

NIPISSING UNIVERSITY

BOARD OF GOVERNORS MEETING

OPEN SESSION

May 7, 2020

The Open Session of the regular Board of Governors meeting was held on Thursday, May 7, 2020, at 5:30 p.m. via Zoom Remote Conferencing.

**Members Present:** Tom Palangio, Board Chair  
Karen Barnes  
Marianne Berube  
Paul Cook  
Fran Couchie  
Mike DeGagné  
Hilary Earl  
Donna Forget  
Ryan Hehn  
Stuart Kidd  
Toivo Koivukoski  
Denyse Lafrance Horning  
Joanne Laplante  
Ward Loveday  
Hannah Mackie  
Bobby Ray  
Judy Smith  
Stephen Tedesco  
Rick Vanderlee  
Kathy Wilcox

**Regrets:** Mitchell Crown  
Karl Neubert

**Invited Guests:** Cheryl Sutton  
Arja Vainio-Mattila  
Casey Phillips  
Pat Maher  
Jim McAuliffe  
Pavlina Radia  
Carole Richardson  
Cristin Christopher  
Debra Iafrate  
Renee Hacquard  
Maggie Daniel  
Christine Dowdall (University  
Secretary)

**Observers:** Mykayla King  
Shannon MacCarthy

**Recording Secretary:** Abby Blaszczyk (Executive Assistant, President's Office)

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## 1. Call to Order/Land Acknowledgment

The meeting was called to order at 5:30 p.m. The Board Chair offered a traditional land acknowledgement.

## 2. Declaration of Conflict of Interest

The Board Chair called for conflicts of interest concerning any of the agenda items. No such declarations were made.

## 3. Use of Recording and/or Broadcasting Devices

The Board Chair reminded everyone that only pre-approved methods of recording and/or broadcasting devices may be used during the meeting. Disseminating any information during the meeting is prohibited.

## 4. Adoption of Open Session Consent Agenda

The following items were included on the consent agenda:

- i. Adoption of the March 12, 2020, Minutes (Open Session);
- ii. Adoption of the April 8, 2020, Minutes (Special Meeting – Open Session);
- iii. For Information Only
  - (a) Committee Reports
    1. University Governance Committee\*
    2. Audit & Finance Committee
    3. Community Relations Committee
    4. Fundraising Committee
    5. Plant & Property Committee
  - (b) Reports from Other Committees
    1. Alumni Advisory Board
    2. Nipissing University Indigenous Council on Education

\*It was noted that the revised version of the General Bylaws, which were circulated with the University Governance Committee minutes, will be discussed and potentially adopted under agenda item #11.

Resolution 2020-05-01:      ***That the items included on the May 7, 2020, consent agenda for the Open Session of the Board of Governors meeting be adopted as circulated.***

*Moved by Karen Barnes; seconded by Marianne Berube.  
Carried.*

## 5. Adoption of the Regular Agenda

Resolution 2020-05-02:      ***That the Board of Governors adopt the May 7, 2020, Open Session regular agenda as circulated.***

*Moved by Stuart Kidd; seconded by Fran Couchie.  
Carried.*

## 6. Chair's Remarks

The Chair welcomed the 2020-21 Nipissing University Student Union Executive members to the Board, introducing them as returning members Hannah Mackie (President) and Shannon MacCarthy (Vice-President, Student Life), and new members Ward Loveday (Vice-President, Finance & Administration) and Mykayla King (Vice-President, Advocacy & Awareness). He also announced that Dr. Gillian McCann will be joining the Board as a faculty representative effective July 1 and Stephen Tedesco will be returning for a second term as the administrative staff representative.

## 7. Chancellor's Remarks

The Chancellor expressed his gratitude for being renewed as Chancellor of Nipissing University for a second term. He is anxious for things to return to normal so he can get back to work supporting and promoting the institution.

## 8. President's Remarks

The President provided a brief update on the University's response to the COVID-19 pandemic since the Board last met. The current work-from-home measures have been extended to May 19, 2020, and the President spoke to the ongoing discussions for course delivery for the fall term.

Dr. DeGagne also addressed the University's participation in 'Giving Tuesday Now,' a global day of unity that emphasizes opportunities to give back in ways that allow for social connection and kindness. Nipissing celebrated by highlighting the impact of the Student Emergency Fund, and the day was promoted through our social media channels. University community members were invited to donate if they were able, and as a result, we received over \$3,000 for the Student Emergency Fund and three donations to the Shelby Dickey Memorial Fund.

The President completed his remarks by presenting the Annual Tenure and Promotion report. The list of recipients for this year is as follows:

### Promotion to Professor

- Dr. John Allison
- Dr. Jane Barker
- Dr. Jeff Dech
- Dr. April James
- Dr. Graydon Raymer
- Dr. Mark Wachowiak

### Promotion to Associate Professor

- Dr. Geoff Hartley
- Dr. Ali Hatef
- Dr. Benjamin Kelly
- Dr. Aaron Kociolek
- Dr. Denyse Lafrance Horning
- Dr. Cindy Peltier
- Dr. Alison Schinkel-Ivy

### Tenure

- Dr. Chris Greco
- Dr. Geoff Hartley
- Dr. Ali Hatef
- Dr. Benjamin Kelly
- Dr. Aaron Kociolek
- Dr. Cindy Peltier
- Dr. Alison Schinkel-Ivy

## 9. Vice-Presidents' Remarks

**The Provost and Vice-President, Academic & Research (PVPAR)** highlighted a number of items from her written report, including the completion of a recent faculty survey to establish the kinds of supports required in order to successfully transition courses to online delivery for the fall term, should that be necessary. The focus now is on providing resources to successfully maintain the 'Nipissing Experience' for students and to establish a number of sources for e-learning support.

A question was raised regarding wait-lists for some Masters programs and the reasoning for limiting enrollment. The Dean of Graduate Studies and Research spoke to the requirements and benefits of faculty thesis supervision as well as dependency on lab space availability.

**The Vice-President, Finance & Administration (VPFA)** provided an update on the budget process, and a provisional budget will be brought to the Audit and Finance Committee on May 25, 2020. Additionally, she noted the creation of the Operational Readiness Committee, which will identify and resolve concerns and look to best practices pertaining to campus operations during-and-following the COVID-19 pandemic.

**The Assistant Vice-President, Students (AVPS)** spoke to the numerous supports in place for students as we move into the spring and summer academic terms. Following the launch of the Student Emergency Fund, 330 applications were received, and the fund has so far supported 292 students in areas of need such as food insecurity, job loss, family insecurity, etc. The AVPS shared a number of thank you notes received from some of the recipients, and several Board members were moved by the messages of gratitude.

A Board member raised a question around the impact of COVID-19 on community housing. The off-campus housing office continues to be in contact with landlords within the community to discuss ways in which they can best prepare for the return of students.

## 10. Question Period

No questions.

## 11. Committee Reports

### University Governance Committee

The Bylaw Review Committee, in concert with the University Secretary, completed a full review of the Board Bylaws. A question was raised regarding the proposed striking of the allowance for two additional

members on the Executive Committee. A lengthy discussion followed, with main themes including Board transparency and human resource matters such as compensation and collective bargaining. Following the discussion, the resolution was brought forward:

Resolution 2020-05-03: ***That the Board of Governors accept the recommendation of the University Governance Committee to adopt the revised General Bylaws of the Board of Governors document as circulated.***

*Moved by Judy Smith; seconded by Donna Forget.  
4 opposed. 2 abstentions.  
Carried.*

## 12. Election of Board Officers

Marianne Berube was excused at this point of the meeting. The Board Chair spoke to the recommendation of the Governance Committee and welcomed any questions or comments. Clarification on the term of a Board Chair was provided, and questions about Ms. Berube's former term with the Board were answered. The following resolution was brought forward:

Resolution 2020-05-04: ***That the Board of Governors accept the recommendation of the University Governance Committee to appoint Marianne Berube to the position of Board Chair for a one-year period effective July 1, 2020.***

*Moved by Tom Palangio; seconded by Karen Barnes.  
Carried.*

Following the vote, Marianne Berube returned to the meeting.

Karen Barnes was excused at this point of the meeting. The Board Chair spoke to the recommendation of the Governance Committee and welcomed questions or comments. The following resolution was brought forward:

Resolution 2020-05-05: ***That the Board of Governors accept the recommendation of the University Governance Committee to appoint Karen Barnes to the position of Board Vice Chair for a one-year period effective July 1, 2020.***

*Moved by Tom; seconded by Joanne Laplante.  
Carried.*

Following the vote, Karen Barnes returned to the meeting.

Stuart Kidd was excused at this point of the meeting. The Board Chair spoke to the recommendation of the Governance Committee and welcomed questions or comments. The following resolution was brought forward:

Resolution 2020-05-06: ***That the Board of Governors accept the recommendation of the University Governance committee to appoint Stuart Kidd to the position of Board Vice Chair Pro Tem for a one-year period, effective July 1, 2020.***

*Moved by Tom Palangio; seconded by Kathy Wilcox.  
Carried.*

Following the vote, Stuart Kidd returned to the meeting.

### **13. Board Representatives on Other Committees/Bodies**

#### Nipissing University Student Union

The President of the Student Union highlighted a number of ongoing activities since the 2020/21 Executive moved into their roles, including a number of introductory meetings. She also provided updates on the student food bank and the recent government announcement that allows for the Student Centre construction to resume.

#### Senate

A brief update was provided, and kudos were extended to the Senate Speaker, Senate Secretary and technical support for a successful first virtual meeting of Senate. During the meeting, three tenured Faculty Senators were elected to the President's Search Committee.

### **14. Other Business**

No other business.

### **15. Next Meeting Dates/Adjournment**

The next full Committee day is scheduled for Monday, May 25, 2020.

The final full meeting of the Board of Governors is scheduled for Thursday, June 4, 2020, beginning at 5:30 p.m.

Resolution 2020-05-07:     ***That the Open Session of the Board of Governors' regular meeting now adjourn.***

*Moved by Stuart Kidd; seconded by Marianne Berube.  
Carried.*

Open session adjourned at 7:07 p.m.

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President & Vice-Chancellor/Secretary of the Board

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Board Chair

**NIPISSING UNIVERSITY BOARD OF GOVERNORS MEETING**

**OPEN SESSION**

May 7, 2020

5:30 p.m. – Zoom Remote Conferencing

**AGENDA**

**Zoom Connection for Virtual Attendance:** <https://us02web.zoom.us/j/83830986226>

Meeting ID: 838 3098 6226

Password: 423320

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- 1. Call to Order/Land Acknowledgement**
  - 2. Declaration of Conflict of Interest**
  - 3. Use of Recording and/or Broadcasting Devices**
  - 4. Consent Agenda**
    - i. Adoption of the March 12, 2020, Minutes (Open Session);
    - ii. Adoption of the April 8, 2020, Minutes (Special Meeting – Open Session);
    - iii. For Information Only
      - (a) Committee Reports
        1. University Governance Committee
        2. Audit & Finance Committee
        3. Community Relations Committee
        4. Fundraising Committee
        5. Plant & Property Committee
      - (b) Reports from Other Committees
        1. Alumni Advisory Board
        2. Nipissing University Indigenous Council on Education

Resolution: *That the items included on the May 7, 2020, consent agenda for the Open Session of the Board of Governors meeting be adopted as circulated.*

**5. Adoption of Regular Agenda**

Resolution: *That the Board of Governors adopt the May 7, 2020, Open Session regular agenda as circulated.*

**6. Chair's Remarks**

**7. Chancellor's Remarks**

**8. President's Remarks**

**9. Vice-President's Remarks**

- Provost and Vice President, Academic & Research
- Vice-President, Finance & Administration
- Assistant Vice-President, Students

**10. Question Period**

**11. Committee Reports**

University Governance Committee – *Marianne Berube, Committee Chair*

Resolution: *That the Board of Governors accept the recommendation of the University Governance Committee to adopt the revised General Bylaws of the Board of Governors document as circulated.*

**12. Election of Board Officers** – *Tom Palangio, Board Chair*

Resolution: *That the Board of Governors accept the recommendation of the University Governance Committee to appoint Marianne Berube to the position of Board Chair for a one-year period effective July 1, 2020.*

Resolution: *That the Board of Governors accept the recommendation of the University Governance Committee to appoint Karen Barnes to the position of Board Vice-Chair for a one-year period effective July 1, 2020.*

Resolution: *That the Board of Governors accept the recommendation of the University Governance Committee to appoint Stuart Kidd to the position of Board Vice-Chair Pro Tem for a one-year period effective July 1, 2020.*

**13. Board Representatives on Other Committees/Bodies**

- Nipissing University Student Union
- Academic Senate

**14. Other Business**

**15. Next Meeting Dates/Adjournment**

Resolution: *That the Open Session of the Board of Governors' regular meeting now adjourn.*

Time: \_\_\_\_\_

NIPISSING UNIVERSITY

BOARD OF GOVERNORS MEETING

OPEN SESSION

March 12, 2020

The Open Session of the regular Board of Governors meeting was held on Thursday, March 12, 2020, at 5:30 p.m. in the President's Boardroom (F303).

**Members Present:** Karen Barnes, Board Vice-Chair  
Fran Couchie  
Mitchell Crown  
Mike DeGagné  
Hilary Earl  
Ryan Hehn  
Stuart Kidd (via Zoom)  
Denyse Lafrance Horning  
Hannah Mackie  
Karl Neubert (via Zoom)  
Bobby Ray  
Stephen Tedesco  
Rick Vanderlee (via Zoom)  
Kathy Wilcox

**Regrets:** Marianne Berube  
Paul Cook  
Donna Forget  
Toivo Koivukoski  
Joanne Laplante  
Tom Palangio, Board Chair  
Judy Smith  
Tayler Sullivan

**Invited Guests:** Cheryl Sutton (via Zoom)                      **Observers:** N/A  
Arja Vainio-Mattila  
Casey Phillips  
Pavlina Radia  
Carole Richardson  
Jim McAuliffe  
Pat Maher  
Shannon MacCarthy (NUSU)  
Debra lafrate  
Renee Hacquard  
Nathan Colborne  
Cristin Christopher  
Christine Dowdall (University Secretary)

**Recording Secretary:** Abby Blaszczyk (Executive Assistant, President's Office)

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## 1. Call to Order/Land Acknowledgment

The meeting was called to order at 5:31 p.m. The Board Vice-Chair offered a traditional land acknowledgement.

## 2. Declaration of Conflict of Interest

The Board Vice-Chair called for conflicts of interest concerning any of the agenda items. No such declarations were made.

## 3. Use of Recording and/or Broadcasting Devices

The Board Vice-Chair reminded everyone that the use of recording and/or broadcasting devices is prohibited during the meeting.

## 4. Consent Agenda

The following items were included on the consent agenda:

- i. Adoption of the January 16, 2020, Minutes (Open Session);
- ii. For Information Only
  - (a) Committee Reports
    - 1. University Governance Committee
    - 2. Audit & Finance Committee
    - 3. Community Relations Committee
    - 4. Fundraising Committee
    - 5. Plant & Property Committee
  - (b) Reports from Other Committees
    - 1. Alumni Advisory Board

Resolution 2020-03-01:     ***That the items included on the March 12, 2020, consent agenda for the open session of the Board of Governors meeting be adopted as circulated.***

*Moved by Hannah Mackie; seconded by Ryan Hehn.  
Carried.*

## 5. Adoption of Regular Agenda

Resolution 2020-03-02:     ***That the Board of Governors adopt the March 12, 2020, open session meeting agenda as circulated.***

*Moved by Hannah Mackie; seconded by Ryan Hehn.  
Carried.*

## 6. Chair's Remarks

While there were no general remarks from the Chair, it was announced that the Board Chair and the Chancellor, in light of recent COVID-19 events and their recent travel history, chose to excuse themselves from the meeting as a precaution to protect members of the Board.

## 7. Presentation – “Introducing the Academic Senate” – Dr. Nathan Colborne, Associate Professor, Religions & Cultures/Senate Speaker

Dr. Nathan Colborne, Senate Speaker, provided a presentation on the function of the Academic Senate as one half of the bicameral governance system at Nipissing University. He spoke to the mission of Senate which is to protect the academic integrity of the institution, and he highlighted the importance of having two systems of governance in a university setting. Dr. Colborne's presentation was particularly enlightening for external Board members who may not be familiar with a governing system that has two separate bodies.

## 8. Chancellor's Remarks

No remarks.

## 9. President's Remarks

The President announced that the University's current strategic plan will expire at the end of 2020. He provided an overview of the purpose of strategic plans and the three standard pillars: vision, mission and values. He provided a sampling from a number of Canadian Universities to demonstrate the similarities between plans. A series of consultations for the development of Nipissing's new strategic plan will be forthcoming.

Dr. DeGagné also spoke to a number of activities that took place since the Board last met, including the Donor Social, the launch of Research Month, and the College Partnership Program Convocation that Nipissing hosted in Ottawa on March 7, 2020, where Senator Kim Pate was awarded an Honorary Degree.

With respect to the COVID-19 pandemic, the University continues to follow the direction of both Universities Canada and the Council of Ontario Universities. All large, in-person academic gatherings have been cancelled, and we continue to monitor the discussion very closely.

A member raised a question about the number of community members who attended the NU 360 presentations, and it was noted that the event was very successful with a full house of spectators.

## 10. Vice-President's Remarks

**The Provost and Vice-President, Academic & Research (PVPAR)** tabled a written report which encompasses updates from the Deans and the Registrar. She highlighted a number of activities, including a recent audit visit from the Quality Assurance Council. A question was raised regarding the purpose of the audit, and the PVPAR provided a brief explanation of the requirements of academic program reviews.

A discussion ensued surrounding the delivery method for reports to the Board from the Deans, the Provost and the Registrar. A previous request was made to move these oral reports to a written format, and the tabled report

was a direct result of that request. A debate followed regarding preferred methods for distribution of information. The next regular Board meeting will see written report(s) included with the distribution of the agenda, and further discussion on this topic will be ongoing.

**The Vice-President, Finance & Administration (VPFA)** connected via Zoom from Sault Ste. Marie where she was attending the signing of the Northern Business Fundamentals Memorandum of Understanding. This MOU will see Northern universities and colleges present an integrated strategy to create pathways and collaboration in business fundamentals.

An update was provided on the University's COVID-19 efforts to date. The Frequently Asked Questions (FAQ) section of the website is being updated daily, and email communications are ongoing with students, faculty and staff. There is frequent communication with the Council of Ontario Universities, Public Health and all students on international exchange. To date, three Ontario universities have placed a hold on non-essential travel for university business, and we will continue to monitor and make decisions based on government advisories. The Emergency Plan and the Pandemic Plan are both up to date.

**The Assistant Vice-President, Students** spoke to the 2018 Student Voices on Sexual Violence Survey. The survey highlighted Nipissing's strengths, and work is ongoing with External Relations to target the areas that could continue to see improvement.

The annual Dave Marshall Leadership Awards celebration is scheduled to take place on March 20. This event recognizes 25 full-time students who have demonstrated leadership, initiative, commitment and an ability to motivate and influence others toward the betterment of Nipissing University.

With respect to Athletics, Nipissing submitted a bid to the Canadian University Field Lacrosse Association (CUFLA) and was awarded the National Championships to be hosted October 30-November 1, 2020.

The AVP, Students also provided an update on the number of students accessing assistance through Student Services this year. We have seen an estimated 23% increase in students who have registered with accessibility services. Of that increase, approximately 42% are mental health related.

## **11. Question Period**

Clarification was requested regarding the Search/Appointment/Reappointment of Senior Academic Officers Policy that was mentioned in the minutes from the last Governance Committee meeting. The committee is planning to discuss the policy at their next meeting, and if they have any recommendations for changes, they will bring them to the full Board for approval.

## **12. Board Representatives on Other Committees/Bodies**

- **Nipissing University Student Union**

The NUSU President recently attended 'Lobby Week' where topics included international and Indigenous access to education, OSAP cuts, performance based funding and the right to organize. She also spoke to the Student Food Bank which saw over 50 students require access for last month. NUSU extended their thanks to everyone who has contributed this year.

### 13. Other Business

A board member raised a concern about the processes for recruiting international student athletes. A suggestion was made to establish a protocol for international athletes who may see issues with travel/accommodations when visiting the University.

### 14. Next Meeting Dates/Adjournment

The next regular Committee Day is scheduled for April 6, 2020, in the Teaching Hub.

The next regular meeting of the Board of Governors is scheduled for May 7, 2020.

Resolution 2020-03-03:     ***That the Open Session of the Board of Governors' regular meeting now adjourn.***

*Moved by Ryan Hehn; seconded by Fran Couchie.  
Carried.*

Open session adjourned at 6:56 p.m.

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President & Vice-Chancellor/Secretary of the Board

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Board Vice-Chair

## **Provost's report for Board of Governors on 12<sup>TH</sup> March 2020**

Arja Vainio-Mattila

### **I Highlights**

Nipissing University is pleased to announce a new Social Work Indigenous Student Award. This award will be available to an Indigenous student enrolled in the professional years of Social Work who has a minimum overall average of 75% and demonstrates financial need. Funding for this award was generously provided by the [Knowledge First Foundation](#).

Teaching Hub is now open after a soft launch on 6 February. Board Committee days will be held there on April 6th. Teaching Hub website: <https://www.nipissingu.ca/academics/teaching-hub>

March is Research Month. A successful launch was held at City Hall to highlight the community impact of research at the local, national, and international levels. The full programme can be found at: <https://www.nipissingu.ca/events/research-month-2020> The programme show cases research engagement by Faculty (e.g. NU 360), Graduate Students (e.g. 3MT), and Undergraduate Students (e.g. Undergraduate Research Conference)

Canadore College and Nipissing University are pursuing the strengthening of the collaborative nursing programme through a development of a new MOU to govern the degree delivery.

The Faculty Council of the Faculty of Education and Professional Studies (created in 2019) has approved its constitution. As a result, the faculty will now elect members to an Academic Regulations and Curriculum Committee (ARCC), and can move forward with officially doing the business of the faculty. This is a very important step forward with respect to the new two- faculty structure of the university.

The School of Social Work is pleased to welcome a new tenure track faculty member, beginning in July of 2020, Jeff Thornborrow. Jeff has been teaching for us on a Limited Term basis and we will be delighted to continue our work with him as a tenure track faculty member.

Education students are currently doing their Community Leadership Placements in Trois Pistoles, Costa Rica, France and Kenya. We look forward to welcoming them home.

On Feb 25, 2020, our faculty hosted a screening of "Cradling the Heart: An Anishinaabek Creation Story," a video presentation featuring Terry Dokis, organized by Dr. Katrina Srigley, Chair of the Department of History and produced by Greg Foster.

Nursing, political science and the indigenous cluster hire searches are in progress. As is the search for the new Dean of EPS.

Data Science proposal submitted to the Quality Council Also, discussion about developing a new program exploring environmental issues from interdisciplinary perspectives is underway (Humanities, Social Sci, and Science), in alignment with the A & S Recommendations Action Plan

Congratulations to Nebyu Daniel for winning the ESRI Canada GIS Scholarship Award 2020, and Jordan Cascagnette for being named the recipient of the prestigious Ontario College of Teachers Scholarship (Intermediate/Senior)

The Department of Political Science and its students will host Roseanne Archibald, the Regional Chief of Ontario, will give a guest presentation on March 13.

Quality Council carried out a focussed institutional audit of Nipissing University 2-3 March 2020. Report is expected in April.

English Studies external review is 12-13 March 2020.

**Omni** is an outcome of the Ontario Council of University Libraries (OCUL) Collaborative Futures initiative and is powered by the skills and expertise of team members from 14 Ontario university libraries. The project was in planning for the past three years and in implementation for the past 12 months. Omni went live December 13, 2019. This represents significant amount of work by our library staff.

BEd Expo was held 7 March 2020 and was successful, drawing 65 students.

## **Nipissing University Spring Open House will be held March 21<sup>st</sup> 2020.**

### **II Enrolment Report (as per 6 March 2020)**

#### **Enrollment Report to MTCU:**

<b>Enrolment Date</b>	<b>Headcount</b>	<b>FTE</b>
February 1, 2020	4593	1828.76
February 1, 2019	4469	1733

#### **Admissions Fall/Winter 2020:**

<b>Year</b>	<b>Applications (all)</b>	<b>Offers</b>	<b>Acceptances</b>
Fall/Winter 2019	4620	2599	557
Fall/Winter 2020	4265	2267	514
Difference	-7.7%	-13%	-15%

#### **Context:**

While our overall applications are down this year, we have seen significant increases in our international applications (+ 68 applications) and graduate studies (+49). Provincially, all application types are down, Teacher Education, non-secondary applications and for the first time ever Ontario High School applications.

We continue to focus on conversion, including the activities below.

#### **Recruitment Activities:**

- BEd Expo – Saturday, March 7<sup>th</sup>
- Shadow Days – March 17<sup>th</sup> & 20<sup>th</sup>
- Excellence Breakfast – March 21<sup>st</sup>
- Open House – March 21<sup>st</sup>
- Calling campaign continues to all applicants that have received our offer

### **III Update on the Annual Academic Action Plan 2019-2020**

#### ***IA1 Re-organize Senate Policies - ongoing***

The draft outline was discussed with the Senate by-laws committee on 20Feb. The Registrar's Office is working a new proposal that incorporates the ideas discussed.

#### ***IA2 - Revision of Senate Policies - ongoing***

Working on this at the same time as above. This one is more challenging because we're having a difficult time finding out when policies were last reviewed, some of the information in the policy document isn't a policy and some policies aren't in the document but should be. Once IA1 is finalized this initiative should move quicker.

#### ***IB1 - Create a SEM Plan - ongoing***

The SEM Committee met on January 29<sup>th</sup> to determine the goal and scope of the committee and identify the data required. Next step will be to determine enrolment targets.

#### ***IC Strategy for Indigenous Education - paused***

This initiative is waiting for the results of the Cluster Hire process

#### ***ID1 Internationalization Strategy - ongoing***

The Committee has been formed and has started to meet.

Received report from EAB on "International Student Support Systems".

#### ***Initiative ID2: Internal response to international recruitment***

A position and job description has been developed that will provide cross-cultural training for staff and faculty. The position is waiting for approval.

#### ***ID3 External response to international recruitment - ongoing***

We have joined the Local Immigration Partnership, and are in preparation for a partnership event with service providers in the community.

An International Symposium was held on February 26<sup>th</sup> in the Teaching Hub that brought together several community stakeholders to discuss how we can better support international students and family to North Bay.

#### ***IE1 Dashboards for Monitoring - ongoing***

We have invested in 14 licenses for PowerBI Pro that will allow the IR office to share reports (in the form of interactive visual dashboards) amongst the active PowerBI user group.

Currently the 14 members include the Deans of EPS and A&S and their administrators, the Registrar (and some Associate Registrar's), the PVPAR, VP Finance and the AVP students and a hand full of "Directors".

Beginning in December 2019 we deployed our first dashboard that tracks our 2020 Applications. This dashboard (which contains about 8 sub-reports) was demonstrated at the January 13th Provost Council and our office will continue to tweak this dashboard to meet the needs of our end users (e.g. we will add a view regarding International enrolment ASAP).

We are currently in the process of creating additional dashboards and anticipate them being ready for sharing amongst the relevant members of the PowerBI user group in the next 3-8months

- SMA 3 Metrics Tracking
- Student Profile (i.e., dynamic dashboard that allows us to break down our student body by program and see key demographic details)
- Financial Reporting (e.g., Tuition projections vs. Actual; Department spend vs. previous years and/or YTD) -- these will be developed in direct consultation with the Director and VP of Finance

**IIA1 Strategic Research Plan**

- Approved 2019 – completed
- Posted as PDF on NU website – completed
- Summary submitted to CRC – ongoing
- Meeting with External Relations & Advancement to launch web version – ongoing
- Meeting with FASS to create interactive web/condensed version – ongoing
- Financial metrics are in place – completed
- Publication metrics – email sent to PVPAR requesting access to publication data in year-end reports - ongoing

**IIA2 Equity, Diversity, and Inclusion**

- Developed EDI statements for CRC process and posted online – completed
- Research Co-ordinator served as EDI officer for CRC renewal process – Aug- Oct 2019
- Representation of the EDI officer during current conversations (new allocations and upcoming available position) Dec-Jan – ongoing
- EDI Policy is in draft form
- Environmental scan (Ontario and ACCRU) of offices of responsibility for EDI – ongoing

**IIA3 Canada Research Chairs**

- Developed Policy on Management of Canada Research Chair allocations at Nipissing University - May 15, 2019
- Submitted three applications for renewal - October 2019
- Held two meetings of CRC Advisory Committee to establish research areas for replacement of one Tier 2 CRC who has completed 2 terms (i.e., 10 years) and the new allotment of a Tier 2 CRC - ongoing

**IIA4 Communications**

- Meetings with External Relations - Advancement to plan for communication strategy - ongoing
- Process and conversations within OGSR - ongoing

<b>Initiative II.A.5. Other Initiatives - Innovation</b>	
Goal	Innovation management and community relations
Description	Establish a process to commercialize research and measure impact on the community.
Responsibility	Office of GSR and External Relations
Success Measures	Number and amount of industry and community investment in research. Develop and hire Innovation Officer.

Timeline	Fall 2020 for hiring - Ongoing
Progress Jan 2020	<ul style="list-style-type: none"> <li>- Dean attended Expert Panel on Intellectual Property consultation (Sudbury) - October 2019</li> <li>- Dean and Cristin Christopher, External Relations, met with City of North Bay to discuss research and community impact - December 2019</li> <li>- Mayor and City Managers tour of research facilities – December 2019</li> </ul>

<b>Initiative II.A.6. Other Initiatives: Research Success</b>	
Goal	Inform the community on the increase in research funding/success.
Description	Create interactive metrics and dashboards
Responsibility	Office of GSR and Institutional Planning
Success Measures	Increase in the number of grant submissions and awards year over year and increase the number of knowledge translation units.
Timeline	Winter 2020 - Ongoing
Progress Jan 2020	Will meet with Director, Institutional Planning and Research to develop the metrics and dashboards to university standards - ongoing

<b>Initiative II.A.7. Other Initiatives: Centres and Institutes</b>	
Goal	Increase community and institutional profile of Centres and Institutes
Description	Review of existing Centres and Institutes. Approved new Centres. Review policy for Centres and Institutes.
Responsibility	Office of GSR
Success Measures	Funding and knowledge mobilization metrics linked to the centres.
Timeline	Winter 2020 - Ongoing
Progress Jan 2020	<ul style="list-style-type: none"> <li>- Include funding for Centres and Institutes in Budget – completed</li> <li>- Review policy for Centres and Institutes – ongoing</li> <li>- Establish database of active Centres and Institutes – ongoing</li> <li>- Approved Centre for War and Atrocities (CWAG) – Fall 2019</li> <li>- Liaise with Facilities to establish space for CWAG – ongoing</li> <li>- Office of GSR to work with CWAG to develop a CFI proposal to support the centre – winter/spring 2020</li> </ul>

**IIB1 Dean of Teaching - complete**

Dr. Pat Maher started in the position in October 2019.

### ***IIB2 Teaching Hub - complete***

The Teaching Hub was opened on 6 February 2020.

### ***IIB3 Teaching Chairs - ongoing***

Dean of Teaching is exploring opportunities to connect the Teaching Chairs to programming at the Teaching Hub, and is developing the programme itself in consultation with the Chairs (comparing their deliverables to expectations, what new expectations we might set with the Teaching Hub coming online, next priority areas, etc.). These events can be found on the Teaching Hub web site.

The call for new Teaching Chairs has gone out.

### ***IIB4 Strategic Plan for Teaching - ongoing***

Consultation has started with other institutions on best practices relating to this initiative.

### ***IIC Library - ongoing***

We are experiencing slight increases in the number of our instruction sessions for Nipissing and Canadore.

As a result of the transition to our new library system (Omni), a number of our online tutorials needed to be removed; we are in the process of re-doing/updating those to reflect our new system. We also offered drop in sessions for students, faculty and staff to learn about Omni.

We continue to provide instructive guidance/assistance at our Info Desk (we are seeing slight increases to our interactions at the desk) and we continue to reach out to faculty to offer and encourage library instruction sessions.

Library is also exploring its connections to the Teaching Hub and to the First Year Foundations Programme.

### ***III.A.1. Tenure Track Faculty Positions***

Positions in place by July 2020

- TT hire completed in GESJ, Social Work
- TT hires in progress with search committee:
  - o Political Science
  - o Potentially 3-4 positions through Cluster Hire of Indigenous Scholars in Various Disciplines
  - o Nursing

Positions in place by July 2021

- Discussions are ongoing with Deans to establish priorities as part of the budgeting process

### ***IIIA2 Sabbaticals -completed for 2020-2021***

### ***IIIA3 Teaching releases: Administrative -completed for 2020-2021***

### ***IIIA3 Teaching releases: Research-completed for 2020-2021***

### ***IIIB3 Strategic Plan for Graduate Studies***

Preliminary discussion of new Interdisciplinary Doctoral program – ongoing

- Preliminary discussions of new MSc in Nursing program and/or health stream in the MEd program - ongoing
- Environmental scan of similar institutions' Strategic Plan for Graduate Studies - ongoing
- Initial discussion of Graduate Plan with Graduate Coordinators/Chair at GSC Retreat - September 2019
- Draft plan complete – presentation and deliberation of plan at GSC - winter 2020.
- Submitted proposal to increase GA rate to be more in line with other Ontario universities – September 12, 2019
- Submitted proposal to offer an International Graduate Student tuition subsidy – December 17, 2019

### ***IIIB4 Degree Architecture***

We're in the process of creating a chart listing all programs (degree, certs, diplomas) and their current structure, this will help us identify areas of inconsistency. The work to map current degree architecture is ongoing.

### ***IIIC1 Quality Assurance***

The expedited institutional quality assurance audit was carried out by Ontario Universities Quality Council in early March. We expect a report in April.

Current IQAP reviews:

English Studies

IQAP process has been initiated for:

Child and family Studies

Gender Equality and Social Justice

History (undergraduate and graduate)

Religions and Culture

NIPISSING UNIVERSITY

**BOARD OF GOVERNORS – SPECIAL MEETING**

**OPEN SESSION**

April 8, 2020

The Open Session of the special Board of Governors meeting was held on Wednesday, April 8, 2020, at 1:30 p.m. via Zoom Remote Conferencing.

**Members Present:** Tom Palangio, Board Chair  
Karen Barnes  
Marianne Berube  
Paul Cook  
Fran Couchie  
Mitchell Crown  
Mike DeGagné  
Hilary Earl  
Donna Forget  
Ryan Hehn  
Stuart Kidd  
Toivo Koivukoski  
Denyse Lafrance Horning  
Joanne Laplante  
Hannah Mackie  
Karl Neubert  
Bobby Ray  
Judy Smith  
Tayler Sullivan  
Stephen Tedesco  
Rick Vanderlee  
Kathy Wilcox

**Regrets:** N/A

**Invited Guests:** Cheryl Sutton  
Arja Vainio-Mattila  
Casey Phillips  
Jim McAuliffe  
Pavlina Radia  
Carole Richardson  
Debra lafrate  
Charlotte Foster  
Maggie Daniel  
Christine Dowdall (University Secretary)

**Observers:** N/A

**Recording Secretary:** Abby Blaszczyk (Executive Assistant, President's Office)

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## 1. Call to Order/Land Acknowledgment

Following roll call, the meeting was called to order at 1:34 p.m. The Board Chair offered a traditional land acknowledgement.

## 2. Declaration of Conflict of Interest

The Board Chair called for conflicts of interest concerning any of the agenda items. No such declarations were made.

## 3. Use of Recording and/or Broadcasting Devices

The Board Chair reminded everyone that only pre-approved methods of recording and/or broadcasting devices may be used during the meeting. Disseminating any information during the meeting is prohibited.

## 4. Adoption of Open Session Agenda

Resolution 2020-04-01:     ***That the Board of Governors adopt the agenda for the Open Session of the April 8, 2020, special meeting as circulated.***

*Moved by Stuart Kidd; seconded by Karen Barnes.  
Carried.*

## 5. Chair's Remarks

No remarks.

## 6. President's Remarks

- COVID-19 Response – Update

The President reported that regular discussions continue with the Council of Ontario Universities and Universities Canada, including talks regarding international students, perspectives on summer and fall semesters, and some positive announcements around emergency support for post-secondary institutions.

Dr. DeGagné turned the floor over to the Vice-Presidents to provide some detailed updates from their specific areas.

## 7. Vice-President's Remarks

**The Provost and Vice-President, Academic & Research (PVPAR)** spoke to her written report which was circulated with the agenda. She highlighted a number of items, including the efforts put forth by faculty and staff during the COVID-19 pandemic, ongoing conversations with our international recruitment partners in India and a focus on converting offers to acceptances through Recruitment. The PVPAR also spoke about the decision to shift all spring/summer courses to an online format, stating that discussions regarding the fall term are ongoing.

A question was raised regarding summer education programs for Indigenous students and the issue of accessibility due to the necessary shift to online delivery. The Dean of Education and Professional Studies noted that discussions have taken place with First Nations communities regarding what types of technology students already have access to and what they might require in order to be successful. It is expected the programs will need to be extended in order to accommodate all students.

Several other questions were addressed, including an inquiry on whether or not additional resources will be dedicated to converting courses to an online format. To date, Learning Systems Technologists have been remobilized for assistance, and as the budget is developed, we continue to prepare for a number of possibilities for course delivery.

**The Vice-President, Finance & Administration (VPFA)** provided a high-level listing of a variety of ongoing activities within the administration as well as a detailed timeline of the institutional response to the COVID-19 pandemic as the University has now shifted to a business continuity phase. She expressed her gratitude to the University Management Group for the level of calmness, collegiality and leadership displayed during this time.

The VPFA also spoke to a number of government announcements, including a crisis relief fund for post-secondary institutions and the formal delay of the Strategic Mandate Agreement 3 (SMA3). In response to a question regarding the delayed SMA3s and the funding model that will be used for the 2020-21 school year, the VPFA responded that the University expects funding will remain as is for the foreseeable future.

A discussion surrounding scenario planning for the fall semester followed. The President spoke to the importance of taking an incremental approach to decision making as reliable information becomes available.

**The Assistant Vice-President, Students** provided a detailed overview of all departments within Student Services and how they have adapted to alternative work environments in order to continue to provide services to students. These include a continuation of counselling services, ensuring any accessibility needs are being met, and addressing any complex mental health cases as they transition to home environments. The AVP, Students also addressed international initiatives, which has seen all but two of our outgoing exchange students return to Canada. Four of our incoming exchanges remain, and all international degree students have remained in North Bay. In order to support students, the student foodbank has been moved from the main campus to Chancellors House for easier access.

The AVP, Students also spoke to the Student Emergency Fund, which will provide financial assistance to those students who are unable to meet immediate, essential and basic needs. The Nipissing University Alumni Association Board has made a significant contribution to this initiative, and the website for applications will be launched shortly.

## 8. Question Period

A Board member raised a question about the institution's decision to postpone convocation and whether that will prevent students from graduating. It was noted that graduation and convocation are two separate entities, and upon approval at Senate, those eligible to graduate will receive their degrees.

## 9. Other Business

No other business was discussed.

## 10. Next Meeting Dates/Adjournment

The Board will continue to hold meetings, when and if necessary, throughout the spring and summer.

The next regular meeting of the Board of Governors is scheduled for Thursday, May 7, 2020, at 5:30 p.m.

Resolution 2020-04-02:     ***That the Open Session of the Board of Governors' special meeting now adjourn.***

*Moved by Marianne Berube; seconded by Karen Barnes  
Carried.*

Open session adjourned at 3:06 p.m.

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President & Vice-Chancellor/Secretary of the Board

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Board Chair

**Board Update 8<sup>th</sup> April 2020**  
**Arja Vainio-Mattila**

Goal: Nipissing remains open, delivering on its programmes and associated learning outcomes.

- Many functions of the university continue on schedule, for example, Senate and its committees, quality assurance reviews (4 underway), promotion and tenure processes, Chancellors awards, Teaching Chairs, research supports, institutional planning and research, Faculty Council (A&S).
- Many other functions have adjusted, and are continuing with new ways of doing things, for example, applications, admissions, offers, transcripts, degree audits, student advising, recruitment for both undergraduate and graduate students
- Focus is on communication with students regarding their programmes.

Recruitment, Admission, and Advising:

- Recruitment is focusing on virtual conversion opportunities for prospective students, including live tours, virtual mock lectures and live Q&A sessions.
- All admission offers are up to date and continue to be processed
- The academic advising team continues to support students remotely, including creating workshops to help prepare 1st year students moving into 2nd year
- To help support our students during this time we've extended the academic deadline to withdrawal from a course to May 3rd (from March 6th). This gives students the opportunity to withdraw from a course without a negative impact their GPA.
- Unlike most of our provincial counterparts our spring/summer term will begin as scheduled, most courses, 141 out of 155, were scheduled to be offered online. The Deans are working with the faculty to move the remaining course to remote delivery.
- Our managers are meeting regularly with provincial counterparts to ensure we're making the appropriate provisions and accommodations for our students. This includes how we can make admission decisions when students may not have completed their final year of high school, delay in submitting grades and considering extending the June 1st deadline to accept an offer.

Our admission #'s:

- Applications are down 9% vs. same time last year
- Offers are also down 11% vs. same time last year
- Acceptances are down 14% vs. same time last year

Although our numbers are down from last year and it's difficult to anticipate the impact the pandemic will have on admissions we continue to focus on conversion. We're proud to say that conversion (offers to acceptances) has increased in the following programs: Biology, Nursing, Business, Math & Computer Science, English, Geography, and Sociology & Anthropology

## Teaching:

- Winter term was finalized through alternative delivery, i.e. remote or online delivery, redesign of assessments, prorating of grades. All classes were cancelled for March 16<sup>th</sup> and 17<sup>th</sup> to allow for preparation, with alternative delivery beginning on March 18<sup>th</sup>. Support through the Teaching Hub was announced for Faculty to move on-site courses to on-line environments. (Communicated on March 12<sup>th</sup>). Workshops on using Blackboard Learn and Blackboard Collaborate were run March 13<sup>th</sup>, 16<sup>th</sup>, and 17<sup>th</sup>. More than 40 Faculty attended.
- All on-site exams were cancelled (Communicated on March 17<sup>th</sup>)
- Communication re placements in various programmes initiated between students and programmes in mid-March, remains an ongoing concern.
- SS academic programmes will all be remote delivery (Communicated March 30<sup>th</sup>)
- Extended deadline to withdraw without academic penalty to after receiving grades, giving students the choice to keep a grade or re-take the course. (Communicated April 1<sup>st</sup>)
- Blackboard Learn (our Learning Management System) migration was supposed to take place in May, new dates in June and August are being discussed in order not to disrupt continued on-line delivery.
- Working with OII, SDS, and UTS to see whether we can secure iPads with sim-cards (or similar) for students in indigenous programming during summer (Indigenous Summer Institute, Indigenous Teacher Education Programme, Classroom Assistant Programme, and Language Teacher Programme).
- Deans working with SDS to resolve emerging accessibility issues caused by movement to alternative delivery.
- Nursing students are being advised about clinical placements differently depending on their year in the programs and the program. We are working to accommodate in as many ways as possible as our Blended students are RPNs and are dealing with the crisis in their workplace.
- We are awaiting a decision from the Min of Ed in order to move forward with planning for our graduating BEd students both with regard to practicum and with regard to the MPT.
- Good news: Our Data Science programme has received Quality Council Approval, and preparations to offer the programme are underway.
- The Dean of Teaching has engaged with Ontario Universities Council on eLearning. Attended a number of roundtable discussions, and is pleased to announce we're doing well, and are ahead of the curve on many issues.
- The Dean of Teaching, as well as UTS and LST staff, attended MCU Technical Briefing with the Minister on eProctoring services being offered through eCampus Ontario (March 26<sup>th</sup>). These services are opt-in, but come too late to assist us with FW exams, and may duplicate our existing licences.
- A&S Dean attended a virtual meeting with the Deans of Sciences (CCDS) to discuss how other universities have transitioned science courses, labs in particular, to on-line delivery; also participated in the discussion of forward plans for the fall should the online instruction continue into the fall

- Planning for Fall term has started

### Research

- Annual Undergraduate Research Conference was one of many events that had to be cancelled. Nipissing continues to celebrate undergraduate research by creating a virtual conference. When you go to the link (<https://osf.io/vgtbf/>) you'll see that Dr. Justin Carré, Assistant Dean of Research, created 3 folders (Art Installations, Research Posters, Research Talks). Enjoy the presentations and posters!
- Graduate student defenses are proceeding remotely as scheduled (e.g. by using Zoom)
- Research Office is consolidating externally funded pandemic related research opportunities to be shared with Faculty
- Working on creating supports for research responsive to community needs in the post-pandemic world
- Research office creating FAQs to advise our researchers specifically about grant/project management in the pandemic context.
- Call for Proposals on Research relating to COVID 19 Impacts in North Bay and Surrounding Area: We have invited Nipissing Faculty from all disciplines to participate in research, scholarship, and creative activity projects addressing immediate needs of the community relating to COVID-19 (during and after the pandemic). The invitation is to explore the implications of COVID 19 across educational, professional, industry, and community sectors. The funding for this research is made possible by COVID-19 related funding from the Province of Ontario. This research will contribute to regional recovery.

### Community

- Nipissing has donated all PPE (Personal Protective Equipment) from its labs to the hospital, and together with Canadore also contributed a ventilator.
- Nipissing has established a partnership in order to share facilities, such as residences, with the Hospital.

### Library

- Staff continue to monitor voice and email, and respond to library users with requests for assistance accessing materials and any other questions related to library use.
- Interlibrary loan services (ILL) are still suspended...as is the case at all other libraries
- Working with instructors to ensure that ways in which they use information resources in their online courses is copyright compliant.

Briefing Note: Board Update – COVID-19 Activities  
Submitted by: Vice-President, Finance & Administration  
April 8, 2020

During this crisis, the University remains open and continues to deliver on its programmes and associated learning outcomes. In support of that mission, the Administrative team has been engaged in the following activities, the vast majority of them being handled remotely:

- Finance
  - Accounts payable: bills are being paid; vendors, staff and students encouraged to sign up for EFT;
  - Student Financial Services & Financial Aid: respond to student inquiries, processing refunds, processing payments through EFT;
  - Purchasing: upcoming RFP's and purchasing assistance to departments;
  - Budgets: budget review and refinement;
  - Shipping & Receiving: employees are attending the campus intermittently to ensure that mail is being circulated.
  
- Human Resources
  - Health & Safety: continuing to support employees who are working remotely; assisting Facilities with decisions around access to building;
  - Recruitment & Selection: work continues on some key positions;
  - Payroll & Benefits/Pension: payroll being processed, assistance to employees on pension and benefit matters.
  
- External Relations
  - Assisting with a variety of communications both internally and externally;
  - maintaining updates on website;
  - assisting and coordinating work to support our community in a variety of ways;
  - updating social media channels; and
  - supporting the communication efforts of the Executive Team.
  
- University Technology Services
  - Continuing to support all employees in their transition to remote work (In the **past three weeks**, UTS has processed approximately 500 tickets using the new ticket tracking system which includes a self-service ticketing portal and a knowledge base);
  - Support video conferencing via Teams, Zoom and Google meet;
  - Support the continued migration to MS365, departments are now more than ever anxious to convert to support virtual meetings, etc.;
  - To further increase the security of data and systems, working on the roll-out of multi-factor authentication for anyone accessing files.
  
- Facilities
  - Coordination of campus building custodial duties to accommodate ongoing essential services;
  - Manage residence building restoration after student departures with mixed staffing;
  - Oversee remaining contractors for site access;
  - Evaluate requests to access the site in partnership with HR and manage site access for all NU students, staff, and faculty members;
  - Liaise with Canadore College Security Services and Facilities to ensure efforts are coordinated and aligned.

NIPISSING UNIVERSITY BOARD OF GOVERNORS

**GOVERNANCE COMMITTEE MEETING**

**OPEN SESSION**

April 6, 2020

The Governance Committee met on Monday, April 6, 2020, at 9:00 a.m. via Zoom remote conferencing.

Members present: Marianne Berube, Committee Chair  
Fran Couchie  
Mitchell Crown  
Mike DeGagné  
Ryan Hehn  
Stuart Kidd  
Hannah Mackie  
Judy Smith  
Tom Palangio  
Cheryl Sutton (non-voting)  
Charlotte Foster (non-voting)  
Arja Vainio-Mattila (non-voting)  
Christine Dowdall, University Secretary (non-voting)

Regrets: Paul Cook  
Rick Vanderlee

Guests: Casey Phillips, AVP Students

Recording Secretary: Abby Blaszczyk (Executive Assistant, Office of the President)

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**1. Opening Remarks/Call for Conflicts of Interest**

The meeting was called to order at 9:02 a.m. The committee chair called for any conflicts of interest; no such declarations were made.

**2. Board Appointments: Recommendations for Renewal/New Appointments**

Two non-constituent Board members are coming to the end of their first terms on the Board, and they have both expressed interest in having their terms renewed. One of these is a Board appointee who will require the support of the Board, and the other is an LGIC appointee who will require reappointment by the Province. Both names will be brought forward to the Board's annual meeting. Additionally, one non-constituent Board position will become vacant as of July 1, 2020, and Mr. Dave Smits, who was approved by the Board in March of 2019, has accepted the vacancy.

A question was raised regarding the lengthy delay in LGIC appointments. The University Secretary remains in close contact with the Ministry on a regular basis to follow up on the process.

### 3. Board Bylaws: Draft for Review

The Bylaw Review Committee, in concert with the University Secretary, completed a review of the Board Bylaws. Suggested revisions were circulated prior to the meeting, and the University Secretary reviewed the substantive changes. A committee member asked for clarification around the restriction regarding former employees of the University sitting on the Board as community members. It was noted that a buffer period is required to discourage any possible conflicts of interest that may arise.

Following the discussion, a motion was brought forward:

**Motion:** *That the Governance Committee recommend to the Board of Governors a revised bylaw document as circulated.*

*Moved by Stuart Kidd; seconded by Judy Smith.  
Carried.*

The revised bylaw document, as recommended by the committee, is appended to the PDF version of these minutes.

### 4. Board Officers for 2020-21: Process Discussion

The process is currently underway for the election of Board Chair, Vice-Chair and Vice-Chair Pro Tem. The Governance Committee will reconvene on April 27, 2020, to review the nominations and make formal recommendations to the Board for each of these positions.

### 5. Next Meeting

The next meeting of the University Governance Committee is April 27, 2020.

### 6. Other Business

Due to the pandemic, further discussion on the following two items will be deferred until the fall of 2020:

- review of the Harassment and Discrimination Committee/Policy; and
- recommendation from the Joint Committee on Governance to review term extensions for the President and the Provost.

The meeting adjourned at 9:31 a.m.

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Recording Secretary

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Chair of University Governance Committee

NIPISSING UNIVERSITY BOARD OF GOVERNORS

**AUDIT & FINANCE COMMITTEE MEETING**

**OPEN SESSION**

April 6, 2020

The Audit and Finance Committee met on Monday, April 6, 2020, at 10:30 a.m. via Zoom remote conferencing.

Members Present: Karen Barnes, Committee Chair  
Marianne Berube  
Mike DeGagné  
Hilary Earl  
Karl Neubert  
Tom Palangio  
Tayler Sullivan  
Stephen Tedesco  
Cheryl Sutton (non-voting)  
Arja Vainio-Mattila (non-voting)  
Hannah Mackie (non-voting)  
Christine Dowdall, University Secretary (non-voting)

Regrets: Paul Cook

Guests: Renée Hacquard, Director of Finance  
Debra Iafrate, Registrar  
Casey Phillips, AVP Students  
Leila Fiouzi, PH&N  
Connor Glassco, PH&N  
Taylor Woodward, PH&N

Recording Secretary: Abby Blaszczyk (Executive Assistant, Office of the President)

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**1. Welcoming Remarks/Calls for Conflicts of Interest**

The meeting was called to order at 10:35 a.m. The committee chair called for any conflicts of interest; no such declarations were made.

**2. PH&N Information**

Representatives from PH&N Investment Counsel provided an update on Nipissing University's investments and spoke about how the global economy is performing during the COVID-19 pandemic. Since Nipissing follows a low volatility strategy for capital preservation, the University has fared better than other institutions in a market where volatility levels remain high. The PH&N presentation is appended to these minutes.

The committee was reminded of recommendations made earlier in the year for alternative ways to balance investments. Those recommendations will be brought forward at a future meeting of the committee.

### **3. YTD Actuals as at February 29, 2020**

Year-end projections remain consistent with reporting, and the projected deficit continues to be lower than originally budgeted. Several questions were raised, including the financial impact that COVID-19 might have on the University. The Vice-President, Finance & Administration (VPFA) spoke to a sustainability grant received by the Ministry of Colleges and Universities that will assist with our response to the pandemic. As a result of that grant, we do not expect to see a significant impact on the operating fund for the current budget year.

In response to a question about student assistance, it was noted that the availability of a Student Emergency Fund will soon be communicated to students. The purpose of the fund will be to assist students who may be experiencing financial hardship as a result of the current pandemic.

### **4. Updated Audit Plan**

An audit plan was distributed at the February 10, 2020, meeting of the committee, and an updated plan was distributed with today's agenda. It was noted that KPMG has the ability to perform an audit remotely should that become necessary.

### **5. 2020/21 Budget Update**

Due to the University's emergency response to the COVID-19 pandemic, the budget process has been delayed. Budget discussions are set to continue over the next several weeks, and it is expected that a special committee meeting will be called in order to present the 2020/21 budget. The VPFA highlighted a number of concerns, including a decrease in enrollment numbers and the possibility that COVID-19 will affect international recruitment.

A committee member questioned if enrollment had decreased due to the pandemic. The Registrar noted that, while she doesn't believe it's a direct result of COVID-19, students are not accepting at the same rate they were last year. She expects that students are focused on completing high school in an alternative way at this time. University admissions directors across the Province continue to work closely with the Ministry to support the admissions process.

### **6. Other Business**

A security/privacy concern was raised around the use of Zoom remote conferencing. Nipissing's Technology Services department is closely monitoring the situation in order to ensure virtual meetings are secure.

A question was raised around student employment. All current employees, including students, will remain on the payroll until at least April 30, 2020. As we continue to navigate through COVID-19 further into the

spring and summer, it is likely that some student positions will be required while others will not. All students will be notified in the near future.

The next regular meeting of the Audit & Finance Committee is May 25, 2020. It is likely a special meeting of the committee will be called before then in order to discuss the budget. Committee members will be notified accordingly.

The meeting adjourned at 11:35 a.m.

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Recording Secretary

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Chair of Audit & Finance Committee



Wealth Management  
PH&N Investment Counsel

# Performance Update:

## Nipissing University

Leila Fiouzi, CFA  
Vice President & Investment Counsellor

Taylor Woodward, CFA  
Associate Investment Counsellor

Connor Glassco, CFA  
Associate

April 6, 2020

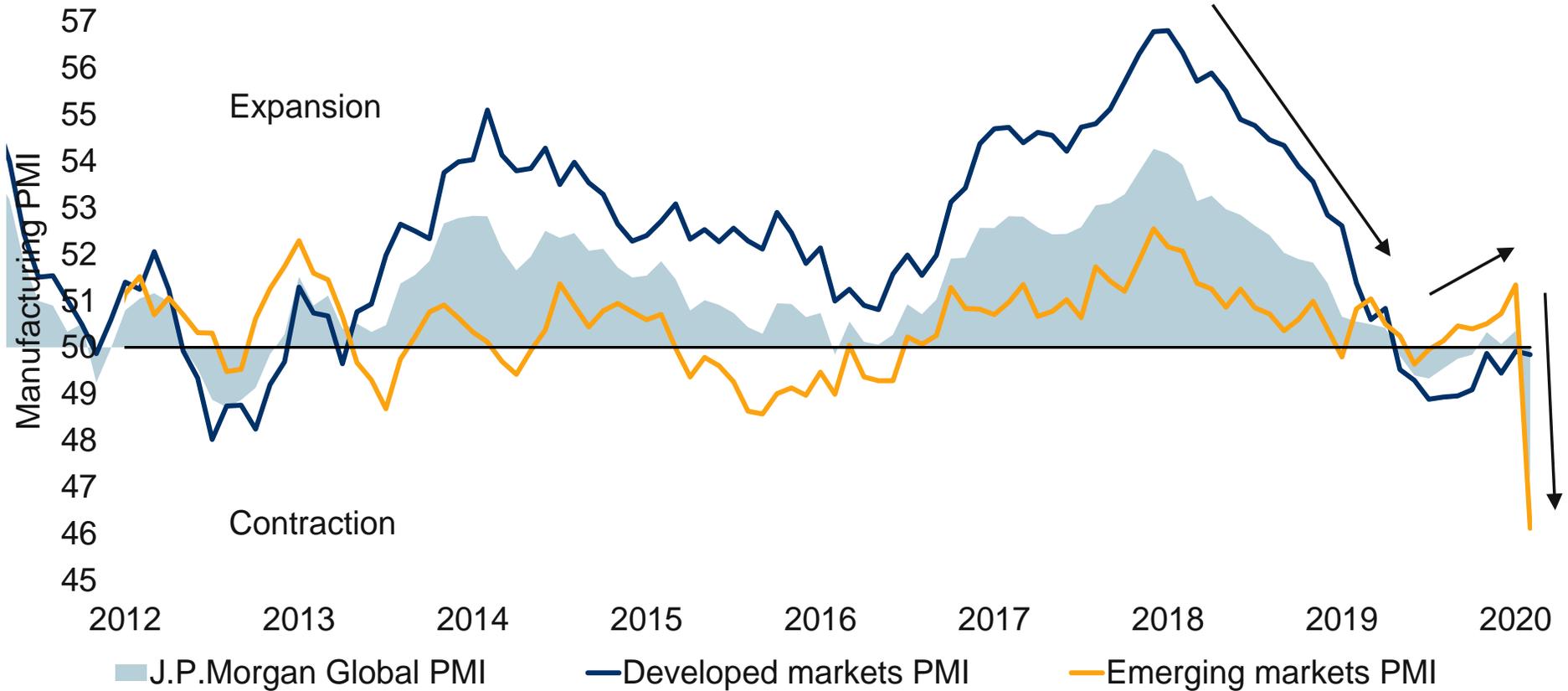




# COVID-19

Global economic activity being significantly affected

### Global manufacturing recovery disrupted by COVID-19 outbreak



Note: As of Feb 2020. PMI refers to Purchasing Managers Index for manufacturing sector, a measure for economic activity.  
Source: Haver Analytics, RBC GAM

# Summary Investment Returns

## Year-to-Date Portfolio Valuation

<b>December 31, 2019</b>	\$	<b>30,220,089.69</b>
Net Contribution/ (Withdrawal) <sup>1</sup>	\$	(1,079,673.04)
Change in Market Value	\$	<u>(2,027,896.94)</u>
<b>April 2, 2020<sup>2</sup></b>	\$	<b>27,112,519.71</b>

## Month-to-Date Portfolio Valuation

<b>February 29, 2020</b>	\$	<b>29,997,532.30</b>
Net Contribution/ (Withdrawal) <sup>1</sup>	\$	(1,056,789.87)
Change in Market Value	\$	<u>(2,025,205.80)</u>
<b>March 31, 2020<sup>2</sup></b>	\$	<b>26,915,536.63</b>

<sup>1</sup> Reflects withdrawals, fees & HST charged to accounts.

<sup>2</sup> Based on March 31, 2020, close of business market values.

<i>As at February 29, 2020</i>	<b>Three Months</b> (%)	<b>One Year</b> (%)	<b>Two Years</b> (%)	<b>Three Years</b> (%)	<b>Since Inception*</b> (%)
<b>Nipissing University</b>	<b>-1.3</b>	<b>6.3</b>	<b>6.6</b>	<b>5.6</b>	<b>6.2</b>
<i>Benchmark **</i>	<u>-1.4</u>	<u>6.3</u>	<u>5.2</u>	<u>5.1</u>	<u>5.5</u>
Difference	+0.1	0.0	+1.4	+0.5	+0.7

\* Inception date February 1, 2017

\*\* Custom benchmark: 5% FTSE TMX Canada 30 Day T-Bill Index; 20% FTSE TMX Canada Short Term Overall Bond Index; 25% FTSE TMX Canada Universe Bond Index; 20% S&P/TSX Capped Composite Index; 30% MSCI World Net Index (\$C).

Performance above is reflective of Nipissing – OSOTF I account. Performance is shown gross of investment management and custody fees of 40 basis points per annum or ~10 basis points per quarter. Performance for all accounts is similar except for the 'Supplementary Pension Plan' which does not hold PH&N Mortgage Pension Trust due to it's size.

# Nipissing University

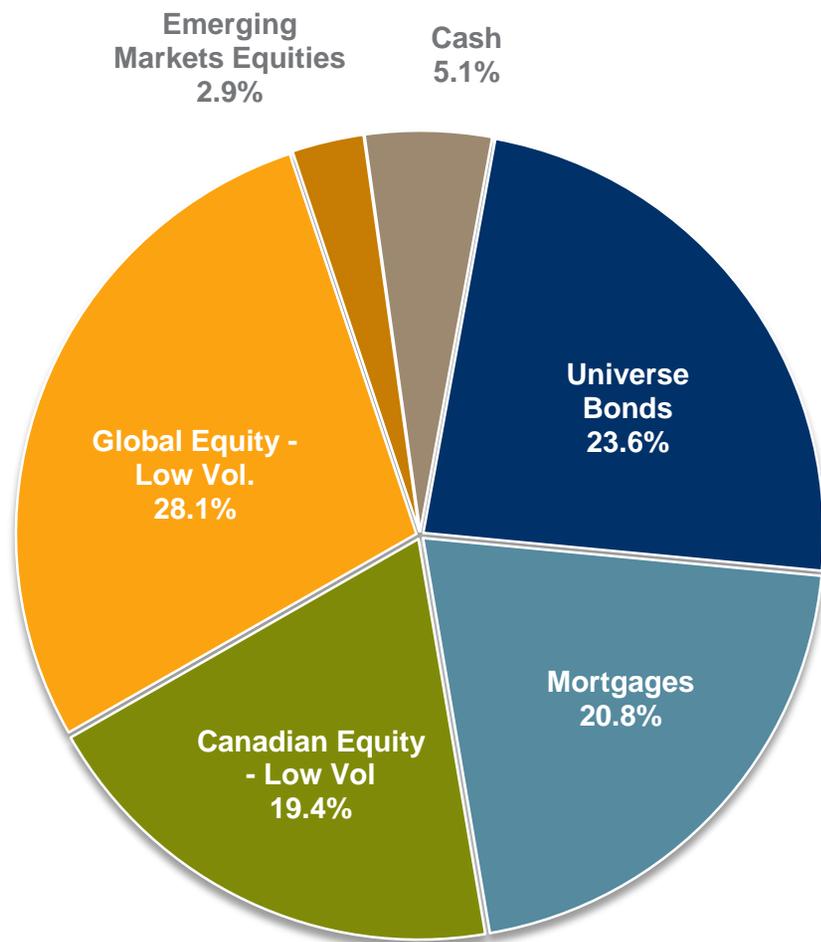
## Portfolio Component Returns

Annualized Performance As of March 31, 2020	1 Mo	YTD	1 Yr	2 Yr	3 Yr	4 Yr	5 Yr	10 Yr
<b>PH&amp;N Canadian Money Market Fund</b>	<b>0.2</b>	<b>0.5</b>	<b>1.9</b>	<b>1.9</b>	<b>1.7</b>	<b>1.5</b>	<b>1.4</b>	<b>1.3</b>
FTSE Canada 30 Day T-Bill Index	<u>0.2</u>	<u>0.5</u>	<u>1.8</u>	<u>1.6</u>	<u>1.3</u>	<u>1.1</u>	<u>1.0</u>	<u>0.9</u>
<b>Difference</b>	<b>0.0</b>	<b>0.0</b>	<b>0.1</b>	<b>0.3</b>	<b>0.4</b>	<b>0.4</b>	<b>0.4</b>	<b>0.4</b>
<b>PH&amp;N Total Return Bond Fund</b>	<b>-1.7</b>	<b>1.8</b>	<b>4.8</b>	<b>5.0</b>	<b>3.8</b>	<b>3.5</b>	<b>3.0</b>	<b>4.7</b>
FTSE Canada Universe Bond Index	<u>-2.0</u>	<u>1.6</u>	<u>4.5</u>	<u>4.9</u>	<u>3.7</u>	<u>3.1</u>	<u>2.7</u>	<u>4.3</u>
<b>Difference</b>	<b>0.3</b>	<b>0.2</b>	<b>0.3</b>	<b>0.1</b>	<b>0.1</b>	<b>0.3</b>	<b>0.3</b>	<b>0.4</b>
<b>PH&amp;N Mortgage Pension Trust</b>	<b>-2.6</b>	<b>-0.2</b>	<b>2.2</b>	<b>3.3</b>	<b>2.8</b>	<b>2.8</b>	<b>2.7</b>	<b>3.9</b>
FTSE Canada Short Term Overall Bond Index	<u>0.1</u>	<u>1.9</u>	<u>3.2</u>	<u>3.3</u>	<u>2.1</u>	<u>1.9</u>	<u>1.7</u>	<u>2.5</u>
<b>Difference</b>	<b>-2.7</b>	<b>-2.1</b>	<b>-1.0</b>	<b>0.0</b>	<b>0.7</b>	<b>0.9</b>	<b>1.0</b>	<b>1.4</b>
<b>RBC QUBE Low Volatility Canadian Equity Fund</b>	<b>-14.8</b>	<b>-17.8</b>	<b>-10.7</b>	<b>-0.4</b>	<b>0.0</b>	<b>3.0</b>	<b>3.1</b>	<b>-</b>
S&P/TSX Capped Composite Index	<u>-17.4</u>	<u>-20.9</u>	<u>-14.2</u>	<u>-3.7</u>	<u>-1.9</u>	<u>2.9</u>	<u>0.9</u>	<b>-</b>
<b>Difference</b>	<b>2.6</b>	<b>3.1</b>	<b>3.5</b>	<b>3.3</b>	<b>1.9</b>	<b>0.1</b>	<b>2.3</b>	<b>-</b>
<b>RBC QUBE Low Volatility Global Equity Fund</b>	<b>-6.7</b>	<b>-10.4</b>	<b>-5.6</b>	<b>4.2</b>	<b>5.0</b>	<b>6.6</b>	<b>7.0</b>	<b>-</b>
MSCI World Net Index C\$	<u>-8.0</u>	<u>-13.3</u>	<u>-4.5</u>	<u>1.4</u>	<u>4.2</u>	<u>7.5</u>	<u>5.7</u>	<b>-</b>
<b>Difference</b>	<b>1.3</b>	<b>2.9</b>	<b>-1.1</b>	<b>2.8</b>	<b>0.8</b>	<b>0.9</b>	<b>1.3</b>	<b>-</b>
<b>RBC Emerging Markets Equity Fund</b>	<b>-10.4</b>	<b>-16.5</b>	<b>-12.1</b>	<b>-4.9</b>	<b>2.3</b>	<b>6.0</b>	<b>3.4</b>	<b>-</b>
MSCI Emerging Markets Net Index C\$	<u>-10.3</u>	<u>-16.1</u>	<u>-12.3</u>	<u>-8.3</u>	<u>0.5</u>	<u>5.3</u>	<u>2.0</u>	<b>-</b>
<b>Difference</b>	<b>0.1</b>	<b>-0.4</b>	<b>0.2</b>	<b>3.4</b>	<b>1.8</b>	<b>0.7</b>	<b>1.4</b>	<b>-</b>

Performance reflected in Canadian dollars, gross of investment management fees.

# Nipissing University

Asset Mix as at April 2, 2020<sup>1</sup>



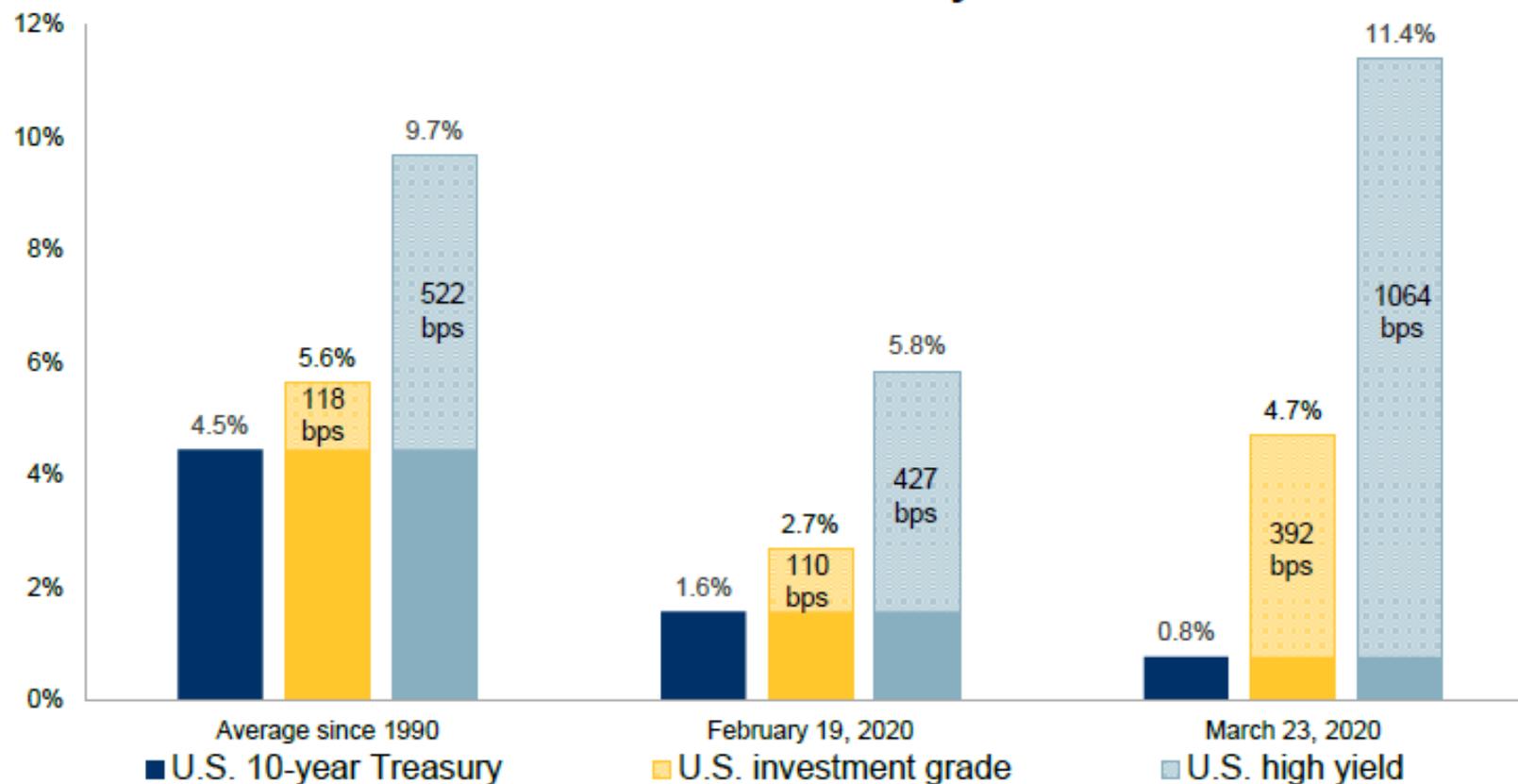
Asset Class	Target Allocation (%)
Cash	5.0
Universe Bonds	25.0
Conventional Mortgages	20.0
Canadian Equities	20.0
Global Equities	30.0

<sup>1</sup>Reflects Nipissing – OSOTF I account

# Fixed Income Markets...

Valuations redrawn

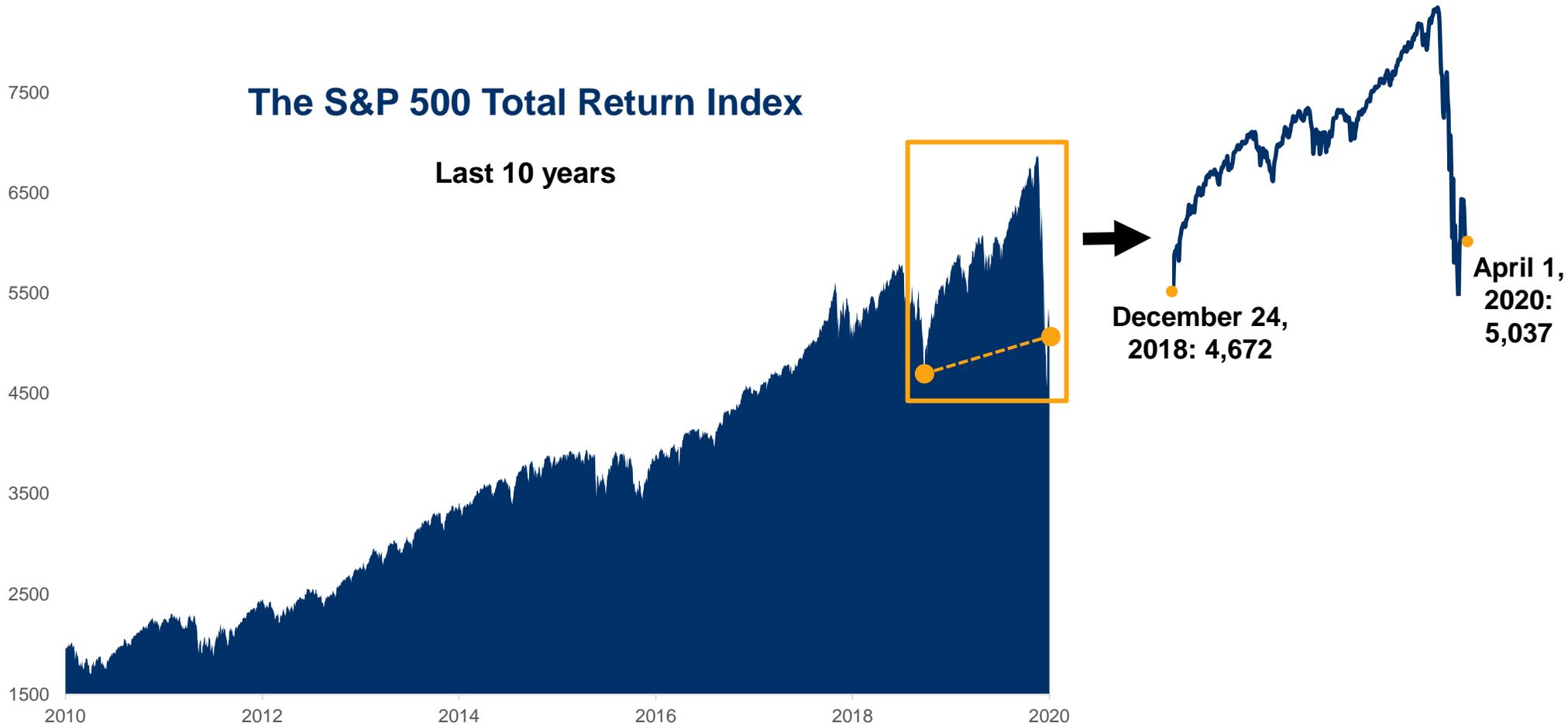
## Yield to maturity



Note: As of March 30, 2020. Shaded areas within the bars indicate the yield spread versus the U.S. 10-year Treasury bond yield.  
Source: ICE BofAML, RBC GAM

# Maintaining Perspective

- The S&P 500 Total Return Index is up nearly 8% from its low point in December 2018



Source: Bloomberg, RBC GAM. S&P 500 Total Return Index from April 1, 2010 to April 1, 2020. Chart on right shows the S&P 500 Total Return Index from December 24, 2018 to April 1, 2020.

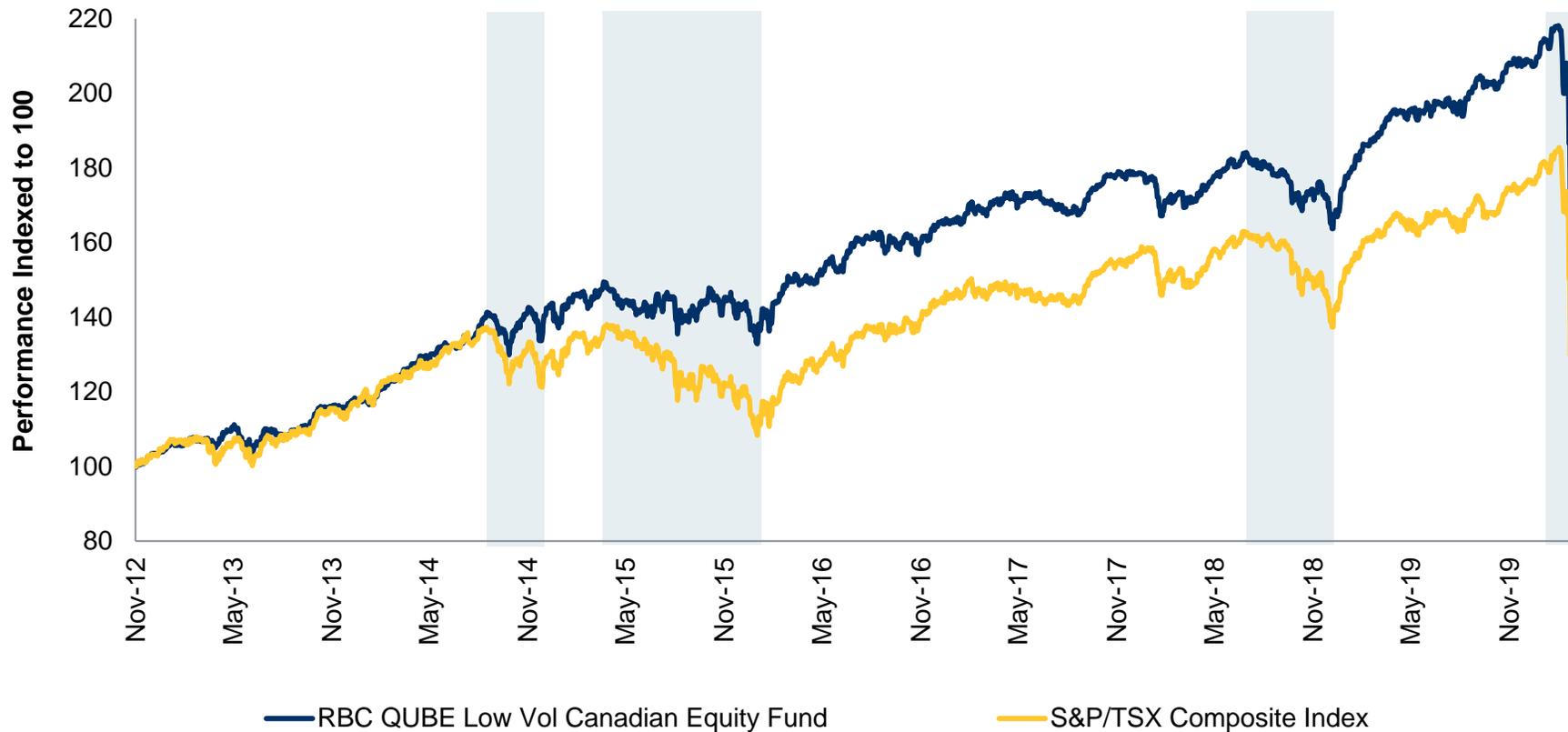
An investment cannot be made directly into an index. The graph does not reflect transaction costs, investment management fees or taxes. If such costs and fees were reflected, returns would be lower. Past performance is not a guarantee of future results.

# RBC QUBE Low Volatility Canadian Equity Fund

Outperformance comes during drawdowns

**RBC QUBE Low Volatility Canadian Equity Fund vs. S&P/TSX Capped Composite Index**

Performance during drawdowns	2014 Sep 3 – Dec 15	2015 / 2016 Apr 15 – Jan 20	2018 Jul 12 – Dec 24	2020 Feb 21 – Mar 17
RBC QUBE Low Volatility Canadian Equity Fund	-6.1%	-9.6%	-10.0%	-24.5
S&P/TSX Capped Composite Index	-11.4%	-19.9%	-14.8%	-29.1



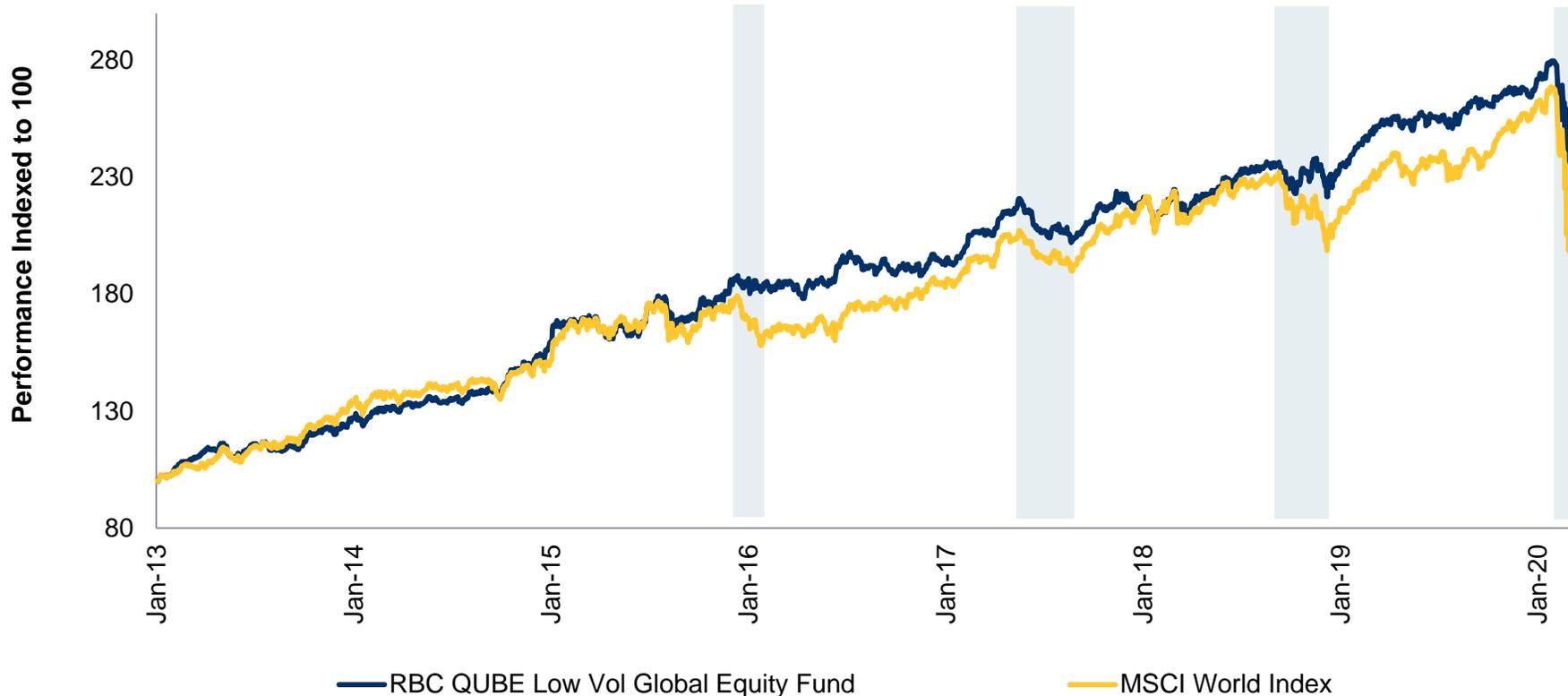
Source: RBC GAM. Gross of fees in Canadian dollars.  
November 19, 2012 to March 17, 2020

# RBC QUBE Low Volatility Global Equity Fund

Outperformance comes during drawdowns

**RBC QUBE Low Volatility Global Equity Fund vs. MSCI World Index**

Performance during drawdowns	2015 / 2016 Dec 28 – Feb 11	2017 Jun 9 – Sep 9	2018 Sep 25 – Dec 24	2020 Feb 20 – Mar 17
RBC QUBE Low Volatility Global Equity Fund	-2.3%	-8.1%	-5.5%	-14.9
MSCI World Index \$C	-10.7%	-8.3%	-12.1%	-21.7

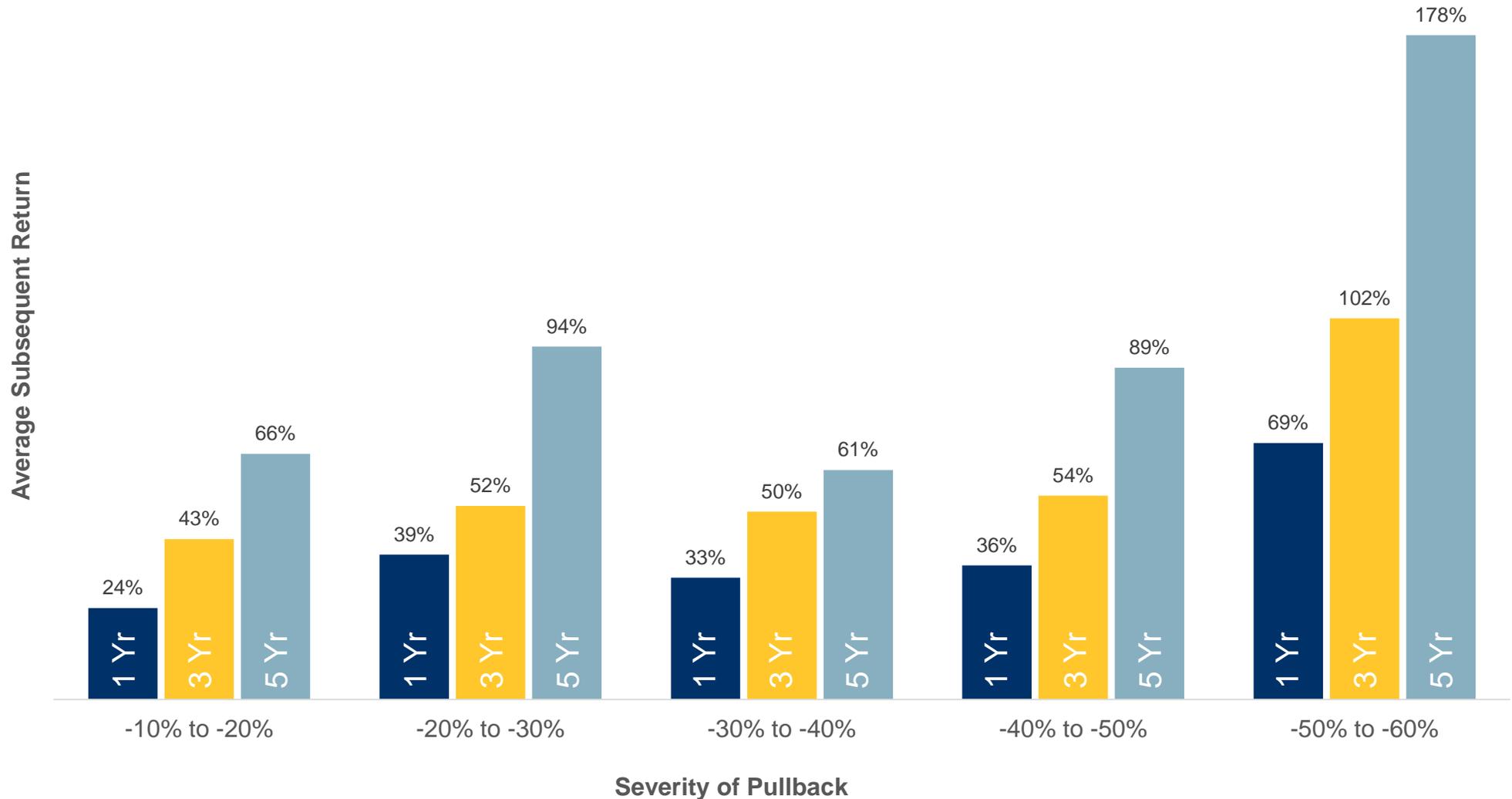


Source: RBC GAM. Gross of fees in Canadian dollars.  
January 18, 2013 to March 17, 2020

# Performance After a Pullback

No matter the severity, on average the subsequent returns are positive

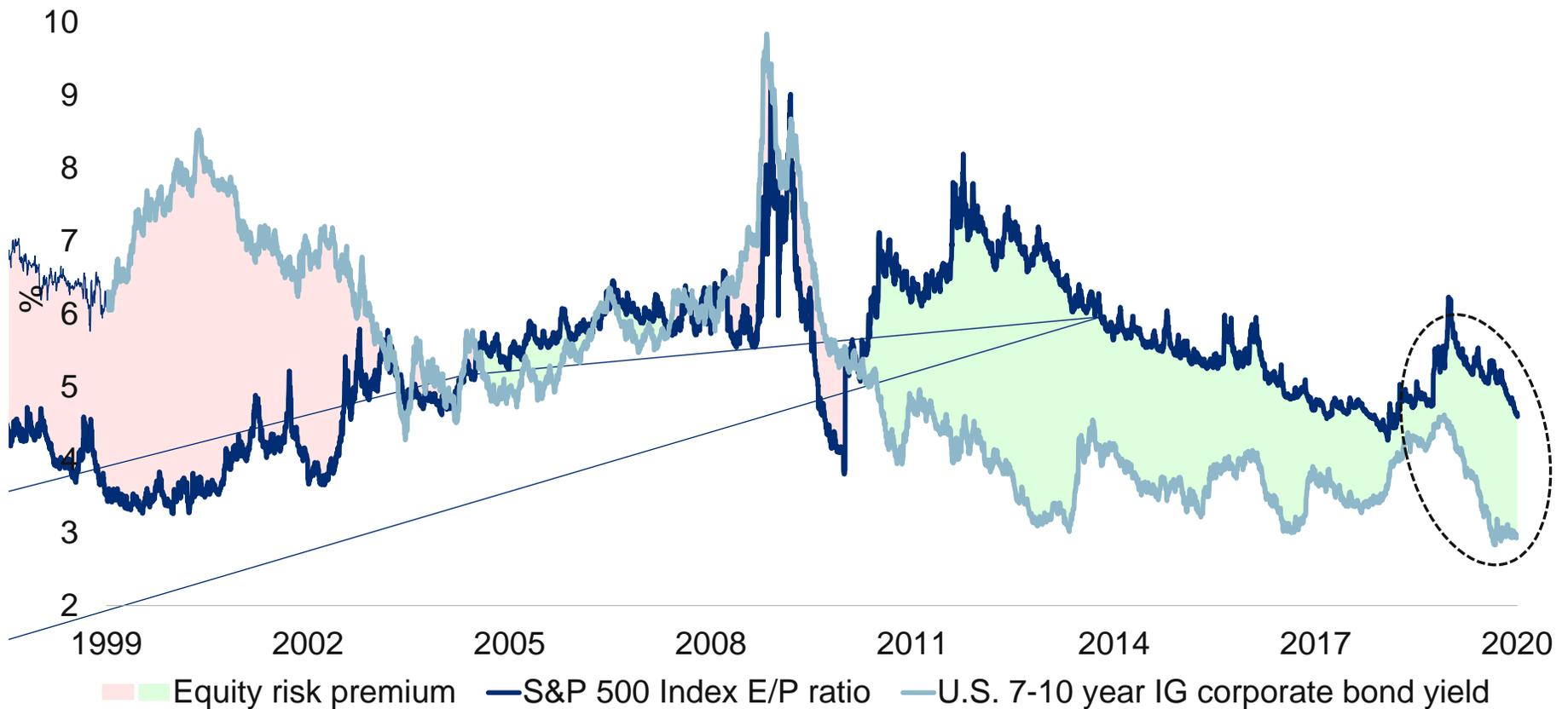
Market Performance Following Pullbacks – S&P 500



S&P 500 Index (USD) from Jan 1, 1950 to Mar 9, 2020. Subsequent performance is from troughs. Source: Bloomberg, RBC GAM. An investment cannot be made directly into an index. The graph does not reflect transaction costs, investment management fees or taxes. If such costs and fees were reflected, returns would be lower. Past performance is not a guarantee of future results. The peak is measured at the highest level of the index during the year and the trough is its lowest level following the peak.

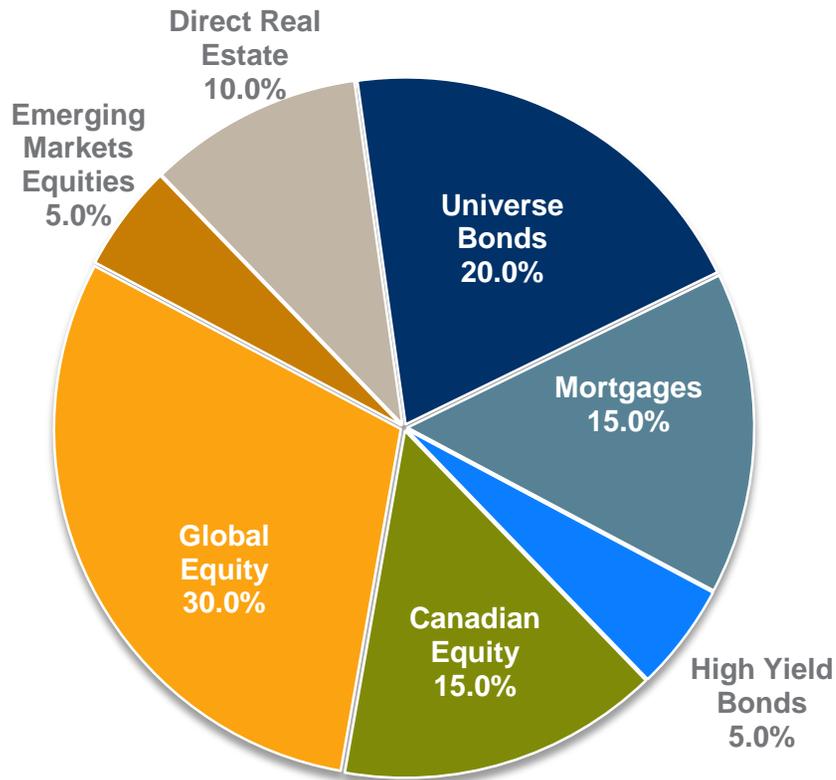
# Stock risk premium turned higher amid growth concerns

## U.S. equity risk premium is large



Note: As of 1/2/2020. Source: ICE/BofA ML, Bloomberg, Haver Analytics, RBC GAM

## Targeting a More Efficient Portfolio Structure with Better Risk-Reward Potential



Asset Class	New Target Allocation (%)	Target Allocation (%)
Cash	0.0	5.0
Universe Bonds	20.0	25.0
Conventional Mortgages	15.0	20.0
High Yield Bonds	5.0	0.0
Canadian Equities	15.0	20.0
Global Equities	30.0	30.0
Emerging Markets Equities	5.0	0.0
Direct Real Estate	10.0	0.0

### Proposed Real Estate Allocation

- Real Estate allocation of **10.0%** to be funded equally from Universe Bonds and Mortgages

# Appendix

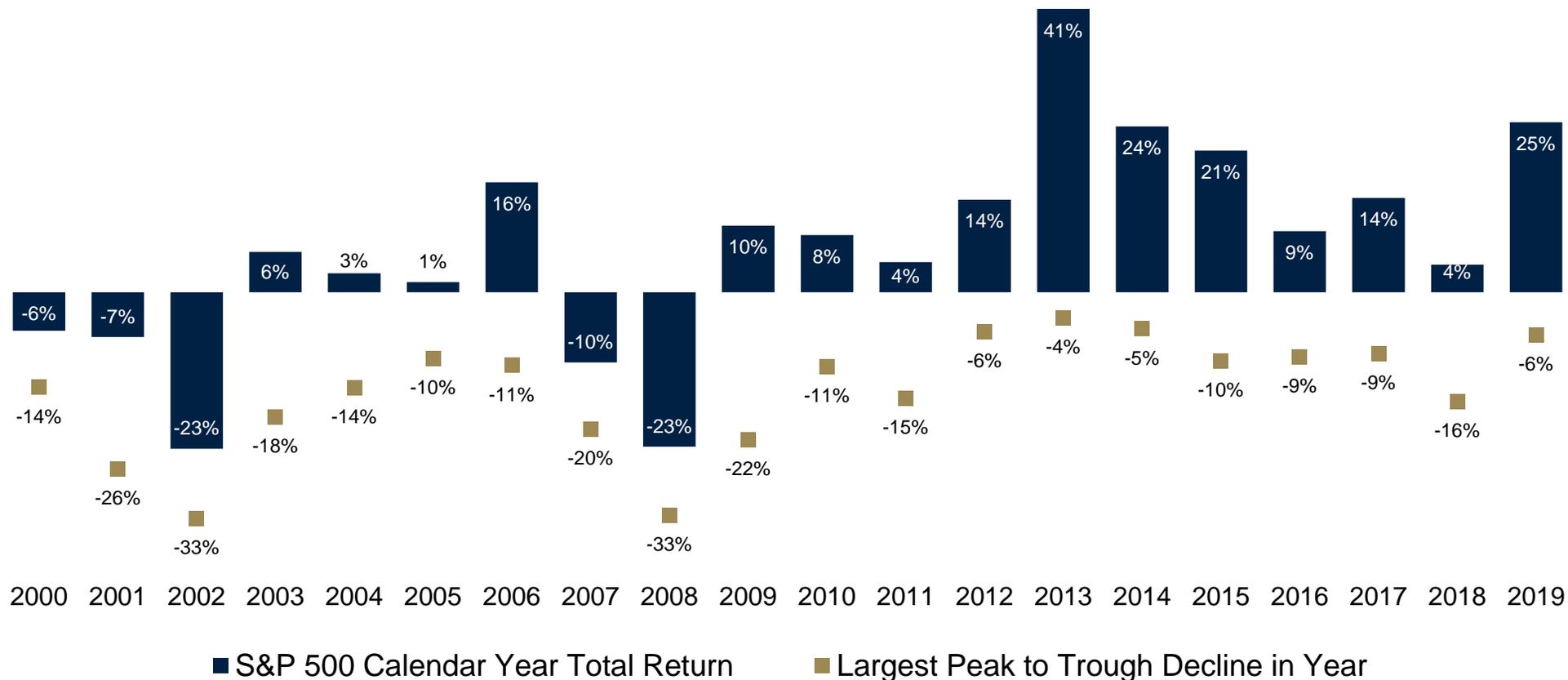


**Wealth Management**  
PH&N Investment Counsel

# Even the good years have dark days

70% of years have 10% drawdown or more

## S&P 500 Index



Source: Bloomberg & Morningstar Direct. Performance reflective of S&P 500 TR Index, denoted in Canadian dollars. Data as of December 31, 2019. An investment cannot be made directly into an index. The graph does not reflect transaction costs, investment management fees or taxes. If such costs and fees were reflected, returns would be lower. Past performance is not a guarantee of future results. The peak is measured at the highest level of the index during the year and the trough is its lowest level following the peak.







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**Wealth Management**  
PH&N Investment Counsel

**BOARD REPORT**

As at 03/27/20

For the period ended 02/29/2020

	Actual YTD	Annual Budget	Variance \$ (Actual YTD - Annual Budget)	YTD Actual as a % of Annual Budget	Actual PYR	Annual Budget (Previous Year)	PYR Actual as a % of PYR Annual Budget	Variance \$ CY to PY	Variance % CY to PY		Year End projection	Variance \$ (Year End projection - Annual Budget)	
<b>Revenue</b>													
Government Grants	\$ 31,173,572	\$ 37,301,609	\$ (6,128,037)	84%	\$ 30,072,419	\$ 38,802,090	78%	\$ 1,101,153	4%	1	\$ 38,804,763	\$ 1,503,154	9
Student Fees - Tuition	\$ 27,095,452	\$ 27,741,324	\$ (645,872)	98%	\$ 26,895,143	\$ 25,943,362	104%	\$ 200,309	1%		\$ 26,395,452	\$ (1,345,872)	10
Student Fees - Other	\$ 2,609,773	\$ 2,355,450	\$ 254,323	111%	\$ 2,161,896	\$ 2,057,150	105%	\$ 447,877	21%	2	\$ 2,609,773	\$ 254,323	11
Other	\$ 1,308,372	\$ 1,995,621	\$ (687,249)	66%	\$ 1,300,503	\$ 1,890,694	69%	\$ 7,868	1%		\$ 1,995,621	\$ -	
Investment Income	\$ 192,606	\$ 230,000	\$ (37,394)	84%	\$ 286,860	\$ 160,000	179%	\$ (94,254)	-33%	3	\$ 192,606	\$ (37,394)	
Donations	\$ 42,819	\$ 39,000	\$ 3,819	110%	\$ -	\$ 39,000	0%	\$ 42,819	0%		\$ 42,819	\$ 3,819	
<b>Revenue Total</b>	<b>\$ 62,422,593</b>	<b>\$ 69,663,004</b>	<b>\$ (7,240,411)</b>	<b>90%</b>	<b>\$ 60,716,820</b>	<b>\$ 68,892,296</b>	<b>88%</b>	<b>\$ 1,705,773</b>	<b>3%</b>		<b>\$ 70,041,033</b>	<b>\$ 378,029</b>	
<b>Expenses</b>													
Salaries and Benefits	\$ 44,652,524	\$ 54,801,488	\$ (10,148,964)	81%	\$ 44,787,266	\$ 53,898,992	83%	\$ (134,742)	0%		\$ 54,156,431	\$ (645,057)	12
Operating	\$ 7,822,835	\$ 10,200,309	\$ (2,377,474)	77%	\$ 7,753,593	\$ 9,648,661	80%	\$ 69,242	1%		\$ 10,090,955	\$ (109,354)	
Scholarships and Bursaries	\$ 4,051,603	\$ 3,808,400	\$ 243,203	106%	\$ 3,853,654	\$ 3,929,482	98%	\$ 197,949	5%	4	\$ 3,808,400	\$ -	
Occupancy Costs	\$ 2,533,868	\$ 4,240,775	\$ (1,706,907)	60%	\$ 3,096,109	\$ 5,426,350	57%	\$ (562,241)	-18%	5	\$ 3,740,775	\$ (500,000)	13
Principal and Interest on Long Term Debt	\$ 835,526	\$ 1,005,940	\$ (170,414)	83%	\$ 1,015,381	\$ 1,135,739	89%	\$ (179,855)	-18%	6	\$ 1,005,940	\$ -	
<b>Expenses Total</b>	<b>\$ 59,896,357</b>	<b>\$ 74,056,912</b>	<b>\$ (14,160,555)</b>	<b>81%</b>	<b>\$ 60,506,003</b>	<b>\$ 74,039,224</b>	<b>82%</b>	<b>\$ (609,647)</b>	<b>-1%</b>		<b>\$ 72,802,501</b>	<b>\$ (1,254,411)</b>	
<b>Surplus (Deficit) Before Undernoted</b>	<b>\$ 2,526,236</b>	<b>\$ (4,393,908)</b>	<b>\$ 6,920,144</b>	<b>-57%</b>	<b>\$ 210,817</b>	<b>\$ (5,146,928)</b>	<b>-4%</b>	<b>\$ 2,315,419</b>	<b>1098%</b>		<b>\$ (2,761,467)</b>	<b>\$ 1,632,440</b>	
<b>Transfers</b>													
Transfers to (from) other funds	\$ (1,522,081)	\$ (1,892,903)	\$ 370,822	80%	\$ (595,916)	\$ (1,818,288)	33%	\$ (926,166)	155%	7	\$ (1,992,903)	\$ (100,000)	14
Transfers to (from) Internally Restricted	\$ 507,334	\$ 469,150	\$ 38,184	108%	\$ 581,160	\$ 530,867	109%	\$ (73,826)	-13%	8	\$ 507,334	\$ 38,184	
<b>Transfers Total</b>	<b>\$ (1,014,747)</b>	<b>\$ (1,423,753)</b>	<b>\$ 409,005</b>	<b>71%</b>	<b>\$ (14,756)</b>	<b>\$ (1,287,421)</b>	<b>1%</b>	<b>\$ (999,991)</b>	<b>6777%</b>		<b>\$ (1,485,569)</b>	<b>\$ (61,816)</b>	
<b>Total</b>	<b>\$ 3,540,984</b>	<b>\$ (2,970,155)</b>	<b>\$ 6,511,139</b>	<b>-119%</b>	<b>\$ 225,573</b>	<b>\$ (3,859,507)</b>	<b>-6%</b>	<b>\$ 3,315,411</b>	<b>1470%</b>		<b>\$ (1,275,898)</b>	<b>\$ 1,694,257</b>	

**Variance explanations: YTD actuals compared to prior year**

- 1) Difference mostly due to Northern Sustainability Grant and Teacher Ed Stabilization grants
- 2) Increase in a variety of areas due to efforts to increase revenues. Most significant increase in athletics incidental fees
- 3) Smaller returns than expected due to poor performing markets. Also due to less cash to invest compared to prior year
- 4) More Entrance scholarships than budgeted, however cost is offset by transfers from other funds below
- 5) Prior year amount includes amounts spent on Greenhouse Gas project. Savings also due to Hydro savings with Canadore
- 6) Savings due to full year of lower interest rates
- 7) Due to timing of transfers
- 8) Due to Collective Agreement obligations

**Variance explanations: Year end projection compared to budget**

- 9) Increase due to Northern Sustainability Grant and Teacher Ed Stabilization Grant being more than budgeted
- 10) Projected lower due to increase in Teacher Ed Stabilization Grant (offset in tuition)
- 11) Projected to actual amount, see note #2.
- 12) Savings due to vacant positions during the year, as well as having budgeted 1.5% increase vs. 1% settlement
- 13) Hydro savings with Canadore
- 14) Hydro savings on our residences

NIPISSING UNIVERSITY BOARD OF GOVERNORS

COMMUNITY RELATIONS COMMITTEE MEETING

OPEN SESSION

April 6, 2020

The Community Relations Committee of the Board of Governors met on Monday, April 6, 2020 at 1:30 p.m. via Zoom remote conferencing.

**Members Present:** Karl Neubert, Committee Chair  
Fran Couchie  
Mitchell Crown  
Donna Forget  
Ryan Hehn  
Denyse Lafrance-Horning  
Hannah Mackie  
Tom Palangio  
Bobby Ray  
Kathy Wilcox  
Shannon MacCarthy (non-voting)  
Cheryl Sutton (non-voting)  
Arja Vainio-Mattila (non-voting)  
Christine Dowdall, University Secretary (non-voting)

**Regrets:** Paul Cook  
Mike DeGagné

**Guests:** Cristin Christopher  
Casey Phillips  
Abby Blaszczyk

**Recording Secretary:** Maggie Daniel, Executive Assistant, Office of the President

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**1. Welcome/Call for Conflicts of Interest – Committee Chair, Karl Neubert**

The meeting was called to order at 1:30 pm. The Committee Chair wished everyone well moving forward during the COVID-19 situation. He called for any conflicts of interest; no such conflicts were declared.

**2. External Relations Update – Cristin Christopher, Director, External Relations**

- *NU Community Response to COVID-19*

The Director, External Relations gave an update on the Nipissing University (NU) community response to COVID-19 and how we are supporting our community. The External Relations (ER) team has been monitoring the COVID-19 situation with the executive team since January when it started to expand to North America. Since then, the University has been dealing with the crisis, and the ER team has been collaborating with the Council of Ontario Universities (COU) and Universities Canada to collect up-to-date, accurate information in order to provide news releases, communications and digital images.

The University website has evolved since the first post on January 29 regarding the COVID-19 situation. In March, there was a dedicated space set up on the website for updated messages that are being communicated every two to three days. The ER Team is working directly with the Human Resources, Healthy and Safety, and Technology Services departments, as well as many others, in order to communicate accurate, current information to students, staff, faculty and the community.

- *Meetings/Events Highlights*

Due to the COVID-19 situation, all in-person interactions are on hiatus until further notice. The ER Team has responded by supporting events such as Open House, the Athletics Banquet and Convocation as the University considers holding virtual events in order to recognize the achievements of our students. This is an opportunity for everyone to think outside of the box regarding possibilities for maintaining a sense of community in a digital format.

Nipissing had pre-paid for an advertisement for Open House on the BayToday website. However, since the event is no longer taking place, the ER Team revised the advertisement to thank front line workers for their dedication during these unprecedented times. This message of support was very well received in the community.

- *Community Outreach*

The Director, External Relations recognized that community outreach is reflective of the leadership across the University. Members of the Executive have been in conversations with the North Bay Regional Health Centre (NBRHC) regarding the possibility of the University providing accommodations to staff and front line workers who need a place to stay in between shifts or who are required to self-isolate from their families.

Other items highlighted included the joint effort by faculty, staff and the research department that saw a donation of personal protective equipment (PPE) made to the NBRHC.

Funds are being made available through the Ministry of Colleges and Universities (MCU) to support research on how the COVID-19 situation is impacting North Bay and the surrounding communities. The ER team will share more details on the recipients of the research funds and information on what they will be researching.

The Office of Indigenous Initiatives (OII) is looking into potential collaboration opportunities to support remote delivery to Northern communities and access to the internet.

### **3. Other Business**

The Recruitment Team is working on creating a series of videos that the public can access online at no charge to engage the community and prospective students with virtual lectures.

The Vice-President, Finance & Administration expressed her sincere gratitude to the Director, External Relations and the entire External Relations team for all the hard work and effort they have put into supporting the University during the crisis.

The meeting was adjourned at 2:00 p.m.

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Recording Secretary

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Committee Chair

NIPISSING UNIVERSITY BOARD OF GOVERNORS

**FUNDRAISING COMMITTEE MEETING**

**OPEN SESSION**

April 6, 2020

The Fundraising Committee met on April 6, 2020, at 2:30 p.m. via Zoom remote conferencing.

**Members present:** Bobby Ray, Committee Chair  
Paul Cook  
Mike DeGagné  
Denyse Lafrance-Horning  
Tom Palangio  
Kathy Wilcox  
Taylor Sullivan  
Mitchell Crown  
Stephen Tedesco  
Charlotte Foster (non-voting)  
Christine Dowdall, University Secretary (non-voting)  
Arja Vainio-Mattila (non-voting)  
Cheryl Sutton (non-voting)

**Regrets:** Joanne Laplante

**Guests:** Abby Blaszczyk  
Cristin Christopher  
Casey Phillips

Recording Secretary: Maggie Daniel, Executive Assistant, Office of the President

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**1. Opening Remarks/Call for Conflicts of Interest – Bobby Ray, Committee Chair**

The meeting was called to order at 2:30 pm. The Committee Chair thanked everyone for their commitment to the important work of the Board committees even during these difficult times. He then called for any conflicts of interest; no such conflicts were declared.

**2. External Relations Report – Cristin Christopher, Director, External Relations**

- *Fundraising Sector Response to COVID-19*

The Director, External Relations spoke about the ways the fundraising sector overall is responding to COVID-19 and how fundraising organizations are rapidly adapting to the situation and providing support for frontline workers. The fundraising sector is a network of fundraisers who share resources and advice openly. The sector is currently working together to advocate to the Federal Government to establish an \$8 billion emergency fund to support registered charities across the nation. There are many small

fundraising organizations that have reported financial losses and layoffs of staff. They are unable to host major fundraising events that they heavily rely upon for revenue. Overall, fundraising initiatives have been put on hold, and the focus has shifted to supporting the frontline workers and healthcare community.

Right now, the sector is focused on the cost of providing essential community services, specifically those services that pertain to food security, health and safety.

For the Advancement team at Nipissing University, the current focus is on the building of relationships. They will be creative with their donor communication plan as they reach out to check in on donors to see how they are doing. The Advancement team is also looking into ways of creating a virtual community for the University's committed supporters.

- *Advancement Team's Response to the Pandemic*

The Advancement Team has been closely monitoring the COVID-19 situation since January 2020, and in March, the team delivered personalized communications to all of the University's donors to provide them with updates. The University has a high proportion of elderly donors, and they are very appreciative of the way the University has made them feel a part of our community.

Among the many cancelled events are both the annual Athletics Banquet and the June convocation ceremonies. The Advancement Team has been communicating with those donors who would normally attend these events, and they are pursuing alternative ways of recognizing our athletes, our graduates, our student award recipients, and our donors.

The Director announced that the University has been funded for another year of the 10 Thousand Coffees platform. This is a great opportunity to provide personalized virtual chats with students and donors, and we look forward to expanding it to a broader audience.

- *Student Emergency Fund*

The Director, External Relations outlined how the Advancement Team has been brainstorming meaningful ways for people to donate to the University during the crisis. In consultation with the Executive Team, a singular Student Emergency Fund has been formed by amalgamating several smaller funds. The fund will be monitored by the Assistant Vice-President, Students and, similar to what other institutions across the education sector are doing, the funds will be used to support students during the COVID-19 crisis. It has already been used to support students with accessing internet and acquiring technology for their programs. Some of the funds have also been used to support the student foodbank that is organized in partnership with the Nipissing University Student Union.

This week, the team will be working out the logistical details for how students can access the funds and the criteria that will be used. It will also be promoted to students, alumni and donors through digital communications including social media and the University website.

- *Alumni/NUAAB Response to the Pandemic*

(Note: The following information is confidential until the media release is sent out later this week. The release will be shared with the Board of Governors prior to being released to the community.)

At last week’s Nipissing University Alumni Advisory Board (NUAAB) meeting, the board pledged up to \$100,000 towards the Student Emergency Fund. The NUABB has continued to be an important champion of the University, and this is one example of how they have gone above and beyond in their commitment to our students. In addition, the NUABB has made a separate \$3,000 donation to the NUSU student foodbank.

- *Board Giving*

Board of Governors members are encouraged to give back. A great example of how they can do this is by supporting the Student Emergency Fund.

### **3. Other Business**

No other business.

The meeting was adjourned at 3:00 p.m.

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Recording Secretary

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Committee Chair

NIPISSING UNIVERSITY BOARD OF GOVERNORS

**PLANT & PROPERTY COMMITTEE MEETING**

**OPEN SESSION**

April 6, 2020

The Plant & Property Committee met on Monday, April 6, 2020, at 3:30 p.m. via Zoom Remote Conferencing.

Members present: Tom Palangio, Board Chair  
Mike DeGagne  
Donna Forget  
Stuart Kidd  
Toivo Koivukoski  
Hannah Mackie  
Judy Smith  
Stephen Tedesco  
Shannon MacCarthy (non-voting)  
Cheryl Sutton (non-voting)  
Arja Vainio-Mattila (non-voting)  
Christine Dowdall, University Secretary (non-Voting)

Regrets: Joanne Laplante  
Paul Cook

Guests: David Drenth, Director, Facilities  
Casey Phillips, AVP Students  
Renee Hacquard, Director, Finance

Recording Secretary: Abby Blaszczyk, Executive Assistant, Office of the President

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**1. Opening Remarks/Call for Conflicts of Interest**

In the absence of the Committee Chair, the Board Chair called the meeting to order at 3:34 p.m. and called for conflicts of interest regarding any of the agenda items. No such declarations were made.

**2. Capital & Construction Update – David Drenth, Director, Facility Services**

The Director of Facilities provided a capital and construction update. The presentation included updates on the Tim Horton's renovation, the completion of a smudging ventilation system, the pond remediation and plans for the outdoor classroom. The presentation, which is appended to the PDF version of these minutes, concluded with a list of capital and construction projects for the future.

An update on the progress of the Student Centre was provided. Due to the most recent government order on essential services, construction has been placed on hold. Several questions regarding construction were addressed, including the security implications of having no one on site during the

shutdown. Campus Security has included the site on their regular tours, and the Director will continue to stay in regular contact with Kenalex Construction.

**3. Other Business**

A committee member questioned how, from a student perspective, the Student Centre building is comparing to original thoughts. The President of NUSU noted the space is shaping up to be interesting and exciting, while also taking functionality into consideration. She stated that it's been a pleasure to be involved in the process.

The meeting adjourned at 4:08 p.m.

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Recording Secretary

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Meeting Chair



Plant & Property  
Committee Meeting  
April 2020

# Plant & Property Committee Meeting

## CAPITAL & CONSTRUCTION

1. Capital Update
2. Student Centre Construction
3. Outdoor Classroom
4. Project Planning & Funding Review

# Capital Update

## Immersive Classroom:

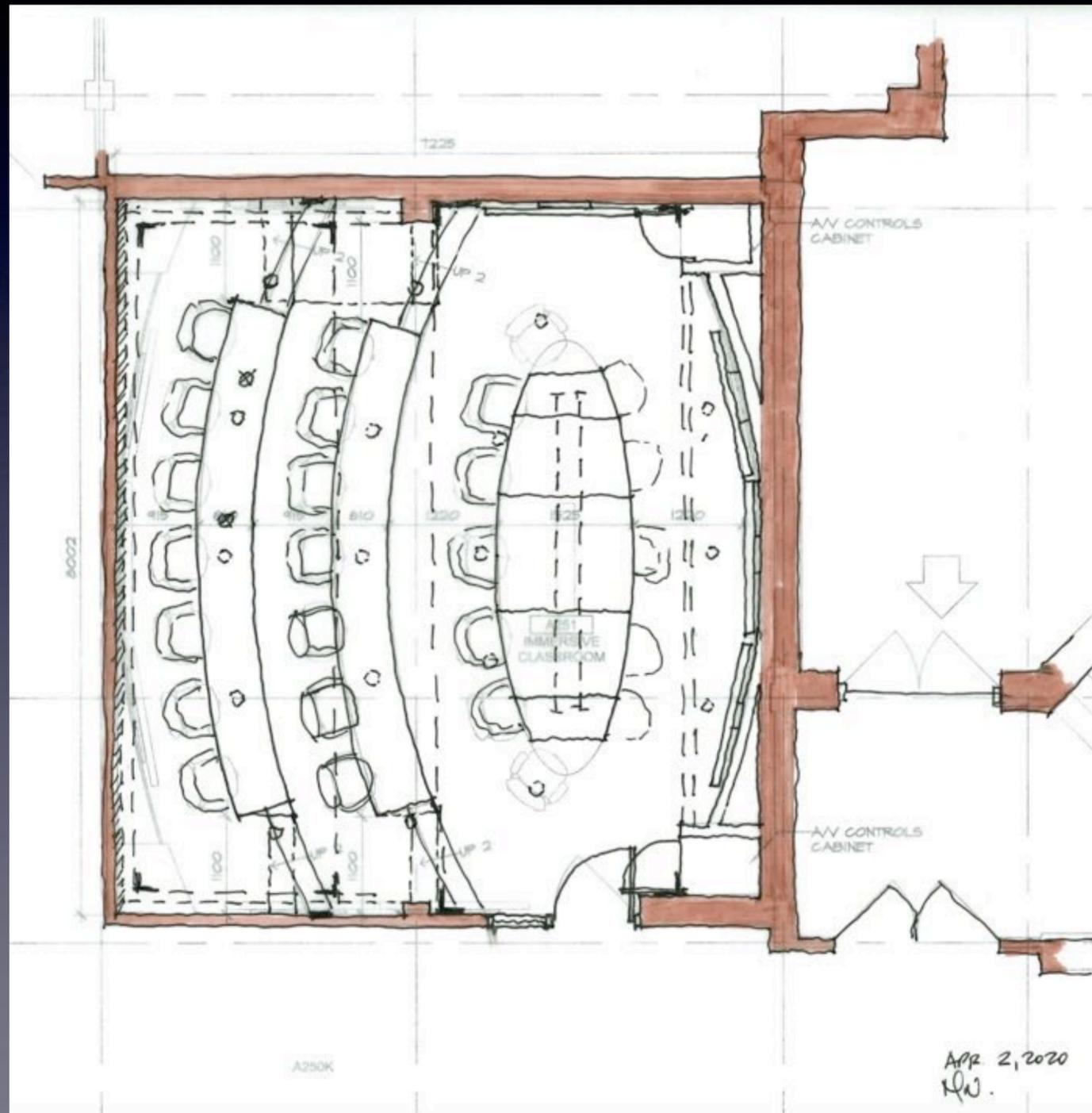
- New Shared funding opportunity to create 'Immersive Classroom' spaces
- Granted to Lakehead, Nipissing, and Algoma Universities.

## Project Description:

- Renovate spaces to include all required infrastructure, furniture, and A/V technology
- UTS is leading the project effort with initial layout designs completed
- Hardware acquisitions complete



# Capital Update



## Immersive Classroom Status Update

- Consultant: Bertrand Wheeler Architects Inc
- Contractors: TBD
- Funding: approximately \$100k
- Status: Design is near completion
  - Next step - tender preparation



Lakehead  
UNIVERSITY

Thunder Bay  
Sudbura, Canada

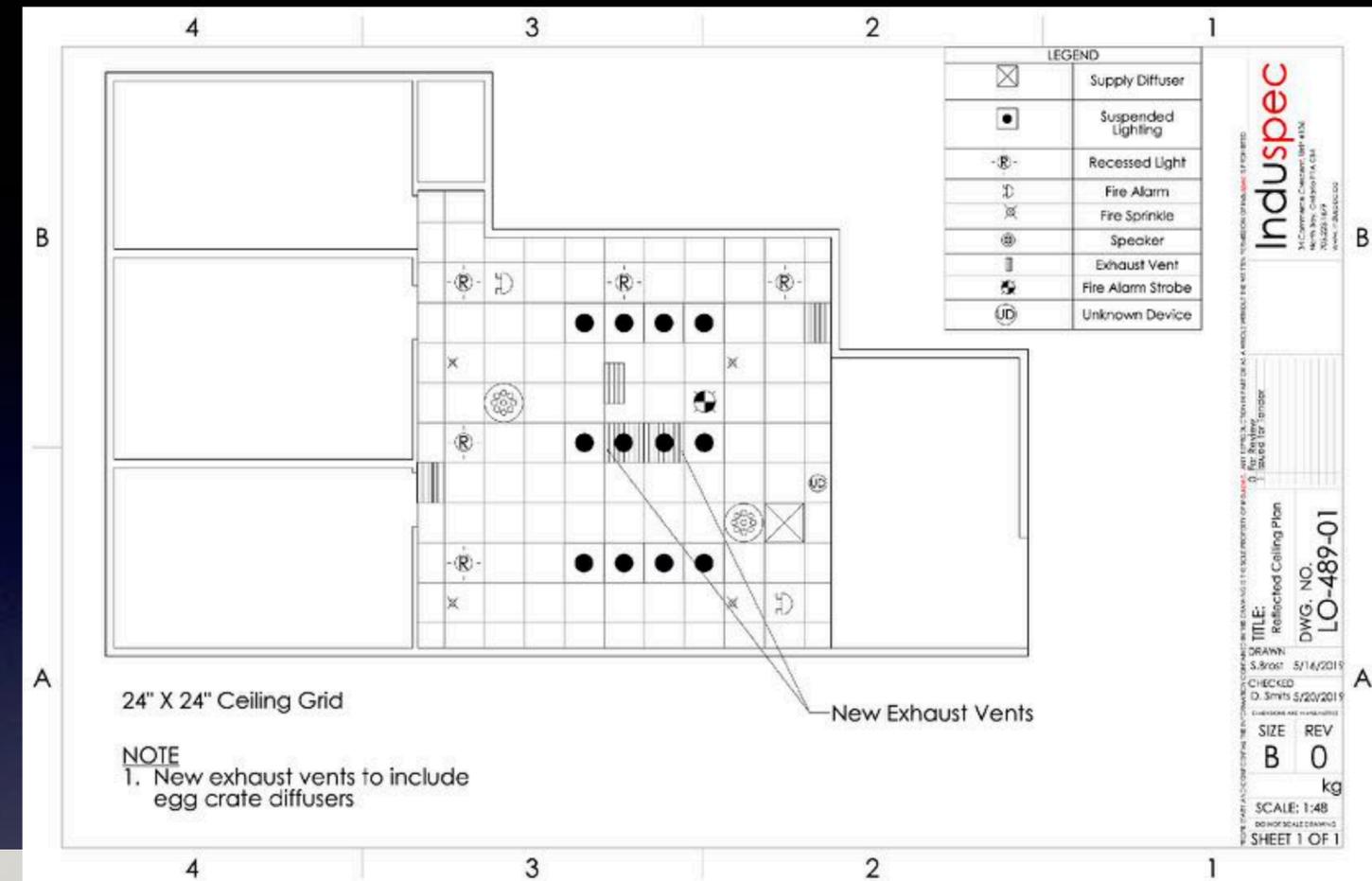
Lakehead  
UNIVERSITY

# Capital Update

## Shared Projects

### Project List Includes:

- A-Wing Elevator - RFP released for tender
- Tim Horton's Renovation - Start date TBD due to Pandemic
- Harris Learning Library Smudging Ventilation System - COMPLETE
- Campus Outdoor Lighting - COMPLETE
- Shipping doorway and X Bracing - COMPLETE



# Capital Update



## Shared Projects

### Project List Includes:

- Pond Remediation Project - Phase 1 complete.
  - Awaiting JL Richards plan of action for next budget year
- Exterior Cladding - Complete
  - Multiple building envelope leaks addressed
- Asbestos Abatement
  - Removal of designated substance containing drywall in main hallway

# Student Centre

NUSU/NU Student Centre

## Project Description

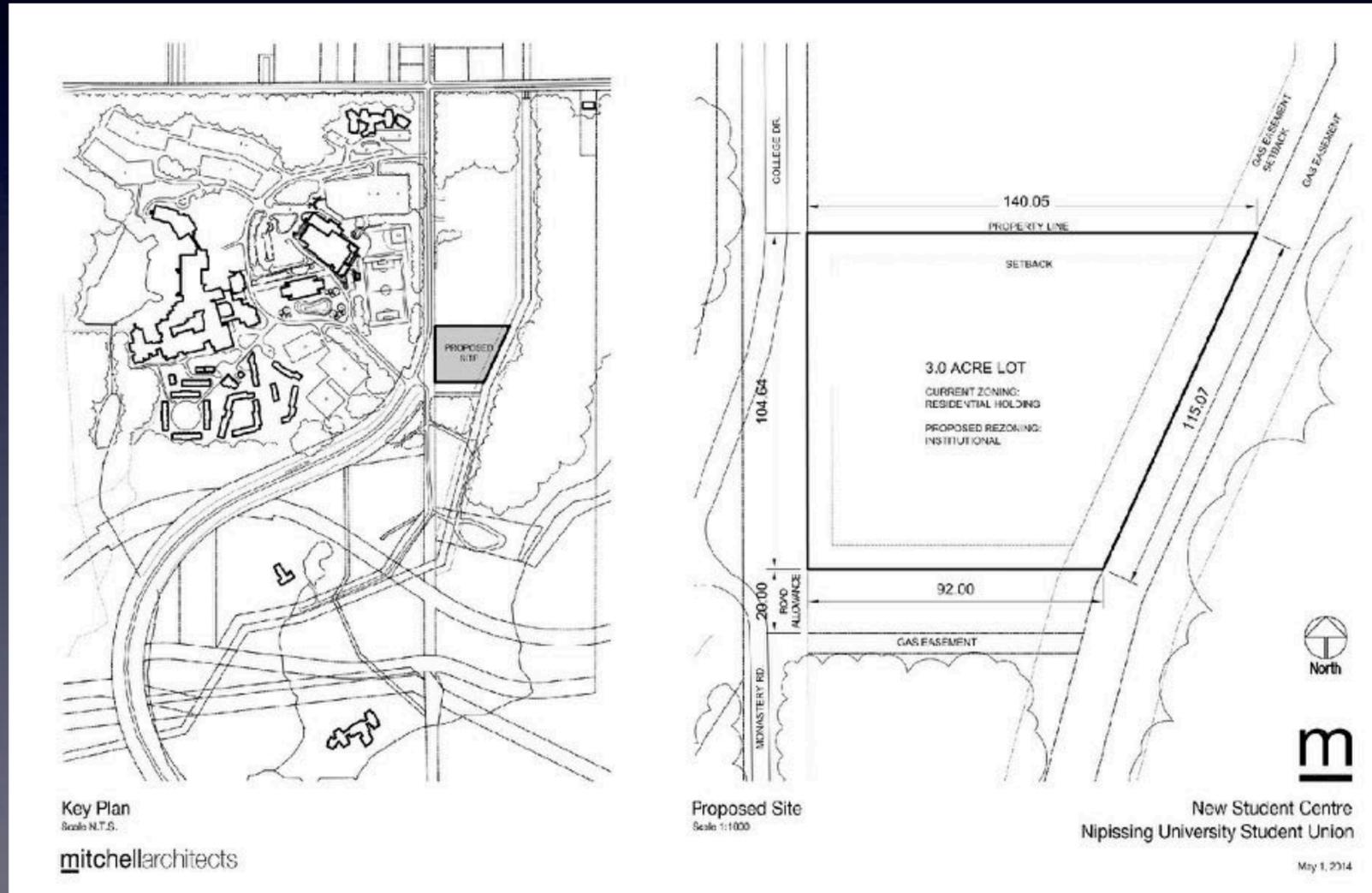
- Construction of a new 32,000 sqft building on NU Larocque property
- Project scope: construct new facility complete with parking and landscaping



# Student Centre

## Status Update

- Consultant: Mitchell Jensen Architects
- Contractors: Kenalex
- Funding: Overall project budget of just over \$15M to include consulting, construction, technology, and furnishings
  - The construction contract was awarded at an amount of \$13,780,620
  - There are currently 38 change orders approved representing a 1.5% cost increase to the contract amount



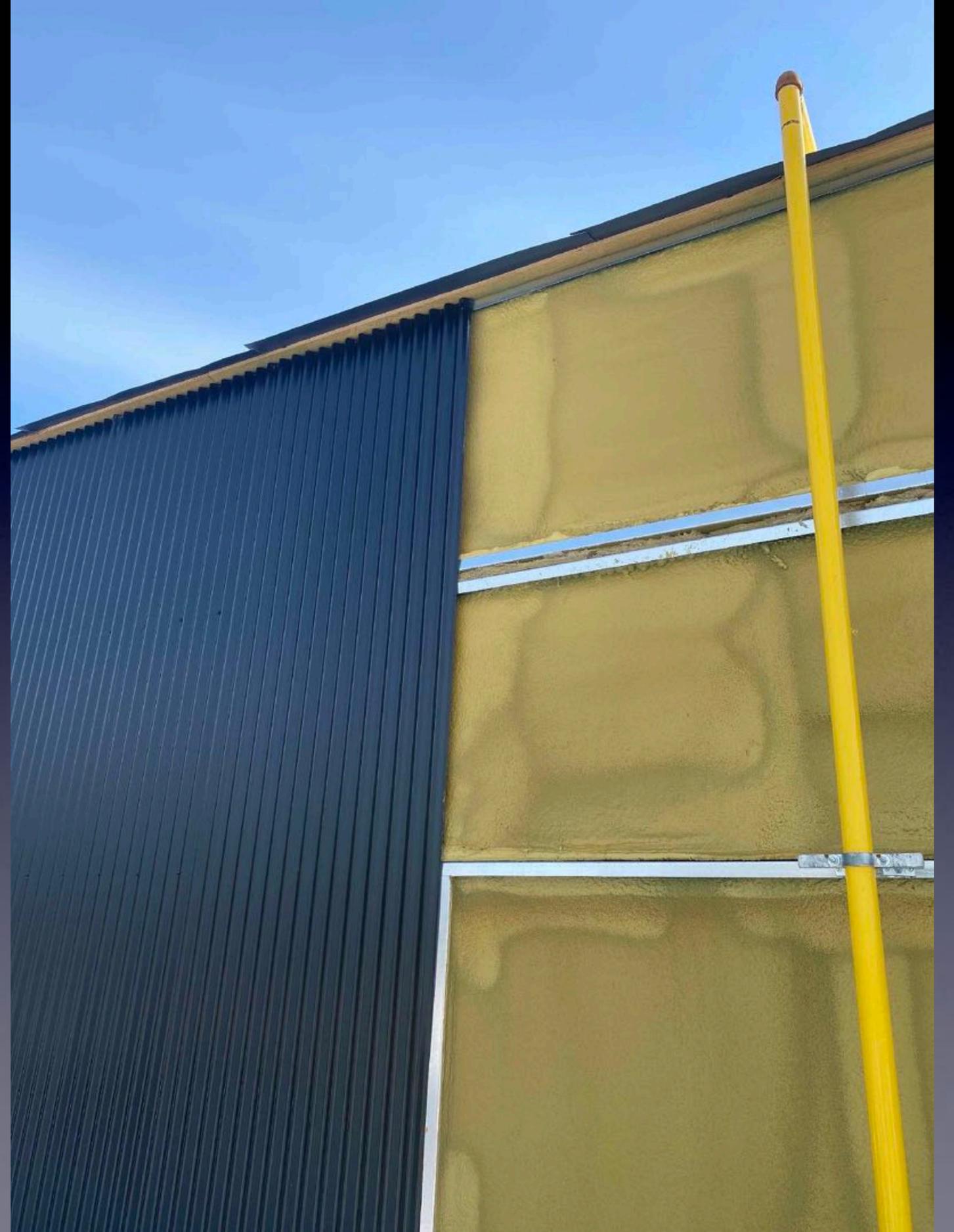


### Construction Status Update

- Installation of interior GWB continues in numerous areas of the building
- Exterior work progressing well with all major building envelope items being installed
- Metal siding installed above lower roof on east and north elevation
- Door hardware is now on-site along with some Kitchen equipment
- Mechanical & Electrical well underway, finishing materials starting to arrive...
- Elevator arrival date is not confirmed
- Completion date is now TBD due to pandemic restrictions



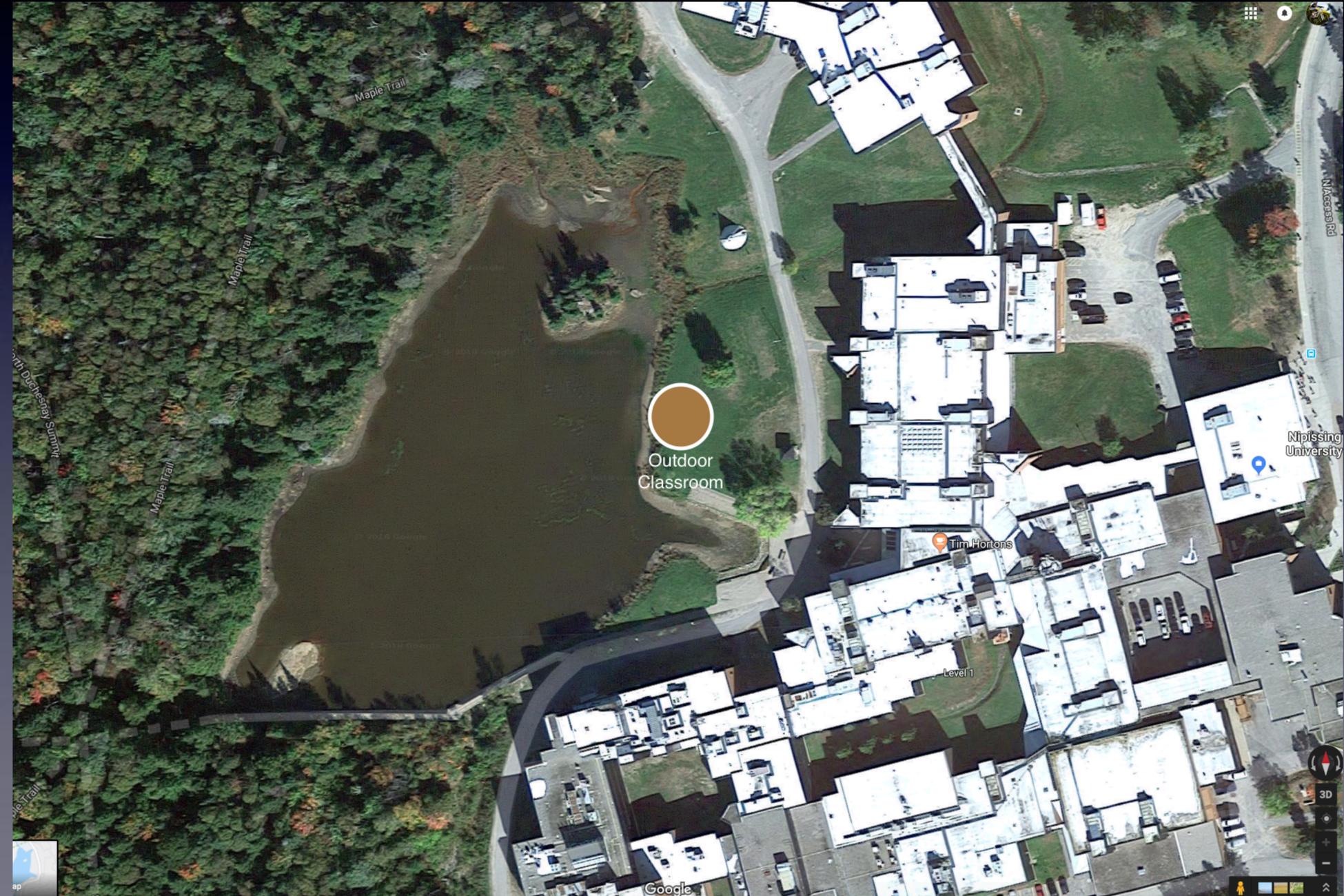




# Outdoor Classroom

## Project Description

- Design and Construction of a new outdoor program delivery space on campus
- Project scope: build a new facility that provides a connection to the outdoors with the ability to host students as well as campus visitors.



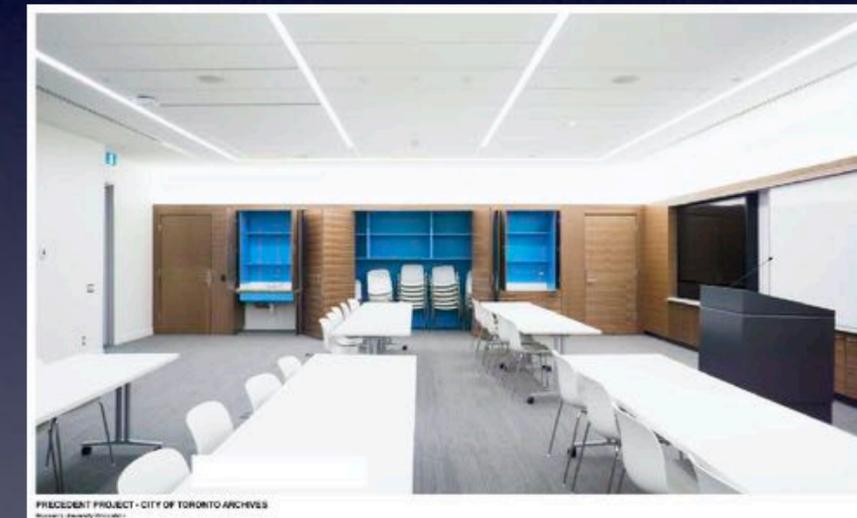
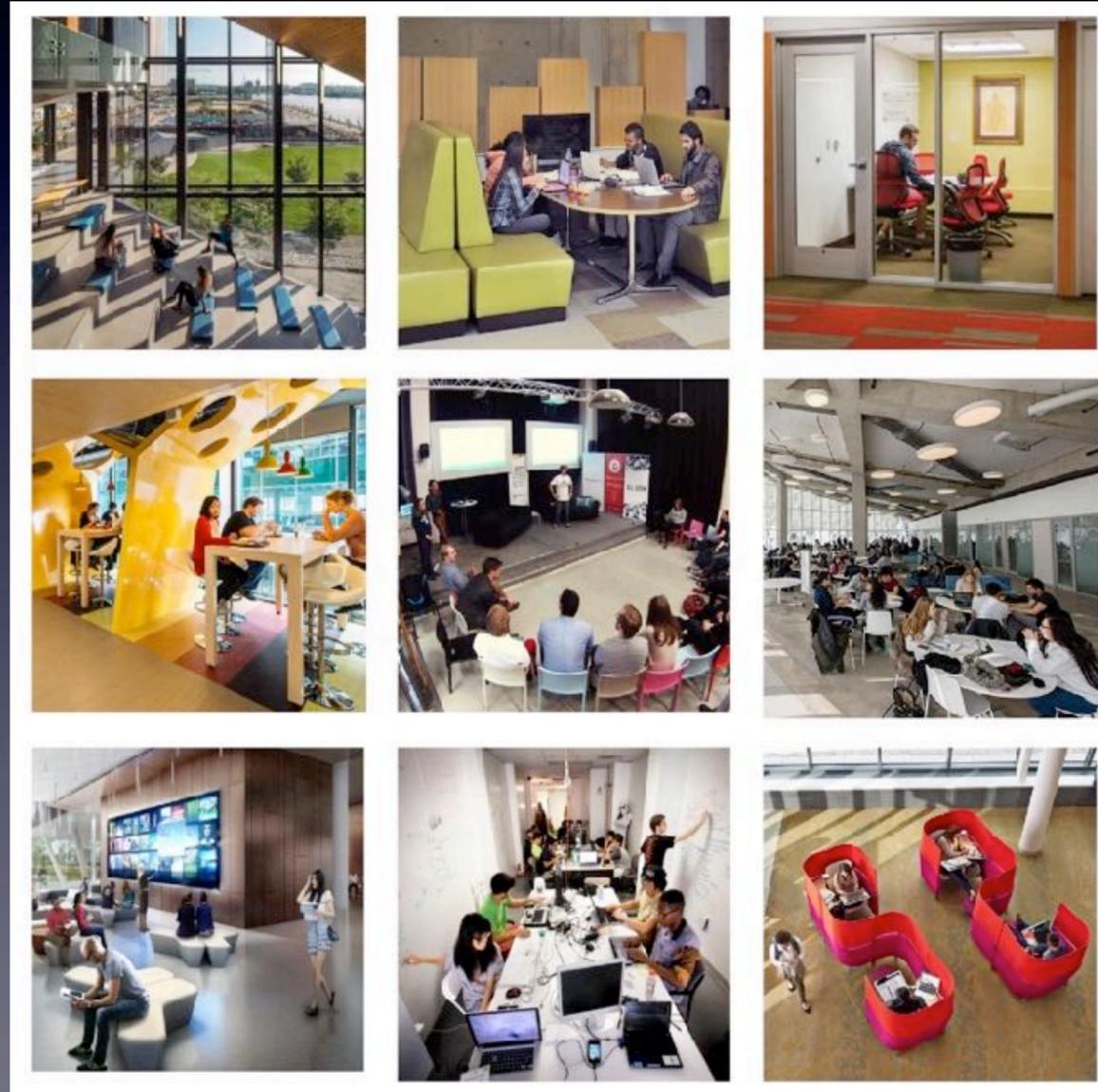
# Outdoor Classroom



## Status Update

- Consultant: Mitchell Jensen Architects
- Contractors: TBD
- Funding: Overall project budget TBD upon revised design evaluation
- Status: Reduced scale design revisions nearing completion to procure a Class B construction estimate
- Construction drawings are underway concurrently for RFP document development

# Project Planning & Funding Review



## Facilities - Capital and Construction Future Plans

	Budget Amount				Total	Campus	Asset	Status	Notes
	Capital	Funded	Ancillary	Shared capital					
<b>IMMEDIATE</b>									
Chartwells Tim Hortons Reno			\$ 250,000		\$ 250,000	North Bay	Education Centre	Approved	Compliance requirement for Chartwells Food Services
Immersive Classroom Reno		\$ 100,000			\$ 100,000	North Bay	Education Centre	Approved	Design drawings nearing completion
Outdoor Classroom Construction	\$ 650,000				\$ 650,000	North Bay	Campus	TBD	Being prepped for tender
A-Wing Elevator		\$ 50,000			\$ 50,000	North Bay	Education Centre	Approved	Required for compliance with TSSA
TRC Roofing			\$ 50,000		\$ 50,000	North Bay	Townhouse Rez	Approved	Quote acquired and ready to execute
Student Centre		\$ 15,200,000			\$ 15,200,000	North Bay	Student Centre	Ongoing	Construction progressing well
<b>MEDIUM TERM (Must be addressed this year)</b>									
A-Wing Roofing Replacement	\$ 525,000				\$ 525,000	North Bay	Education Centre	TBD	Last major section of roofing on TEC to be addressed
Academic Advising Reno (Grad Studies)	\$ 200,000				\$ 200,000	North Bay	Education Centre	TBD	Service improvement for students
Advancement/Development Space Reno	\$ 300,000				\$ 300,000	North Bay	F-Wing	TBD	Space efficiency and productivity upgrade
Pond Rehabilitation	\$ 50,000				\$ 50,000	North Bay	Education Centre	TBD	Phased approach to restoring pond infrastructure
Electrical Infrastructre		\$ 70,000			\$ 70,000	North Bay	Education Centre	TBD	Shared with Canadore - required for compliance with ESA
Pond Rehabilitation		\$ 50,000			\$ 50,000	North Bay	Campus	TBD	Shared with Canadore - restore pond infrastructure and overall health
Campus Paving		\$ 30,000			\$ 30,000	North Bay	Campus	TBD	Required campus road repairs
A-Wing Washroom Upgrade	\$ 50,000				\$ 50,000	North Bay	Education Centre	TBD	Update washroom to current standards - save energy and water
Nursing Sim Labs	\$ 250,000				\$ 250,000	North Bay	Education Centre	TBD	Required for in-house program delivery
Fire Protection Panel Upgrades	\$ 50,000				\$ 50,000	North Bay	Education Centre	TBD	Required for compliance
<b>LONG TERM (Could be deferred to next year)</b>									
SPP Space renovation	\$ 100,000				\$ 100,000	Toronto	Michener Institute	TBD	Renovate classroom space for SPP Students with UHN
Agora at Front Entrance	\$ 350,000				\$ 350,000	North Bay	Education Centre	TBD	Sourced from Academic Space Plan Audit
LED Outdoor Lighting	\$ 70,000	\$ 70,000			\$ 140,000	North Bay	Campus	TBD	Replace end of life outdoor lighting fixtures with LED
HLL Compact Shelving Space Reno	\$ 50,000				\$ 50,000	North Bay	Harris Learning Libra	TBD	Remove compact shelving and restore space
Washroom Upgrades	\$ 100,000				\$ 100,000	North Bay	Education Centre	TBD	Gender Neutral Renovation
Surtees Gym A Lighting retrofit	\$ 50,000				\$ 50,000	North Bay	Athletics	TBD	Attractive payback on energy savings
Master Campus Plan	\$ 75,000				\$ 75,000	North Bay	Campus	TBD	Long overdue
Parking Lot #2 Expansion	\$ 150,000				\$ 150,000	North Bay	Campus	TBD	Parking addition for NU side of campus
Multi Faith Space Reno	\$ 50,000				\$ 50,000	North Bay	Education Centre	TBD	Requirement for compliance
Access Control Doors				\$ 20,000	\$ 20,000	North Bay	Education Centre	TBD	Annual
NU Front Entrance Overhaul	\$ 250,000				\$ 250,000	North Bay	F-Wing	TBD	Improve 'first impression' and service for visitors
Safety & Accessibility Projects	\$ 50,000				\$ 50,000	All Campuses	All	TBD	Refer to Accessibility reports
Flooring - Suite Common Tiling			\$ 80,000		\$ 80,000	North Bay	Founder's House	TBD	\$2850/unit
Flooring - Suites Carpeting			\$ 63,525		\$ 63,525	North Bay	Founder's House	TBD	\$700/bedroom/living room
Window Replacement - Bedroom			\$ 12,000		\$ 12,000	North Bay	Founder's House	TBD	Phase by floor - \$160/bedroom & \$115/awning
Window - Common to Building			TBD		\$ -	North Bay	Founder's House	TBD	Need Assessment & Estimate
Building Envelope - Siding			TBD		\$ -	North Bay	Founder's House	TBD	Need Assessment & Estimate
Furnace/AC Refurbishment			TBD		\$ -	North Bay	Founder's House	TBD	Need Assessment & Estimate

END



Nipissing University Alumni Advisory Board Report to BOG  
April 29, 2020

- Early conversations have begun on how Convocation and Homecoming will be conducted this year due to the COVID-19 pandemic. When more details are formulated, we will communicate those to you. In the meantime, Alumni Relations has shifted focus slightly to continue to engage with alumni virtually through our social media channels, e-newsletter and ad hoc messages of togetherness. We are highlighting good news stories to bring positive thoughts to our followers. If you have good news stories, we would love to hear them and share them with our alumni.
- The Nipissing University Student Emergency fund was recently announced to provide urgent financial assistance to students unable to cover immediate, essential expenses as a result of the crisis. The fund has been established with funding from donors, with the Nipissing University Alumni Advisory Board acknowledging the importance of the fund with an initial commitment of \$100,000. "As alumni of the University, the Board is committed to supporting students and is empathetic to the added stress, disappointment and financial hardship they are enduring," said Mitchell Crown, Vice-President, Nipissing University Alumni Advisory Board. "We felt that there was no better way to support our future alumni than to contribute to the Student Emergency Fund to ensure that this unique set of circumstances doesn't hold anyone back from reaching their goals. We hope this contribution inspires others in our Lakers community to contribute if they are able to do so."
- We are encouraging virtual connection through the NU Café hub. Our most recent introductions went out at the end of April. We are also planning an office hours mentor chat in the next few weeks with Cindy Karugia, former Alumni and RBC employee. To join the network, please visit [nipissingu.ca/nucafe](http://nipissingu.ca/nucafe).
- Alumni awards nominations will be opening up May 1. If you know of an exceptional alumnus, please consider nominating them for an Alumni Award today. Visit the website or email [alumni@nipissingu.ca](mailto:alumni@nipissingu.ca).

## NUICE Report to the Nipissing University Board of Governors

**The Nipissing University Indigenous Council on Education (NUICE) met on April 16, 2020, for a Covid 19 update via teleconference.**

Dr. Mike DeGagné, President & Vice-Chancellor, Dr. Arja Vainio-Mattila, Provost & Vice-President, Academic Research, and Dr. Casey Phillips, Assistant Vice-President, Students, provided updates to the NUICE regarding how the University is responding to the COVID-19 situation. Their discussion included the transition to online learning in winter term, remote support services for students, staff and faculty's work from home, facilities, support for faculty as they teach within the online environment, plans for the Spring and Summer courses to be offered online, and the Emergency Student Fund.

**Discussion:** Maurice Switzer congratulated the President on his new role at Yukon University. A question was posed regarding the long term impacts of this kind of delivery. How will this change our delivery of education?

The President explained that the online movement was very quick due to the situation. Planning for continued online courses and support for students and faculty is in process. Feedback from students regarding their online experiences will be invaluable for our planning. The President also added that students highly value the social and in-person experience of being on campus. He discussed the University's role in relation to the community's economic recovery.

**Discussion:** A question was raised regarding the University's capability to identify students' First Nations' communities, to identify gaps in high speed internet by community, and to lobby for additional connectivity in northern Ontario to allow for more access to higher education.

Dr. Vainio-Mattila explained that departments are currently working on the processes to support students' access to online learning. For students who will be enrolled in the Summer Indigenous Institute (and in some cases, the Indigenous Education Programs), the University is working to get technology to students. This technology will have SIM cards and data plans to allow for more connectivity for students. They will also have supports in place with online learning tools that are facilitated by faculty and staff.

Student Development Services has also provided laptop loans for students who require them.

The Director, Indigenous Initiatives explained that students may voluntarily self-identify as First Nations, Metis or Inuit on campus. Students may include their First Nation, but it is not a required component of self-identification. Not all Indigenous students self-identify or access supports and services offered by Enji giigdoyang, the Office of Indigenous Initiatives.

In terms of Indigenous communities' connectivity in the north, it will vary from community to community. There are some buildings within communities that offer access to internet for educational purposes. With the current situation it may be challenging for students to access these resources as buildings may be closed due to physical distancing.

**Discussion:** A question was asked about student accessibility for counselling services. Dr. Phillips explained that counselling is continuing and has now transitioned to virtual service for the students accessing this support.

A question was asked if there are any additional costs for cleaning of residence buildings? Dr. Phillips explained that residence costs for students were prorated due to their early departure. The University has refunded the students this amount.

Rose Jawbone commended the University for providing a residence for the North Bay Regional Health Centre's use, a service to the community during this difficult time.

A member explained that some First Nations communities have closed their borders and some students have not been able to return home. Communities are looking at how to continue to support these students. Are there supports in place for students? Dr. Phillips explained that students can apply to the Student Emergency Fund, and the Nipissing University Student Union Food Bank is open and available to students as well.

Tanya Lukin-Linklater shared that the Office of Indigenous Initiatives is continuing to support Indigenous students remotely through ongoing communication, providing emergency food vouchers remotely for students (and their families), and connecting students to services on campus and in the community.

Tanya Lukin-Linklater, Director, Indigenous Initiatives, provided an update regarding the **Indigenous Education Programs**. The Schulich School of Education will be offering the Indigenous Teacher Education Program and the Indigenous Classroom Assistant Diploma Program online. The program timelines for completion may be adjusted given this change. The Principal, Indigenous Programs, is also meeting with partners for community-based delivery of the Indigenous Teacher Education (Bimose Tribal Council, Kenora) and Indigenous Classroom Assistant Diploma Programs (MTIE - Mamu Tshishkutamashutau/Innu Education, Labrador). Timelines and locations may be shifted for the programs in conversation with partners for the delivery. Oshki Pimache-o-win: The Wenjack Institute (Thunder Bay) has made the decision to defer all Indigenous Classroom Assistant Diploma programming until next summer because of the uncertainty of when physical distancing guidelines will be lifted. They are not exploring online delivery of ICADP because of the many factors that may inhibit student participation living in remote, fly-in communities. The University is currently negotiating an agreement with Kenjgewin Teg to deliver the Indigenous Classroom Assistant Diploma Program to students living on Manitoulin Island with anticipation that the agreement will be finalized for a September 2020 start date.

Tanya Lukin-Linklater, Director, Indigenous Initiatives provided an update regarding the **Summer Indigenous Institute**, a month-long summer pilot project in its second year with funding from the Ministry of Colleges and Universities. The students enrolled in the program (up to 40) will attend Nipissing University, Algoma University, Lakehead University or Laurentian University in fall 2020. Additionally, we are opening this year's program to Indigenous students in grades 11 or 12, mature learners or college students who are considering attending university in the future. The Summer Indigenous Institute offers two first-year Indigenous Studies courses, ample holistic supports, peer mentorship and cultural/experiential learning opportunities to support the transition to university. Our framework for the program is aligned with health and wellness rooted in Indigenous knowledge. We are currently moving the Summer Indigenous Institute to hybrid delivery with online learning and support services in summer 2020 followed by a capstone experience on campus in fall 2020. We will provide technology to all students enrolled in the program to support their access to online courses and support services. Indigenous student employees are currently being hired to work remotely in support of the students in the program. Our university partners supported this shift to open the program to additional students.

NUICE will next meet in June of 2020.

**Update for Board of Governors – May 7, 2020**  
**Arja Vainio-Mattila, Provost**

**Registrar**

- Our acceptances as of April 24th are 839 vs. 906 from the same time last year (- 7.5%)
- June 1st is the deadline for Ontario High Schools to accept their offers
- all Ontario high schools have committed to submitting grades in May so that all universities can send offers prior to the June 1st deadline
- Admissions offers are all up to date and continue to be sent daily
- the recruitment team continues to focus on conversion, in collaboration with marketing, faculty and service areas they have developed a "virtual open house" for our prospective students
- we have sent all current & prospective students a survey to assess their concern during this pandemic and for the upcoming fall term
- Spring/Summer term started on May 4th and our current enrollment is:
  - Undergraduate = 3,938 students, vs. 4,104 (as of June 30, 2019)
  - Graduate = 193 vs. 189 (as of June 30, 2019)

**Arts and Science**

**Arts and Science Spring and Summer online offerings:** 38 online courses; enrolment: 1296 compared to 995 online enrolments in 19S/S.

**Arts and Science Faculty Council** (April 24; 76 participants in total; guests: Dr. Arja Vainio-Mattila (PVPAR); Debra Iafrate (Registrar); Dr. Carole Richardson (Dean of EPS); Dr. Jim McAuliffe (Dean of Graduate Studies and Research); and Dr. Pat Maher (Dean of Teaching and Learning); focus on COVID19 updates & fall planning

**Fall Contingency Course Master planning**

Other Updates

- **BSc in Data Science** proposal approved by QAC; next step: MCU approval
- **Political Science** search completed
- **Cluster Hire** search process to continue/selection process to begin
- **IQAP Reviews**
  - English: Stage 2: response from the Dep (completed); the Dean's response to follow
  - Process has begun (external visits pending) for the following:
    - RLCT
    - CLAS
    - GESJ
    - HIST
- **Ad Hoc Committees** in progress; preliminary reports due May 30; (experiential learning, indigenizing the curriculum, community outreach, FYF, team-teaching, and faculty structures)

**Education and Professional Studies**

Due to COVID-19, the Ministry of Education and the Ontario College of Teachers have made legislative changes that will permit our Year 2 BEd students to graduate and to register with the College of Teachers. They will need to complete the Math Proficiency Test, but will now have until August 31, 2021 to do so. They will be

permitted to register in Additional Qualifications before writing the MPT. Students who successfully wrote the MPT during the Field Test will not have to write it again.

We continue to work with CASN, CNO, and the various programs to ensure nursing students in their final semester can graduate. Faculty greetings have been sent to our students as many of our Blended students are frontline workers.

S/S courses get under way soon. The summer camps associated with the Schulich School of Education will not be offered this summer.

Congratulations to Dr. Tara-Lynn Scheffel on being named the next Elizabeth Thorn Chair in Literacy. Many thanks to Dr. Michelann Parr for her excellent work as Thorn Chair over the past three years.

The TT search in Nursing is underway.

### **School of Graduate Studies**

- The School of Graduate Studies has conducted five (5) successful oral defences since COVID-19: three (3) Master's level and two (2) PhD level.
- There are five (5) scheduled Master's level defences taking place in May.
- The Zoom format has worked well for defences, and we've seen small audiences attend virtually as well.
- Most fall 2020 graduate student applicants have accepted admission offers. The expected Master's intake is 50 students.
- Some Master's programs are debating starting a waitlist, as faculty thesis supervision is reaching its maximum in some areas.
- Fall MEd flex-time applications are due on June 1<sup>st</sup>, so admissions are not yet finalized.
- There is a full PhD cohort of 10, and a program waitlist.
- All graduate funding has been awarded, including: 14 Ontario Graduate Scholarships, 3 SSHRC, 1 NSERC, 1 CIHR, 39 Graduate Assistantships, 39 Alumni Entrance Scholarships, 10 PhD Scholarships, and 17 NUGS awards.
- GSC is examining its policies. Currently the External Examiner Policy, Thesis Committee Membership, and Graduate Faculty Membership have been discussion points. Each policy is at a different stage of development.
- SGS is working with the Registrar's Office to update the Graduate Studies portion of the Academic Calendar.

### **Research**

- OCUR meeting continue weekly to plan for lab and field based research to resume
- USRAs have been awarded, and are being processed for the summer of 2020
- RA positions will continue to be offered for the summer of 2020, respecting social distancing protocols
- Tri-Agency Grants from the 2019 fall competition have been awarded: two NSERC Discovery Grants and one SSHRC Insight Grant. The recipients will be publicly announced following the Innovation, Science and Industry Minister's release.
- Two SSHRC Institutional Grants (SIG) from the 2020 winter competition were awarded.

## **Dean of Teaching**

- The Teaching Hub has shared many webinars/external resources with our instructors through a variety of partners: the Society for Teaching and Learning in Higher Education (STLHE: [keepteaching.ca](http://keepteaching.ca)), the Association for Experiential Education, Contact North, etc.
- Winter term exams were completed successfully
- Spring term courses have all moved to online/remote/alternative delivery (these courses begin May 4th)
- Blackboard Ally has been turned on for all 20SS courses – this will now be a valuable accessibility tracking tool moving forward.
- Blackboard Learn hosting migration is now occurring with a confirmed black-out period of June 15-19 (20SS break week). Delayed from an April black out period.
- In consultation with many units, we chose not to opt-in to the MCU/eCampus Ontario eProctoring services for 20SS (having already decided that for FW). We will continue to use Lockdown Browser/Respondus Monitor for secure testing needs. Additional licences were purchased to cover 20SS needs
- Teaching Chair applications have been received and are now being adjudicated.
- The Dean of Teaching is continuing to liaise with the Ontario University Council on eLearning (OUCeL).
- The Dean of Teaching was invited to join the Council of Ontario Universities (COU) online and alternative delivery working group
- The Dean of Teaching became the Chair of the Council of 3M National Fellows for Teaching and Learning in Higher Education (previously Vice-Chair; now holds this position until June 2021)
- The Dean of Teaching joined the Board of Directors for STLHE (1-year appointment ending in June 2021)
- A survey of faculty members was distributed from the PVPAR's Office to gauge their needs for PD and other supports in advance of the Fall semester (results due May 4th)
- Ongoing workshops and training are being planned to correspond to survey results and in line with external and internal resources available.

## **Library**

We continue to monitor voice and email and respond to library users with requests for assistance accessing materials and any other questions related to library use. We also continue our work at home on various projects and many usual tasks that we carry out.

Working with instructors to ensure that ways in which they use information resources in their online courses is copyright compliant; and working with instructors to plan for ways in which we can provide library support and instruction through the online courses.

Engaged in conversations and consultation with our colleagues throughout the province with respect to shared practices, services and resources and to plan and strategize ways in which those services can continue.

We have just reinstated Inter Library Loan Services on a limited basis. We will be able to provide some electronic resources to library users. While it is not the full Inter Library Loan service, we will at least be able to provide some additional resources for library users.

## **Office of Indigenous Initiatives**

- The Summer Indigenous Institute is a month-long summer pilot project with funding from the Ministry of Colleges and Universities. The students enrolled in the program (up to 40) will attend Nipissing University, Algoma University, Lakehead University or Laurentian University in fall 2020. Additionally, we are opening this year's program to Indigenous students in grades 11 or 12, mature learners or college students who are considering attending university in the future. The Summer Indigenous Institute offers two first-year Indigenous Studies courses, ample holistic supports, peer mentorship and cultural/experiential learning opportunities to support the transition to university. The framework for support programming is aligned with health and wellness and rooted in Indigenous knowledge. The Summer Indigenous Institute will move to hybrid delivery with remote, online learning and support services in summer 2020 followed by a capstone experience on campus in fall 2020. We will provide technology to all students enrolled in the program to support their access to online courses and support services. Indigenous student employees are currently being hired to work remotely in support of the students in the program.
- Enji giigodyang, the Office of Indigenous Initiatives, is providing emergency food vouchers remotely for students and their families and continuing to support Indigenous students remotely through outreach and communication including connecting students to services on campus and in the community.
- The Schulich School of Education will be offering the Indigenous Teacher Education Program and the Indigenous Classroom Assistant Diploma Program online. The program timelines for completion may be adjusted given this change. The Principal, Indigenous Programs, is also meeting with partners for community-based delivery of the Indigenous Teacher Education (Bimose Tribal Council - Kenora) and Indigenous Classroom Assistant Diploma Programs (MTIE - Mamu Tshishkutamashutau/Innu Education – Labrador). Timelines and locations will be shifted for the programs in conversation with partners. Oshki Pimache-o-win: The Wenjack Institute (Thunder Bay) has made the decision to defer all Indigenous Classroom Assistant Diploma programming until next summer because of the uncertainty of when physical distancing guidelines will be lifted. They are not exploring online delivery of ICADP because of the many factors that may inhibit student participation living in remote, fly-in communities.

**Board of Governors Update**  
**Vice-President, Finance & Administration**  
**May 7, 2020**

**External Relations**

**COVID-19 Related support**

- External Relations continues to provide ongoing communications and digital support, including the establishment of a dedicated COVID-19 website that houses updates, FAQs, work from home resources for staff and faculty and have increased our focus on social media engagement
- Worked with recruitment to launch our Virtual Open House and with athletics on the 2019-20 Virtual Athletics Awards (this includes the unveiling of a new varsity athletics promo video)
- Profiled Nipissing University's partnership with the North Bay Regional Health Centre to offer temporary accommodations to frontline workers
- The Student Emergency Fund, was launched April 9<sup>th</sup> in response to COVID-19 and the financial hardships many Nipissing students are faced with. The fund will assist with a variety of expenses from food, housing, utilities, transportation, clothing and medical expenses. This fund will continue to be a resource for students beyond this pandemic.

**Shelby Dickey Memorial Award**

Recent press release announcing the Shelby Dickey Memorial Scholarship on April 23, 2020. Since the release, 18 online donations were received, totalling \$2500. This additional amount allowed the fund to be successfully endowed at \$10,000. The goal is to raise \$17,000 to sustain a \$500 scholarship payout to a student.

**Prospective and Returning Students Surveys**

In partnership with External Relations, Institutional Research, Registrar and AVP Students we have issued a survey to both prospective and returning students asking them to give us topics around what is impacting their decision making to attend/return to Nipissing, how we can properly engage with them. The intention is to continue to survey them leading up to the fall semester, as we know their decision making will change over the coming months. The information provided will allow our teams to focus on meaningful ways to focus on recruitment (conversion) and retention.

**Facilities Department**

**COVID-19 Related support**

- Residence Maintenance and Main Campus Care-taking teams completed the preparation of the Founder's House residence building along with Residence and Conference Services to offer it to the NBRHC for temporary accommodation to front line medical staff.
- Preliminary preparations for return to campus have been initiated including formation of a committee, formalizing specific partner communications with Canadore, Chartwells, and the Book Store for consistency.
- Continued coordination of building access for staff and students with HR, department supervisors and Security Services

### **Maintenance Projects**

- Contractor roofing of Townhouse Residence buildings near completion.

### **University Technology Services**

#### **COVID-19 Related support**

- UTS has responded to 726 tickets in the past 6 weeks through the new Help Desk Self Service Ticketing system. UTS is receiving positive feedback on the new system and response times for support during pandemic.

#### **Cybersecurity**

- Launch of “KnowBe4” cybersecurity awareness training to be launched week of May 4, 2020.
- Multifactor authentication for VPN/MS 365 access due to be completed by the end May

### **Finance Department**

- Work continues to finalize provisional budget for 2020/21;
- Preparation for year end 2020 with audit scheduled for July 2020.

### **Human Resources Department**

#### **COVID-19 Related support**

- Health & Safety contributing to monitoring building access, preparations for return to campus as well as implementing wellness initiatives for employees working from home;

**GENERAL BYLAWS OF  
THE BOARD OF GOVERNORS OF  
NISSING UNIVERSITY**

*March 2018*DATE

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**GENERAL BYLAWS OF  
THE BOARD OF GOVERNORS OF  
NIPISSING UNIVERSITY**

All previous bylaws are hereby repealed and the following bylaws are enacted by the Board of Governors of Nipissing University.

**I. INTERPRETATION**

1. In these bylaws,
  - a) "**Act**" means the most recent version of The Nipissing University Act (NU Act).
  - b) "**Board**" means the Board of Governors of the University so described in Section II.
  - c) "**Chancellor**" means the Chancellor of the University.
  - d) "**Constituent Board Member**" means a member appointed or elected by their representative constituency as defined in Section II.1.~~b), c) and ef)~~ to ~~H-1-i)~~. A Constituent Board Member has voting privileges.
  - e) "**Ex-officio**" means a member by virtue of the person's office. The position may be "voting" or "non-voting". The Chancellor, the President & Vice-Chancellor and the Mayor of the City of North Bay (or his/her delegate) are Ex-officio Board Members (voting).
  - f) "**Member**" means a Constituent, Non-Constituent, or Ex-officio Board Member.
  - g) "**Non-Constituent Board Member**" means a member of the public appointed by the Board or by the Lieutenant-Governor-in-Council as defined in Section II.1.~~ed)~~ and II.1.~~de)~~. Non-Constituent Board Members may also be referred to as "External" members. A Non-Constituent Board Member has voting privileges.
  - h) "**Officer of the Board**" means the Chair, the Vice-Chair, the Vice-Chair Pro Tem, the Chancellor, the President & Vice-Chancellor (who is also Secretary of the Board), and such other members as the Board may designate from time to time.
  - i) "**Officer of the University**" means the President & Vice-Chancellor, the Vice-President(s), and such other officers as may be designated from time to time by the Board. Voting privileges apply only to the President & Vice-Chancellor. The Vice-Presidents and other such officers do not have voting privileges.

- j) **"Official Observer"** means such members of the University community or the community-at-large as approved by the Chair of the Board to attend or participate in discussion (non-voting) at Board meetings.
- k) **"Recording Secretary"** is the person designated to record the proceedings at Board and/or committee meetings.
- l) **"Secretary of the Board"** shall have charge of the minutes and records of the Board and shall cause to be issued notices of all meetings of the Board. Such duties, which are borne by the President & Vice-Chancellor, include approval and sign-off of the minutes of regular and special meetings of the Board.
- m) **"Signing Officer"** means any Officer of the Board and any Officer of the University so designated by the Board of Governors.
- n) **"Teaching Staff"** includes professors, associate professors, assistant professors, lecturers, associates, instructors, and all others engaged in the work of teaching or giving instruction to do research.
- o) **"University"** means Nipissing University.
- p) **"University Secretary"** (also known as the Board Secretary) reports to the President & Vice-Chancellor and is the designated University administrator tasked with providing support to the Board. The University Secretary shall attend all meetings of the Board and will record, or cause to be recorded, the proceedings of such meetings.

## II. COMPOSITION OF THE BOARD

1. The composition of the Board, as established by the Act of Incorporation, shall consist of not more than 26 members as follows:
  - a) The Chancellor and the President & Vice-Chancellor of the University, who shall be members by virtue of their offices;
  - b) The Mayor of North Bay or a member of the City Council designated by the Mayor, who shall be a member by virtue of his/her office;
  - c) The Chief of Nipissing First Nation or a member of Nipissing First Nation designated by the Chief, who shall be a member by virtue of his/her office;
  - d) Six persons appointed by the Lieutenant-Governor-in-Council;
  - e) Six persons elected by the Board to represent a broad spectrum of the public;
  - f) Two persons elected by the Senate from among the faculty members on the Senate and two faculty members who are non-Senators elected by the faculty-at-large. Where possible, there should be representation from each faculty;

- g) Two students of the University elected by the students of the University;
- h) Two full-time non-teaching employees of the University elected by the full-time non-teaching employees of the University as follows:
  - i. One member from Administrative Staff as elected by the full-time Administrative Staff; and
  - ii. One member from Support Staff as elected by the full-time Support Staff.
- hi) One person, who is neither a student nor a faculty member nor Officer of the University, appointed by the University Alumni Association from among its members; and
- ij) One person appointed by the ~~Aboriginal-Indigenous~~ Council on Education, established by the University, from among its members.

Under subsection gh) above, if an elected individual's status changes during his/her term on the Board (e.g. due to a promotion from support staff to an administrator), he/she will complete the term in the same capacity as initially elected.

### III. TERM OF OFFICE

1. The term of office of the Chancellor shall be four years, and he or she may be appointed for a maximum of two consecutive terms.
2. The term of office for Constituent Board Members elected under Section II.1.ef) and II.1.gh) shall be three years. They shall not serve for more than six consecutive years but shall be eligible again for appointment or election to the Board after one year's absence from the Board.
3. The term of office for Non-Constituent Board Members appointed under Section II. 1.ed) and II.1.de) shall be three years. They shall not serve for more than six consecutive years but shall be eligible again for appointment or election to the Board after one year's absence from the Board.
4. ~~With exceptions noted in III.5 and III.6 below, t~~The commencement of the Board Member's appointment shall be July 1 of each year unless an appointment is made mid-term to replace a vacated position on the Board. The retirement date shall be June 30th of each year.
- 4.5. The commencement of an LGIC appointment shall be the date of the Order in Council received from the Office of the Lieutenant Governor.
- 5.6. The commencement of the student representatives' appointment shall be May 1 of each year unless an appointment is made mid-term to replace a vacated position on the Board. The retirement date shall be April 30 of each year.

~~6.7.~~ Service on the Board for the remainder of a vacating member's term shall not be included in the calculation of six consecutive years of service under subsections 2 and 3 above.

#### **IV. CORPORATE SEAL AND EXECUTION OF DOCUMENTS**

1. The corporate or common seal of the University shall be in the custody of the President & Vice-Chancellor, or designate, or such other person as the Board may, from time to time, designate.
2.
  - a) All contracts, documents or instruments requiring approval by Board resolution shall be signed by one of the Board Chair or Vice-Chair and one of the President & Vice-Chancellor or a Vice-President, unless otherwise specified by Board policy. All such contracts, documents or instruments in writing, so signed, shall be binding upon the Board without any further formality. The Corporate Seal of the University may, when required, be affixed to the said signed contracts, documents or instruments in writing.
  - b) All other contracts, documents or instruments in writing of an administrative nature requiring execution by the University, or on behalf of the University, shall be signed by any two of the President & Vice-Chancellor, Vice-Presidents, Chair of the Board or Chair of the Audit and Finance Committee, unless otherwise specified by Board policy, and all such contracts, documents or instruments in writing, so signed, shall be binding upon the Board and the University without any further authorization or formality. The corporate seal of the University may, when required, be affixed thereto.
  - c) All negotiable instruments issued by the University shall be signed by any two of the President & Vice-Chancellor, Vice-Presidents, Chair of the Board or Chair of the Audit and Finance Committee of the Board or any Officer of the Board or any other Officer so designated by the Board of Governors in such manner as may be designated, from time to time, by the Board.

#### **V. POWERS OF THE BOARD**

1. Except for those matters assigned by the Act to the Senate, the government of the University, the control of its property and revenues, and the conduct of its business affairs, are vested in the Board.
2. The Board may exercise such powers as are necessary to carry out its duties and, without limiting the generality of the foregoing, the Board may:
  - a) Appoint and remove the President & Vice-Chancellor, in consultation with the Senate.
  - b) Appoint, promote, suspend, grant leave to and remove the Teaching Staff, the Deans of all the faculties, and all other officers and employees of the University.

- c) Grant tenure to a member of the faculty and terminate such tenure.
  - d) Fix the duties and salaries and other benefits of the officers and employees of the University.
  - e) Appoint and discharge committees, but if the Board delegates to a committee, the power and authority to act for the Board, a majority of the members of the committee shall be members of the Board.
  - f) Plan and implement the physical development of the University.
  - g) Establish and collect fees and charges for academic tuition and for services of any kind that may be offered by the University, and collect other fees and charges, as approved by the Board, on behalf of any entity, organization or element of the University.
  - h) Regulate the conduct of the members of the faculty, students, officers and employees of the University and of all other persons coming upon and using the University's property or deny any person access to the University's property.
  - i) Establish and enforce rules and regulations with regard to the use and occupancy of the University's buildings, grounds and facilities.
  - j) Make bylaws and regulations for the conduct of the Board's affairs.
3. Where there is a question as to the proper body within the University to exercise jurisdiction in a discipline matter, the Board shall determine which body has jurisdiction, and the decision of the Board will be final.

## VI. APPOINTMENT OF BOARD MEMBERS

- 1. Each year, at the last meeting before the annual meeting, the Board shall hear the names of those members described in Section II whose terms expire during the current year. These names shall be recorded in the official minutes of that meeting.
- 2. Twenty-one (21) days before the annual meeting of the Board, the University Secretary, on behalf of the Chair of the University Governance Committee, shall distribute to the members of the Board the names of individuals recommended to fill any upcoming vacant Non-Constituent positions.
- 3. At the annual meeting, or at any time as appropriate, the Board shall receive from the Governance Committee:
  - a) A slate of recommendations for Non-Constituent Public-at-Large Board memberships equal to the total number of vacancies.

a)b) A slate of recommendations for Non-Constituent LGIC appointees for submission to the provincial Public Secretariat for consideration, recognizing that the Lieutenant Governor of Ontario will determine the final order(s).

b)c) In addition to the names in a) above, the Board shall receive theThe names of the four faculty members, the two student members, the alumni member, the two full-time non-teaching employees members, and the member of the Aboriginal-Indigenous Council on Education that have been selected to fill the upcoming Constituent Board vacancies, if available at that time.

4. The names submitted to fill the Non-Constituent Board vacancies shall be approved by resolution.
5. The Governance-Executive Committee shall designate the Non-Constituent names as either a "Board appointment" or as a nominee for a "Lieutenant-Governor-in-Council (LGIC) appointment".
6. A Board vacancy at any time other than at the end of a normal term shall be filled in the same manner in which the original appointment was made. The Board shall have sole discretion to decide whether or not the vacancy shall be filled.

## VII. ELIGIBILITY FOR APPOINTMENT TO THE BOARD

Any person is eligible for appointment to the Board of Governors whose name is submitted by the Governance Committee to the annual meeting with the following exceptions:

1. No person appointed to represent the public (Non-Constituent Board member) shall be a full-time student, faculty member or Officer of the University or any federated or affiliated college, or a member of the faculty, staff, full-time student body, governing body or Senate of any other institution of higher learning (i.e. government recognized postsecondary institutions).
2. A person who is not a Canadian citizen or permanent resident of Canada.
3. A partner/spouse of a current full-time staff member (faculty, administration or support staff) is not eligible for consideration of Board membership due to a conflict of interest.
- ~~3.4.~~ A former full-time Nipissing University staff member (faculty, administration or support staff) is not eligible for consideration of Board membership for the first seven (7) years following his/her final day of employment at Nipissing University.

## VIII. OFFICERS OF THE BOARD

1. At the annual meeting, the Board shall elect the Chair, Vice-Chair, and Vice-Chair Pro Tem from among its Non-Constituent Board Members. The nomination and election process will follow the procedures outlined in the Election of Board Officers Policy (approved by Board Resolution #2018-05-06 and as may be amended from time to time).

~~a) — Nominations shall be moved and seconded from the floor and candidates must agree to their nomination.~~

~~b) — Unless a position is awarded by acclamation, an election of officers shall be held by closed ballot and scrutinized by the University Secretary and one Board member selected by the Chair.~~

2. Officers of the Board shall perform the duties prescribed by these bylaws.

3. CHAIR

At the annual meeting, the Board shall elect the Chair of the Board from among its Non-Constituent Board Members. The Board Chair shall assume responsibility for this role for a period of one year and shall be eligible to serve a maximum of three consecutive terms. Normally, the individual elected shall have three years' experience on Nipissing University's Board of Governors (i.e. the person shall be in the second half of his/her term [six year term of service]) but still must be in compliance with the Nipissing University Act, Section 9 (2) in terms of the number of years on the Board.

If the Chair position becomes vacant for any other reason, the Board shall elect a new Chair of the Board at the next Board meeting or as soon as practical. The guidelines listed above will be followed.

If the Board member's term as Chair ends prior to the end of his/her term on the Board, he/she may return to his/her former role as a voting Board member to complete his/her term on the Board. He/she may also be invited by the Officers of the Board to sit on the Executive Committee for a one year period as a non-voting committee member.

If the last year of the Chair's term of office coincides with his/her final year on the Board, he/she may be invited by the Officers of the Board to sit on the Board of Governors and/or the Executive Committee for a one year period as an Official Observer (non-voting).

Duties:

The duties of the Chair of the Board include, but are not limited to, the following:

- a) The Chair of the Board shall preside over the Board's meetings and, if the Chair of the Board is unable to act for any reason or in the event of a temporary vacancy in that office, the Vice-Chair or Vice-Chair Pro Tem of the Board shall act in the Chair's place and, if the Chair, the Vice-Chair and the Vice-Chair Pro Tem of the Board are unable to act for any reason, the Board may appoint one of its Members to act temporarily in their place;
- b) Chair regular and special meetings of the Executive Committee;
- c) Act as a Signing Officer;

- d) Chair the Presidential Compensation Subcommittee and exercise its mandate with regard to negotiating the terms of the President & Vice-Chancellor's contract;
- e) As Chair of the President's Annual Review Committee, evaluate regularly, the performance of the President & Vice-Chancellor and make such recommendations to the Board as from time to time may be necessary;
- f) As Chair of the Presidential Compensation Subcommittee, periodically (no less than every five years) review the President & Vice-Chancellor's performance evaluation process and recommend changes to the process, as required;
- g) Participate in activities of the Chairs of governing Boards of Ontario universities;
- h) Represent the Board of Governors at formal and other functions held on campus and elsewhere;
- i) Perform such other duties as may, from time to time, be required by the Board.

#### 4. VICE-CHAIR

The Board Vice-Chair shall assume responsibility for this role for a period of one year and shall be eligible to serve a maximum of three consecutive terms.

##### Duties:

The duties of the Vice-Chair of the Board include, but are not limited to, the following:

- a) Chair regular or special meetings of the Board in the absence of the Chair of the Board;
- b) Chair regular or special meetings of the Executive Committee in the absence of the Chair of the Board;
- c) Be a member of the Audit and Finance Committee;
- d) Be a member of the Presidential Compensation Subcommittee and the President's Annual Review Committee;
- e) Represent the Board of Governors at formal and other functions held on campus and elsewhere in the absence of the Chair of the Board;
- f) Be given signing authority on behalf of the Chair, in the absence of the Chair;
- g) If the Board Chair is unable to attend the Board meeting, the Vice-Chair of the Board will chair the meeting and will be entitled to the same voting privileges of the Board Chair at the meeting. Likewise, if the Board Chair is unable to attend a standing committee meeting, the Vice-Chair of the Board may represent the Board Chair and retain the voting privileges of the Board Chair for the meeting;

h) Such other duties as may, from time to time, be required by the Board.

5. VICE-CHAIR PRO TEM

The Board Vice-Chair Pro Tem shall assume responsibility for this role for a period of one year and shall be eligible to serve a maximum of three consecutive terms.

Duties:

The duties of the Vice-Chair Pro Tem of the Board include, but are not limited to, the following:

- a) Chair regular or special meetings of the Board in the absence of the Chair of the Board and the Vice-Chair;
- b) Chair regular or special meetings of the Executive Committee in the absence of the Chair of the Board and the Vice-Chair;
- c) Be a member of the Audit and Finance Committee;
- d) Be a member of the President's Annual Review Committee;
- e) Represent the Board of Governors at formal and other functions held on campus and elsewhere in the absence of the Chair of the Board and the Vice-Chair;
- f) Perform such other duties as may, from time to time, be required by the Board.

**IX. OFFICERS OF THE UNIVERSITY**

1. PRESIDENT & VICE-CHANCELLOR

The President & Vice-Chancellor is the Chief Executive Officer of the University and Chair of the Senate. When the Chancellor is absent or if there is a vacancy in the office of the Chancellor, the President & Vice-Chancellor shall perform the functions of the Chancellor. Subject to the will of the Board, the President & Vice-Chancellor shall have supervision over, and direction of, the academic and general administration of the University, the members of the faculty, officers, employees and students, and such other powers and duties as may be conferred upon or assigned by the Board.

The President & Vice-Chancellor is a voting Member of the Board of Governors and serves as Secretary of the Board.

2. VICE-PRESIDENT(S) AND OTHER OFFICERS

The Board may, on the recommendation of the President & Vice-Chancellor, acting on advice from the Senate for academic appointments, appoint one or more Vice-Presidents and other senior administrators who shall have such powers and duties as may be

conferred on them by the Board. These individuals do not have voting privileges on the Board or on Board standing committees.

## **X. CHANCELLOR**

The Chancellor shall be appointed by the Board for a term of four years and may be appointed for a maximum of two consecutive terms. The Chancellor is the titular head of the University and shall confer all degrees, honorary degrees, diplomas and certificates. In the absence of the Chancellor or where there is a vacancy in that office, the President & Vice-Chancellor shall act in the Chancellor's place. If the President & Vice-Chancellor is absent or unable to act, another person designated by the Board shall act in the Chancellor's place. The Chancellor has voting privileges at the Board and committee level.

## **XI. COMMITTEES OF THE BOARD**

1. The committees constituted by the Board shall be as follows:
  - a) Executive Committee;
  - b) Standing committees, being those committees whose duties are normally continuous; and
  - c) Special committees, consisting of persons appointed by the Board for specific duties of a non-recurrent nature whose powers will expire with the completion of the task assigned.
2. The Chair of the Board, President & Vice-Chancellor and Chancellor shall be ex-officio (voting) members on all committees.
3. The Vice-Presidents shall be ex-officio (non-voting) members on all committees except the Executive Committee.
4. Other senior administrators may be asked by the President & Vice-Chancellor to attend committee and Board meetings as resource personnel.
5. Board members will be asked to serve on at least one committee.
6. Standing Committees shall be chaired by ~~external non-constituent~~ Board members.
7. Committee assignments shall be made by the Officers of the Board.
8. At the first Board meeting of the year, the Officers of the Board shall present their selections for the following positions:
  - a) Chairs and members of the standing committees;

- b) Representatives to the Senate and Senate standing committees; and
  - c) Representatives to fill vacancies on any other committees as required.
9. All members of committees, other than ex-officio members, shall hold office at the pleasure of the Board. Vacancies occurring in the membership of a committee (including its Chair) shall be filled by individuals selected by the Officers of the Board. Notwithstanding such vacancies, the remaining members of the committee shall have authority to exercise the full powers of the committee, providing that a quorum is present (see Section X.17).
  10. Regular meetings shall be held in the University Board Room or at such place or places as may be specified in the notice of meeting.
  11. An annual schedule of regular meetings will be provided to all Board members at the beginning of the year.
  12. Meetings, other than regular meetings, may be held at the call of the chair of the committee or, in his/her absence, at the call of the vice-chair of the committee. The meeting shall be held at such places and at such times as the chair or vice-chair of the committee respectively may appoint. On the requisition of any three members of a committee, a meeting of such committee shall be called by the chair of such committee. Notice of every meeting so called shall be delivered or mailed or sent by facsimile or other electronic means to each member not less than three days before the meeting is to take place.
  13. The Secretary of the Board shall issue, or cause to be issued, notices of all such meetings when directed to do so.
  14. A meeting may also be held at any time and at any place without notice, if all the members of the committee consent thereto, or if those absent signify, in writing, their consent to the meeting being held in their absence.
  15. A resolution signed by all members of a committee shall have the same force and effect as if passed at a regularly constituted meeting.
  16. The chair of a committee shall preside at meetings, and in his/her absence, the vice-chair of the committee shall preside. If both the chair and the vice-chair of the committee are absent, the members present shall appoint one of their number acting-chair to preside at the meeting.
  17. A majority of the voting members of a committee, ~~not including the President & Vice-Chancellor and the Chancellor~~, shall constitute a quorum.
  18. Each voting member of the committee present at a meeting shall be entitled to one vote.

19. All questions at a meeting shall be decided by a majority of the votes of the members present. The chair or acting chair may vote on all motions, and any motion on which there is an equality of votes shall be deemed to be negative.
20. A record shall be kept of the proceedings of every meeting of each committee, and it is the responsibility of the University Secretary to receive a report from the recording secretary of the committee of such proceedings following the meeting.
21. The Secretary of the Board shall appoint a recording secretary for each standing committee. In the event of his/her absence, the committee shall appoint another person to act as recording secretary.

#### **EXECUTIVE COMMITTEE**

The Executive Committee shall have power and authority to act for the Board, between the meetings of the Board, in the management of the affairs of the University for the interests of the University. Except at the expressed invitation of the Chair of the Board or the President & Vice-Chancellor, meetings of the Executive Committee shall be in-camera.

#### Membership

Chair of the Board  
Vice-Chair of the Board  
Vice-Chair Pro Tem of the Board  
Chairs of Standing committees  
The President & Vice-Chancellor  
The Chancellor

~~Up to two additional members appointed by the Officers of the Board~~

The University Secretary (or designate) shall act as recording secretary of the Executive Committee. In the event of his/her absence, the committee shall appoint another person to act as recording secretary.

#### Terms of Reference

1. During the interval between the meetings of the Board, the Executive Committee shall possess and may exercise (subject to any regulations which the Board may, from time to time, impose) all the powers of the Board in the management of the affairs of the University (save and except only such acts as must by law be performed by the Board itself), in such manner as the Executive Committee shall deem best for the interests of the University.
2. Develop the agenda for the Board meetings.
3. Approve the terms and conditions of employment of the President & Vice-Chancellor and to enter into such contracts in this regard. To assess the President's compensation in relation to the annual performance review of the President & Vice-Chancellor as

conducted by the President's Annual Review Committee. To recommend to the Board when a Presidential search or review for renewal should be undertaken.

4. On the recommendation of the President & Vice-Chancellor, recommend to the Board the appointment of senior administrators as dictated by policy and/or as may be designated from time to time.
5. On behalf of the Board, serve as an advisory body and provide direction to the President for the negotiation of collective agreements for all bargaining unit employees.
6. On behalf of the Board, serve as an advisory body to administration for the compensation and terms and conditions of work for employees excluded from bargaining units.
7. To ensure that policy is developed in specific areas of human resources management and compensation and to regularly review such policies and their implementation.
8. Receive and review the brief annual work plans of the Board standing committees for presentation to the Board at the first meeting of the year or as soon thereafter as practical.
9. To prepare an annual report for submission to the Board for approval at the June meeting.
10. To be proactive in referring issues to committees.

Regular meetings of the Executive Committee shall normally be held ten days prior to a scheduled Board meeting and at such other times as may be required.

#### **STANDING COMMITTEES**

All standing committees of the Board are accountable to the Board. Standing committees make recommendations to the Board of Governors or the Executive Committee on various principles.

The standing committees of the Board shall be:

1. Audit and Finance Committee;
2. Community Relations Committee;
3. Fundraising Committee;
4. Governance Committee;
5. Plant and Property Committee;

and any such other committees as may be so designated by the Board from time to time.

Each standing committee shall have a Chair and a Vice-Chair. The responsibilities of the Committee Chair include the following: chairing meetings; approving the meeting minutes before they are presented to the full Board for information; assisting with committee specific projects when required; preparing an annual report for presentation to the Board at the last meeting of the year; and sitting as a member of the Executive Committee. The responsibilities of the Committee Vice-Chair include chairing meetings in the absence of the Committee Chair and approving the minutes of such meetings before they are presented to the full Board for information.

Change of membership on all committees shall take effect on July 1.

### **Audit and Finance Committee**

The Audit and Finance Committee is responsible to the Board for developing and presenting general policies and recommendations on all financial matters.

#### Membership

A minimum of two to a maximum of four non-constituent Board Members

Vice-Chair of the Board

Vice-Chair Pro Tem of the Board

1 Faculty Board Member

1 Student Board Member

1 Full-time non-academic Board Member

Chair of the Board

President & Vice-Chancellor

Chancellor

Vice-Presidents (non-voting)

1 Student Official Observer (non-voting)

#### Terms of Reference

1. To develop and recommend to the Board, general policies on financial matters.
2. To recommend to the Board, the fees to be charged to students.
3. To recommend to the Board financing options for major capital projects.
4. To monitor and examine the on-going financial performance of the University.
5. To recommend the annual operating budget to the Board of Governors, ~~usually approved at the April Board meeting.~~
6. To act as liaison between the auditor and the Board of Governors. Its activities shall include review of: the subjects for internal audit, the appointment of the external auditors and the audit fee, overall scope of the external audit, results of the audit, internal financial controls and financial information for publication.

7. Close communication is required between the Plant and Property Committee and the Audit and Finance Committee with regard to financing proposed projects. Therefore, this committee may meet jointly with the Plant and Property Committee, when it is warranted.
8. ~~To meet in September to~~ At the first meeting of the year or as soon thereafter as practical, develop a brief annual work plan for presentation to the Executive Committee ~~in September and the Board in October.~~
9. To select a vice-chair from non-constituent Members of the committee to take place at the first committee meeting of the new academic year.
10. To ~~prepare~~ present an annual report ~~for submission~~ to the Board for approval at the June Board meeting (to be prepared by the Committee Chair).
11. To deal with such other matters as may be referred by the Board from time to time.

### **Community Relations Committee**

The Community Relations Committee is responsible to the Board for setting policy that will guide the administration in the areas of public relations, community affairs, alumni liaisons, communications strategies, intergovernmental affairs, media relations, and reputational matters.

### **Membership**

A minimum of two to a maximum of four non-constituent Board Members

- 1 Faculty Board Member
- 1 Student Board Member
- 1 Full-time non-academic Board Member
- Mayor or designate
- Alumni Board Member
- ~~Aboriginal Indigenous~~ Council on Education Member
- Chair of the Board
- President & Vice-Chancellor
- Chancellor
- Vice-Presidents (non-voting)
- 1 Student Official Observer (non-voting)
- Up to three community members (non-voting)
- Resource personnel as required (non-voting)

### **Terms of Reference**

1. ~~To meet in September to~~ At the first meeting of the year or as soon thereafter as practical, develop a brief annual work plan for presentation to the Executive Committee.
2. To select a Vice-Chair from the non-constituent members of the committee to take place at the first committee meeting of the new academic year.

3. To assist in interpreting the objectives of the Strategic Plan as they relate to community relations.
4. To provide guidance and assistance to the Board in strategic communications and on ethical issues pertaining to the brand and reputation of the University.
5. To provide advice to the Board in all matters pertaining to alumni relations, communications, government relations, and public relations.
6. Under the guidance of the Office of External Relations and Advancement, be actively engaged in the development and stewardship of linkages to community and alumni activities.
7. Advise the University on the cultivation of cultural, economic and social links with its surrounding communities to enhance external relations and university outreach.
8. Consider long term demographic trends and changes to inform the university's relationship with its communities.
9. Receive and advise the University on strategic enrolment and recruitment plans as they pertain to community relations.
10. Report to the Board on the status of community relations.
11. To help the University Governance Committee in the identification of potential Board Members that could strategically fulfill the needs of the Board.
12. To assist in strengthening Town & Gown initiatives in the community.
13. To ~~prepare~~ present an annual report ~~for submission~~ to the Board for approval at the June Board meeting (prepared by the Committee Chair).
14. To deal with such other matters as may be referred by the Board from time to time.

### **Fund Raising Committee**

The Fund Raising Committee is responsible to the Board for developing plans and policies that will foster and support a philanthropic culture at the Board, across the University, and throughout the community that will help to produce fund raising success.

### **Membership**

A minimum of two to a maximum of four non-constituent Board Members

1 Faculty Board Member

1 Student Board Member

1 Full-time non-academic Board Member

Alumni Board Member

Chair of the Board

President and Vice-Chancellor  
Chancellor  
Vice-Presidents (non-voting)  
1 Student Official Observer (non-voting)  
Up to three community members (non-voting)  
Resource personnel as required (non-voting)

#### Terms of Reference

1. ~~To meet in September to~~At the first meeting of the year or as soon thereafter as practical. develop a brief annual work plan for presentation to the Executive Committee.
2. To select a Vice-Chair from the ~~constituent and~~ non-constituent members of the committee at the first committee meeting of the new academic year.
3. To recommend long-term institutional fund raising activities to the Board that support the Strategic Plan and to recommend annual financial targets for those activities.
4. To provide policy guidance, strategic guidance and oversight to all fund raising and donor relations programs.
5. To monitor and evaluate progress in meeting fund raising targets and to provide regular reports to the Board.
6. To ensure appropriate volunteer resources are mobilized to support fund raising activities and that the appropriate staff resources and functions are in place to support solicitation volunteers and activities.
7. To ensure that adequate budgetary resources are allocated to support institutional fund raising and to set standards for and monitor the total cost of raising funds, providing accountability to donors and the University community in the efficiency and effectiveness of fund raising efforts.
8. To recommend policies, criteria, standards and activities for donor relations and stewardship of gifts made to the University.
9. To establish criteria for the recognition of donor gifts to the University.
10. To ensure that marketing, communication, branding programs, and activities are in place to support the University's philanthropic objectives.
11. To ~~prepare-present~~ an annual report ~~for submission~~ to the Board for approval at the June Board meeting (prepared by the Committee Chair).

#### Governance Committee

The University Governance Committee is responsible to the Board for general governance issues, including Board evaluation, selection of new members and committee membership.

## Membership

A minimum of two to a maximum of four non-constituent Board Members

- 1 Faculty Board Member
- 1 Student Board Member
- 1 Full-time non-academic Board Member
- Alumni Board Member
- Chair of the Board
- President & Vice-Chancellor
- Chancellor
- Vice-Presidents (non-voting)
- 1 Student Official Observer (non-voting)

## Terms of Reference

1. To recruit members of the Board from the public-at-large and, according to the established Board Appointment Protocol Policy (approved by Board Resolution #2017-11-02 and as may be amended from time to time), present its choices as nominees to the Board ~~at its~~ no later than at the annual meeting according to by-law Section VI.3.a).
2. Following the Election of Board Officers Policy. ~~To~~ recommend to the Board ~~a slate of~~ nominations for Chair of the Board, Vice-Chair of the Board, and Vice-Chair Pro Tem of the Board (annual meeting).
3. To review, every three years, the Board Appointment Protocol Policy.
4. To review and make recommendations with respect to the Board bylaws every three years for presentation to the Board Executive Committee and the Board for approval.
5. To enhance governance through ongoing assessment of governance issues and make recommendations if appropriate.
6. To conduct an annual Board evaluation.
7. ~~To meet in September to~~ At the first meeting of the year or as soon thereafter as practical, develop a brief annual work plan for presentation to the Executive Committee ~~in September and the Board in October~~.
8. To select a vice-chair from the non-constituent Members of the committee at the first committee meeting of the new academic year.
9. To ~~prepare~~ present an annual report ~~for submission~~ to the Board for approval at the June Board meeting (prepared by the Committee Chair).
10. To deal with such other matters that may be referred by the Board from time to time.
11. To be responsible for initial and ongoing professional development of all Board members.

### **Plant and Property Committee**

The Plant and Property Committee is responsible to the Board for developing and recommending policies and recommendations related to campus plant and property.

#### **Membership**

A minimum of two to a maximum of four non-constituent Board Members

1 Faculty Board Member

1 Student Board Member

1 Full-time non-academic Board Member

~~Aboriginal Indigenous~~ Council on Education Board Member

Chair of the Board

President & Vice-Chancellor

Chancellor

Vice-Presidents (non-voting)

1 Student Official Observer (non-voting)

#### **Terms of Reference**

1. To review and recommend to the Board, administrative policies relating to the maintenance and upgrading of all University buildings and property.
2. To study and advise regarding proposals relating to the overall Master Land Use Plan, for new structures, and to recommend to the Board of Governors the selection of consultants, engineers and architects in conformity with the established policy of the University.
3. Close communication is required between the Plant and Property Committee and the Audit and Finance Committee with regard to financing proposed projects. Therefore, this committee may meet jointly with the Audit and Finance Committee, when it is warranted.
4. ~~To meet in September to~~ At the first meeting of the year or as soon thereafter as practical, develop a brief annual work plan for presentation to the Executive Committee ~~in September and the Board in October.~~
5. To select a vice-chair from the non-constituent Members of the committee to take place at the first committee meeting of the new academic year.
6. To ~~prepare present~~ an annual report ~~for submission~~ to the Board for approval at the June Board meeting (prepared by the Committee Chair).
7. To deal with such other matters that may be referred by the Board from time to time.

## **XII. MEETINGS OF THE BOARD**

### **Regular Meetings**

1. The Board may determine by resolution the number of meetings that shall be held each year, but in no event shall there be less than five.
2. Notice of every meeting so called (and relevant attachments) shall be delivered or mailed or sent by email or other electronic means at least seven days before the time appointed for holding such a meeting. Such notice shall be sent to each member at the address which appears in the records of the Board and shall specify, in reasonable detail, the matters, other than those of a routine nature, which are to be considered at the meeting.
3. A Member may participate in a meeting of the Board by means of telephone or any other communications method that permits all persons participating in the meeting to hear one another. Members will be advised of the details of available virtual connection(s) in advance of the meeting, and only such virtual means will be permitted. A member participating in a meeting by such means shall be deemed to be present at the meeting.
4. The statutory declaration of the Secretary of the Board of Governors that notice has been given pursuant to this by-law shall be sufficient evidence of the giving of such notice.
5. Meetings of the Board, including committee meetings, are normally open to the public to attend in person (see exceptions in 7 and 8 below), and prior notice of such meetings shall be given to the members and to the public at open Board meetings as provided by the bylaws of the Board, as the case may be.
6. The Vice-Presidents and the Deans are invited to attend each open session of the Board meeting as guests. They do not have voting privileges.
7. The Board may exclude members of the public from the part of a meeting during which a matter confidential to the University is considered. Except at the expressed invitation of the Chair of the Board or the President & Vice-Chancellor, such closed meetings of the Board shall be attended by Board members only.
8. The Board shall exclude members of the public from that part of a meeting during which a personal matter concerning an individual is considered, unless the individual requests that the public be admitted. Except at the expressed invitation of the Chair of the Board or the President & Vice-Chancellor, such closed meetings of the Board shall be attended by Board members only.
9. The Board may remove from a meeting a person who, in the opinion of the Board, engages in conduct that could interfere with the proceedings.
10. No person shall record or broadcast a meeting, nor disseminate information during the meeting, without the permission of the Chair.

#### Special Meetings

1. Notice of every special meeting so called shall be delivered or mailed or sent by faesimile email or other electronic means to each member at the address which appears in the records of the Board at least three days before the meeting is to take place. Special

meetings of the Board may also be held at any time without formal notice, if all the members are present or those absent have waived notice or have signified their consent in writing or by electronic communication to the meeting being held in their absence.

2. The University Secretary, at the request of the Chair of the Board, Vice-Chair of the Board or Vice-Chair Pro Tem of the Board, or any five (5) Members of the Board at any time, shall convene a special meeting of the Board.

#### Failure to Give Proper Notice

No error or omission in giving notice of any regular or special meeting or any adjourned meeting, whether regular or special, of the Board of Governors shall invalidate such meeting or make void any proceedings taken at that meeting and any voting member may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had at that meeting.

### **XIII. MEETING AGENDA**

1. The agenda for each Board or committee meeting may be divided into two sections: a section for the open part of the meeting and a second section for the closed part of the meeting to which the public is excluded. The guideline used to set an item in the closed part of the meeting is that any item dealing with the following classes of matters will be dealt with in the closed session:
  - a) any matter relating to a named individual, including but not limited to Board appointments and human resources;
  - b) litigation and negotiations relating to property matters;
  - c) financial campaign plans and strategy;
  - d) any other matter deemed to be confidential by the Chair of the Board or Executive Committee.

All other items are normally placed on the agenda in the open session.

2. The first items on all Board and committee meeting agendas should be a request by the Chair for a declaration of any conflicts of interest (see Section XVI) and a reminder that recording or broadcasting devices are not allowed.
3. The agenda for each Board meeting will be set by the Executive Committee. A consent agenda format may be used. Normally, the following items appear on the agenda for open meetings:

a) The recitation of a traditional land acknowledgement;

a)b) Declarations of conflict of interest (see Section XVI) and the use of recording and/or broadcasting devices (see Section XII.10);

b)c) Minutes of the Previous Meeting;

e)d) Business Arising from the Minutes (where appropriate);

e)e) Presentations (where appropriate);

e)f) Correspondence (where appropriate);

f)g) Remarks from the Chair of the Board, Chancellor, President & Vice-Chancellor and Vice-Presidents;

g)h) Question Period;

h)i) Committee reports;

i)j) Reports from Board representatives on other committees/bodies;

j)k) Other Business; and

k)l) Adjournment.

4. All matters for inclusion on the agenda for meetings of the Board must be in the hands of the University Secretary at least ten days prior to the day of the meeting at which they are to be presented, and, normally, only matters which have been reviewed by the Executive Committee shall be included on the agenda.
5. Unless prior notice, as aforesaid, shall have been given, no new matter, other than that of privilege or petition, shall be dealt with at any meetings of the Board unless the introduction of such new matter shall be approved by a majority of all members of the Board. The procedure for the introduction of new matter will be through a motion to consider, dealt with under "Other Business".

#### **XIV. ANNUAL MEETING**

The penultimate meeting of the year for the Board of Governors shall be designated as the annual meeting and shall normally be held in late April or early May. The agenda for the annual meeting shall include the following items:

1. Receive the list of elected and appointed Constituent Board members;
2. Appointment of new Non-Constituent Board members;
3. Elect Chair of the Board, Vice-Chair of the Board and Vice-Chair Pro Tem of the Board;
4. Approve any recommended changes or amendments to the Board Bylaws;
5. Appointment of the auditor for the upcoming year (see Section XXIII); and

4.6. Such other business as may be decided by the Board.

## **XV. GENERAL RULES OF PROCEDURE AT MEETINGS**

General rules of procedure shall be those rules set forth in Appendix 1, attached to these bylaws, which are abridged in Robert's Rules of Order Revised.

## **XVI. CONFLICT OF INTEREST**

1. Every year, each Board member will be required to sign a "Disclosure of Conflicts of Interest" form.
2. A member of the Board or of a committee created by it who has any interest in a matter in which the University is concerned shall declare his or her interest as soon as possible and no later than at any meeting at which the matter is to be considered. The member shall not take part in the discussion or vote on the matter and may be required by the Board or committee to withdraw from the meeting during the discussion.
3. Despite subsection 1 above, every member of the Board or committee who is an employee of the University may take part in discussions and vote on matters related to the financial operation of the University, other than on matters related to the remuneration, benefits or working conditions of a class or group of employees of the University. The exception to this rule is the President & Vice-Chancellor who may take part in discussions and vote on matters related to the financial operation of the University, including on matters related to the remuneration, benefits or working conditions of a class or group of employees of the University.
4. Where the Board or committee is of the opinion that a conflict of interest exists but has not been declared as required by subsection 2 above, the Board or committee may, by resolution, declare, as provided by the bylaws, that a conflict of interest exists. The member found to be in conflict shall withdraw from discussion and refrain from voting on the matter giving rise to the conflict and may be required by the Board or committee to withdraw from the meeting during the discussion.

Commented [CD1]: Per the University Act ( Section II.14(2))

## **XVII. CONFIDENTIALITY**

1. At the beginning of a Board member's term, he/she will be required to sign a "Confidentiality Agreement".
2. Board members agree to keep in the strictest confidence all confidential or proprietary information communicated or disclosed to them as members of the Board of Governors. This includes, but is not limited to, all agendas, briefing notes, minutes, reports, documents and proceedings conducted in preparation for or during closed session meetings of the Board and any materials or proceedings conducted at open session meetings that are specifically identified as confidential.

## **XVIII. QUORUM**

A quorum is the minimum number of voting members who must be present at a properly called meeting in order to conduct business on behalf of the Board. Accordingly, a majority of all voting members of the Board or of all voting members of a Board committee must be present in order to meet quorum. A majority is defined as fifty percent plus one.

Voting members are those listed under section II.1 of these Bylaws. Proxy voting is not permitted.

For voting purposes, once quorum is achieved, unless otherwise noted in these Bylaws, approval by the majority of the voting members present shall be sufficient to carry a motion.

#### **XIX. ATTENDANCE AT BOARD MEETINGS AND COMMITTEE MEETINGS**

1. Regular attendance of Board members is required to ensure a quorum and to expedite carrying out the Board's business.
2. Members who find themselves unable to attend a regular meeting of the Board or a regular scheduled committee meeting, in person or by teleconference, shall notify the University Secretary at least twenty-four hours in advance of the meeting.
3. The University Secretary shall advise the Chair of the Board or the appropriate Committee Chair of all such notices.
4. Three consecutive absences will result in the Chair of the Board contacting the Member and may result in termination from the Board.

#### **XX. RECORD OF PROCEEDINGS**

A record of proceedings of all meetings of the Board shall be kept in a book provided for that purpose and the minutes, or a précis thereof, of every such meeting shall be submitted at the next meeting of the Board. After adoption by the Board, the minutes shall be signed by the Chair of the Board and the Secretary of the Board. The minutes of all open sessions shall be open for inspection at any time during regular office hours in the office of the University Secretary.

#### **XXI. SPECIAL COMMITTEES**

The Board may, from time to time, appoint special committees. Unless specifically provided by the resolutions by which they are constituted, such committees shall automatically be dissolved on the date of the first meeting of the Board in the next Board year following that in which they were appointed. Such committees may, at the discretion of the Board, be reappointed with the same or different membership.

#### **XXII. BORROWING AUTHORITY**

1. In accordance with the NU Act, Nipissing University is hereby authorized by resolution of the Board of Governors from time to time to:

- a) Borrow money upon the credit of the University in such amounts, on such terms and from such persons, firms or corporations, including chartered banks, as may be determined by resolution by the Board.
  - b) Make, draw and endorse promissory notes or bills of exchange.
  - c) Hypothecate, pledge, charge or mortgage all or any part of the property of the University to secure any money so borrowed or the fulfillment of the obligations incurred by it under any promissory note or bill of exchange signed, made, drawn or endorsed by it.
  - d) Issue bonds, debentures and obligations on such terms and conditions as the Board may, by resolution, decide and pledge or sell such bonds, debentures and obligations for such sums and at such prices as the Board may, by resolution, decide and mortgage, charge, hypothecate or pledge all or any part of the property of the University to secure any such bonds, debentures and obligations.
2. The Board of Governors may, by resolution, delegate to Officers of the Board all or any powers necessary for the purpose of borrowing and giving security by the University to such extent and in such manner as the Board may determine.

### **XXIII. AUDITS AND REPORTS**

1. The Board shall appoint one or more public accountants licensed under the *Public Accountancy Act* to audit the accounts and trust funds of the University and the transactions of the Board at least once a year.
2. On behalf of the Board, the administration shall make a financial report annually to the Ministry in such form and containing such information as the Minister may require.

### **XXIV. FINANCIAL YEAR**

Unless otherwise ordered by the Board, the fiscal year of the University shall terminate on the 30th day of April in each year.

### **XXV. BYLAWS OF THE BOARD**

1. The bylaws of the Board shall be open to examination by members of the University community and by the public during normal business hours.
2. The Board shall publish its bylaws, from time to time, in such manner as they may respectively consider proper.
3. All bylaws of the Board ~~are subject to Notice of Motion and~~ may be changed or amended at ~~any~~ the annual meeting of the Board by a resolution passed by two-thirds of the members of the Board present.

4. As stated in the Terms of Reference for the University Governance Committee, a full review of the Board bylaws shall be done every three years.

## **XXVI. VACANCIES**

1. A position on the Board is vacated when the member resigns or, except for a student member who graduates during his/her term, ceases to be eligible for appointment or election to the Board.
2. If a Member of the Board is otherwise incapable of continuing to act as a member, the Board Chair shall declare the membership vacant.
3. The Board may, by resolution, declare a membership of the Board, ~~except a membership by virtue of an office~~, vacant for failure to attend a sufficient number of meetings, as provided in Section ~~XVII~~XXVII.4. The exception to this is a membership by virtue of office.
4. A declaration of a vacancy that is entered in the minutes of the Board is proof of the vacancy, in the absence of evidence to the contrary.
5. The vacancy of an appointed or elected member of the Board shall be filled by appointment in the same manner as the membership was appointed.
6. The vacancy of a constituent member shall be filled in the same manner as the membership was appointed, at a time and for a duration as specified by the Board.
7. A member appointed or elected to fill a vacancy on the Board shall hold office for the remainder of the vacating member's term of office.
8. Service on the Board for the remainder of a vacating member's term of office shall not be included in the calculation of six consecutive years.

## **XXVII. VACATING A MEMBER FROM THE BOARD**

A member of the Board of Governors shall not be permitted to continue in office under any of the following conditions:

1. Declaration of bankruptcy;
2. Certification pursuant to The Mental Incompetency Act;
3. Acceptance of a contract with Nipissing University or some other agency which, in the judgment of the Board, has resulted in a conflict of interest; or
4. Failure to attend the regular meetings of the Board, as defined in Section XIX.4.

A recommendation for termination of a member would be brought by the Executive Committee to a closed meeting of the Board.

## XXVIII. INDEMNIFICATION

### 1. Limitation of Liability

Except as otherwise provided in the Act, no director or officer for the time being of the corporation shall be liable for:

- a) the acts, receipts, neglects or defaults of any other director or officer or employee or for joining in any receipt or act for conformity;
- b) for any loss, damage or expense happening to the corporation through the insufficiency or deficiency of title to any property acquired by the corporation;
- c) for or on behalf of the corporation or for the insufficiency or deficiency of any security in or upon which any of the monies of or belonging to the corporation shall be invested;
- d) for any loss or damage arising from the bankruptcy, insolvency or tortuous acts of any person with whom any of the monies, securities or effects of the corporation shall be deposited; or
- e) for any loss occasioned by any error of judgment or oversight on his/her part or for any other loss, damage or misfortune which may happen in the execution of the duties of his/her office or in relation thereto; provided that nothing herein shall relieve any director or officer from the duty to act in accordance with the Act and regulations or from liability for any breach thereof.

### 2. Protection of Directors and Officers and Indemnification

Every member and Officer of the Board of Governors and every Officer of the University, and heirs, executors and administrators thereof, and estate and effects, respectively, from time to time and at all times, shall be indemnified and saved harmless out of the funds of the corporation, from and against:

- a) All damages costs, charges and expenses whatsoever which a Member or Officer sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against such above-named individual, for or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by that individual in good faith, in or about the execution of the duties of office.
- b) All reasonable expenses which are incurred in good faith occasioned in the ordinary course of business for the corporation while acting in relation to the affairs of the University.

Revised September 2006

Revised February 2007

Revised 2007 - Board Resolution 2007-02-10  
Revised 2009 - Board Resolution 2009-05-02  
Revised 2011 - Board Resolution 2011-02-02  
Revised 2012 - Board Resolution 2012-05-04  
Revised 2013 - Board Resolution 2013-02-02  
- Board Resolution 2013-05-05  
- Board Resolution 2013-05-06  
- Board Resolution 2013-12-05  
Revised 2014 - Board Resolution 2014-02-04  
Revised 2014 - Board Resolution 2014-05-07  
Revised 2017 - Board Resolution 2017-05-09  
Revised 2017 - Board Resolution 2017-09-05  
Revised 2018 - Board Resolution 2018-03-03

Appendix 1

**GENERAL RULES OF PROCEDURE AT BOARD MEETINGS**

**I. ADJOURNMENT**

A motion to adjourn may be moved at any time. It is not debatable except if it is sought to adjourn to a time other than the regular meeting time, when discussion is permitted on that point only. The motion requires a simple majority and, if passed, the meeting ends; if rejected, business continues.

**II. AMENDMENT**

1. An amendment to a motion must fall within one of the following categories:
  - a) the deletion of certain words
  - b) the addition of certain words
  - c) the deletion of certain words and the substitution of others in their place
2. An amending motion which would nullify the main motion is not an amendment and cannot be introduced.
3. There cannot be more than two amendments before the meeting at one time. The second amendment must be an amendment of the first amendment. When an amendment has been accepted or rejected, another amendment may be introduced but only if it is different in purpose from the one previously defeated.
4. Voting is as follows:
  - a) on the amendment to the amendment or the second amendment
  - b) on the amendment
  - c) on the motion if amendments have been defeated or on the motion as amended if an amendment has carried

**III. GENERAL**

The following are examples of how procedures specified in Robert's Rules of Order Newly Revised (1984), shall prevail in special motions:

1. to adjourn - debatable as to time only; majority vote required for adoption
2. to take a recess - not debatable; majority vote required for adoption

3. to raise a point of order or a question of privilege - personal - not debatable; admissibility of question is ruled upon by the Chair of the Board
4. to lay on the table - not debatable; majority vote required for adoption
5. to take from the table - not debatable; majority vote required for adoption
6. to limit or extend the limits of debate on a pending question - not debatable; two-thirds vote required for adoption
7. to postpone to a definite time applied to a pending question - debatable as to merit of postponing only; majority vote required for adoption
8. to amend - debatable; majority vote required for adoption.

#### **IV. MOTIONS**

A motion must be moved and seconded before the subject matter of the motion is open for debate.

#### **V. POINT OF ORDER**

Only on a point of order or privilege can a member interrupt another member who is speaking (except that, with the consent of the speaker, questions may be asked). If a member feels that improper language has been used, irrelevant argument introduced or a rule or procedure broken, the member is entitled to "rise to a point of order", interrupting the speaker. The point of order must be stated definitely and concisely. The Chair of the Board shall decide without debate, though he/she may ask opinions. The Chair of the Board should state opinions authoritatively. This ruling may be appealed by any two members (one making the appeal and the other seconding it). If appealed, the Chair of the Board states his/her decision and the point of appeal and then puts the question which is not debatable: "Shall the decision of the Chair of the Board stand as the judgement of this meeting?" A simple majority determines the issue. This merely settles a point of procedure and is not a vote of confidence in the Chair of the Board.

#### **VI. QUESTION OF PRIVILEGE**

If a member feels that a statement reflects on his reputation or that of the Board, the committee or University, the Member is entitled to raise a "question of privilege". The procedure is the same as for a point of order.

#### **VII. VOTING**

1. Each Member of the Board is entitled to one vote, subject to the provisions of (3) and (4) below. Unless otherwise provided, approval by a majority of the members voting or by consent without objection shall be sufficient to carry a motion.

2. Voting shall be by show of hands unless a vote by ballot is demanded by any member present. When necessary, votes shall be counted and recorded; in favour, against, and abstentions.
3. The Chair of the Board may only cast a vote on a motion:
  - a) to break a tie, or
  - b) negatively, to create a tie, thereby defeating the motion.
4. A tie vote will defeat a pending motion.

#### **VIII. WITHDRAWAL OF MOTIONS**

General custom permits the withdrawal of a motion by consent of the mover and seconder, but if either objects, the motion must be put to a vote. This applies to both substantive motions and amendments.