

Open Session

Present: C. Sayers, S. Shoemaker, A. Plastino (Chair), A. Avery, S. Roach, W. Johnston, M. Nogalo, W. Barnes, C. Denomme, B. Teller, A. Vezina, C. Langille, B. Yusuf, C. Chamberlin, M. Nadeau, P. Boniferro
Regrets: J. Buckell, M. Muncaster, T. Lavoie, S. Horn, A. Avery
Guests: S. Dwyer, R. McCutcheon

CALL TO ORDER

The Chair called the meeting to order at 5:40 pm.

Chairs Comments

The Chair gave a brief overview of the Board of Governors retreat. Debriefing notes from the Retreat are included in the OPEN package of Board Materials.

The Chair attended the annual CCOU (Council of Chairs of Ontario Universities) conference on November 6 & 7-2015. There were a number of presentations including: student health and wellness, the expected evolution of the SMAs and the Board's role in Enterprise Risk Management. The keynote address was presented by Sheila Brown, former President of Mount St. Vincent University and now President of Educational Consulting Company, the topic talk focused on the relationship between good governance and trust. It would be worth considering Sheila Brown for a presentation on governance at the next AU Board retreat.

CONSENT AGENDA

MOTION: Johnston/Barnes

That all items listed under the date December 10/2015 consent agenda be approved as presented.

Carried

BUSINESS ARISING

Board Retreat Debrief – A. Vezina went through a presentation summarizing the Board Retreat discussion on governance that was conducted by Bonnie Patterson in October.

The Board participated in an exercise led by Bonnie to determine what the Board should “stop doing, do less of, do more of and start doing” In addition, there was an exercise to assist in focusing the Board on devoting their time to issues such as “strategy” (40%), “compliance”(30%), “talent “ (20%) and “routine” (10%).

A. Vezina led the Board through an exercise to prioritize the key items coming out of the Board Retreat that the Board could focus on in the upcoming year.

Strategic Planning Process – President Chamberlin discussed the current status of the Universities' strategic planning exercise. Presently, Dr. Pedro Antunes has been identified as the leader of the strategic planning facilitation team. An external facilitator still needs to be selected.

It is noted that there is no budget for external facilitation, which is expected to cost in the range of \$50,000. This expenditure amount is within the President's approval amount and will be absorbed into the operating budget of the University.

Chamberlin will be bringing the Strategic Plan Process to the February 2016 Board meeting for approval. A draft of the completed strategic plan will be presented at the June Board meeting.

The Board noted that it may be advantageous for the Board and the Senate to have a discussion on the Strategic Planning process, and suggests setting up a meeting of the Board Senate Liaison committee early in the new year (2016).

Enrollment Update – President Chamberlin presented to the Board a document outlining the MTCU enrollments of eligible / ineligible students 2012-2015 for comparison.

Board Self-Evaluation – The Board received a survey summary from the 2015 Board Self-Evaluation. It is noted that due to lack of responses received that the summary itself is inconclusive however, a few noteworthy items have been extracted for Board consideration.

International Recruitment – External Review Report – President Chamberlin presented to the Board an update on International Recruitment. Highlights from the report include a newly established single point of contact for all International Students, as well as restructuring scholarships for International students and developing relationships with professional recruiting agents.

The Board would like to see cost vs. benefit analysis to support the international recruitment activities.

The Board requested that a comprehensive report outlining the strategy for International Recruitment be drafted and presented to the Board.

PRESIDENT'S REPORT

A written report for the Board was distributed – December 10-2015.

President Chamberlin noted that at the recent SSMIC Innovation Awards, a total of 9 awards were presented with 5 having ties to Algoma University.

NEW BUSINESS / ITEMS FOR DECISION

Finance Committee

Operating Statements - Dwyer reviewed the Operating Statement Board note. It was noted that the enrollment decline that the budget was built around is less than was contemplated in the budget. The sector as a whole is up 1% for Domestic students mostly in the GTA, however all 4 Northern Ontario Universities are experiencing declines in enrollment.

MOTION: Johnston/Nogalo

The Finance Committee recommends to the Board of Governors the acceptance of the Operating Statements as of October 31/2015.

Carried.

Draft Audited Financial Statements of the Pension Plan as at June 30/2015

MOTION: Yusuf/Nogalo

The Finance Committee recommends to the Board of Governors the approval of the Audited Financial Statements as at June 30/2015.

Carried.

Tuition Fee Reduction for Non-Michigan Students – Chamberlin introduced the Board Note and noted that any plans to market AU in the United States will be the responsibility of the Marketing and Recruitment Dept. Presently, there is no set plan as to how to market. This proposed tuition change will be a benefit the varsity athletic program and the coaches while recruiting athletes.

The Board cautioned that the number of students recruited under this program will need to be carefully monitored to ensure that there is always a net financial benefit to the University.

MOTION: Johnston/Vezina

The Finance Committee recommends to the Board of Governors to approve the offering of the domestic tuition rate to all US students.

Carried.

Nomination and Governance

Policy Review Cycle – the Board was presented with an updated Policy Roster. Board expressed concern about the backlog of Policies that need to be reviewed and updated.

The suggestion was made to divide the review cycle dates up, so that, all policies do not have the same expiry year (i.e., stagger expiry dates).

The Board requested the outstanding policies be prioritized with a plan in place for updating.

The Board also requested an update on status of the Policy Review Cycle at the next Board meeting.

Board Member Attendance –The Board members attendance history at Board meetings and Board committee meetings was received by the Board. S. Shoemaker noted that attendance continues to be monitored and action is be taken as appropriate.

Procedure of Approval of Board Members – This updated procedure was reviewed by the Board as presented.

MOTION: Shoemaker/Boniferro

The Nomination and Governance Committee recommends to the Board of Governors the approval of the Procedure for Approval of Board Members, as presented.

Carried.

Algoma Public Health Assessors Report – The Nomination and Governance Committee, as requested by the Board, reviewed the Algoma Public Health Assessors Report to determining whether any recommendations outlined in that report could be relevant for AU to consider adopting.

Plastino extracted relevant recommendations for Algoma University, which could strengthen AU Board governance. Essentially, the noteworthy items are as follows:

- Ensure the Board membership make-up is “skills Based;”

- Ensure Board members have the “time” to devote to the Board. Their work burden should be considered at time of appointment;
- Be cognizant of the “size” of the Board;
- Always ensure that adequate oversight is provided by the Board;
- Ensure adequate and proper terms of reference for the Finance/Audit Committee;
- Ensure the Board has a sound governance structure and seek external consultation to ensure this is the case if necessary.

Discussion followed on each of these items with a commitment to adopt these recommendations as relevant.

WRITTEN REPORTS FOR INFORMATION – Consent Agenda

Board Committees	Board Executive	A. Vezina (Chair)	Minutes from Sept 14 /2015
	Board Finance	M. Muncaster (Chair)	Minutes from Oct 5/2015
	Nominating and Governance	Steven Shoemaker (Chair)	Report on Nov 4/2015
	Anishinaabe Peoples’ Council	Lori Rainville (Chair)	Report on Nov 24/2015
University Bodies	Senate	No Board Rep	

QUESTION PERIOD

No questions were asked.

MOVE INTO CLOSED

MOTION: Vezina/Barnes

That the Board move into the Closed Session of the December 10/2015 meeting.

Carried.

MOVE BACK INTO OPEN

MOTION: Barnes/Langille

That the Board ratify any decisions made in Closed Session.

Carried.

ADJOURNMENT

MOTION: Denomme/Johnston

That the December 10 /2015 meeting of the Algoma University Board of Governors meeting be adjourned.

Carried.