the following resolutions at its meeting of December 1, 2016:

“that section 4.2 of the Policy and Procedures for Prevention of Discrimination and Harassment, contained in the Yellow Book, be amended to allow the Equity Committee Chair to appoint an additional committee member, after prior consultation with the President.”

and,

“that section 4.2.1 of the Policy and Procedures for Prevention of Discrimination and Harassment, contained in the Yellow Book, be amended to allow non-Board appointed committee members to act as Chair of the Equity Committee.”

And whereas the Board is seeking to clarify the exact wording changes to the Yellow Book that were intended by these two resolutions;

And whereas after due consultation with the President, it is desirable for the Board to make appointment of an additional member with expertise to the Equity Committee in place of the Equity Committee Chair, and to appoint the Chair and certain other members of the Equity Committee;

Be it resolved:

a) that section 4.2 of the Policy and Procedures for Prevention of Discrimination and Harassment, contained in the Yellow Book, be amended as follows:

4.2. The Board Equity Committee will consist of:

- Two members of the Board of Governors, appointed by the Board of Governors;***

- *Three Student Representatives, appointed by the King’s Students’ Union (“KSU”). It is recommended that the Safety Officer of the KSU be one of the three Student Representatives;*
- *Two Faculty Representatives, appointed by Faculty;*
- *One Staff Representative, appointed by Staff;*
- *The Equity Officer (non-voting);*
- *The Accessibility Officer (non-voting);*
- *Vice President (ex officio); and*
- *Such additional committee member with expertise as desired by the Chair of the Board Equity Committee, after consultation with the President.*

b) that section 4.2.1 of the Policy and Procedures for Prevention of Discrimination and Harassment, contained in the Yellow Book, be amended as follows:

4.2.1 One member of the committee must be a lawyer licensed to practice in Nova Scotia. The Chair of the Board Equity Committee shall be appointed from its membership by the Board and the Chair will report at least annually to the Board of Governors, normally at the June meeting.

c) that Angela Simmonds be appointed as an additional member of the Equity Committee (with expertise) by the Board and further appointed as Chair of the Equity Committee.

d) that Jenn Thornhill Verma be appointed as a member of the Equity Committee.

CARRIED.

(2023:48) UPDATES FROM OTHER COMMITTEES

There were no updates.

(2023:49) PRESIDENT’S UPDATE

The President directed Board members to his written report. He noted some highlights, in particular, the outcomes of the Slavery conference and the ongoing relationship with the Black Cultural Centre of Nova Scotia (BCC). The University is building from the relationships forged at this conference hosted with the BCC and Dalhousie.

The President reported that he went into this conference knowing that the question would be asked if King’s regarded its history led to an obligation for reparations. He advised the University scheduled a pre-conference event highlighting the relationship with the BCC. Without using the word “reparations”, King’s set the ground at that event for the answer by talking about an obligation to make amends. Between 2018 and 2021 King’s conducted a scholarly inquiry relative to enslavement. Some were actively involved in the ownership of human beings and with some exceptions, many people were advocates of the enslavement of people.

Findings of the King’s scholarly inquiry were shared by the scholars in two different panel presentations. When the question was asked: does King’s thinks it owes reparation, the answer was unequivocally yes. King’s relationship with the BCC and the African Nova Scotian community will be centred around trying to figure out what reparations looks like and what the process of reparative justice looks like. The President noted that reparations as a concept can be scary, but that it was parallel with Indigenous reconciliation. A focus will be creating opportunities for young Black people. King’s is open to being transformed as an institution.

The President described the “reciprocal relationship” with the BCC and that in the Memorandum of Understanding between the two institutions, it is the first time any university has recognized the BCC as a research organization in its own right.

The Chair also spoke movingly about the conference and that it was both very personal and very emotional for him to be involved in organizing part of the conference. He noted his own family connections to slavery and indicated he was never as proud to be part of the University as on that day.

The Bishop of Nova Scotia spoke of the history of King’s being associated with the history of the Anglican Church. They are also looking at reparations and making connections with the Black community. She noted that the Church is walking into these conversations with a real commitment.

(2023:50) KING’S STUDENTS’ UNION (KSU) REPORT

The President of the KSU advised that she was elected as President in the fall elections. She noted that the KSU is still coming out of an interesting period for students and it is a mixed bag for engagement. The KSU is planning events to bridge different student groups.

The KSU continues to work on general stability and functionality for the organization and as support to the Wardroom and the Galley. She noted the support of the community.

The KSU President noted her participation in the Canadian Federation of Students National Day of Action and the importance of doing that work in the broader community.

(2023:51) PRESIDENT’S PERSONNEL RECOMMENDATIONS

The President presented the list of personnel recommendations.

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

(2023:52) UPDATES FROM OFFICERS

The Advancement Director advised that the University was seeking 100% participation from the Board during the Annual Fund campaign. The Chair of the Advancement Committee reiterated the importance of 100% participation and that amounts should be at the appropriate level for each individual. Full Board participation is an important statement.

(2023:53) OTHER BUSINESS

There was no other business.

(2023:54) *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 3:03 p.m.

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

The meeting moved out of *in camera* at 3:27 p.m.

The meeting of the Board of Governors was adjourned at 3:28 p.m.

Respectfully submitted,

Douglas Ruck

Jennifer Gray